

1 **KAPLAN FOX & KILSHEIMER LLP**
Laurence D. King (SBN 206423)
2 Kathleen A. Herkenhoff (SBN 168562)
Blair E. Reed (SBN 316791)
3 1999 Harrison Street, Suite 1560
Oakland, CA 94612
4 Telephone: (415) 772-4700
Facsimile: (415) 772-4707
5 *lking@kaplanfox.com*
kherkenhoff@kaplanfox.com
6 *breed@kaplanfox.com*

7 **KAPLAN FOX & KILSHEIMER LLP**
Robert N. Kaplan (admitted *pro hac vice*)
8 Jeffrey P. Campisi (admitted *pro hac vice*)
Jason A. Uris (admitted *pro hac vice*)
9 850 Third Avenue, 14th Floor
New York, NY 10022
10 Telephone: (212) 687-1980
Facsimile: (212) 687-7714
11 *rkaplan@kaplanfox.com*
jcampisi@kaplanfox.com
12 *juris@kaplanfox.com*

13 *Class Counsel for Lead Plaintiffs Julia Junge and*
14 *Richard Junge and the Proposed Class*

15 **UNITED STATES DISTRICT COURT**
NORTHERN DISTRICT OF CALIFORNIA
16 **SAN FRANCISCO DIVISION**

17 JULIA JUNGE and RICHARD JUNGE, on
behalf of themselves and a class of similarly
18 situated investors,
19 Plaintiffs,
20 v.

21 GERON CORPORATION and JOHN A.
SCARLETT,
22 Defendants.

Case No. 3:20-cv-00547-WHA (DMR)

Class Action
(Consolidated with Case No. 3:20-cv-01163-
WHA)
(Related to Case No. 3:20-cv-02823-WHA;
3:22-mc-80051-WHA)

**DECLARATION OF JEFFREY P.
CAMPISI IN SUPPORT OF MOTION
FOR FINAL APPROVAL OF
SETTLEMENT AND PLAN OF
ALLOCATION AND IN SUPPORT OF
LEAD COUNSEL’S MOTION FOR AN
AWARD OF ATTORNEYS’ FEES,
REIMBURSEMENT OF LITIGATION
EXPENSES AND AWARDS TO LEAD
PLAINTIFFS FOR LOST WAGES
UNDER 15 U.S.C. § 78u-4(a)(4)**

Judge: Hon. William H. Alsup
Courtroom: 12, 19th Floor
Date: March 30, 2023
Time: 11:00 a.m.

TABLE OF CONTENTS

	Page
1 I. LEAD PLAINTIFFS’ LITIGATION OF THE ACTION	2
2 A. Commencement of the Action and Lead Plaintiffs’ Appointment	2
3 B. Lead Plaintiffs’ Substantial Investigation and Filing of the Detailed	
4 Consolidated Class Action Complaint.....	4
5 C. Defendants’ Initial Motion to Dismiss the Consolidated Complaint.....	4
6 D. Lead Plaintiffs’ Filing of a Further Detailed Amended Consolidated Class	
7 Action Complaint.....	5
8 E. Defendants’ Motion to Dismiss the Amended Complaint.....	6
9 F. The Parties Engaged in Substantial Discovery	8
10 1. The Parties’ Rule 26(f) Conference, Initial Disclosures and	
11 Supplemental Disclosures.....	8
12 2. Case Management.....	9
13 3. Lead Plaintiffs’ Document Requests to Defendants.....	10
14 4. Defendants’ Document Requests to Lead Plaintiffs.....	12
15 5. Interrogatories Served by Lead Plaintiffs	13
16 6. Interrogatories Served by Defendants	13
17 7. Requests for Admission Served by Lead Plaintiffs	14
18 8. Requests for Admissions Served by Defendants	14
19 9. Lead Plaintiffs Took the Depositions of 10 Witnesses; Lead Plaintiffs	
20 and Their Class Certification Expert Were Deposed by Defendants	15
21 10. Defendants’ Privilege Logs	17
22 11. Discovery Disputes with Defendants.....	18
23 12. Lead Plaintiffs’ Subpoenas and/or FOIA Request to Non-Parties	19
24 13. Discovery Dispute with Non-Party Janssen	20
25 a. Lead Plaintiffs’ Motion to Compel.....	21
26 b. The Court Orders Janssen’s Production of Documents and	
27 Requires Lead Plaintiffs to Pay Janssen’s Costs	23
28 c. Negotiations Concerning Janssen’s Cost for Production of	
Documents Responsive to the May 18 Janssen Subpoena	26
G. Lead Plaintiffs’ Motion for Class Certification	27
1. Lead Plaintiffs’ Work in Connection with the Motion for Class	
Certification	27

TABLE OF CONTENTS

	Page
1	2. Lead Plaintiffs Disseminated Notice of the Court’s Certification Order .....29
2	H. Lead Plaintiffs’ Litigation Experts .....30
3	I. Pre-Trial Preparation .....31
4	J. Settlement Negotiations and Settlement Conferences .....31
5	K. Preliminary Approval Motion.....33
6	L. The Notice and Administration of the Settlement .....35
7	M. The Escrow Agent .....37
8	N. The Plan of Allocation is Fair, Reasonable and Adequate .....37
9	II. LEAD COUNSEL’S MOTION FOR AN AWARD OF ATTORNEYS’ FEES,
10	REIMBURSEMENT OF LITIGATION EXPENSES AND AWARDS TO LEAD
	PLAINTIFFS .....39
11	A. The Requested 18% Fee Is Consistent with the PSLRA and Is Substantially
12	Below the 25% Benchmark in the Ninth Circuit .....40
13	1. Lead Counsel Obtained a Significant Result for the Class.....41
14	2. The Substantial Risks of the Litigation Support the Fee Request .....42
15	3. The Skill Required and the Quality of the Work Performed Support
16	the Fee Request.....45
17	4. The Contingent Nature of the Fee Supports the Fee Request.....46
18	5. The Reaction of the Class to Date and the Approval of Lead
19	Plaintiffs Support the Fee Request .....47
20	6. The Standing and Caliber of Defendants’ Counsel Supports the
21	Fee Request.....48
22	B. The Work Performed by Lead Counsel .....48
23	1. Legal Counsel’s Hourly Rates Are Reasonable.....49
24	2. Legal Counsel’s Time by Attorney and by Task .....51
25	3. Summary of Timekeeper Qualifications, Experience and Primary Work
26	and/or Role in the Action.....53
27	a. Partners .....53
28	b. Of Counsel .....56
	c. Associates .....57
	d. Law Clerks .....58
	e. Investigator .....59

TABLE OF CONTENTS

	Page
1	f. Paralegals.....59
2	C. Lead Counsel’s Litigation Expenses for Which It Seeks Reimbursement.....60
3	D. The Requested Awards for Lead Plaintiffs Seek Reimbursement for Lost
4	Wages under the PSLRA .....65
5	
6	
7	
8	
9	
10	
11	
12	
13	
14	
15	
16	
17	
18	
19	
20	
21	
22	
23	
24	
25	
26	
27	
28	

1 I, Jeffrey P. Campisi, declare as follows:

2 1. I am a partner of the firm Kaplan Fox & Kilsheimer LLP (“Kaplan Fox”). I am
3 admitted to the bar of the State of New York and am in good standing. I am admitted to this Court
4 *pro hac vice*. ECF No. 115.¹

5 2. Kaplan Fox serves as Court appointed Lead Counsel and Class Counsel (“Lead
6 Counsel”) for Lead Plaintiffs and Class Representatives Julia Junge and Richard Junge (the “Lead
7 Plaintiffs”) and as Class Counsel to the certified Class in the above-captioned consolidated action
8 (the “Action”). ECF Nos. 89, 206.

9 3. I submit this declaration in support of Lead Plaintiffs’ Motion for Final Approval of
10 Settlement and Plan of Allocation and in Support of Lead Counsel’s Motion for an Award of
11 Attorneys’ Fees, Reimbursement of Litigation Expenses and Awards to Lead Plaintiffs for Lost
12 Wages under 15 U.S.C. § 78u-4(a)(4) (the “Motions”). I make this declaration based on personal
13 knowledge, and if called to testify, I could and would do so competently.

14 4. On September 2, 2022, the parties to the Action executed the Stipulation and
15 Agreement of Settlement (“Stipulation” or “Settlement Agreement”), which provides for a
16 Settlement Fund of \$24 million comprised of \$17 million in cash and \$7 million in Geron Common
17 Stock. ECF No. 247, ¶¶CC, 1(vv) and 7. All capitalized terms herein have the same meaning as set
18 forth in the Stipulation, unless otherwise indicated.

19 5. A true and correct copy of the Stipulation is attached as Exhibit A hereto.

20 6. This declaration contains an overview of the procedural history of the Action, key
21 litigation events in the Action, the work performed by Lead Counsel on behalf of Lead Plaintiffs
22 and the Class, and information to support each of the Motions referenced above, and complies with
23 the Procedural Guidance for Class Action Settlements for the U.S. District Court for the Northern
24 District of California (the “Procedural Guidance”).

25

26

27

28 ¹ Unless otherwise noted, citations to “ECF No. ___” are to docket entries in Case No. 3:20-cv-00547-WHA. When citing ECF documents, the pagination is to the page number set forth on the original document prior to ECF filing.

1 **I. LEAD PLAINTIFFS’ LITIGATION OF THE ACTION**

2 **A. Commencement of the Action and Lead Plaintiffs’ Appointment**

3 7. On January 23, 2020, the initial complaint was filed in the Action by Plaintiff
4 Michael Tollen (ECF No. 1). The 21-page initial complaint alleged claims under Sections 10(b)
5 and 20(a) of the Securities Exchange Act of 1934 (“Exchange Act”) against Defendants Geron
6 Corporation (“Geron”) and John A. Scarlett (“Scarlett”) (collectively, the “Defendants”). Counsel
7 for Plaintiff Tollen caused a publication via PRNewswire to issue on January 23, 2020, advising
8 members of the purported class of the pendency of the Action. ECF No. 36-1.

9 8. On February 14, 2020, a second complaint was filed in this District by Plaintiff
10 Eugene Connor and assigned case 3:20-cv-01163-WHA. The *Connor* action was thereafter related
11 to the initial complaint on file in the Action. ECF No. 17.

12 9. On March 23, 2020, eight competing motions for appointment as Lead Plaintiff under
13 the Private Securities Litigation Reform Act of 1995 (“PSLRA”), 15 U.S.C. Section 78u-4(a)(3)(B)
14 were filed with this Court, the majority of which also sought to consolidate the two related actions
15 referenced above. *See* ECF Nos. 18, 23, 27, 33, 34, 40, 47, 51. Lead Plaintiffs’ motion was filed
16 as ECF No. 47, with Lead Counsel serving as counsel.

17 10. On March 31, 2020, the Court issued an order requiring that “[a]ll motions to appoint
18 lead plaintiff must be supplemented by the appended questionnaire and certification (to the extent
19 not already submitted)” and that “applications for class counsel shall be deferred until after the lead
20 plaintiff has been appointed.” ECF No. 58. Lead Plaintiffs provided information in response to this
21 Order. ECF No. 80. Lead Plaintiffs, through Lead Counsel, submitted an opposition to competing
22 movants who had not withdrawn their motions, and a reply brief. ECF Nos. 67, 70.

23 11. On April 30, 2020, the Court held a hearing by telephone on the competing motions
24 for lead plaintiff appointment and consolidation of the two related actions. I attended the hearing,
25 as did my partner Laurence King and associate Mario M. Choi from my firm, and the Lead Plaintiffs
26 attended. I presented argument to the Court and Lead Plaintiff Julia Junge answered extensive
27 questions from the Court during the hearing, which lasted approximately 54 minutes. *See* ECF
28 No. 79.

1 12. On May 14, 2020, the Court entered an Order appointing Julia Junge and Richard
2 Junge as Lead Plaintiffs under the PSLRA, consolidating all related actions, and inviting
3 applications for Lead Counsel. *See* ECF No. 85.

4 13. As set forth in the Declaration of Julia Junge in Support of Motion for Final Approval
5 of Settlement and Plan of Allocation and in Support of Lead Counsel’s Motion for an Award of
6 Attorneys’ Fees, Reimbursement of Litigation Expenses and Awards to Lead Plaintiffs for Lost
7 Wages under 15 U.S.C. § 78u-4(a)(4) (the “J. Junge Decl.”) and the Declaration of Richard Junge
8 in Support of Motion for Final Approval of Settlement and Plan of Allocation and in Support of
9 Lead Counsel’s Motion for an Award of Attorneys’ Fees, Reimbursement of Litigation Expenses
10 and Awards to Lead Plaintiffs for Lost Wages under 15 U.S.C. § 78u-4(a)(4) (the “R. Junge Decl.”)
11 (collectively, the “Lead Plaintiff Declarations”), Julia Junge and Richard Junge undertook a process
12 to select proposed Lead Counsel under the Court’s May 14, 2020 Order.

13 14. A true and correct copy of the J. Junge Decl. is attached as Exhibit B hereto.

14 15. A true and correct copy of the R. Junge Decl. is attached as Exhibit C hereto.

15 16. On or about June 5, 2020, during the Lead Plaintiffs’ diligence process, I submitted
16 a bid on behalf of Kaplan Fox to seek to serve as Lead Counsel. Mr. King and I were interviewed
17 telephonically by the Lead Plaintiffs on June 13, 2020. On June 15, 2020, in response to additional
18 questions raised during the interview process, I submitted further responses to Lead Plaintiffs from
19 Kaplan Fox concerning its bid. As set forth in the Lead Plaintiff Declarations, Kaplan Fox reduced
20 its requested fee to 18% of any recovery. *See* Ex. B at ¶11; Ex. C at ¶11.

21 17. On July 9, 2020, Lead Plaintiffs filed their Motion to Appoint Counsel and
22 supporting 134-page declaration (filed under seal), including Lead Plaintiffs’ fee agreement with
23 Lead Counsel, seeking to appoint Kaplan Fox as Lead Counsel. *See* ECF No. 87.

24 18. On July 27, 2020, the Court granted Lead Plaintiffs’ motion and appointed Kaplan
25 Fox as Lead Counsel and ordered Lead Plaintiffs to file a consolidated complaint by August 20,
26 2020 at noon. *See* ECF No. 89.

27
28

1 **B. Lead Plaintiffs’ Substantial Investigation and Filing of the Detailed**
2 **Consolidated Class Action Complaint**

3 19. Lead Plaintiffs and Lead Counsel proceeded to coordinate on the process for
4 preparing a Consolidated Class Action Complaint (the “Consolidated Complaint”), which was
5 timely filed on August 20, 2020. ECF No. 92.

6 20. The Consolidated Complaint was filed after extensive investigation and analysis by
7 Lead Counsel and Lead Plaintiffs, and expanded upon the initial complaint’s alleged facts and legal
8 theories. Lead Counsel reviewed all of Geron’s relevant filings with the U.S. Securities and
9 Exchange Commission (“SEC”), transcripts of Geron’s investor conference calls, analyst reports
10 concerning Geron, Geron investor presentations, documents and information concerning Geron,
11 identified and conducted interviews with potential witnesses, and consulted with subject matter
12 experts and experts on loss causation and damages.

13 **C. Defendants’ Initial Motion to Dismiss the Consolidated Complaint**

14 21. On October 1, 2020, Defendants filed a 25-page Motion to Dismiss the Consolidated
15 Complaint (the “First Dismissal Motion”), a declaration in support with 29 exhibits (over 350 pages
16 of exhibit material), and a Request for Consideration of Documents Incorporated into the
17 Consolidated Amended Class Action Complaint (“CAC”) and for Judicial Notice in Support of
18 Defendants’ Motion to Dismiss Plaintiffs’ CAC. *See* ECF Nos. 97, 98.

19 22. After receiving the filed version of the First Dismissal Motion, I worked with several
20 attorneys at Kaplan Fox, including my partner Robert Kaplan, Mr. King and Mr. Choi, to commence
21 preparation of a draft opposition brief. We reviewed and evaluated the legal and factual arguments
22 in the First Dismissal Motion, including the case authority cited by Defendants, and their arguments
23 that the Consolidated Complaint failed to adequately allege falsity and scienter under the PSLRA’s
24 heightened pleading standards, and that Lead Plaintiffs failed to adequately allege loss causation.

25 23. As part of the analysis undertaken as to the First Dismissal Motion, Lead Counsel
26 and Lead Plaintiffs determined, however, to file an amended complaint instead of responding to the
27 First Dismissal Motion.
28

1 24. On October 12, 2020, Lead Plaintiffs entered a Stipulation and Order that permitted
2 them to file a further amended complaint under Rule 15 of the Federal Rules of Civil Procedure and
3 set a briefing schedule for any motion(s) to dismiss in response thereto. *See* ECF No. 102.

4 **D. Lead Plaintiffs' Filing of a Further Detailed Amended Consolidated Class**
5 **Action Complaint**

6 25. On October 22, 2020, Lead Plaintiffs filed the Amended Consolidated Class Action
7 Complaint for Violations of the Federal Securities Laws (the "Amended Complaint") against
8 Defendants. *See* ECF No. 103. The 49-page Amended Complaint asserts claims against Defendants
9 Geron and Scarlett under Section 10(b) of the Exchange Act and Rule 10b-5 promulgated
10 thereunder, and against Scarlett under Section 20(a) of the Exchange Act.

11 26. The Amended Complaint alleges that before the period from March 19, 2018, to
12 September 26, 2018, inclusive (the "Class Period"), Defendants Geron and Scarlett learned of
13 adverse clinical study data from a phase 2 study the Company's only drug candidate, imetelstat, a
14 drug for patients with a type of blood cancer called myelofibrosis ("MF"). The study data results of
15 the clinical study, called IMbark, were allegedly adverse because the vast majority of patients failed
16 to meet IMbark's two primary and most important endpoints of a reduction of spleen size (or
17 "SVR") by $\geq 35\%$, and reduction of MF's debilitating symptoms (total symptom score or "TSS") by
18 $\geq 50\%$, and the data failed to validate the results of an earlier imetelstat pilot study that had indicated
19 that imetelstat had a disease modifying effect on MF.

20 27. The Amended Complaint further alleges that Geron's drug development partner,
21 Janssen Biotech, Inc. ("Janssen") learned of material, adverse results from the IMbark study
22 concerning the two primary endpoints and lack of remissions, and that Janssen was disappointed
23 with the IMbark study data and did not agree that IMbark's overall survival ("OS") data
24 demonstrated imetelstat's clinical efficacy.

25 28. The Amended Complaint further alleges that during the Class Period, Defendant
26 Scarlett made false representations to investors by selectively disclosing purportedly positive data
27 about IMbark's median OS, one of 14 secondary, much less important and unreliable endpoints in
28

1 the IMbark study (which had not been selected by Janssen as a primary endpoint), while covering
2 up the adverse results about IMbark’s key co-primary endpoints and remissions.

3 29. Defendants’ misstatements allegedly caused the price of Geron common stock to be
4 inflated during the Class Period and to decline when the alleged truth emerged though a corrective
5 disclosure on September 27, 2018, when the adverse IMbark study data was disclosed and separately
6 Janssen disclosed its decision to terminate its collaboration agreement with Geron, resulting in
7 financial losses to those who purchased Geron common stock at the allegedly inflated price. *See*
8 ECF No. 103.

9 **E. Defendants’ Motion to Dismiss the Amended Complaint**

10 30. On November 23, 2020, Defendants filed a 25-page motion to dismiss the Amended
11 Complaint (“Motion to Dismiss”) and filed a 10-page Request for Judicial Notice and for
12 Incorporation by Reference. *See* ECF Nos. 105, 107. The Motion to Dismiss included a 7-page
13 declaration by counsel with 32 exhibits (with over 440 pages of exhibit materials). *See* ECF
14 No. 106, 108. Defendants asserted that the Amended Complaint failed to adequately address
15 deficiencies concerning falsity and scienter.

16 31. The Motion to Dismiss argued, among other things, that Lead Plaintiffs
17 mischaracterized the IMbark study, stating that it was an “exploratory study with no pre-defined
18 criteria to advance in clinical development to Phase 3 or enable FDA [the U.S. Food and Drug
19 Administration (“FDA”)] approval.” *See* ECF 105 at 2:25-26. Similarly, Defendants argued that
20 Lead Plaintiffs’ interpretation of the results as “adverse” were contrary to the “interpretation” of the
21 Defendants, Janssen, “clinical investigators,” the FDA, and research analysts who covered Geron.
22 *Id.* at 2:27-28. Further, Defendants asserted that the Amended Complaint failed to allege a
23 compelling inference of scienter, arguing, among other things, that after “Janssen learned of the
24 [spleen and symptom] data, it called imetelstat a ‘blockbuster’ product and continued to conduct
25 IMbark for another year and a half.” *Id.* at 3:11-12.

26 32. The Motion to Dismiss further argued that the IMbark study was different than “other
27 clinical trials that are commonly the subject of securities fraud cases.” *Id.* at 6:23-24. Defendants
28 argued that other studies had pre-determined statistical thresholds to evaluate whether a drug will

1 advance in clinical development or commercialization. *Id.* at 6:25. Defendants, however, asserted
2 that IMbark did not have such a pre-defined percentage of patients required to achieve a 35%
3 reduction in spleen size or a 50% reduction in symptoms for imetelstat to advance in its clinical
4 development to Phase 3 (*id.* at 7:1-3), and asserted that the IMbark study data was not adverse or
5 negative. *Id.* at 7. As detailed herein, this was a fundamental disagreement throughout the Action.

6 33. Defendants' position stated in the Motion to Dismiss and throughout the Action was
7 that OS was the "gold standard" for cancer treatment and "could potentially serve as the primary
8 endpoint in a Phase 3 trial" (and, in fact, after the Class Period, the FDA allowed imetelstat to
9 advance to a Phase 3 trial with OS as the primary endpoint). *Id.* at 7:19-20. In brief, Defendants
10 vigorously disputed that they made materially false statements concerning the IMbark study data
11 results, and did not omit to disclose material information that they had a duty to disclose. *Id.* at 15-
12 18.

13 34. During the period November 23, 2020 through December 10, 2020, Lead Counsel
14 undertook extensive legal and factual research in connection with briefing of the Motion to Dismiss.
15 Mr. Kaplan, Mr. King, Mr. Choi, Jason Uris (Kaplan Fox associate) and I were involved in preparing
16 Lead Plaintiffs' opposition to the Motion to Dismiss.

17 35. On December 10, 2020, I caused to be filed Lead Plaintiffs' 25-page opposition to
18 the Motion to Dismiss, and a 13-page opposition to Defendants' Request for Judicial Notice and for
19 Incorporation by Reference. ECF Nos. 110-11. Central to responding to the Motion to Dismiss was
20 to inform the Court of Lead Plaintiffs' position with regard to the OS representations and
21 Defendants' alleged material omissions, including that Defendants' selective disclosure of allegedly
22 positive OS data, while not revealing information about the adverse spleen, symptoms and
23 remissions data, was a violation of the federal securities laws. *See* ECF 110 at 13 (*citing*
24 *Schueneman v. Arena Pharm., Inc.*, 840 F.3d 698, 707-08 (9th Cir. 2016); *Khoja v. Orexigen*
25 *Therapeutics, Inc.*, 899 F.3d 988, 1010 (9th Cir. 2018)).

26 36. On December 17, 2020, Defendants filed their 15-page reply in support of the Motion
27 to Dismiss. *See* ECF No. 117. Defendants also filed an 8-page reply in support of their Request for
28

1 Judicial Notice and Incorporation by Reference. *See* ECF No. 118. I reviewed and analyzed these
2 reply briefs.

3 37. On February 8, 2021, the Court heard oral argument by telephone on Defendants’
4 Motion to Dismiss. *See* ECF No. 120. I prepared for and presented oral argument for Lead
5 Plaintiffs. Mr. Choi and Lead Plaintiffs attended. The time on the record for the hearing was 1 hour
6 and 12 minutes. *See* ECF No. 120.

7 38. On April 12, 2021, the Court granted in part, and denied in part, the Motion to
8 Dismiss, sustaining certain claims against Defendants under Section 10(b) of the Exchange Act and
9 the Section 20(a) control person claim under the Exchange Act against Defendant Scarlett. *See* ECF
10 No. 124; *Junge v. Geron Corp.*, No. C 20-000547 WHA, 2021 WL 1375960 (N.D. Cal. Apr. 12,
11 2021) (the “April 12 Order”). Lead Counsel and Lead Plaintiffs reviewed and analyzed the Court’s
12 April 12 Order, and evaluated whether to further amend the Amended Complaint in light of the
13 April 12 Order.

14 39. On April 29, 2021, Lead Plaintiffs notified the Court that they elected to stand on the
15 Amended Complaint and not file a further amendment in response to the April 12 Order. *See* ECF
16 No. 125.

17 40. On May 13, 2021, Defendants filed their 30-page Answer to the Amended
18 Complaint. *See* ECF No. 128. The Answer contained 16 affirmative defenses, and denied key facts
19 alleged in the Action. I undertook analysis of the affirmative defenses and evaluation of procedural
20 options to address the Answer and the impact, if any, of the Answer on the strategy for pursuing
21 discovery in the Action.

22 **F. The Parties Engaged in Substantial Discovery**

23 **1. The Parties’ Rule 26(f) Conference, Initial Disclosures and Supplemental**
24 **Disclosures**

25 41. On May 18, 2021, Lead Plaintiffs’ and Defendants’ counsel conducted their
26 Rule 26(f) conference. During the Rule 26(f) conference, in which I participated, the Parties
27 considered the nature and basis of Lead Plaintiffs’ claims and Defendants’ defenses, the possibilities
28 for promptly settling or resolving the case, arranged for the disclosures required by Rule 26(a)(1),

1 discussed issues about preserving discoverable information and discussed a proposed discovery
2 plan.#

3 42. On June 1, 2021, I caused Lead Plaintiffs' Initial Disclosures to be served on
4 Defendants. I caused the preparation of Lead Plaintiffs' initial disclosures, and I supervised
5 Mr. Choi and Kevin Cosgrove (Kaplan Fox's in-house investigator) in the preparation of the
6 information contained therein. Further, in connection with preparing Lead Plaintiffs' Initial
7 Disclosures, I discussed the topics for the disclosures with the Lead Plaintiffs, including the
8 document preservation processes and obligations, the location of relevant documents, and the
9 identity of other persons who may have responsive information.

10 43. Similarly, as a result of new information obtained through discovery, on March 18,
11 2022, I caused the preparation of Lead Plaintiffs' Supplemental Initial Disclosures, which I caused
12 to be served on Defendants. I supervised Ms. Kathleen Herkenhoff (Of Counsel at Kaplan Fox) in
13 the preparation of this document.

14 44. On June 1, 2021 and on March 10, 2022, Defendants served initial and supplemental
15 disclosures, which Ms. Herkenhoff and I analyzed for purposes of evaluating and planning for
16 discovery and trial in the Action.

17 2. Case Management

18 45. On June 1, 2021, I caused to be filed the Joint Case Management Conference
19 Statement and Rule 26(f) Report. *See* ECF No. 129.

20 46. On June 14, 2021, the Court entered the Joint Stipulation for Protective Order. *See*
21 ECF Nos. 130-31.

22 47. On August 26, 2021, the Court held a telephonic Initial Case Management
23 Conference. *See* ECF No. 140. Mr. King and Mr. Uris attended telephonically for Lead Plaintiffs,
24 and subsequently provided me a report on the conference.

25 48. On August 27, 2021, the Court entered a Case Management Order (the "Initial
26 Scheduling Order"), which set the initial trial schedule for the Action and a trial date of October 31,
27 2022. *See* ECF No. 139. Certain of the dates set forth in ECF No. 139 were further continued in
28 ECF Nos. 195, 231, 238, 250.

1 49. On January 7, 2022, I caused to be filed a [Proposed] Order and Stipulation
2 Concerning Remote Deposition Protocol that I had negotiated with Defendants' counsel in order to
3 facilitate depositions while the COVID-19 pandemic persisted to present serious health risks in the
4 general community. *See* ECF No. 153. The Court entered the Order and Stipulation Concerning
5 Remote Deposition Protocol on January 7, 2022 (the "Protocol"). ECF No. 154. The Protocol
6 provided for the use of a court reporting service offering remote deposition hosting and for the
7 introduction of exhibits electronically via document-sharing technology. The Protocol provided
8 savings on Lead Counsel's costs for travel to attend depositions in person.

9 50. In addition to the above, and other similar case management related filings, I created,
10 maintained, and updated various tasks lists as part of my responsibilities as lead lawyer at Kaplan
11 Fox for the Action, and I have overseen the maintenance of Lead Counsel's calendaring of items
12 and deadlines for the Action.

13 **3. Lead Plaintiffs' Document Requests to Defendants**

14 51. Formal discovery started after the Rule 26(f) conference.

15 52. Mr. Choi and I analyzed the April 12 Order, the facts and legal questions at issue in
16 the Amended Complaint, and we drafted a comprehensive set of 84 requests for documents from
17 Defendants. On May 18, 2021, I caused Lead Plaintiffs' First Request to Defendants for Production
18 of Documents ("First RFPs") to be served on Defendants.

19 53. On June 17, 2021, Defendants served responses and objections, which I reviewed
20 and analyzed.

21 54. On June 30, 2021, I, along with Mr. Choi and Brandon Fox of Kaplan Fox (law
22 clerk), conducted a meet and confer on behalf of the Lead Plaintiffs with counsel for the Defendants.
23 Defendants essentially agreed to produce documents collected and produced in connection with a
24 related investigation by the SEC (In the Matter of Geron Corp., MSF-04375), as well as board of
25 directors' materials produced in response to Geron shareholders' books and records demands (the
26 "SEC/Books and Records Production"). The SEC/Books and Records Production was without
27 waiver to Lead Plaintiffs' rights to demand a full production in response to the First RFPs. I
28

1 confirmed this proposal in a July 7, 2021 letter I sent to Defendants' counsel. This left the balance
2 of the requested documents subject to further meet and confers.

3 55. On August 5, 2021, Defendants produced a six volume set of documents containing
4 the SEC/Books and Records Production (GERON_JUNGE 1-60281). I supervised the review and
5 analysis of these documents.

6 56. After receipt and review of the SEC/Books and Records Production, I engaged in
7 further meet-and-confers with Defendants' counsel concerning the scope of Defendants' document
8 productions. On or around September 29, 2021, I researched, drafted, and transmitted a detailed
9 letter to Defendants' counsel concerning the First RFPs (the "9/29 Letter"). The 9/29 Letter
10 identified 16 Geron custodians whose custodial files Lead Plaintiffs requested Defendants to search,
11 provided a set of particular documents that should be produced, proposed search terms to target key
12 documents, and outlined particular sources where relevant documents may exist. The 9/29 Letter
13 also requested a privilege log.

14 57. After several meet and confers concerning search terms and custodians and the scope
15 of discovery, Defendants began producing additional documents in response to the First RFPs on
16 and after September 29, 2021. According to Lead Counsel's records, Defendants produced
17 additional documents as follows:

Production Date	Bates Numbers
September 29, 2021	GERON_JUNGE 60282-80440
October 4, 2021	GERON_JUNGE 80441-83524
October 8, 2021	GERON_JUNGE 83525-83526
December 2, 2021	GERON_JUNGE 82527-86969
December 15, 2021	GERON_JUNGE 86970
December 23, 2021	GERON_JUNGE 86971-104170
January 7, 2022	GERON_JUNGE 104171-126790
January 15, 2022	GERON_JUNGE 126791-156294
January 21, 2022	GERON_JUNGE 156295-166979

Production Date	Bates Numbers
January 26-27, 2022	GERON_JUNGE 166980-171382
January 29, 2022	GERON_JUNGE 171383-191187
February 4, 2022	GERON_JUNGE 191188-227932
February 11, 2022	GERON_JUNGE 227933-227939
February 22, 2022	GERON_JUNGE 227940-250234
February 24, 2022	GERON_JUNGE 250235-250240

58. In total, based upon Lead Counsel's records, Defendants produced over 250,000 electronic records, which included emails as well as 12,755 native files such as PowerPoint presentations, PDFs or Excel spreadsheets that contained multiple pages, slides or data fields. I supervised the review and analysis of the additional documents produced by Defendants.

4. Defendants' Document Requests to Lead Plaintiffs

59. On June 11, 2021, Lead Plaintiffs were served with Defendants' First Set of Requests for Production to Lead Plaintiffs Julia Junge and Richard Junge ("Defs' First RFPs"). I reviewed and analyzed the requests, and I prepared objections and responses.

60. On July 12, 2021, I caused Lead Plaintiffs' objections and responses to Defs' First RFPs to be served on Defendants. The parties thereafter reached an agreement on the scope of Lead Plaintiffs' document production.

61. I communicated with Lead Plaintiffs by email and held numerous telephonic meetings with Lead Plaintiffs concerning Defs' First RFPs and Lead Plaintiffs search and identification of responsive documents. On August 31, 2021, I produced documents on behalf of the Lead Plaintiffs (LEAD PLAINTIFFS 1-2109). In advance of production, Kaplan Fox paralegals had prepared the documents for electronic production with bates stamp numbering.

62. On September 8, 2021, Lead Plaintiffs completed their production of documents in response to Defs' First RFPs, identified as LEAD PLAINTIFFS 2110-23. In addition, I oversaw the creation of a privilege log with 49 entries concerning documents over which Lead Plaintiffs

1 asserted privilege or work product protection from disclosure. Also on September 8, 2021, I caused
2 Lead Plaintiffs' privilege log to be served on Defendants.

3 **5. Interrogatories Served by Lead Plaintiffs**

4 63. On February 16, 2022, Lead Plaintiffs served a First Set of Interrogatories on
5 Defendants, consisting of 13 interrogatories directed to issues concerning the identification of
6 persons authoring, receiving and/or viewing certain documents.

7 64. On March 18, 2022, Defendants served Defendants' Responses and Objections to
8 Lead Plaintiffs' First Set of Interrogatories. I reviewed and analyzed the answers.

9 **6. Interrogatories Served by Defendants**

10 65. On February 11, 2022, Defendants served a First Set of Interrogatories on Lead
11 Plaintiffs, consisting of 25 contention interrogatories that covered a wide range of issues concerning
12 Lead Plaintiffs' theories of liability and damages. Under the supervision of Mr. King and me,
13 Mr. Uris, Ms. Herkenhoff, Blair Reed (Kaplan Fox associate) and Mr. Fox reviewed and analyzed
14 the contention interrogatories and dedicated substantial time to reviewing and analyzing deposition
15 testimony and exhibits, and other documents produced in the Action, and marshalled the evidence
16 that Lead Plaintiffs obtained in discovery in order to prepare substantive responses to Defendants'
17 contention interrogatories.

18 66. The detailed responses submitted on March 18, 2022 required substantial staff and
19 attorney time as this project required a review and analysis of the documents produced in the Action
20 by Defendants and non-parties, as well as the deposition testimony from nine fact witnesses.

21 67. On March 18, 2022, I caused to be served on Defendants Lead Plaintiffs' 73-page
22 responses and objections to Defendants' contention interrogatories.

23 68. As a result of a meet and confer with Defendants concerning the March 18, 2022
24 responses and objections, on May 23, 2022, I caused Lead Plaintiffs to serve a supplemental
25 response Defendants' contention interrogatories. I supervised Mr. Uris, Ms. Herkenhoff, Ms. Reed
26 and Mr. Brandon Fox in the collection, review and analysis of evidence that was then set forth in
27 Lead Plaintiffs' 78-page supplemental response.
28

7. Requests for Admission Served by Lead Plaintiffs

1
2
3
4
5
69. In advance of Lead Plaintiffs’ Motion for Class Certification, Mr. Choi and I reviewed and analyzed issues that we believed were appropriate for RFAs in order to streamline and simplify certain issues for the Court. On May 26, 2021, Lead Plaintiffs served a First Set of Requests for Admission to Defendants concerning issues relating to Class Certification.

6
7
8
9
70. On July 2, 2021, Defendants served Defendants’ Responses and Objections to Lead Plaintiffs’ First Set of Requests for Admission. I reviewed and analyzed Defendants’ responses, which Lead Plaintiffs submitted to the Court in support of Lead Plaintiffs’ Motion for Class Certification. *See* ECF No. 141-3.

10
11
71. On February 16, 2022, Lead Plaintiffs served a Second Set of Requests for Admission to Defendants.

12
13
14
15
16
72. On March 18, 2022, Defendants served their Responses and Objections to Lead Plaintiffs’ Second Set of Requests for Admission to Defendants. I met and conferred with Defendants’ counsel concerning certain of their responses and objections. In response, on March 23, 2022, Defendants served Supplemental Responses and Objections to Lead Plaintiffs’ Second Set of Requests for Admission.

8. Requests for Admissions Served by Defendants

17
18
19
20
21
22
73. On December 21, 2021, Defendants served a First Set of Requests for Admission to Lead Plaintiffs, seeking admissions concerning Geron common stock prices and statements made by Defendants alleged in the Amended Complaint. Ms. Herkenhoff and I reviewed and analyzed Defendants’ RFAs to Lead Plaintiffs, answered those we deemed appropriate and denied others that were, for example, prematurely seeking expert testimony.

23
24
74. On January 20, 2022, I caused to be served on Defendants Lead Plaintiffs’ Objections and Responses to Defendants First Set of Requests for Admission (“LP Admission Responses”).

25
26
75. On January 28, 2022, Ms. Herkenhoff and I participated in a meet and confer with Defendants’ counsel concerning the LP Admission Responses.

27
28
76. During the period January through March 2022, the parties continued to engage in periodic meet and confer discussions concerning the LP Admission Responses. Through the meet

1 and confer process, we and Defendants agreed that Lead Plaintiffs would supplement their responses
2 after the end of expert discovery.

3 **9. Lead Plaintiffs Took the Depositions of 10 Witnesses; Lead Plaintiffs and**
4 **Their Class Certification Expert Were Deposed by Defendants**

5 77. I oversaw the litigation strategy for the Action as part of my duties as the lead lawyer
6 from Kaplan Fox to conduct litigation of the Action on behalf of Lead Plaintiffs and the Class.
7 Accordingly, I identified witnesses and coordinated the review and analysis of documents used to
8 make these decisions and that would be used during the depositions. In that process, the subset of
9 Kaplan Fox attorneys principally involved in the deposition process under my supervision were
10 Mr. Uris, Ms. Herkenhoff, Ms. Reed and Mr. Brandon Fox. My partner Larry King coordinated
11 strategic oversight of the deposition process with me. I also supervised the substantial assistance
12 from the firm's paralegals to search for, organize and prepare deposition exhibits, either for
13 uploading to the electronic exhibit database used by a third-party remote deposition provider or for
14 use at any in-person depositions.

15 78. I functioned at substantially all depositions either as the first chair for depositions of
16 key witnesses such as Defendant Scarlett, or as second chair for other depositions. This coordinated
17 supervision of all of the depositions and use of a core team for deposition taking and preparation
18 allowed for efficiencies in preparation, focused depositions and careful development of factual
19 support for the claims in the Action.

20 79. Lead Plaintiffs deposed each member of Defendant Geron's Executive Management
21 Committee, which included Defendant Scarlett, and each denied intent to deceive Geron investors,
22 and provided testimony indicating that they believed that their representations to Geron investors
23 were truthful and accurate.

24 80. Many of the fact witness depositions exhausted the 7 hour deposition limit under the
25 Rule 30(d) of the Federal Rules of Civil Procedure (and in some cases exceeded), and several
26 depositions involved Defendants' cross examination of their witnesses.

27 81. The chart below sets forth the list of fact and expert depositions taken in the Action:
28

Date	Deponent	Witness Noticed by	
		Plaintiffs	Defendants
10/13/21	Junge, Julia (Lead Plaintiff)		•
10/14/21	Junge, Richard (Lead Plaintiff)		•
10/15/21	Coffman, Chad (Lead Plaintiffs' Class Certification Expert)		•
10/29/21	Stulz, Rene M. (Defendants' Class Certification Expert)	•	
1/27/22	Krassowska, Anna (Former Geron Employee, Executive Director, Investor Relations & Scientific Communications)	•	
1/31/22	Spiegel, Robert (Member of Geron Board of Directors)	•	
2/23/22	Dellari, Stephanie (Geron Employee, Associate Director, Human Resources)	•	
2/28/22	Rosenfield, Stephen (Geron's General Counsel, Member of Geron's Executive Management Committee)	•	
3/3/22	Messere, Suzanne (Geron Employee and Head of Investor Relations & Corp. Communications)	•	
3/4/22	Behrs, Melissa (Geron Exec. Vice President, Business Operations and Chief Alliance Officer, Member of Geron's Executive Management Committee)	•	
3/10/22	Grethlein, Andrew (Geron Exec. Vice President and Chief Operating Officer, Member of Geron's Executive Management Committee)	•	
3/15/22	Bloom, Olivia (Geron Chief Financial Officer, Member of Geron's Executive Management Committee)	•	
3/17/22	Scarlett, John (Geron's Chief Executive Officer, Chair of Geron's Board, Member of Geron's Executive Management Committee)	•	
3/18/22	Bloom-Second Day per Court order	•	
3/18/22	Rosenfield-Second Day per Court order	•	

1 82. At the time of entry of the proposed Settlement, Lead Plaintiffs were preparing for
2 four additional fact depositions, including one of a Geron employee who had been on an extended
3 maternity or disability leave.

4 83. In addition, as the Court's docket reflects, the March 18, 2022 second dates of
5 deposition for deponents Olivia Bloom (Geron's Chief Financial Officer) and Stephen Rosenfield
6 (Geron's General Counsel) were the result of Lead Plaintiffs' success on a discovery dispute on
7 which I presented oral argument on March 16, 2022. ECF Nos. 187, 191.

8 **10. Defendants' Privilege Logs**

9 84. On December 7, 2021, Defendants served a privilege log to accompany volumes 1-
10 12 of their document production ("12/7 Privilege Log"). The 12/7 Privilege Log was voluminous,
11 containing 26 pages and the assertion of privilege or work product protection over 497 documents.
12 During the period December 7 through December 16, 2021, I, along with Mr. Uris, dedicated
13 significant time to the review and analysis of the 12/7 Privilege Log.

14 85. On December 16, 2021, I sent an email to Defendants' counsel raising concerns about
15 the 12/7 Privilege Log, including that many of the entries failed to identify an attorney that provided
16 legal advice, that there were insufficient descriptions of the privilege asserted, that documents
17 withheld appeared to have been shared with third parties, and that documents produced contained
18 redactions but were not logged.

19 86. During the period December 21, 2021 through January 26, 2022, Defendants' counsel
20 and I exchanged multiple emails concerning the issues I raised about the 12/7 Privilege Log, and on
21 January 26, 2022, Defendants served an amended and supplemental privilege log, and produced
22 additional documents that had been previously withheld.

23 87. On February 21, 2022, Defendants served a privilege log to accompany volumes 13-
24 23 of their document production ("2/21 Privilege Log"), and then amended the privilege log on
25 February 24, 2022 ("2/24 Privilege Log"), advising that two documents were inadvertently
26 produced.

27
28

1 88. The 2/21 and 2/24 Privilege Logs were voluminous, containing 12 pages and the
2 assertion or privilege or work product protection over 274 documents. I, along with Mr. Uris,
3 dedicated significant time to the review and analysis of the 2/21 and 2/24 Privilege Logs.

4 **11. Discovery Disputes with Defendants**

5 89. On February 24, 2022, Defendants' counsel requested the clawback of two
6 documents on assertion of privilege (the "Clawback Documents").

7 90. On February 25, 2022, I wrote to Defendants' counsel expressing concerns about the
8 request for the Clawback Documents, and I requested a meet and confer.

9 91. Ultimately, the parties did not resolve their disagreement, and I prepared a discovery
10 letter to the Court, which I caused to be filed on March 3, 2022. ECF No. 171-3. In the discovery
11 letter, I sought production of the documents on the basis that privilege had not been established, or
12 that privilege had been waived. On March 11, 2022, ECF No. 171-3 was refiled as ECF No. 181.

13 92. On March 16, 2022, Mr. Uris and I appeared telephonically before the Court
14 concerning this discovery dispute. I prepared for and presented argument on behalf of Lead
15 Plaintiffs. After oral argument on the issues raised in my discovery letter, the Court ordered that
16 continued depositions of Ms. Bloom and Mr. Rosenfield should occur by March 18, 2022. *See* ECF
17 Nos. 187, 191.

18 93. On March 18, 2022, Mr. Uris and Ms. Herkenhoff conducted the supplemental
19 depositions ordered by the Court. In advance of the supplemental depositions, I met with Mr. Uris
20 and Ms. Herkenhoff to discuss certain issues and strategy given the Court limited the depositions to
21 two additional hours for each witness. Moreover, Ms. Herkenhoff and I conferred with Defendants
22 concerning certain privilege questions and concerns raised by Defendants. After the conclusion of
23 these supplemental depositions, we reviewed and analyzed the transcripts and prepared further
24 briefing for the Court based on our analysis of the facts and applicable law.

25 94. On March 28, 2022, the parties submitted further briefing to the Court concerning
26 the Clawback Documents. *See* ECF Nos. 199, 201. On March 30, 2022, the Court held a telephonic
27 argument on the matter, with Ms. Herkenhoff and I appearing for Lead Plaintiffs. *See* ECF No. 202.
28

1 The Court ultimately granted the relief Lead Plaintiffs requested and ordered production of the
2 Clawback Documents. *See* ECF No. 213.

3 12. Lead Plaintiffs' Subpoenas and/or FOIA Request to Non-Parties

4 95. Lead Plaintiffs served 13 subpoenas to produce documents on the non-parties listed
5 below. The identity of the non-parties to whom subpoenas were issued and the approximate number
6 of pages of documents produced, is as follows:

7 Third Party	8 Brief Description	9 Date of Notice	10 Pages Produced
11 B. Riley Securities/ MLV & Co. LLC	12 Research analyst that covered Geron; facilitated Geron's at-the-market stock sales	13 5/19/2021	14 22,032
15 Daniel M. Bradbury	16 Former member of Geron's board	17 5/20/2021	18 0
19 CG Capital Co.	20 External investor relations firm for Geron	21 5/20/2021	22 153
23 Ho Young Huh	24 Former member of Geron's board	25 5/20/2021	26 0
27 Janssen Biotech, Inc.	28 Geron's former development partner	5/19/2021	163,498
Anna Krassowska	Geron's former Executive Director, Investor Relations & Scientific Communications	5/20/2021	133
Dr. John Mascarenhas	Key opinion leader concerning MF treatment at Mt. Sinai	5/20/2021	2,028
Needham & Co, LLC	Research analyst that covered Geron	5/21/2021	769
Piper Sandler	Research analyst that covered Geron	5/21/2021	89,451
Stifel Nicolaus & Co.	Research analyst that covered Geron	5/21/2021	491
Dr. Ayalew Tefferi	Key opinion leader concerning MF Treatment at Mayo Clinic	5/20/2021	36
Alex Schwartz	Research analyst that covered Geron	6/10/2021	0

1 96. I communicated with each of the non-parties identified above or their counsel by
2 telephone or email, to coordinate the production of responsive documents, if any, and negotiate a
3 resolution of any objections.

4 97. Ultimately, Lead Plaintiffs were able to principally resolve their disputes over
5 document production with each of the thirteen non-parties to whom subpoenas were issued, with
6 the exception of non-party Janssen, as discussed below. Due to the long duration and complexity
7 of the dispute with Janssen, it is addressed separately.

8 98. In addition to the above subpoenas, on November 30, 2021, I made a Freedom of
9 Information Act request to the SEC for documents concerning its investigation concerning
10 Defendants. On April 27, 2022, the SEC produced approximately 121 pages of documents in
11 response to the request, which I reviewed and analyzed.

12 **13. Discovery Dispute with Non-Party Janssen**

13 99. On May 18, 2021, Lead Plaintiffs issued a subpoena duces tecum to Janssen for the
14 production of records (“May 18 Janssen Subpoena”). On June 11, 2021, I held a conference call
15 with George McClellan who indicated he would be representing Janssen (a wholly-owned
16 subsidiary of Johnson & Johnson). During the period June 21, 2021 through September 14, 2021,
17 Mr. McClellan and I met and conferred by email and telephone several times. Initially, Janssen
18 agreed to reproduce to Lead Plaintiffs documents Janssen had collected and produced to the SEC in
19 connection with its investigation, provided Lead Plaintiffs reimbursed Janssen for the cost of
20 reproduction, which was \$1,004.04. On September 14, 2021, Janssen’s e-discovery vendor
21 Lighthouse produced the SEC production to Lead Plaintiffs. Janssen provided Lead Plaintiffs with
22 a list of search terms, time period and custodians from which the SEC documents were collected.

23 100. Mr. Uris and I analyzed Janssen’s SEC production and considered Janssen’s search
24 terms, time period and custodians. Based on our review of documents that Janssen produced to the
25 SEC in connection with its investigation of Geron, we determined that the time frame and scope of
26 Janssen’s production to the SEC was narrower than the claims alleged in the Amended Complaint.
27 Thereafter, I contacted Mr. McClellan to seek Janssen’s production of documents responsive to the
28 May 18 Janssen Subpoena.

1 101. Specifically, on October 12, 2021, I requested discovery from Janssen using
2 narrowly-tailored search terms and 10 additional custodians, for the time period identified in the
3 May 18 Janssen Subpoena (January 1, 2014 –December 31, 2018), and identified specific electronic
4 data sources to be searched. Janssen never sought to negotiate the search terms or custodians and
5 never objected to the scope or time frame for discovery in writing.

6 102. During the period October 22, 2021 through December 31, 2021, Janssen’s counsel
7 and I met and conferred several times by phone and email and ultimately reached an impasse
8 regarding Janssen’s position that Lead Plaintiffs agree to pay the cost of Janssen’s production *before*
9 Janssen undertook to collect relevant documents responsive to the May 18 Janssen Subpoena.
10 Indeed, on November 18, 2021, Janssen refused to produce any of the requested documents unless
11 Lead Plaintiffs agreed in advance to pay Janssen approximately \$350,000 for fees and costs, which
12 Janssen failed to substantiate.

13 103. During the period November 18 through December 31, 2021, Janssen’s counsel and
14 I communicated regarding Janssen’s cost estimates. On November 19, 2021, Mr. Uris requested
15 that Janssen provide the estimated costs of producing additional documents called for by the May 18
16 Janssen Subpoena. Janssen did not send us the estimated costs until December 10, 2021. We then
17 promptly made a compromise proposal on December 13, 2021. By December 31, 2021, after a meet
18 and confer with Janssen’s counsel, we reached an impasse regarding the amount of the costs and
19 who should bear the burden of paying the costs.

20 104. Due to the impasse, Lead Plaintiffs sought judicial intervention.

21 105. As discussed below, during the period from at least January 1, 2022 through March 9,
22 2022, Lead Plaintiffs researched and drafted a motion to compel, analyzed Janssen’s opposition,
23 researched and drafted a reply brief, and responded to Janssen’s request for leave to file a surreply.
24 ECF Nos. 1, 5, 8, 10, in Case No. 22-mc-80051-WHA.

25 **a. Lead Plaintiffs’ Motion to Compel**

26 106. On January 14, 2022, I caused Lead Plaintiffs to file a motion of compel in the U.S.
27 District Court for the Eastern District of Pennsylvania (where Janssen is headquartered), which was
28 captioned *Junge v. Geron Corp.*, 22-mc-00005 and assigned to U.S. District Judge Anita Brody.

1 The motion to compel included an 11-page brief and a 10-page declaration with approximately 158
2 pages of exhibits. ECF No. 1 in 22-mc-00005 (E.D. Pa.); ECF No. 1 in Case No. 22-mc-80051-
3 WHA.

4 107. On January 28, 2022, Janssen filed its opposition to the motion to compel. ECF
5 No. 5 in 22-mc-00005 (E.D. Pa.); ECF No. 5 in Case No. 22-mc-80051-WHA. Janssen's opposition
6 was comprised of a 23-page brief and 43 pages of accompanying declarations and exhibits, and
7 Janssen submitted to the court its entire SEC production.

8 108. In response to Janssen's opposition brief, Mr. Uris and I reviewed, analyzed and
9 researched Janssen's opposition and prepared a 12-page reply brief, which was filed on February 7,
10 2022. ECF No. 8 in 22-mc-00005 (E.D. Pa.); ECF No. 8 in Case No. 22-mc-80051-WHA.

11 109. On February 14, 2022, Janssen sought leave to file a surreply, to which I caused Lead
12 Plaintiffs to file an opposition on February 15, 2022. ECF Nos. 9-10 in 22-mc-00005 (E.D. Pa.);
13 ECF Nos. 9-10 in Case No. 22-mc-80051-WHA.

14 110. On February 16, 2022, Judge Brody transferred the motion to compel from the
15 Eastern District of Pennsylvania to the U.S. District Court for the Northern District of California.
16 ECF Nos. 11-12 in 22-mc-00005 (E.D. Pa.); ECF No. 11 in Case No. 22-mc-80051-WHA. The
17 motion was assigned the case number 22-mc-80051 in the U.S. District Court for the Northern
18 District of California. *See also* Declaration of Jeffrey P. Campisi in Support of Lead Plaintiffs'
19 Motion to Compel Production by Nonparty Janssen Biotech, Inc., Case No. 22-mc-80051-WHA,
20 ECF No. 1-2 (N.D. Cal.).

21 111. On February 24, 2022, the motion to compel was related to the Action. *See* ECF
22 No. 167; ECF No. 13 in Case No. 22-mc-80051-WHA.

23 112. On February 28, 2022, the Court requested supplemental briefing on issues
24 concerning which law applied to the dispute, California or Pennsylvania law. We reviewed and
25 analyzed the facts and the law and prepared a response. *See* ECF No. 16 in Case No. 22-mc-80051-
26 WHA.

27 113. On March 7-8, 2022, Lead Plaintiffs and Janssen filed supplemental briefing. ECF
28 Nos. 23, 31 in Case No. 22-mc-80051-WHA; ECF No. 174.

1 114. On March 7, 2022, the Court set a hearing concerning the motion to compel for
2 March 9, 2022. ECF No. 20 in Case No. 22-mc-80051-WHA; ECF No. 177.

3 115. On March 9, 2022, the Court held a telephonic discovery hearing that Mr. Uris and I
4 attended. ECF Nos. 178, 194. I conducted substantial preparation for the hearing, including review
5 of the overall status of the motion to compel proceedings, and argued on behalf of Lead Plaintiffs.
6 Both Lead Plaintiffs and Janssen presented argument to the Court, which lasted approximately
7 32 minutes. *See id.*

8 **b. The Court Orders Janssen's Production of Documents and**
9 **Requires Lead Plaintiffs to Pay Janssen's Costs**

10 116. On March 9, 2022, the Court ordered Janssen to produce documents requested by
11 Lead Plaintiffs subject only to documents withheld on privilege objections and that "plaintiff should
12 pay for the cost of this -- what I would regard as significant burden. As a non-party, Janssen should
13 not have to bear the burden that plaintiff wants to impose." *See* ECF No. 194 (Mar. 9, 2022 Hrg.
14 Tr.) at 14:19-22; 15:10-12. The Court also ordered Lead Plaintiffs pay Janssen a \$50,000 retainer,
15 subject to adjustment depending on Janssen's "true costs." *Id.* at 15:18-21 (The Court: And let's
16 say it turns out to be \$48,000, then you've got to refund 2,000. On the other hand, if it turns out to
17 be \$150,000, then another hundred thousand dollars will have to be paid by plaintiffs.').

18 117. On March 16, 2022, Janssen filed a letter to the Court advising that Janssen should
19 complete production of the records requested by Plaintiffs in 90-95 days. ECF No. 35 in Case
20 No. 22-mc-80051-WHA. I held several meet and confers with Janssen's counsel concerning the
21 Court's Order, some of which included Defendants' counsel.

22 118. During the period March 18 through late May 2022, I had regular email and
23 telephone communications with Janssen's counsel concerning the nature and scope of Janssen's
24 collection and review of documents responsive to the May 18 Janssen Subpoena, including multiple
25 meet and confers concerning search terms, custodians and hit reports.

26 119. On May 10, 2022, Lead Counsel, on behalf of Lead Plaintiffs, paid the Court-ordered
27 \$50,000 retainer to Johnson & Johnson.
28

1 120. Starting on June 10, 2022, Janssen began its supplemental production. I, along with
2 Mr. Uris and Ms. Herkenhoff, reviewed and analyzed the documents, and discussed certain of them
3 with Lead Plaintiffs' experts. On June 24, 2022, Janssen made a further production of documents.

4 121. On July 4, 2022, Janssen served its initial privilege log (the "July 4 Log").

5 122. I, along with Mr. Uris and Ms. Herkenhoff, reviewed and analyzed the July 4 Log,
6 conducted research, and drafted correspondence concerning the July 4 Log. The July 4 Log was
7 voluminous and contained 1,511 entries. 161 of the entries involved communications with Geron
8 employees.

9 123. On July 5, 2022, Lead Plaintiffs and Janssen met and conferred regarding Janssen's
10 privilege log, and on July 6, 2022, I followed up with the letter concerning the issues raised. The
11 July 6, 2022 letter to Janssen's counsel set forth many of the issues with Janssen's privilege log,
12 including that the log entries (1) failed to identify any attorney that was providing legal advice or
13 from whom legal advice was being sought, (2) included communications with Geron employees
14 (without identifying any common interest privilege on the July 4 Log) and other third parties,
15 (3) provided insufficiently detailed descriptions of the subject matter of the communications, and
16 (4) included documents and communications related to non-privileged business activities. Janssen
17 also failed to provide an accompanying affirmation required by Paragraph 24 of the Supplemental
18 Order to Order Setting Initial Case Management Conference in Civil Cases Before Judge William
19 Alsup.

20 124. On July 14, 2022, the Court held a status conference concerning Janssen's
21 production. Mr. King and Ms. Herkenhoff attended for Lead Plaintiffs. Ms. Herkenhoff argued on
22 behalf of Lead Plaintiffs. The Court heard argument concerning Janssen's log and Janssen's
23 position that it was premature to depose certain Janssen witnesses under the so-called Apex
24 Doctrine. On July 14, 2022, the Court held that certain documents should be produced, and ordered
25 Janssen to produce communications with Geron and to update its designations on the privilege log.
26 *See* ECF No. 54 in Case No. 22-mc-80051-WHA (July 14, 2022 Hrg. Tr.) at 17:12-14.

27 125. On July 14, 2022, Janssen made an additional production to Lead Plaintiffs.
28

1 126. On July 18, 2022, Janssen served an amended privilege log (the “July 18, 2022 Am.
2 Log”). The July 18, 2022 Am. Log removed 511 entries previously contained in the July 4 Log.
3 Additionally, the July 18, 2022 Am. Log, for the first time, explicitly asserted “Common Interest”
4 in the column labeled “Privilege Claim” over 84 documents and communications with Geron
5 employees.

6 127. On July 18, 2022, Janssen made an additional production of documents to Lead
7 Plaintiffs.

8 128. On July 21, 2022, I caused a letter to be sent to Janssen that set forth many of the
9 issues with the July 18, 2022 Am. Log privilege log. Such issues included, inter alia, (1) Janssen’s
10 assertion of common interest privilege for the first time, (2) the inclusion of documents or
11 communications with other third parties, (3) entries that continued to fail to identify any specific
12 attorney that was providing legal advice or from whom legal advice was being sought, (4) email
13 threads in which an attorney was merely a “Thread Participant”, CC’d, or included among numerous
14 business persons and were improperly generalized, and (5) redated records that reflect business-
15 related communications.

16 129. On July 26, 2022, Janssen served a second amended privilege log (the “July 26 Am.
17 Log”). The July 26 Am. Log removed an additional 296 entries previously contained in the July 4
18 and July 18 Logs. The July 26 Am. Log also removed all remaining claims of common interest.

19 130. On July 26, 2022, Janssen made an additional production to Lead Plaintiffs
20 consisting of 774 documents. I reviewed and analyzed the additional documents.

21 131. In total Janssen’s document production in response to the May 18 Janssen Subpoena
22 was approximately 13,883 electronic records that included numerous native files. I supervised the
23 review and analysis of these documents.

24 132. On July 27, 2022, Lead Plaintiffs and Janssen met and conferred again concerning
25 the adequacy of its privilege log.

26 133. In total, as a direct result of Lead Counsel’s time and effort, Janssen removed 807
27 entries from the July 4 Log, representing more than 53% of documents Janssen initially withheld
28 under a claim of privilege.

1 134. Ultimately, as of the time the Action reached a settlement in principle on August 12,
2 2022, Lead Plaintiffs were continuing to confer on certain items with Janssen, but I had already
3 received sufficient documents that permitted Lead Plaintiffs to evaluate the Action for settlement.

4 **c. Negotiations Concerning Janssen’s Cost for Production of**
5 **Documents Responsive to the May 18 Janssen Subpoena**

6 135. After the Settlement was entered, I met and conferred with Janssen’s counsel at
7 O’Melveny & Myers LLP to resolve amounts potentially owed by Lead Plaintiffs to Janssen for the
8 reasonable and necessary costs for Janssen’s production of documents responsive to the May 18
9 Janssen Subpoena, as the Court required under the March 9, 2022 Order. As noted above, on
10 May 10, 2022, Lead Counsel paid a \$50,000 retainer to Janssen under the Court’s March 9, 2022
11 Order.

12 136. Janssen initially sought approximately \$411,688.49 in reimbursements for its costs.
13 Janssen’s costs comprised of: 1) \$116,493 for attorney George McClellan; 2) \$217,768 for attorney
14 review, identification of privilege, relevance redactions and other miscellaneous work billed to
15 Janssen by Lex United; and 3) \$77,427.49 billed to Janssen by Lighthouse, its e-discovery vendor.

16 137. True and correct copies of Janssen’s invoices and other documentation regarding its
17 claimed costs that were provided to me by Janssen’s counsel at O’Melveny & Myers LLP are
18 attached as Exhibit D hereto.

19 138. On behalf of Lead Plaintiffs, I conferred by phone or email with Janssen’s counsel
20 on at least four occasions in September 2022 to resolve the costs dispute (including on 9/13, 9/23,
21 9/28 and 9/29), but we were unable to reach immediate resolution.

22 139. Ultimately, however, Lead Plaintiffs were able to secure a reduction to \$155,000
23 (inclusive of the \$50,000 retainer), and Janssen agreed to that amount for reimbursement of its costs,
24 subject to Court approval.

25 140. On October 10, 2022, I confirmed with Janssen’s counsel that given Janssen already
26 had been paid a retainer of \$50,000, if the total reimbursement amount is approved by the Court,
27 Janssen would keep the retainer and be paid an additional \$105,000, for a total reimbursement of
28 \$155,000 (not including \$1,004.04 for the earlier SEC production).

1 **G. Lead Plaintiffs’ Motion for Class Certification**

2 **1. Lead Plaintiffs’ Work in Connection with the Motion for Class**
3 **Certification**

4 141. On September 30, 2021, I caused to be filed Lead Plaintiffs’ Motion for Class
5 Certification, that sought to certify a Class pursuant to Rules 23(a) and 23(b)(3) of the Federal Rules
6 of Civil Procedure that consists of “All persons who purchased Geron common stock during the
7 period from March 19, 2018 to September 26, 2018, inclusive, and who were damaged.” ECF
8 No. 141. In support of the Motion for Class Certification, Lead Plaintiffs filed a 39-page
9 September 30, 2021 Expert Report of Chad Coffman, CFA, which had an additional 35 pages of
10 exhibits. ECF No. 141-2. Mr. Coffman’s report opined on the efficiency of trading in Geron
11 Common Stock, and set forth a class-wide method for calculating damages.

12 142. On October 15, 2021, Defendants’ counsel took Mr. Coffman’s deposition, which I
13 attended.

14 143. On October 21, 2021, Defendants filed a 20-page opposition brief (ECF No. 147),
15 including the Declaration of Brett De Jarnette that attached as Exhibit 1 the 22-page expert report
16 of Dr. Rene Stulz (“Dr. Stulz”) with approximately 30 pages of exhibits (the “Stulz Report”). ECF
17 No. 147-2. Defendants’ opposition asserted that Lead Plaintiffs failed to timely propose a
18 methodology capable of calculating damages on a class-wide basis in keeping with their theories of
19 liability, asserting support in *Comcast Corp. v. Behrend*, 569 U.S. 27 (2013). ECF 147 at 1.
20 Defendants asserted that Lead Plaintiffs failed to offer any damages methodology, that even if the
21 “out of pocket” method offered by Mr. Coffman is a “methodology” that he did not “tether” it to the
22 claims in the case, that Lead Plaintiffs failed to specify the disclosures that “corrected” the fraud
23 pursuant to the April 12 Order, and that the use of “event studies” is inconsistent with Lead
24 Plaintiffs’ theories of liability. *Id.* at 1-2.

25 144. Upon receipt of the opposition to the Class Certification Motion (ECF No. 147),
26 Lead Counsel undertook research of the factual and legal arguments asserted in the Defendants’
27 brief. I engaged in research concerning Dr. Stulz’s opinions in other cases and prepared to take his
28 deposition, and Mr. Uris and Ms. Herkenhoff researched and drafted Lead Plaintiffs’ reply brief.

1 Work in this regard included coordination with Mr. Coffman, who submitted a reply to Dr. Stulz’s
2 expert report.

3 145. During the period October 28-29, 2021, I travelled to Columbus, Ohio to take
4 Dr. Stulz’s deposition.

5 146. On November 4, 2021, I caused to be filed Lead Plaintiffs’ 15-page reply brief in
6 support of their Motion for Class Certification (ECF No. 149), including a 20-page rebuttal report
7 by Mr. Coffman, including approximately 17 pages of exhibits. ECF 149-3. In the reply brief, Lead
8 Plaintiffs addressed Defendants’ criticisms of the Coffman Report and explained why Coffman’s
9 proposal to use an “out-of-pocket” methodology for determining damages on a class-wide basis was
10 consistent with Lead Plaintiffs’ theory of liability in the Action. Lead Plaintiffs also detailed the
11 decisions finding that this methodology aligns with their Exchange Act claims and applies to the
12 entire Class. ECF No. 149 at 2-8.

13 147. On February 24, 2022, the Court held a hearing by telephone concerning Lead
14 Plaintiffs’ Motion for Class Certification. I prepared for and argued the motion on behalf of Lead
15 Plaintiffs. Lead Plaintiffs, Mr. Coffman, and Ms. Herkenhoff attended the hearing by phone. The
16 hearing lasted approximately 30 minutes.

17 148. On April 2, 2022, following full briefing on the class certification motion and oral
18 argument, the Court issued an Order certifying the Class (as defined in ¶1(h) of Stipulation),
19 appointing Lead Plaintiffs Julia Junge and Richard Junge as Class Representatives for the certified
20 Class, and appointing Lead Counsel Kaplan Fox as Class Counsel for the certified Class. ECF
21 No. 206; *Junge v. Geron Corp.*, No. C 20-00547-WHA, 2022 WL 1002446 (N.D. Cal. Apr. 2, 2022).

22 149. The Court found, among other things, that Defendants’ arguments “misapprehend
23 *Comcast*’s requirements for class certification.” 2022 WL 1002446, at *5. Specifically, the Court
24 distinguished this Action from *Comcast* in that “lead plaintiffs’ proposed damages model relies on
25 just one theory of liability: that Geron’s misleading statements about TSS and [remissions]
26 [artificially inflated Geron common stock price, and that the price declines when the true nature of
27 those transactions came to light.” *Id.* at *6. The Court also found that Mr. Coffman had submitted
28

1 an “accepted method for the evaluation of materiality damages to a class of stockholders in a
2 defendant corporation.” *Id.* at *6 (citation omitted).

3 **2. Lead Plaintiffs Disseminated Notice of the Court’s Certification Order**

4 150. On May 3, 2022, the Court approved, with additional provisions, a joint stipulation
5 and proposed order regarding dissemination of notice to potential Class Members (defined below as
6 the “Original Class Notice”) to notify them of, among other things: (i) the Action pending against
7 Defendants; (ii) the Court’s certification of the Action to proceed as a class action on behalf of the
8 Class; and (iii) their right to request to be excluded from the Class, the effect of remaining in the
9 Class or requesting exclusion, and the requirements for requesting exclusion (the “Notice Order”).
10 ECF No. 221; *see also* ECF No. 216.

11 151. Pursuant to the Notice Order, the Original Class Notice provided Class Members
12 with the opportunity to request exclusion from the Class, explained that right, and set forth the
13 deadline and procedures for doing so. The Original Class Notice stated that it would be within the
14 Court’s discretion whether to permit Class Members a second opportunity to request exclusion from
15 the Class if the Action were resolved by a settlement. The Original Class Notice also informed
16 Class Members that if they chose to remain a member of the Class, they would “be bound by any
17 judgment or settlement, whether favorable or unfavorable, in this Action.” *See* ECF 216-1 at 3.

18 152. July 22, 2022 was the deadline for requesting exclusion from the Class pursuant to
19 the Original Class Notice. As set forth on the docket in the Action, the administrator appointed to
20 complete the Original Class Notice, Epiq Class Action and Claims Solutions, Inc. (“Epiq”), provided
21 an affidavit on August 12, 2022 indicating that a total of 78 individuals had requested exclusion
22 from the Class (ECF No. 244-1 at 4, ¶20). After submission of ECF No. 244-1, but prior to execution
23 of the Stipulation, Epiq received an additional three late requests for exclusion from the Class in
24 response to the Original Class Notice. A list of the persons and entities who had requested exclusion
25 from the Class pursuant to the Original Class Notice by the time the Stipulation was filed with the
26 Court, and as reported by Epiq to Lead Counsel, is attached as Appendix 1 to the Stipulation. ECF
27 No. 247. Accordingly, the names associated with these three late requests for exclusion to the
28 Original Class Notice were included in the list in Appendix 1 to the Stipulation as exclusion requests

1 numbered 79 to 81. These facts are set out in the Mahn Decl. (Exhibit H hereto and defined herein).
2 In addition, based upon information reported in the Mahn Decl., two additional late requests for
3 exclusion to the Original Class Notice were received by Epiq that were not reported to Lead Counsel
4 in time to be included in the list in Appendix 1 to the Stipulation. Ex. H, Mahn Decl., ¶42.

5 **H. Lead Plaintiffs' Litigation Experts**

6 153. **Chad Coffman** of Global Economics Group. In support of their Motion for Class
7 Certification, Lead Plaintiffs selected and retained Mr. Coffman's firm to prepare a report on market
8 efficiency concerning Geron common stock and to propose a class-wide method of calculating
9 damages. I worked with Mr. Coffman and his staff in connection with his analysis of the facts and
10 claims in the Action, and reviewed the report prepared by Mr. Coffman that was filed as part of ECF
11 No. 141 in support of Lead Plaintiffs' Motion for Class Certification.

12 154. Separately, Lead Plaintiffs retained Mr. Coffman to provide a merits report in the
13 Action on loss causation and damages. During the period February 16 through August 12, 2022,
14 when the Action reached a settlement in principle, I, along with Mr. Uris, Mr. King and
15 Ms. Herkenhoff worked with Mr. Coffman and his staff in connection with his analysis of the facts
16 and claims in the Action. We conducted numerous telephone conferences concerning his expert
17 merits report on loss causation and damages, and reviewed a draft report prepared by Mr. Coffman.

18 155. Mr. Coffman's firm assisted Lead Plaintiffs in preparing for the settlement
19 conferences and assisted in preparing the proposed Plan of Allocation.

20 156. **David Gortler** (Pharmacology Alliance). Lead Plaintiffs retained David Gortler,
21 Pharm. D., a former FDA official, to prepare a merits report concerning the FDA's policies and
22 procedures concerning clinical study design and execution, and to provide an opinion concerning
23 the IMbark study's primary endpoints. Mr. Gortler's area of specialization includes FDA
24 regulations and clinical studies related to approval of pharmacological drugs. During the period
25 March 7, 2022 through August 12, 2022, I worked with Mr. Gortler concerning his opinion on the
26 policies and procedures of the FDA concerning the nature, scope, design and evaluation of clinical
27 studies, and on the IMbark study's data results on its co-primary endpoints. I conducted numerous
28

1 telephone calls with Mr. Gortler, discussed his analysis of the facts based on evidence he reviewed
2 and analyzed, and reviewed a draft report prepared by Mr. Gortler.

3 157. **Dr. John Schneider.** Lead Plaintiffs retained John Schneider, CEO & Principal of
4 Avalon Health Economics LLC (“AVH”) to prepare a merits report analyzing the IMbark study data
5 results compared to other clinical studies of drugs indicated for the treatment of MF. The retention
6 of Dr. Schneider was handled through Rubin Anders Scientific, Inc., and accordingly that is the
7 name that appears on the Litigation Expense chart at Section II.C below.

8 158. Dr. Schneider’s area of specialization includes healthcare economics. During the
9 period June 14 through August 12, 2022, I conducted several meetings with Dr. Schneider and his
10 staff by zoom, discussed his analysis of evidence he reviewed and analyzed, and reviewed a draft
11 report prepared by Dr. Schneider.

12 159. I interviewed potential oncology experts for the Action in the Spring of 2022, but
13 ultimately did not retain such as experts.

14 **I. Pre-Trial Preparation**

15 160. At the time of the entry of the Settlement, Lead Plaintiffs were preparing for trial,
16 which had been originally set for October 31, 2022, and was extended to January 17, 2023. Under
17 my supervision, Lead Counsel commenced projects related to preparation of merits expert reports,
18 drafted stipulations as to authenticity of exhibits for trial, reviewed and analyzed the Ninth Circuit’s
19 model jury instructions for claims under the Exchange Act, reviewed and analyzed key trial exhibits
20 and testimony, reviewed materials for the Court’s requirements, and conferred with jury and trial
21 consultants.

22 **J. Settlement Negotiations and Settlement Conferences**

23 161. On April 28, 2022, the Court entered the Joint Stipulation and Order Requesting
24 Referral to Magistrate Judge for Settlement Conference. *See* ECF No. 218.

25 162. On April 29, 2022, the Court referred the Parties to Magistrate Judge Donna M. Ryu
26 (“Judge Ryu”) for purposes of overseeing mediation/settlement discussions between the Parties.

27 163. On May 2, 2022, Judge Ryu issued a notice convening a pre-settlement conference
28 call on May 4, 2022 to discuss timing and preparation for a settlement conference. ECF No. 219.

1 On May 2, 2022, Judge Ryu also issued a Notice of Settlement and Settlement Conference Order,
2 setting a Zoom settlement conference for May 31, 2022. *See* ECF No. 220.

3 164. In preparation for the Settlement Conference, I reviewed and analyzed key
4 documents, consulted with Lead Plaintiffs' loss causation and damages expert, and met with the
5 Lead Plaintiffs by zoom.

6 165. On May 31, 2022, Judge Ryu held a settlement conference session, via Zoom, which
7 was attended Lead Plaintiffs, Defendants and their counsel and insurance carriers. Mr. Kaplan,
8 Mr. King and Ms. Herkenhoff and I represented the Lead Plaintiffs. After several hours of joint and
9 private session with Judge Ryu, the parties were at an impasse and did not reach an agreement to
10 settle the Action.

11 166. Following the May 31, 2022, settlement conference with Judge Ryu, the parties
12 continued their discussions for several weeks but were unable to reach an agreement to settle the
13 Action. During this period, the Parties continued to prepare to submit opening expert reports. We
14 also continued to pursue discovery from non-party Janssen, as documented during a July 14, 2022,
15 Status Conference with the Court.

16 167. On July 20, 2022, the Parties participated in a call with Judge Ryu concerning the
17 status of settlement discussions and discussed a potential second settlement conference.

18 168. On July 25, 2022, I, along with Mr. Kaplan, Fred Fox (Kaplan Fox partner) and
19 Mr. King, met in person with Defendants' counsel and Defendant Geron's general counsel to further
20 discuss potential resolution of the Action.

21 169. In advance of the August 12, 2022 settlement conference, I reviewed and analyzed
22 supplemental evidence to present to Judge Ryu during the settlement conference, and Mr. King and
23 I held several telephonic conferences with the Lead Plaintiffs to prepare for the settlement
24 conference. In preparation for the August 12 settlement conference, I analyzed and identified new
25 key documents discovered since the May 31 settlement conference, and I consulted with Lead
26 Plaintiffs' experts.

27 170. On August 12, 2022, Judge Ryu supervised a second settlement conference by Zoom.
28 Lead Plaintiffs attended the August 12 settlement conference and were represented by Mr. Kaplan,

1 Mr. King, Ms. Herkenhoff and me. *See* ECF Nos. 233, 236. Defendants, their counsel and their
2 insurers attended.

3 171. After several hours of joint sessions and private meetings with Judge Ryu, the parties
4 reached an agreement in principle to settle the Action that was subsequently memorialized in a term
5 sheet (the “Term Sheet”) executed on August 19, 2022. The Term Sheet set forth, among other
6 things, the Parties’ agreement to settle and release all claims against Defendants’ Released Parties
7 in return for a payment of \$24 million, to be paid by Defendants and/or their insurers, consisting of
8 \$17,000,000 in cash for the benefit of the Class, plus \$7,000,000 in Settlement Stock (as defined in
9 Section ¶1(zz) of the Stipulation) and/or cash at Geron’s option, subject to certain terms and
10 conditions and the execution of a customary “long form” stipulation and agreement of settlement
11 and related papers.

12 172. During the period August 12 through September 2, 2022, Ms. Herkenhoff and I
13 prepared, reviewed and analyzed drafts of a stipulation of settlement and exhibits, and met and
14 conferred with Defendants concerning these documents. Furthermore, I drafted and negotiated with
15 Defendants’ counsel a confidential Supplemental Agreement regarding requests for exclusion, as
16 contemplated under Paragraph 39 to the Stipulation. The Supplemental Agreement gives Geron the
17 right, but not the obligation, to terminate the Settlement if the valid requests for exclusion received
18 from persons and entities entitled to be members of the Class exceeds an amount agreed to by Lead
19 Plaintiffs and Geron. The Supplemental Agreement has not be made publicly available because it
20 contains highly sensitive information that, if it were to become public, could be exploited to favor
21 one group of Geron investors under a threat to undermine the Settlement.

22 173. On September 2, 2022, the Parties executed and I caused the Stipulation and its
23 exhibits to be filed. ECF No. 247.

24 **K. Preliminary Approval Motion**

25 174. On September 2, 2022, I caused to be filed Lead Plaintiffs’ Motion for Preliminary
26 Approval. *See* ECF No. 248. Ms. Herkenhoff and I prepared the Stipulation and supporting exhibits
27 for submission to the Court, and we drafted the Motion for Preliminary Approval in a manner
28 designed to satisfy the Procedural Guidance. In connection with the Motion for Preliminary

1 Approval, I prepared and submitted a declaration that, among other things, set forth the process for
2 the selection of Epiq as Claims Administrator and Truist Bank as Escrow Agent. ECF No. 248-1.

3 175. On September 16, 2022, Defendants filed ECF No. 252, informing the Court that
4 they caused the notice “contemplated by the Class Action Fairness Act, 28 U.S.C. § 1715, *et seq.*
5 [“CAFA”], to be timely mailed on September 9, 2022, and will file an affidavit or declaration
6 confirming such at least seven calendar days prior to the Settlement Fairness Hearing”, as required
7 by the terms of the Stipulation. Ex. A (ECF No. 247), ¶ 21. 28 U.S. Code § 1715 provides the
8 requirements for the CAFA notice and indicates at 28 U.S. Code § 1715(b) that, among other things,
9 the notice is to be provided to the “appropriate State official of each State in which a class member
10 resides and the appropriate Federal official [defined as the Attorney General of the United States].”
11 To date, I am unaware of any responses to the CAFA notice.

12 176. On October 13, 2022, the Court held a hearing concerning the Motion for Preliminary
13 Approval, which was attended by Ms. Herkenhoff and me. I prepared for and presented argument
14 to the Court. Among other things, the Court inquired about monetary terms and stock component
15 of the settlement consideration, the scope of the releases, the work conducted by Lead Counsel, the
16 expected request for attorneys’ fees, reimbursement of expenses and awards to be sought by Lead
17 Plaintiffs, and elements of the plan for providing notice of the Settlement to Class Members. ECF
18 No. 257.

19 177. Also on October 13, 2022, the Court granted preliminary approval at the hearing and
20 subsequently issued a Preliminary Approval Order and Scheduling Order. ECF Nos. 253, 259. The
21 Preliminary Approval Order found the Settlement to be “fair, reasonable, and adequate to the
22 members of the class, subject to comments from Court.”

23 178. The Scheduling Order formally documented the appointment of Epiq as the Claims
24 Administrator, Truist Bank as the Escrow Agent, and set a schedule requiring the submission of any
25 Proof of Claim and Release Form by February 16, 2023, and any exclusions from, and/or objections
26 to, the proposed Settlement by March 9, 2023.

27 179. The Scheduling Order, among other things, required the dissemination of: 1) the
28 Notice of (I) Settlement and Plan of Allocation; (II) Settlement Fairness Hearing; and (III) Motion

1 for Attorneys' Fees and Litigation Expenses and Service Awards to Lead Plaintiffs (the "Settlement
2 Notice"); 2) and the Proof of Claim and Release Form; and 3) the Summary Notice of (I) Settlement
3 and Plan of Allocation; (II) Settlement Fairness Hearing; and (III) Motion for Attorneys' Fees and
4 Litigation Expenses and Service Awards to Lead Plaintiffs (the "Summary Settlement Notice") in
5 the manner sought in the Motion for Preliminary Approval.

6 180. A true and correct copy of the Settlement Notice is attached as Exhibit E hereto.

7 181. A true and correct copy of the Proof of Claim and Release Form is attached as
8 Exhibit F hereto.

9 182. A true and correct copy of the Summary Settlement Notice is attached as Exhibit G
10 hereto.

11 **L. The Notice and Administration of the Settlement**

12 183. As requested in the Preliminary Approval Motion, Epiq was appointed as the Claims
13 Administrator for the Settlement.

14 184. Epiq was the firm retained by Lead Counsel to serve and process the Original Class
15 Notice. *See* ECF No. 244-1.

16 185. As of August 31, 2022, Epiq's costs and expenses incurred in connection with the
17 Original Class Notice were \$159,193.09, as reported to Lead Counsel and the Court by Epiq. ECF
18 No. 248-4 (Amin-Giwner Declaration), ¶4.

19 186. As further set forth in the Stipulation upon Preliminary Approval, up to \$250,000
20 was authorized to be paid to cover expenses of the Claims Administrator. Ex. A, ¶15.

21 187. On November 28, 2022, based upon the invoices provided by Epiq, Kaplan Fox
22 authorized payment of \$159,754.01 from the Settlement Fund to reimburse Epiq in accordance with
23 the Stipulation.

24 188. A true and correct copy of the Declaration of Jessie Mahn Regarding: (1) Mailing of
25 Settlement Notice and Proof of Claim and Release Form; (II) Publication of Summary Settlement
26 Notice; (III) Call Center Services; (IV) the Settlement Website; and (V) Requests for Exclusion,
27 Objections and Claims Received to Date (the "Mahn Decl." or "Mahn Declaration") is attached as
28 Exhibit H hereto.

1 189. As set forth in the Stipulation, additional costs Epiq incurs in connection with its
2 work as the Claims Administrator will be paid in such manner and timing as the Court approves.
3 The Mahn Declaration includes copies of the invoices that have been paid from the Settlement Fund.

4 190. According to the Mahn Decl., during the period starting on October 28, 2022 through
5 January 31, 2023, a total of 145,486 copies of the Settlement Notice and Claim Form have been sent
6 to potential Class Members and their nominees by U.S. mail or email. Ex. H, Mahn Decl., ¶8.

7 191. On November 7, 2022, Epiq caused the Summary Settlement Notice to be published
8 in the *Wall Street Journal*, *IBD Weekly (Investor's Business Daily)* and released via the PR
9 Newswire. Epiq's Confirmation of Publication and copies of proof of publication of the Summary
10 Notice in the *Wall Street Journal*, *IBD Weekly (Investor's Business Daily)* and over the PR
11 Newswire. Ex. H, Mahn Decl., ¶26.

12 192. In addition, Epiq has hosted a website for the Settlement at
13 www.geronsecuritieslitigation.com, and the Summary Settlement Notice, Settlement Notice (Ex. H,
14 Mahn Decl., ¶¶32-34), and the Proof of Release and Claim Form have been posted on my firm's
15 website (www.kaplanfox.com/news/1579-geroncorp.html).

16 193. On September 6, 2022, Geron filed a Current Report on Form 8-K with the SEC
17 announcing entry of the Stipulation.

18 194. A true and correct copy of the September 6, 2022 Form 8-K is attached as Ex. I
19 hereto.

20 195. News of the Settlement has also been disseminated through Portfolio Media, Inc.'s
21 Law360 publication ("Law360") and Institutional Shareholder Services Securities Class Action
22 Services ("ISS SCAS").

23 196. A true and correct copy of a September 6, 2022 article by Donald Morrison of
24 Law360 that was disseminated on or about that date, and is entitled, "Geron Investors Ink \$24M
25 Deal Over Cancer Study Results" is attached as Exhibit J hereto.

26 197. A true and correct copy of a document, reflecting a "last updated" date of
27 November 2, 2022 issued by ISS SCAS referencing this Action, Geron, the Settlement and contact
28 information for Epiq is attached as Exhibit K hereto.

1 198. The first page of the ISS SCAS document lists the deadline to file a Claim, the
2 deadline to submit requests for exclusion or objections, the Settlement Amount, and provided the
3 March 30, 2023 date for the Settlement Fairness Hearing.

4 199. In addition, I caused the Summary Settlement Notice to be reissued on the
5 Globenewswire on January 16, 2023.

6 200. A true and correct copy of the January 16, 2023 Summary Settlement Notice reissued
7 on Globenewswire is attached as Exhibit L hereto.

8 **M. The Escrow Agent**

9 201. On or around November 17, 2022, Defendants caused \$17 million to be transferred
10 to the Settlement Fund. I directed Truist Bank to invest the settlement cash in U.S. Treasury bills.
11 I have been informed by Truist that, as of January 31, 2023, the Settlement Fund has earned
12 \$99,204.44 in interest.

13 202. On January 18, 2023, Truist issued an invoice for \$10,000 for a one-time
14 administration fee for their services.

15 203. A true and correct copy of the January 18, 2023 Truist invoice is attached as Ex. M
16 hereto.

17 204. On January 30, 2023, I caused payment of Truist's invoice to be paid from the
18 Settlement Fund, as permitted by Ex. A, ¶15.

19 **N. The Plan of Allocation is Fair, Reasonable and Adequate**

20 205. The Preliminary Approval Motion and the Settlement Notice include a proposed Plan
21 of Allocation prepared by Class Counsel with the assistance of Mr. Coffman of Global Economics
22 Group. Under the proposed Plan of Allocation, all Class Members are treated equally because
23 variations in their share of the Net Settlement Fund are based on their respective transactions in
24 Geron common stock (as reported to Epiq) and as applied to the calculations in the Plan of
25 Allocation. *See* Ex. E (Settlement Notice), at 14-18. Lead Plaintiffs will receive distributions from
26 the Net Settlement Fund in accordance with the Plan of Allocation in the same manner as all other
27 Class Members.
28

1 206. The standard for approval of a plan of allocation in a class action under Rule 23 is
2 the same as the standard applicable to the settlement as a whole: the plan must be “fair, reasonable,
3 and adequate.” *Class Plaintiffs v. City of Seattle*, 955 F.2d 1268, 1284-1285 (9th Cir. 1992); *see*
4 *also SEB Investment Management AB v. Symantec Corp.*, No. C 18-02902 WHA, 2022 WL 409702,
5 at *5 (N.D. Cal. Feb. 10, 2022) (Alsup, J.); *Luna v. Marvell Tech. Group*, No. C 15-05447 WHA,
6 2018 WL 1900150, at *3 (N.D. Cal. Apr. 20, 2018) (Alsup, J.) (plan of allocation is fair and
7 reasonable where it provides a pro rata share of settlement fund tied to submission of an acceptable
8 proof of claim that permits “recover[y of] settlement funds depending on when during the class
9 period [shareholder] bought Marvell stock and whether they sold their shares.”); *In re Omnivision*
10 *Techs., Inc.*, 559 F. Supp. 2d 1036, 1045 (N.D. Cal. 2008); *Vataj v. Johnson, et al.*, No. 19-cv-
11 06996-HSG, 2021 WL 1550478, at *10 (N.D. Cal. Apr. 20, 2021). A plan of allocation that is “tied
12 directly to the certified claims and theories of liability” is fair, reasonable and adequate and treats
13 class members equitably relative to each other. *Symantec*, 2022 WL 409702, at *5. Courts hold
14 that “[a] plan of allocation that reimburses class members based on the extent of their injuries is
15 generally reasonable.” *In re Oracle Sec. Litig.*, 1994 WL 502054, at *1 (N.D. Cal. June 18, 1994).
16 I believe that the Plan of Allocation meets this standard.

17 207. As noted, the proposed Plan of Allocation was developed by Lead Counsel with the
18 assistance of Lead Plaintiffs’ loss causation damages expert, and I believe it provides a fair,
19 reasonable and equitable basis to allocate the Net Settlement Fund among Class Members who
20 submit valid and timely Claim Forms. In developing the Plan of Allocation, Lead Plaintiffs’ expert
21 calculated the estimated amount of artificial inflation in the per-share price of Geron common stock
22 that was allegedly caused by Defendants’ alleged misstatements and omissions. *See* Ex. E
23 (Settlement Notice), ¶58. In so doing, the expert considered the price changes in Geron common
24 stock in reaction to the disclosure that allegedly corrected the alleged misrepresentations concerning
25 imetelstat and the IMbark study. *Id.* ¶¶58-72. The Plan of Allocation calculates a “Recognized
26 Loss Amount” for each purchase of Geron common stock during the Class Period that is listed in
27 the Claim Form and for which adequate supporting documentation is provided. *Id.* ¶61. For shares
28 sold during or after the 90-day period following the end of the Class Period, the Plan limits

1 Recognized Loss Amounts based on the average price of the stock during that 90-day period,
2 consistent with the PSLRA. *Id.* ¶62. n.3.

3 208. Under the proposed Plan of Allocation, claimants who purchased shares during the
4 Class Period but did not hold those shares through the end of trading on the day of the September 27,
5 2018 corrective disclosure will have no Recognized Loss Amount as to those transactions because
6 any loss they suffered would not have been caused by revelation of the alleged fraud. *Id.* ¶60; *see*
7 *also Dura Pharma., Inc. v. Broudo*, 544 U.S. 336 (2005); *see also In re LDK Solar Sec. Litig.*,
8 No. C 07-5182 WHA, 2010 WL 3001384, *3 (N.D. Cal. July 29, 2010) (Alsup, J.) (overruling
9 objection to plan of allocation because class member was “in-and-out” trader).

10 209. The sum of a claimant’s Recognized Loss Amounts for all of his, her, or its Class
11 Period purchases is the Claimant’s “Recognized Claim.” Ex. E (Settlement Notice), ¶64. The Net
12 Settlement Fund will be allocated to Authorized Claimants on a pro rata basis based on the relative
13 size of their Recognized Claims. *Id.* ¶¶68-70.

14 210. If any funds remain after an initial distribution to Authorized Claimants as a result
15 of uncashed or returned checks or other reasons, subsequent distributions will also be conducted as
16 long as they are cost effective. *Id.* ¶71. The Plan of Allocation will result in a fair and equitable
17 distribution of the Settlement proceeds among Class Members who timely submit valid claims.

18 **II. LEAD COUNSEL’S MOTION FOR AN AWARD OF ATTORNEYS’ FEES,
19 REIMBURSEMENT OF LITIGATION EXPENSES AND AWARDS TO LEAD
20 PLAINTIFFS**

21 211. Lead Counsel seeks an award of attorneys’ fees of 18% of the Settlement Fund.

22 212. The Settlement Fund of \$24 million is comprised of \$17 million in cash plus interest²
23 and \$7 million in Settlement Stock (Geron common stock) to be issued within 3 business days after
24 the entry of judgment, and then sold by the Escrow Agent subject to the conditions set forth in the
25 Stipulation. ECF No. 247, ¶9.

26 _____
27 ² On or around November 17, 2022, Defendants caused \$17 million to be transferred to the
28 Settlement Fund. I instructed Truist to invest the Settlement Fund in U.S. Treasury bills and, as of
January 31, 2023, I have been informed by Truist that the Settlement Fund has accrued
approximately \$99,208.44 in interest.

1 213. Lead Counsel seeks an award of 18% of the \$17 million cash consideration, or
 2 \$3,060,000 plus interest, and 18% of the cash proceeds from the sale of the Settlement Stock.³
 3 Geron has the option to pay some or all of the \$7 Settlement Stock in cash. *Id.* If Geron pays cash
 4 rather than issuing stock, Lead Counsel also seeks an award of 18% of that amount. Geron has not
 5 informed Lead Counsel whether it intends to exercise its option, and in the event it does, Lead
 6 Counsel would update the Court in its reply brief, or at the March 30, 2023 Settlement Fairness
 7 Hearing.

8 214. Lead Counsel also requests reimbursement for Litigation Expenses it incurred in
 9 connection with the litigation of the Action, in the amount of \$1,086,353.27.

10 215. The requested 18% fee award was negotiated with Lead Plaintiffs at the
 11 commencement of this litigation and is not only substantially below the 25% benchmark in the Ninth
 12 Circuit but as discussed hereafter, if approved by the Court, will result in a fee substantially below
 13 Lead Counsel’s lodestar. The requested reimbursement of \$1,086,353.27 of expenses consist
 14 principally of necessary expert and consultant fees and are also reasonable. Finally, the 18% fee
 15 award plus the requested reimbursement of expenses amount to approximately 22% of the
 16 Settlement.

17 216. Julia Junge seeks an award of \$10,000 and Richard Judge seeks at award of \$1,544.88
 18 for lost wages as a result of serving as a representative for the Class. As set forth herein, the PSLRA
 19 the “award of reasonable costs and expenses (including lost wages) directly relating to the
 20 representation of the class” 15 U.S.C. Section 78u-4(a)(4).

21 **A. The Requested 18% Fee Is Consistent with the PSLRA and Is Substantially**
 22 **Below the 25% Benchmark in the Ninth Circuit**

23 217. Lead Counsel seeks an award of attorneys’ fees representing approximately 18% of
 24 the Settlement Fund.

25
 26
 27 ³ At the October 13, 2022 hearing concerning Lead Plaintiffs’ Motion for Preliminary Approval, the
 28 Court indicated that it would provide for Lead Plaintiffs’ attorneys’ award fee to be funded from the
 proceeds of the sale of the Settlement Stock so that Lead Counsel would bear the risk of a decline in
 the value of the Settlement Stock at the time of sale. *See* ECF No. 257 (October 13, 2022 Tr.) at 12.
 Lead Counsel has no opposition to the Court’s provision.

1 218. The percentage method has been approved by the Ninth Circuit as it aligns the
2 attorneys' interest in receiving a fair and reasonable fee with the interest of the proposed class in
3 obtaining a maximum possible recovery in the shortest period of time. Indeed, the PSLRA endorses
4 a percentage-based fee. *See* 15 U.S.C. Section 78u-4(a)(6) (“[t]otal attorneys’ fees and expenses
5 awarded by the court to counsel for the plaintiff class shall not exceed a reasonable percentage of
6 the amount of any damages and prejudgment interest actually paid to the class.”).

7 219. Based on the quality of the results achieved in the Action, the extent and quality of
8 the work performed, the significant risks of the litigation, and the fully contingent nature of the
9 representation, the 18% fee award is fair and reasonable and should be approved.

10 220. An 18% fee award is substantially below the 25% benchmark for percentage fee
11 awards in the Ninth Circuit. *See In re Online DVD-Rental Antitrust Litig.*, 779 F.3d 934, 949 (9th
12 Cir. 2015) (“in this circuit, the benchmark percentage is 25%”).

13 221. The following additional factors support granting of the Fee Motion.

14 **1. Lead Counsel Obtained a Significant Result for the Class**

15 222. Courts consider the results achieved in assessing a fee award request. *See Vizcaino v.*
16 *Microsoft Corp.*, 290 F.3d 1043, 1048 (9th Cir. 2002) (“results are a relevant” factor in awarding
17 attorneys’ fees). The \$24 million Settlement Amount is an excellent result for the Class, especially
18 when considering the risk of a significantly lower recovery—or no recovery at all—if the case
19 proceeded through a decision on summary judgment, trial, and the inevitable appeals.

20 223. Based on research that I have considered, analyzed and reviewed, the \$24 million
21 Settlement compares favorably to other securities fraud settlements.

22 224. The Settlement is more than three times the size of the median securities class action
23 settlement during the period 2012 and 2021 both in the Ninth Circuit (\$6.9 million) and nationwide
24 (\$7.9 million). *See* Cornerstone Research, *Securities Class Action Settlements: 2021 Review and*
25 *Analysis*, at 7, 19 (March 2022) (“Cornerstone Report”).

26 225. A true and correct copy of the Cornerstone Report is attached hereto as Exhibit N.

27 226. A 2023 statistical review of securities class action settlements indicates that the
28 Settlement is nearly twice the median securities class action settlement value of \$13 million in 2022.

1 NERA Economic Consulting, Recent Trends in Securities Class Action Litigation: 2022 Full-Year
2 Review, at 15 (January 2023) (the “NERA 2023 Report”).

3 227. A true and correct copy of the NERA 2023 Report is attached hereto as Exhibit O.

4 228. Furthermore, according to the Cornerstone Report, the recovery exceeds the average
5 4.8% recovery of damages in cases alleging only fraud claims under the Exchange Act during the
6 period 2012 through 2021. Ex. N (Cornerstone Report), at 7.

7 229. I have reviewed a decision by this Court where similar reports were presented and
8 cited when evaluating the fairness, reasonableness, and adequacy of a class action settlement. *See*
9 *Police Ret. Sys. of St. Louis v. Granite Constr. Inc.*, No. C 19-04744 WHA, 2022 WL 816473, at *3
10 (N.D. Cal. Mar. 17, 2022) (Alsup, J.).

11 230. Based upon the analysis of Lead Plaintiffs’ merits expert on loss causation and
12 damages, the \$24 million Settlement represents a recovery of approximately 8.8% to 18.4% of the
13 Class’s estimated recoverable damages, depending on certain variables and assumptions.
14 Importantly, this estimate of maximum damages assumes Lead Plaintiffs would have success on all
15 issues of falsity, materiality, scienter, and loss causation at summary judgment and trial, which was
16 far from certain. Indeed, Defendants advanced serious arguments regarding all elements of liability,
17 loss causation and damages that, if accepted, would have substantially lowered the maximum
18 damages or eliminated them entirely.

19 231. Given the significant risks of establishing liability and loss causation here, this level
20 of recovery weighs in favor of approving the Fee Request.

21 2. The Substantial Risks of the Litigation Support the Fee Request

22 232. “The risks assumed by Class Counsel, particularly the risk of non-payment or
23 reimbursement of expenses, is a factor in determining counsel’s proper fee award.” *In re Heritage*
24 *Bond Litig.*, Nos. 02-ML-1475 DT (RCX), 2005 WL 1594389, at *14 (C.D. Cal. June 10, 2005);
25 *see also, e.g., In re Washington Pub. Power Supply Sys. Sec. Litig.* (“WPPSS”), 19 F.3d 1291, 1299-
26 1301 (9th Cir. 1994); *Omnivision*, 559 F. Supp. 2d at 1047.

27 233. Lead Counsel faced significant risks from the outset. As an initial matter, the
28 application of the PSLRA to this litigation presented significant risks. Since Congress passed the

1 PSLRA in 1995, courts in this Circuit and across the country have increasingly dismissed cases at
2 the pleading stage in response to defendants' arguments that the complaints do not meet the
3 PSLRA's heightened pleading standards.

4 234. There were many substantial challenges to succeeding in this litigation. Indeed,
5 throughout the Action, Defendants vigorously asserted that their public statements were accurate,
6 any misstatements or omissions were not material, they had no intent to deceive investors, and that
7 the price declines in Geron stock could not be attributed to the correction of the alleged
8 misstatements and omissions.

9 235. Defendants asserted that their alleged failure to disclose the actual results of the
10 IMbark trial data are not actionable securities fraud because the data was not objectively adverse,
11 but open to subjective interpretation. Defendants asserted that the IMbark study's reporting of
12 metrics on spleen volume response (*i.e.*, a reduction in spleen size, an adverse physical impact of
13 MF) and total symptom score (*i.e.*, a reduction in symptoms of those suffering from MF) did not
14 have to meet any statistical threshold for imetelstat to advance in its clinical development from
15 Phase 2 (the level of the IMbark study) to Phase 3. This dispute has been and would continue to be
16 a core dispute between the Parties at summary judgment or trial, and potentially a battle of the
17 experts with an unpredictable outcome before a jury.

18 236. Defendants also assert that Lead Plaintiffs would be unable to prove that Defendants
19 knew of Janssen's decision to terminate in advance of its public announcement, or that Janssen's
20 decision was based on the IMbark study results, or that Janssen viewed the IMbark study data results
21 as adverse or negative.

22 237. Indeed, during the July 14, 2022 status conference relating to the Janssen production,
23 Defendants' position on the Janssen decision never changed. As stated by Defendants' counsel at
24 that hearing, it was "crystal clear [to Defendants] that the continuation decision was driven by
25 precisely what Janssen publicly disclosed, which was a strategic portfolio valuation and
26 prioritization of assets." *See* ECF No. 54 in 3:22-mc-80051-WHA (7/14/22 Tr. at 26: 19-21).

27 238. Further, Lead Plaintiffs faced additional significant risks in proving scienter—*i.e.*,
28 that Defendants knowingly or recklessly deceived investors. *See Junge*, 2021 WL 1375960, at *6-

1 *7 (discussing need to plead scienter with particularity). While the Court upheld the Amended
2 Complaint at the pleadings stage based on inferences from the alleged “close access to study data,”
3 and the alleged insider stock sales by one executive and one outside director, the Court did not find
4 the alleged facts supported an inference that at a January 2018 meeting of the Joint Steering
5 Committee that Defendant Geron “came to know” that Janssen “disliked the results of the study”,
6 for example. *Id.* Defendants maintained throughout the Action that Lead Plaintiffs will face
7 challenges in proving scienter—*i.e.*, that Defendants knowingly or recklessly deceived investors.
8 Defendants maintain that Defendant Dr. Scarlett’s lack of stock sales during the Class Period
9 supports the inference that he did not act knowingly or recklessly, and that the stock sales by the
10 Company and other insiders do not support a showing of scienter. ECF No. 105 at 23. Thus, the
11 possibility that the Court at summary judgment, or a jury at trial, might side with Defendants was a
12 significant risk.

13 239. Lead Plaintiffs also faced significant risks to proving loss causation and damages.
14 For example, Defendants contended that Lead Plaintiffs could not establish a causal connection
15 between the alleged misrepresentations and omissions and the loss allegedly suffered by investors.
16 Defendants asserted that Geron’s announcement of the clinical trial data on the IMbark study at the
17 end of the Class Period was issued at the same time as the announcement that Geron’s collaboration
18 partner in the study, Janssen, announced a decision to discontinue the collaboration for reasons
19 unrelated to the allegedly adverse IMbark study data, and that therefore it is uncertain what, if any,
20 portion of the resulting stock decline may be attributed to the disclosure of the allegedly adverse
21 IMbark study data, presenting challenges to proof of loss causation and damages that would have
22 been a battle of experts at summary judgment and trial. ECF No. 147 at 15-19.

23 240. These substantial risks faced in prosecuting the securities fraud claims at issue, which
24 Lead Counsel did on a purely contingency fee basis without any payment for nearly three years,
25 further support the requested fee.
26
27
28

1 **3. The Skill Required and the Quality of the Work Performed Support the**
2 **Fee Request**

3 241. Lead Counsel, Kaplan Fox, is among the most experienced and skilled practitioners
4 in the securities litigation field, and the firm has a long and successful track record in securities
5 cases throughout the country, including within this District.

6 242. A true and correct copy of Kaplan Fox's firm resume is attached as Exhibit P hereto.

7 243. Lead Counsel's reputation as experienced counsel in complex securities cases
8 facilitated Lead Counsel's ability to negotiate the Settlement, ultimately resulting in the \$24 million
9 recovery. Lead Counsel achieved this substantial recovery for the benefit of Lead Plaintiffs and the
10 Class, notwithstanding that they were opposed in this Action by multiple highly skilled and well-
11 respected lawyers from Cooley LLP, who likewise vigorously advocated for their clients.

12 244. Lead Counsel's efforts of nearly three years of litigation included the work described
13 above in Section I. As set forth in Section I, the litigation efforts of Lead Counsel resulted in at least
14 11 appearances before this Court and/or Judge Ryu for hearings and conferences and/or settlement
15 conferences, including the April 30, 2020 hearing on the competing lead plaintiff motions, the
16 February 8, 2021 hearing on the Motion to Dismiss, the February 24, 2022 hearing on the Motion
17 for Class Certification, the March 16, 2022 and March 30, 2022 hearings on a discovery dispute
18 with the Defendants, the March 9, 2022 and July 14, 2022 hearings on the Janssen discovery dispute,
19 the August 26, 2021 Initial Case Management Conference, the October 13, 2022 hearing on the
20 Motion for Preliminary Approval, and the two settlement conferences with Judge Ryu.

21 245. In sum, Lead Counsel's extensive effort and skill in prosecuting this Action,
22 combined with the dedication of the Lead Plaintiffs, resulted in the favorable \$24 million Settlement.
23 Courts have recognized that the "prosecution and management of a complex national class action
24 requires unique legal skills and abilities." *Destefano v. Zynga, Inc.*, Case No. 12-cv-04007-JSC,
25 2016 WL 537946, at *17 (N.D. Cal. Feb. 11, 2016); *see also Vizcaino*, 290 F.3d at 1048. "This is
26 particularly true in securities cases because the Private Securities Litigation Reform Act makes it
27 much more difficult for securities plaintiffs to get past a motion to dismiss." *Zynga*, 2016 WL
28 537946, at *17 (*quoting Omnivision*, 559 F. Supp. 2d at 1047).

4. The Contingent Nature of the Fee Supports the Fee Request

246. It is well-recognized that a premium is appropriate where attorney fees are contingent in nature, as there is a risk that counsel will receive no compensation or less compensation for their efforts. *See WPPSS*, 19 F.3d at 1299 (“It is an established practice in the private legal market to reward attorneys for taking the risk of non-payment by paying them a premium over their normal hourly rates for winning contingency cases.”).

247. The Supreme Court has emphasized that private securities actions, like this one, “provide ‘a most effective weapon in the enforcement’ of the securities laws and are ‘a necessary supplement to [SEC] action.’” *Tellabs, Inc. v. Makor Issues & Rights, Ltd.*, 551 U.S. 308, 318 (2007). Indeed, here, the SEC conducted an investigation, but declined to take action against Defendants. *See* SEC Division of Enforcement, Case Closing Report, dated April 29, 2021 produced by the SEC in response to Lead Plaintiffs’ FOIA request.

248. A true and correct copy of the SEC Division of Enforcement, Case Closing Report dated April 29, 2021, is attached as Exhibit Q hereto.

249. There have been many class actions in which plaintiffs’ counsel took on the risk of pursuing claims on a contingency basis, expending thousands of hours and millions of dollars, yet received no remuneration whatsoever despite their diligence and expertise. For example, in a PSLRA case in this District, after a lengthy trial involving securities claims against JDS Uniphase Corporation, the jury reached a verdict in defendants’ favor. *See In re JDS Uniphase Corp. Sec. Litig.*, 2007 WL 4788556 (N.D. Cal. Nov. 27, 2007); *see also, e.g., In re Oracle Corp. Sec. Litig.*, No. C01-00988-SI, 2009 WL 1709050 (N.D. Cal. June 19, 2009) (granting summary judgment to defendants after eight years of litigation); *In re Oracle Corp. Sec. Litig.*, No. C01-00988-SI (N.D. Cal.) at ECF No. 1623 (Declaration of Patrick E. Gibbs in Support of Defendants’ Bill of Costs) (seeking over \$1.1 million in costs from plaintiffs after obtaining summary judgment) (the “Oracle Bill of Costs”). *See, e.g., In re BankAtlantic Bancorp, Inc. Sec. Litig.*, 2011 WL 1585605 (S.D. Fla. Apr. 25, 2011) (granting defendants’ motion for judgment as a matter of law following plaintiffs’ verdict).

250. A true and correct copy of the Oracle Bill of Costs is attached as Exhibit X hereto.

1 251. Moreover, continued litigation would have further depleted the directors' and
2 officers' liability ("D&O") insurance proceeds available to contribute to the Settlement Amount.

3 252. Lead Counsel committed significant resources, time, and money to prosecute this
4 Action vigorously and successfully for the Class's benefit for nearly three years—without any
5 payment or any guarantee of a fee.

6 253. Lead Counsel's fee award and expense reimbursement in this Action has always been
7 at risk and contingent on the result achieved and on this Court's discretion in awarding fees and
8 expenses. If Lead Counsel had been unsuccessful at any stage, Lead Counsel would have stood to
9 risk receiving nothing for its diligent prosecution of the claims for the benefit of the proposed Class.
10 The significant contingency-fee risks support the requested fee.

11 **5. The Reaction of the Class to Date and the Approval of Lead Plaintiffs**
12 **Support the Fee Request**

13 254. The Settlement Notice and Summary Settlement Notice informed potential Class
14 Members that Lead Counsel would apply for an award of attorneys' fees in an amount not to exceed
15 18% of the Settlement Fund and seek reimbursement of litigation expenses not to exceed
16 \$1.14 million. *See* Ex. E (Settlement Notice) ¶¶5, 73; Ex. G (Summary Settlement Notice). The
17 Settlement Notice and Summary Settlement Notice further informed Class Members of their right
18 to object to the request for attorneys' fees, Litigation Expenses and the Awards by March 9, 2023.
19 *See id.* at Ex. E, at 3, ¶¶84-93; Ex. G.

20 255. To date, 21 members of the Class have sought exclusion in response to the Settlement
21 Notice. For those Class members who have sought to be excluded from of the Class in response to
22 the Settlement Notice and who have provided documentation concerning their transactions in Geron
23 common stock, the total number of shares of Geron Common Stock purchased during the Class
24 Period is 4,156 shares. *See* Ex. H (Mahn Decl.), ¶¶ 39-40. The exclusion requests to date are *de*
25 *minimis* when considering that Lead Plaintiffs' expert estimates that there were 138.9 million
26 damaged shares.

27 256. To date, I have not been informed of any objection by a Class Member to the
28 requested award of attorneys' fees, request for reimbursement of Litigation Expenses or the

1 reimbursement of lost wages to the Lead Plaintiffs in the amount of \$10,000 to Julia Junge and
2 \$1,544.88 to Richard Junge.

3 257. The reaction of the Class to the Proposed Settlement and the Fee Motion also
4 supports approval of the fee request. *See Symantec*, , 2022 WL 409702, at *7 (noting small number
5 of individual class member opt outs, and absence of objections); *Luna*, 2018 WL 1900150, at *3
6 (noting lack of objections); *In re Heritage Bond Litig.*, 2005 WL 1594403, at *21 (C.D. Cal. June 10,
7 2005) (“The existence or absence of objectors to the requested attorneys’ fee is a factor i[n]
8 determining the appropriate fee award.”).

9 258. In addition, as set forth in the Lead Plaintiff Declarations, they support approval of
10 the requested fee based on the result obtained, the efforts of Lead Counsel and the risks in the Action.
11 *See* Ex. B (J. Junge Decl.) ¶¶35-37, 39-40; Ex. C (R. Junge Decl.) ¶¶25-27, 29-30. *See e.g. Luna*,
12 2018 WL 1900150, at *3 (noting lead plaintiff support in connection with determination of
13 reasonableness and fairness of settlement).

14 259. Lead Plaintiffs’ endorsement of the fee request further supports its approval.

15 **6. The Standing and Caliber of Defendants’ Counsel Supports the Fee** 16 **Request**

17 260. Defendants in this Action were represented by highly experienced lawyers from one
18 of the nation’s most prestigious law firms, Cooley LLP. Defendants’ counsel litigated the Action
19 skillfully and aggressively, and were paid by Defendants’ insurance coverage, to my understanding
20 and belief. Lead Counsel faced this strong defense with equal advocacy at every step, and was able
21 to develop a compelling case for securities fraud that, upon information and belief, played a role in
22 causing Defendants to agree to settle the Action.

23 **B. The Work Performed by Lead Counsel**

24 261. The Court’s December 15, 2020 Notice and Order Re Putative Class Actions and
25 Factors to Be Evaluated for Any Proposed Class Settlement and Protocol for Interviewing Putative
26 Class Members (ECF No. 116) (the “Court Settlement Guidance”), provides, among other things,
27 that “all settlements should avoid any agreement as to attorney’s fees and leave that to the judge.”
28 The Settlement Agreement provided that a motion for an award of attorneys’ fees and

1 reimbursement of Litigation Expenses would be filed by Lead Counsel, and it did not contain any
2 agreement as to the amount of such fees or expenses.

3 262. During the period July 27, 2020 (the date the Court appointed Kaplan Fox Lead
4 Counsel) through January 27, 2023, Lead Counsel has a total of 6,737.20 hours working on the
5 Action, and has a lodestar of \$4,951,210. Campisi Decl. Ex. R. For the time period before July 27,
6 2020, attorneys and professionals dedicated over 500 hours working on this matter representing
7 \$363,328 of attorney and professional time that has been excluded from Lead Counsel's lodestar.
8 Further, for the period July 27, 2020 through January 27, 2023, Lead Counsel has not included in
9 its lodestar time expended on weekly team meetings, time for lawyers who served as second chair
10 during depositions, and time preparing the Fee Motion.

11 263. If the Court were to award 18% of the \$24 million Settlement Fund as an award of
12 attorneys' fees (approximately \$4,320,000, plus 18% of interest earned on the Settlement Fund)
13 based on Lead Counsel's current lodestar for the period July 27, 2020 to January 27, 2023 of
14 \$4,951,210 (Ex. R), the result is a negative multiplier of .87.

15 264. The information in this Declaration and in Exhibits R and S hereto (and defined
16 below) are based on contemporaneous time records prepared and maintained in the ordinary course
17 of Lead Counsel's (Kaplan Fox) business. I am the partner who principally oversaw and conducted
18 the day-to-day activities of the Action. I have reviewed the time records and Exhibits R and S to
19 prepare this Declaration.

20 265. Lead Counsel applied billing judgment in preparing the lodestar calculations set forth
21 herein.

22 266. Based on my experience in complex class action litigation, that the time and work
23 reflected in Lead Counsel's lodestar calculations, as reflected in Exhibits R and S is reasonable in
24 amount and was necessary for the effective and efficient prosecution of the Action.

25 **1. Legal Counsel's Hourly Rates Are Reasonable**

26 267. As set forth in Exhibits R and S, Lead Counsel's hourly rates range from \$955 to
27 \$1,300 for partners, \$1,000 for Of Counsel, from \$485 to \$815 for associates, from \$230 to \$290
28

1 for law clerks, \$225 to \$380 for paralegals, and \$380 for internal investigators. The blended hourly
2 rate for all timekeepers in the application is \$735. Our firm bills in increments of 1/10 per hour.

3 268. I believe these rates are within the range of reasonable fees for attorneys working on
4 sophisticated class action litigation in this District. *See, e.g., Police Ret. Sys. of St. Louis v. Granite*
5 *Const. Inc.*, No. C 19-04744 WHA, 2022 WL 816473, at *9 (N.D. Cal. Mar. 17, 2022) (approving
6 as reasonable partner rates of \$950 to \$1,325, Of Counsel and Special Counsel at \$780, associates
7 ranging from \$175 to \$690, summer associates at \$175 to \$330, staff attorneys at \$390 to \$395,
8 analyst staff at \$295 to \$750, paralegals at \$275 to \$350, support staff at \$350 to \$445, document
9 clerks at \$150 per hour, and a litigation support employee at \$150 per hour).

10 269. I also believe that Lead Counsel's rates set forth in Exhibit R (defined below as the
11 "Attorney and Professional Billing Chart") compare favorably to the non-contingent rates charged
12 by Defendants' counsel in the Action. For example, in May 2022, Cooley LLP submitted various
13 rates for its attorneys in *In re: Retail Group, Inc., et al.*, Case No. 20-33113 (FJS) (Bankr. E.D. Va.)
14 in a Cover Sheet to the Application of Cooley LLP for Compensation and Reimbursement of
15 Expenses for the Period of January 13, 2022 through March 3, 2022 (the "Application"), filed as
16 DOC 2700 in that action.

17 270. A true and correct copy of the Application is attached as Exhibit T hereto.

18 271. As set forth in the Application, attorneys filling the following positions at Cooley
19 LLP who are members of the California State Bar bill at the following rates per hour in 2022:
20 Partner (\$1,240); Of Counsel (\$1,440) per hour; Special Counsel (\$1,165). Ex. T at 4.

21 272. Similarly, Cooley LLP attorneys filling the following positions who are members of
22 the New York State Bar bill at the following rates per hour in 2022: Partner (\$1,420) and Associate
23 (\$920). Staff rates for paralegals range from \$380 to \$515 per hour according to the 2022 filing.
24 Exhibit T at 4. The reported blended rate for all timekeepers was \$988.15, for all attorneys it was
25 \$1,152.66 and for paraprofessionals it was \$393.32. Ex. T at 4.

26 273. On August 30, 2022, a Bankruptcy Judge's Report and Recommendation issued in
27 the *In re Retail Group, Inc.* action as Doc 2798 (the "BK Report and Rec."), which recommended
28

1 approval of the Application (although a small reduction of \$17,010.50 negotiated by the U.S.
2 Trustee was applied).

3 274. A true and correct copy of the BK Report and Rec. is attached as Exhibit U hereto.

4 **2. Legal Counsel's Time by Attorney and by Task**

5 275. Attached hereto as Exhibit R is a chart (the "Attorney and Professional Billing
6 Chart") that lists each Kaplan Fox attorney and staff member who billed for work on the Action,
7 sets forth their current 2023 hourly rate, provides the number of hours each billed to the Action, and
8 the resulting lodestar for their time.

9 276. Attached as Exhibit S is a chart that reflects the hours spent by each Kaplan Fox
10 attorney and staff member (*i.e.* timekeeper) on specific task categories keyed to Lead Counsel's
11 internal billing codes during the course of the Action (the "Individual Attorney and Professional
12 Billing Code Chart"). In providing Exhibit S and the following information, I did not reallocate
13 billing from one internal billing code to another, but rather provided the billing information as
14 originally reported by the timekeeper.

15 277. On a collective basis, the task categories (and the projects undertaken in connection
16 with each) according to internal billing codes are set forth below as reflected in Exhibit S:

17 **A. Briefs and Pretrial Motions** (518.50 hours). This billing category is designed to
18 include work related to the review and analysis of Defendants' two motion(s) to
19 dismiss, and the researching and drafting of Lead Plaintiffs' opposition to the second
20 motion to dismiss, which resulted in an order upholding, in part, the Amended
21 Complaint.

22 **B. Pleadings** (234.50 hours). This billing category is designed to include work related
23 to the factual and legal research related to the Consolidated Complaint and Amended
24 Complaint, and the drafting of those two complaints. The tasks included in these
25 projects included interviews with confidential witnesses, the review of public filings,
26 news reports, and analysts reports. This work also includes meetings and strategic
27 discussions with Lead Plaintiffs and members of Lead Counsel's litigation team
28 concerning further amendments that were contemplated during the course of the

1 Action. Further, this category includes work reviewing the Answer filed by
2 Defendants and evaluating the affirmative defenses set forth therein.

3 **C. Discovery (3,260.20 hours).** This billing category is designed to include work
4 related to discovery and discovery disputes. This includes, among other things,
5 drafting and analyzing discovery requests, responses and privilege logs, meeting and
6 conferring about disputes related to the scope and timing of productions, drafting
7 correspondence regarding the same, negotiating production issues, drafting motions
8 to compel or discovery letter briefs, preparing a discovery plan, taking and defending
9 depositions, and appearing to argue at hearings related to discovery issues and/or
10 disputes.

11 **D. Class Certification (525.60 hours).** This billing category is designed to include work
12 related to the Motion for Class Certification, filed on September 30, 2021, and
13 granted in April 2022.

14 **E. Settlement Negotiations (497.6 hours).** This billing category is designed to include
15 work related to the settlement process, including preparations for and attendance at
16 two settlement conferences with Magistrate Judge Ryu, as well as strategic decisions
17 with the Lead Counsel litigation team and/or Lead Plaintiffs, preparation and analysis
18 of damages analyses, and consultations with damages and loss causation experts.

19 **F. Court Conferences and Preparation (161.00 hours).** This billing category is
20 designed to include work related to court conferences, including the filing of any
21 status conference reports.

22 **G. Preparation of Papers in Support of Settlement (131.90 hours).** This billing
23 category is designed to include work related to the Proposed Settlement, including,
24 but not limited to, the Motion for Preliminary Approval, preparation of the proposed
25 plan of allocation, retention of an Escrow Agent and creation of a qualified settlement
26 fund, the development of the Settlement Notice and related documents, the notice
27 and claims process, and communications with the Epiq and the Escrow Agent.
28

- 1 **H. Miscellaneous** (382.40 hours). This billing category is designed to include projects
2 indirectly related to other categories or not specifically covered in other topic areas,
3 such as case calendaring or administrative matters (*e.g.*, billing or assignments).
- 4 **I. Appeals** (2.80 hours). This billing category is designed to include projects related
5 to work conducted related to the analysis or filing of any appeals in the Action.
- 6 **J. Research** (695.90 hours). This billing category is designed to include online or other
7 research not specifically related to the pleadings, briefs and/or discovery.
- 8 **K. Experts** (230.10 hours). This billing category is designed to include work related to
9 the selection, interviewing and/or retention of Lead Plaintiffs' experts, review of any
10 reports by Lead Plaintiffs' or Defendants' experts, and designation of Lead Plaintiffs'
11 experts or expert topics.
- 12 **L. Trial Preparation** (32.70 hours). This billing category is designed to include work
13 related to pre-trial preparation including, but not limited to, witness lists, exhibit lists,
14 trial briefs, stipulations to the authenticity or admissibility of documents, jury
15 instructions, jury selection, jury consultants, motions in limine, and/or mock trials.
- 16 **M. Travel** (64 hours). This billing category is designed to include all travel for Court
17 hearings, depositions, deposition preparation or related matters during which other
18 billable work was not performed.

19 **3. Summary of Timekeeper Qualifications, Experience and Primary Work**
20 **and/or Role in the Action⁴**

21 **a. Partners**

22 278. **Jeffrey P. Campisi** (2593 hours). I am a Partner at Kaplan Fox, specializing in
23 securities and shareholder litigation, and other complex litigation. I served as the lead Kaplan Fox
24 partner to conduct the litigation of the Action and oversee the work performed by the counsel,
25 associates and staff identified herein.

26 _____
27 ⁴ Additional details on the Kaplan Fox attorneys and staff listed herein is included on the firm's
28 website (www.kaplanfox.com) and in Ex. P hereto, which is the current firm resume of Kaplan Fox. Details concerning the billing rates for each of these attorneys and staff, is included in the Attorney and Professional Billing Chart attached as Exhibit R hereto.

1 279. I have served as the main contact point in the Action for the Court, Lead Plaintiffs,
2 defense counsel and non-parties from whom discovery was sought. I planned the discovery,
3 litigation and settlement strategy in the Action. I coordinated with the Lead Plaintiffs for their
4 deposition preparation, defended the depositions of the Lead Plaintiffs, conducted four of the key
5 fact or expert depositions in the Action, oversaw the depositions of six other fact depositions in the
6 Action as a second chair to support other firm attorneys, and defended Lead Plaintiffs' deposition.
7 I researched or drafted all complaints, briefs, court filings, discovery, and discovery responses in
8 the Action, or directly supervised other firm attorneys in the preparation of such materials and
9 reviewed and analyzed these items before filing and/or service.

10 280. I identified, interviewed and recommended to Lead Plaintiffs the experts for both the
11 class certification and merits issues in the Action, coordinated with experts retained by Lead
12 Plaintiffs in connection with the preparation of their report on class certification issues, and
13 coordinated with experts retained by Lead Plaintiffs in connection with the planning for their reports
14 for trial.

15 281. I also conducted all activities related to the selection and retention of the Claims
16 Administrator and the notice program for the Original Class Notice and the Settlement Notice. I
17 coordinated and managed the retention of the Escrow Agent for the Proposed Settlement. I have
18 served as the primary contact point for potential members of the Class during the course of the
19 Action.

20 282. I also supervised the costs and payment of vendors in the Action, and I negotiated a
21 reduced reimbursement to Janssen for invoices it submitted for payment in the Action related to
22 Janssen's production of documents.

23 283. I was also the primary Kaplan Fox attorney to oversee and manage the databases
24 used to organize and maintain the production of documents by Defendants and third parties, and I
25 supervised paralegal Mandrika Moonsammy (discussed below) in connection with that role.
26 Accordingly, I provided top level guidance to the various attorneys working on the Action as to
27 selection of documents for depositions and to support discovery responses and court filings.
28

1 284. I have handled all major hearings in the Action, including the February 8, 2021
2 Motion to Dismiss hearing, the February 24, 2022 Motion for Class Certification hearing, the
3 March 9, 2022 hearing concerning the discovery dispute with Janssen, the March 16, 2022 hearing
4 concerning the privilege issues surrounding documents withheld by Defendant Geron, and seeking
5 continuation of the Rosenfield and Bloom depositions, and the October 13, 2022 hearing on the
6 Motion for Preliminary Approval. I also provided the background preparation for the presentation
7 made on behalf of Lead Plaintiffs at the July 14, 2022 hearing on issues related to the Janssen
8 production.

9 285. For continuity and efficiency, I remain the lead partner overseeing all aspects of
10 seeking the Court's final approval of the Settlement and subsequent distribution of the Net
11 Settlement Fund to Class Members.

12 286. **Laurence D. King** (263.30 hours). Mr. King is a Partner of Kaplan Fox and manages
13 the firm's Oakland, California office where he oversees the firm's West Coast litigation. Mr. King's
14 areas of emphasis include securities litigation, shareholder litigation, antitrust litigation and
15 consumer class actions. Mr. King provided analysis key to substantive filings in the Action
16 (consolidated and amended complaints, dismissal briefing, discovery letters, class certification
17 briefing), coordinated with the Lead Plaintiffs for their deposition preparation, attended the
18 deposition of each of the Lead Plaintiffs, provided strategic analysis and oversight concerning the
19 depositions and fact discovery in the Action, participated in the selection of experts for the Action
20 and interacted with experts in connection with their work. Mr. King was involved in negotiating the
21 Settlement, and in the retention of the Claims Administrator and Escrow Agent.

22 287. Mr. King attended various hearings in the Action, including the August 26, 2021
23 Initial Status Conference, the July 14, 2022 hearing on the discovery dispute with Janssen and the
24 settlement conferences in the Action.

25 288. **Robert N. Kaplan** (63.30 hours). Mr. Kaplan is a named Partner of Kaplan Fox and
26 leads the firm in each of its key practice areas. Mr. Kaplan guided the development of the claims
27 asserted in the Action, assisted the drafting of the Amended Complaint, guided the arguments
28

1 presented in opposition to the Motion to Dismiss, and was materially engaged in the negotiation of
2 the Settlement.

3 289. Mr. Kaplan appeared and advocated for Lead Plaintiffs during the May 31, 2022 and
4 August 12, 2022 settlement conferences.

5 290. **Frederic S. Fox** (8.90 hours). Mr. Fox is a named Partner of Kaplan Fox and leads
6 the firm in each of its key practice areas. Mr. Fox was materially involved in negotiating the
7 Settlement with Defendants.

8 291. **Donald R. Hall** (1.20 hours). Mr. Hall is a Partner of Kaplan Fox. Mr. Hall practices
9 in each of the firm's practice areas. Mr. Hall provided analysis concerning loss causation issues
10 raised during the Action.

11 292. **Greg K. Arenson** (.40 hours). Mr. Arenson is a Partner at Kaplan Fox with a deep
12 background in economics and econometrics. Mr. Arenson provided input concerning evidentiary
13 issues under the Federal Rules of Evidence.

14 **b. Of Counsel**

15 293. **Kathleen Herkenhoff** (939.40 hours). Ms. Herkenhoff is Of Counsel with Kaplan
16 Fox. Ms. Herkenhoff practices in each of the firm's practice areas, including securities, shareholder
17 derivative, consumer and antitrust litigation.

18 294. Ms. Herkenhoff's work included briefing the reply in support of Lead Plaintiffs'
19 Motion for Class Certification, conducting four depositions in the Action, and drafting and finalizing
20 responses to certain of the discovery served by Defendants. Ms. Herkenhoff also conducted a series
21 of meet and confers with Defendants and/or Janssen in connection with discovery disputes identified
22 herein, drafted and/or edited discovery letters presented to the Court in connection with these
23 discovery disputes, reviewed and analyzed privilege logs submitted by Defendants and Geron in the
24 Action to prepare for briefing and argument related to seeking relief from the Court, drafted portions
25 of the Settlement documentation, assisted in coordinating the preparation of the Motion for
26 Preliminary Approval, and prepared the Motion for Final Approval and the Fee Motion.
27 Ms. Herkenhoff also provided input to various issues during the expert phase of discovery. In
28 connection with pre-trial preparation for the Action, Ms. Herkenhoff provided organization and

1 research related to expected motions *in limine*, requests to stipulate to the authenticity and
2 admissibility of documents in the Action, jury instructions and related issues. During the course of
3 the Action, Ms. Herkenhoff also conducted a variety of factual and legal research to support the
4 activities related to the Action in which she was involved.

5 295. Ms. Herkenhoff has provided, and is continuing to provide, assistance in the
6 coordination of the activities of the Claims Administrator for the Original Class Notice and/or the
7 Settlement Notice. For continuity and efficiency, Ms. Herkenhoff will continue to provide
8 assistance related to seeking the Court's approval of the Proposed Settlement and subsequent
9 distribution of the Net Settlement Fund to Class Members.

10 296. Ms. Herkenhoff presented oral argument to the Court on the issues concerning
11 Defendant Geron's privilege assertions on March 30, 2022, and as to the scope of Janssen's
12 production and privilege assertions on July 14, 2022. Ms. Herkenhoff attended the February 24,
13 2022 hearing on the Motion for Class Certification, each of the settlement conferences in the Action,
14 and the October 13, 2022 hearing on the Motion for Preliminary Approval.

15 **c. Associates**

16 297. **Jason A. Uris** (612 hours). Mr. Uris is an Associate at Kaplan Fox, and his practice
17 principally includes the firm's securities and antitrust cases. Mr. Uris conducted a variety of factual
18 and legal research projects in the Action, the briefing on the Motion for Class Certification, drafting
19 portions of the opposition to the Motion to Dismiss, drafting of discovery letters to the Court,
20 drafting the motion to compel against Janssen filed in the Eastern District of Pennsylvania,
21 coordinating the subsequent transfer of the motion to compel as to Janssen to this Court, reviewing
22 and analyzing privilege logs provided by Defendants and Janssen in the Action, providing analysis
23 of Janssen's billing invoices for its productions in the Action in order to support Mr. Campisi in
24 connection with the negotiation of reimbursement, and a variety of other case projects. Mr. Uris
25 also prepared for, and he conducted three depositions in the Action. Mr. Uris also provided input
26 on various issues during the expert phase of the Action.

27 298. Mr. Uris provided analysis and support for the discovery related hearings held in the
28 Action on March 9, 2022 and March 16, 2022.

1 299. **Blair E. Reed** (341.50 hours). Ms. Reed is an Associate at Kaplan Fox, and her
2 practice area principally includes the firm's securities and consumer cases. Ms. Reed provided
3 research to support various issues related to litigation of the Action, reviewed and analyzed
4 documents and deposition testimony reviewed and updated citations to authority and documents in
5 connection with certain draft expert reports and contention interrogatory responses, and conducted
6 a portion of the post-deposition analysis of exhibits for purposes of authentication and admissibility,
7 among other projects.

8 300. **Mario M. Choi** (118.50 hours). Mr. Choi was formerly an Associate with Kaplan
9 Fox, and practiced in the firm's securities and consumer litigation areas. Mr. Choi was assigned to
10 the Action from the commencement of work performed in the Action. Mr. Choi conducted a variety
11 of research projects related to the filing of the consolidated and amended complaints, and the
12 briefing of the Motion to Dismiss.

13 301. Mr. Choi attended the February 8, 2021 Motion to Dismiss hearing.

14 302. **Pamela A. Mayer** (1.50 hours). Ms. Mayer is an Associate at Kaplan Fox who
15 primarily works on the investigation, analysis and institution of securities claims on behalf of the
16 firm's institutional and individual clients. In the early stages of this Action, Ms. Mayer was involved
17 in the firm's analysis of the facts and legal issues.

18 **d. Law Clerks**

19 303. **Brandon Fox** (845.20 hours). Mr. Fox is a Law Clerk at Kaplan Fox (whose
20 admission to the New York bar is pending), and his practice principally includes the firm's securities
21 and antitrust cases. Mr. Fox drafted the opening briefing on the Motion for Class Certification,
22 provided assistance in the analysis of documents for depositions, reviewed and analyzed documents
23 and deposition testimony and provided citations to evidence to support responses to contention
24 interrogatories and requests for admission served by Geron, conducted a portion of the post-
25 deposition analysis of exhibits for purposes of authentication and admissibility, and engaged in
26 several additional projects.

27
28

1 311. **Tanya N. Harvey** (7.50 hours). Ms. Harvey is a Paralegal at Kaplan Fox.
2 Ms. Harvey provided assistance with several projects in the Action, including a review of Janssen’s
3 privilege logs related to the proceedings in this Court on the dispute between Janssen and Lead
4 Plaintiffs concerning the production of documents.

5 312. **Nikki Lee** (49.50 hours). Ms. Lee is a Paralegal at Kaplan Fox. Ms. Lee provides
6 key litigation support for filings in the Action, including citation checking, the organization of
7 evidence for submission to the Court and related projects. Ms. Lee also provided assistance in
8 organizing and preparing exhibits used during certain of the depositions taken in the Action.

9 313. **Jennifer Griffin** (1 hour). Ms. Griffin is a former Paralegal at Kaplan Fox.
10 Ms. provided key litigation support for filings in the Action, including citation checking, the
11 organization of evidence for submission to the Court and related projects.

12 314. I believe the information set forth above complies with the Settlement Guidance
13 concerning attorneys’ fees. While the Settlement Guidance provides that Lead Counsel “should be
14 prepared to submit copies of detailed billing records if the court orders,” I have made Lead Counsel’s
15 detailed billing records available to the Court and Class Members. Due to the voluminous nature of
16 the records, they are hosted at: <https://spaces.hightail.com/receive/Ks6ymPYtCH>.

17 **C. Lead Counsel’s Litigation Expenses for Which It Seeks Reimbursement**

18 315. Lead Counsel also respectfully requests reimbursement of \$1,086,353.27 in
19 Litigation Expenses incurred to date in connection with the litigation of the Action. Lead Counsel
20 incurred these expenses with the risk that it may not recover any portion of these expenses if the
21 litigation of the Action were not successful, and/or that it might take a number of years to resolve
22 the Action and obtain reimbursement. As a result, Lead Counsel was motivated to, and did, seek to
23 minimize expenses wherever practicable while maintaining an aggressive approach toward
24 litigation.

25 316. In addition, Lead Plaintiffs also agreed at the outset of the litigation that Lead
26 Counsel would seek reimbursement for reasonable litigation costs and expenses from proceeds of
27 any recovery, again, subject to Court approval. ECF Nos. 86-87.

28

1 317. The Settlement Notice and Summary Settlement Notice also provided that Lead
2 Counsel may seek up to \$1.14 million for reimbursement of Litigation Expenses, which would
3 include, for example, costs and expenses for Lead Plaintiffs' consultants and experts, costs for
4 depositions and transcripts, payments for non-party production of documents, online research,
5 postage, costs for hosting documents produced in the Action, and travel expenses.

6 318. The following chart (the "Litigation Expense Chart") summarizes the expenses
7 supporting the requested reimbursement of Litigation Expenses:

CATEGORY	EXPENSES
Filing Fees	\$ 1,746.00
Transcripts	\$ 115,502.92
Process Fees	\$ 4,404.09
Witness Fees	\$ 40.00
Air Express/Messengers/Postage	\$ 2,648.93
Outside Copies - Piper Sandler	\$ 212.50
Hyperlinks PDF's - Strut Legal	\$ 679.00
Database Usage - Everlaw	\$ 15,503.86
Johnson & Johnson/Lighthouse	\$ 156,004.04
Global Economics Group	\$ 360,579.10
Pharmacology Alliance	\$ 188,200.00
Rubin Anders - Healthcare Expert	\$ 142,500.00
Financial Markets Analysis	\$ 12,400.00
On-Line Research	\$ 72,345.65
Press Releases	\$ 400.00
Travel/Meeting Costs	\$ 13,187.18
TOTALS	\$ 1,086,353.27

19 319. The Litigation Expense Chart above, and the Fee Motion, are based on information
20 maintained contemporaneously and in the ordinary course of business by Lead Counsel (Kaplan
21 Fox), including without limitation, receipts, invoices, expense vouchers, check records, bank
22 records, wire transfer documentation, and other similar documentation.

23 320. I have reviewed the above Litigation and Expense Chart and the Fee Motion, and I
24 believe them to be an accurate record of the expenses incurred by Lead Counsel in this Action.

25 321. I have made Lead Counsel's expenses available to the Court and Class Members.
26 Due to the voluminous nature of the records, they are hosted at:
27 <https://spaces.hightail.com/receive/Ks6ymPYtCH>.

1 322. I also believe that the expenses set forth in the Litigation Expense Chart are fair and
2 reasonable and were necessary for the efficient and effective prosecution of the Action. The
3 expenses set forth in the Litigation Expense Chart also comply with Lead Counsel’s (Kaplan Fox)
4 firm policies governing expense reimbursement.

5 323. The Litigation Expense Chart does not include certain expenses that Lead Counsel
6 decided in its judgment to exclude. Lead Counsel capped the expense for which we would seek
7 reimbursement as follows: no more than \$250 per flight per person and \$250 hotel per day per
8 person, and no more than \$25 per day per person for meal expense. These write-offs totaled
9 \$4,815.47.

10 324. As set forth above, Lead Counsel has to date received no reimbursement for any of
11 the expenses set forth in the above chart.

12 325. The Litigation Expense Chart will be updated, if needed, before the Settlement
13 Fairness Hearing. Currently, the request for \$1,086,353.27 is approximately 5% less (or
14 approximately \$53,647 less) than the maximum of \$1.14 million estimated in the Settlement Notice
15 and disclosed to the Class that could have been sought.

16 326. To date, no Class Member has objected to the maximum amount of Litigation
17 Expenses set forth in the Settlement Notice. I base this on the information reported by Epiq in the
18 Mahn Decl., and I am not aware of any objections being directed to Lead Counsel.

19 327. The following summarizes the nature of the Litigation Expenses set forth in the
20 Litigation Expense Chart.

21 328. The category of “**Filing Fees**” includes the costs to file any pleadings, motions or
22 other documents in this Court and/or in the United States District Court for the Eastern District of
23 Pennsylvania in connection with the motion to compel Janssen to produce documents responsive to
24 the May 18 Janssen Subpoena.

25 329. The category of “**Transcripts**” includes costs for transcripts and video of the 10
26 depositions taken in the Action by Lead Counsel, or the depositions taken by Defendants for which
27 Lead Counsel ordered a copy. The costs here also include deposition exhibits in officially marked
28 format. Also included are costs for transcripts of hearings before the Court.

1 330. The category of “**Process Fees**” includes costs and fees for formal service of process,
2 including various subpoenas served on behalf of Lead Plaintiffs on non-parties, and delivery of
3 courtesy copies of court filings or proposed orders to the Court and non-parties.

4 331. The category of “**Witness Fees**” includes \$40 dollars provided in advance of the
5 planned deposition of a Geron employee.

6 332. The category of “**Air Express/Messengers/Postage**” includes costs for courtesy
7 copies delivered to the Court, and items express mailed or sent overnight as part of service upon the
8 Defendants or third parties in the Action, in connection with preparation for depositions or
9 depositions, or to provide documents to various experts and Lead Counsel.

10 333. The category of “**Outside Copies**” includes expenses for costs to reimburse non-
11 party Piper Sandler for producing documents pursuant to a subpoena.

12 334. The category of “**Hyperlinks PDFs**” includes costs or fees associated with third
13 party provider Strut Legal, Inc. to add hyperlinks to documents submitted for filing with the Court.

14 335. The category of “**Database Usage - Everlaw**” includes costs and fees principally for
15 use of a third-party vendor (Everlaw) to host and provide access to a third party platform for the
16 organization and review of documents produced by parties and non-parties to the Action. The use
17 of a database allowed Lead Counsel’s litigation team to effectively review the more than 426,000
18 pages of documents (including pages produced in native format, *e.g.*, Powerpoint and Microsoft
19 Excel files) and to develop facts and prepare for the depositions that were a driving factor in the
20 successful resolution of the Action on behalf of the Lead Plaintiffs. The use of a third-party platform
21 also permitted for effective uploading of documents to the remote deposition platform hosted by
22 Veritext for depositions in the Action.

23 336. The category of “**Johnson & Johnson/Lighthouse**” is for the original production of
24 documents that Janssen provided that had been previously produced to the SEC, which was
25 \$1,004.04. In addition, this category includes \$155,000.00 for Janssen’s costs to produce documents
26 under the Court’s March 9, 2022 order in connection with Lead Plaintiffs’ motion to compel,
27 discussed above. On May 10, 2022, a \$50,000 retained was paid by Lead Counsel on behalf of Lead
28 Plaintiffs under the Court’s March 9, 2022 order. Under the compromise reached between Lead

1 Counsel and counsel for Janssen, memorialized on October 10, 2022, an additional \$105,000 is
2 owed to Janssen as reimbursement for its costs incurred in producing documents under the May 9,
3 2022 order, subject to Court approval.

4 337. The category of “**Global Economics Group**” includes work performed Global
5 Economics Group (Mr. Coffman and his staff) in connection with class certification, including
6 expert report, attendance at his deposition, evaluation of the deposition testimony of Dr. Stulz and
7 the preparation of a rebuttal report, separate analysis of evidence and preparation of merits report
8 on loss causation and damages, and assistance in connection with the settlement conferences.

9 338. The category of “**Pharmacology Alliance**” includes work performed by retained
10 merits expert Mr. David Gortler. Mr. Gortler’s work centered on FDA regulation (policies and
11 procedures, including as to the nature, scope, design and evaluation of clinical studies) and whether
12 Geron’s IMbark study complied with those standards.

13 339. The category of “**Rubin Anders – Healthcare Expert**” relates to work by Dr. John
14 Schneider relating to an analysis of the IMbark study data results compared to other clinical studies
15 involving drugs indicated for the treatment of MF.

16 340. The category of “**Financial Markets Analysis**” is for preliminary analysis of trading
17 data of the Lead Plaintiffs and competing movants to lead plaintiff appointment, and preliminary
18 analysis of artificial inflation in Geron common stock.

19 341. The category of “**Online**” is for Lead Counsel and staff to utilize services such as
20 Westlaw or other online legal research vendors during the Action. Such online research is routinely
21 charged by Lead Counsel (Kaplan Fox) to each case based on actual costs incurred at a charge rate
22 set by the vendors.

23 342. The category of “**Press Releases**” is for the cost of Lead Plaintiffs’ press release in
24 connection with seeking requests for proposal for lead counsel under the Court’s order (ECF
25 No. 85), and for reissuing the Summary Settlement Notice on January 16, 2023.

26 343. The category of “**Travel/Meeting Costs**” is predominantly travel for Mr. King and
27 me to travel out of state to meet with the Lead Plaintiffs before their depositions, for Lead Plaintiffs
28 to travel from out of state to San Francisco, California for their depositions, for travel for

1 Ms. Herkenhoff and me to attend the October 13, 2022 Motion for Preliminary Approval Hearing,
 2 for local travel for Mr. King and Mr. Choi for hearings in this Court, or for attorneys and staff who
 3 worked outside of regular business hours. I also incurred expenses to travel to Columbus, Ohio to
 4 take Defendants’ class certification expert’s deposition, and Ms. Herkenhoff and I have incurred
 5 expenses in connection with planned travel to San Francisco for the final approval hearing on
 6 March 30, 2023.

7 **D. The Requested Awards for Lead Plaintiffs Seek Reimbursement for Lost Wages**
 8 **under the PSLRA**

9 344. The Notice states that Lead Plaintiffs may seek reimbursement for lost wages of up
 10 to \$10,000 to Lead Plaintiff Julia Junge, and up to \$2,500 to Lead Plaintiff Richard Junge. In seeking
 11 these amounts, Lead Plaintiffs rely on the PSLRA’s provision for the “award of reasonable costs
 12 and expenses (including lost wages) directly relating to the representation of the class”
 13 15 U.S.C. Section 78u-4(a)(4).

14 345. To summarize the evidence supporting these requested amounts, as required by the
 15 Procedural Guidance and ECF 116, attached as Exhibits B and C hereto are true and correct copies
 16 of the J. Junge Decl. and the R. Junge Decl., respectively. These declarations summarize their
 17 activities while serving as Lead Plaintiffs.

18 346. To date, no Class Member has objected to the awards sought by Lead Plaintiffs. I
 19 base this on the information reported by Epiq in the Mahn Decl., and I am not aware of any
 20 objections being directed to Lead Counsel.

21 **EXHIBITS CITED IN THIS DECLARATION**

22 347. The following is a chart of Exhibits referenced in this Declaration, each of which is
 23 a true and correct copy of what is indicated when described herein.

Exhibit	Description
Exhibit A	September 2, 2022 Stipulation and Agreement of Settlement
Exhibit B	Declaration of Julia Junge in Support of Motion for Final Approval of Settlement and Plan of Allocation and in Support of Lead Counsel’s Motion for an Award of Attorneys’ Fees, Reimbursement of Litigation Expenses, and Awards to Lead Plaintiffs for Lost Wages under 15 U.S.C. § 78u-4(a)(4)

Exhibit	Description
Exhibit C	Declaration of Richard Junge in Support of Motion for Final Approval of Settlement and Plan of Allocation and in Support of Lead Counsel's Motion for an Award of Attorneys' Fees, Reimbursement of Litigation Expenses, and Awards to Lead Plaintiffs for Lost Wages under 15 U.S.C. § 78u-4(a)(4)
Exhibit D	Invoices and billing records excel sheets received by Lead Counsel concerning Janssen's claimed fees and costs for compliance with the May 18 Janssen Subpoena
Exhibit E	Settlement Notice
Exhibit F	Proof of Claim and Release Form
Exhibit G	Summary Settlement Notice
Exhibit H	Declaration of Jessie Mahn Regarding: (I) Mailing of Settlement Notice and Proof of Claim and Release Form; (II) Publication of Summary Settlement Notice; (III) Call Center Services; (IV) the Settlement Website; and (V) Requests for Exclusion, Objections and Claims Received to Date
Exhibit I	September 6, 2022 Geron Report on Form 8-K filed with the SEC
Exhibit J	September 6, 2022 article by Donald Morrison of Law360 entitled, "Geron Investors Ink \$24M Deal Over Cancer Study Results."
Exhibit K	November 2, 2022 report by ISS SCAS concerning Geron and the Action
Exhibit L	Globe newswire, January 16, 2023 release entitled "Kaplan Fox Announces Geron Corporation (NASDAQ:GERN) INVESTOR ALERT – Important Claims Filing Deadline in Proposed Settlement in Geron Securities Litigation is February 16, 2023."
Exhibit M	January 18, 2023, Truist invoice for \$10,000
Exhibit N	Cornerstone Research, Securities Class Action Settlements: 2021 Review and Analysis (2022)
Exhibit O	Recent Trends in Securities Class Action Litigation: 2022 Full-Year Review (NERA Economic Consulting, 2023)
Exhibit P	Firm Resume of Kaplan Fox & Kilsheimer LLP
Exhibit Q	SEC Division of Enforcement, Case Closing Report dated April 29, 2021
Exhibit R	Attorney and Professional Billing Chart

Exhibit	Description
Exhibit S	Individual Attorney And Professional Billing Code Chart
Exhibit T	Doc 2700 filed in <i>In re: Retail Group, Inc., et al.</i> , Case No. 20-33113-FJS (Jointly Administered), Cover Sheet to the Application of Cooley LLP for Compensation and Reimbursement of Expenses for the Period of January 13, 2022 Through March 3, 2022 (Bankr. E.D. Va.)
Exhibit U	Doc 2798 filed in <i>In re: Retail Group, Inc., et al.</i> , Case No. 20-33113-FJS (Jointly Administered), Bankruptcy Judge's Report and Recommendation (Bankr. E.D. Va.).
Exhibit V	ECF No. 496-1 filed in <i>In re Brocade Sec. Litig.</i> , No.: 3:05-CV-02042-CRB (N.D. Cal. Jan. 26, 2009).
Exhibit W	ECF No. 415-3 filed in <i>SEB Inv. Mgmt. AB v. Symantec Corp.</i> , No. C 18-02902 WHA (N.D. Cal.)
Exhibit X	ECF No. 1623 filed in <i>In re Oracle Corp. Sec. Litig.</i> , No. C01-00988-SI (N.D. Cal.) (Declaration of Patrick E. Gibbs in Support of Defendants' Bill of Costs)

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed this 2nd day of February, 2023 at New York, New York.

/s/ Jeffrey P. Campisi
Jeffrey P. Campisi

EXHIBIT A

1 **KAPLAN FOX & KILSHEIMER LLP**
Laurence D. King (SBN 206423)
2 Kathleen A. Herkenhoff (SBN 168562)
Blair E. Reed (SBN 316791)
3 1999 Harrison Street, Suite 1560
Oakland, CA 94612
4 Telephone: (415) 772-4700
Facsimile: (415) 772-4707
5 *lking@kaplanfox.com*
kherkenhoff@kaplanfox.com
6 *breed@kaplanfox.com*

7 **KAPLAN FOX & KILSHEIMER LLP**
Robert N. Kaplan (admitted *pro hac vice*)
8 Jeffrey P. Campisi (admitted *pro hac vice*)
Jason A. Uris (admitted *pro hac vice*)
9 850 Third Avenue, 14th Floor
New York, NY 10022
10 Telephone: (212) 687-1980
Facsimile: (212) 687-7714
11 *rkaplan@kaplanfox.com*
jcampisi@kaplanfox.com
12 *juris@kaplanfox.com*

13 *Class Counsel for Lead Plaintiffs and Class*
Representatives Julia Junge and Richard Junge
14 *and the Class*

15
16 **UNITED STATES DISTRICT COURT**
NORTHERN DISTRICT OF CALIFORNIA
17 **SAN FRANCISCO DIVISION**

18 JULIA JUNGE and RICHARD JUNGE, on
19 behalf of themselves and a class of similarly
20 situated investors,

21 Plaintiffs,

22 v.

23 GERON CORPORATION and JOHN A.
SCARLETT,

24 Defendants.

Case No. 3:20-cv-00547-WHA (DMR)

Class Action

(Consolidated with Case No. 3:20-cv-01163-WHA)

(Related to Case No. 3:20-cv-02823-WHA;
3:22-mc-80051-WHA)

STIPULATION AND AGREEMENT OF SETTLEMENT

Dept: Courtroom 12, 19th Floor
Judge: Hon. William H. Alsup

1 This Stipulation and Agreement of Settlement, dated as of September 2, 2022 (the
2 “Stipulation”), is entered into between (a) Julia Junge and Richard Junge (“Lead Plaintiffs” or “Class
3 Representatives”), on behalf of themselves and the plaintiff class certified by the Court (the “Class,”
4 as defined in ¶1(h) below); and (b) defendants Geron Corporation (“Geron”) and Dr. John A. Scarlett
5 (“Dr. Scarlett,” and together with Geron, “Defendants”), and embodies the terms and conditions of
6 the settlement of the above-captioned action (the “Action”).¹ Subject to the approval of the Court
7 and the terms and conditions expressly provided herein, this Stipulation is intended to fully, finally
8 and forever compromise, settle, release, resolve, and dismiss with prejudice the Action and all
9 Released Plaintiffs’ Claims (as defined below in ¶1(qq) against Defendants’ Released Parties (as
10 defined below in ¶1(r).

11 WHEREAS:

12 A. Beginning on January 23, 2020, two related securities class actions brought on behalf
13 of investors in Geron common stock were filed in the United States District Court for the Northern
14 District of California (the “Court”). See ECF Nos. 1, 14 & 17.

15 B. On May 14, 2020, the Court entered an Order appointing Julia Junge and Richard
16 Junge as Lead Plaintiffs pursuant to the Private Securities Litigation Reform Act of 1995,
17 consolidating all related actions, and inviting applications for Lead Counsel. ECF No. 85.

18 C. On July 27, 2020, the Court entered an Order approving Lead Plaintiffs’ selection of
19 Kaplan Fox & Kilsheimer LLP (“Kaplan Fox”) as Lead Counsel. ECF No. 89.

20 D. On August 20, 2020, Lead Plaintiffs filed a Consolidated Class Action Complaint
21 For Violations of the Federal Securities Laws (“Consolidated Complaint”) against Geron and Dr.
22 Scarlett. ECF No. 92.

23 E. On October 1, 2020, Defendants filed a motion to dismiss the Consolidated
24 Complaint. ECF No. 97.

25 F. On October 12, 2020, the Court entered a Stipulation and Order that permitted the
26 Lead Plaintiffs to submit a further amended complaint pursuant to Rule 15 of the Federal Rules of
27

28 ¹ The Court’s docket reflects the case name as *Tollen v. Geron Corp. et al*, Case No. 3:20-cv-00547-
WHA, which was amended by Lead Plaintiffs. ECF Nos. 92, 103.

1 Civil Procedure and set a briefing schedule for any motion(s) to dismiss in response thereto. ECF
2 No. 102.

3 G. On October 22, 2020, Lead Plaintiffs filed the operative complaint in the Action, the
4 Amended Consolidated Class Action Complaint for Violations of the Federal Securities Laws (the
5 “Amended Complaint”) against Geron and Dr. Scarlett. ECF No. 103. The Amended Complaint
6 asserts claims against Geron and Dr. Scarlett under Section 10(b) of the Securities Exchange Act of
7 1934 (the “Exchange Act”) and Rule 10b-5 promulgated thereunder, and against Dr. Scarlett under
8 Section 20(a) of the Exchange Act. Among other things, the Amended Complaint alleges that,
9 during the period from March 19, 2018, to September 26, 2018, inclusive (the “Class Period”),
10 Defendants made materially false and misleading statements concerning the Company’s single drug
11 in development, imetelstat, and the results of a Phase 2 clinical trial known as the IMbark study, and
12 that Geron and certain Company insiders sold Geron common stock at inflated prices while in
13 possession of material, non-public information concerning the results from the IMbark study. The
14 Amended Complaint further alleges that Defendants’ misstatements caused the price of Geron
15 common stock to be inflated during the Class Period and to decline when the alleged truth emerged
16 though a corrective disclosure on September 27, 2018, resulting in financial losses to those who
17 purchased Geron common stock at the allegedly inflated price.

18 H. On November 23, 2020, Defendants filed a motion to dismiss the Amended
19 Complaint. ECF No. 105.

20 I. On December 10, 2020, Lead Plaintiffs filed their opposition to Defendants’ motion
21 to dismiss the Amended Complaint. ECF No. 110.

22 J. On December 17, 2020, Defendants filed their reply in support of the motion to
23 dismiss the Amended Complaint. ECF No. 117.

24 K. On February 8, 2021, the Court heard oral argument on Defendants’ motion to
25 dismiss the Amended Complaint. ECF No. 120.

26 L. On April 12, 2021, the Court granted in part, and denied in part, Defendants’ motion
27 to dismiss (the “April 12 Order”), sustaining certain claims against Defendants under Section 10(b)
28

1 of the Exchange Act and the Section 20(a) control person claim under the Exchange Act against Dr.
2 Scarlett. ECF No. 124.

3 M. On April 29, 2021, Lead Plaintiffs notified the Court that they elected to stand on
4 the Amended Complaint and not file a further amendment in response to the April 12 Order. ECF
5 No. 125.

6 N. On May 13, 2021, Defendants filed their Answer to the Amended Complaint. ECF
7 No. 128.

8 O. On May 18, 2021, the Parties conducted their Fed. R. Civ. P. Rule 26 conference,
9 after which discovery commenced in the Action. Lead Plaintiffs produced over 2,000 pages of
10 documents to Defendants, and Defendants and third parties produced more than 426,000 pages of
11 documents (not including pages produced in native format, *e.g.*, PowerPoint and Microsoft Excel
12 files) to Lead Plaintiffs. Lead Plaintiffs deposed 11 fact or expert witnesses and Defendants deposed
13 both of the Lead Plaintiffs and Lead Plaintiffs' class certification expert.

14 P. On August 26, 2021, the Court held an Initial Case Management Conference. ECF
15 No. 140.

16 Q. On August 27, 2021, the Court entered a Case Management Order (the "Initial
17 Scheduling Order"), which set the initial trial schedule for the Action. ECF No. 139.

18 R. On September 30, 2021, Lead Plaintiffs filed a motion for class certification. ECF
19 No. 141. Between then and November 4, 2021, the parties produced documents, deposed each
20 other's experts on class certification issues, Defendants deposed the Lead Plaintiffs, Defendants
21 filed their opposition brief, and Lead Plaintiffs filed their reply brief.

22 S. Following full briefing on the class certification motion, on April 2, 2022, the Court
23 issued an Order certifying the Class (as defined in ¶1(h) below), appointing Lead Plaintiffs Julia
24 Junge and Richard Junge as Class Representatives for the certified Class, and appointing Lead
25 Counsel Kaplan Fox as Class Counsel for the certified Class. ECF No. 206.

26 T. On May 3, 2022, the Court approved, with additional provisions, the Parties'
27 stipulation and proposed order regarding dissemination of notice to potential Class Members
28 (defined below as the "Original Class Notice") to notify them of, among other things: (i) the Action

1 pending against Defendants; (ii) the Court’s certification of the Action to proceed as a class action
2 on behalf of the Class; and (iii) their right to request to be excluded from the Class, the effect of
3 remaining in the Class or requesting exclusion, and the requirements for requesting exclusion (the
4 “Notice Order”). ECF No. 221; *see also* ECF No. 216.

5 U. Pursuant to the Notice Order, the Original Class Notice provided Class Members
6 with the opportunity to request exclusion from the Class, explained that right, and set forth the
7 deadline and procedures for doing so. The Original Class Notice stated that it would be within the
8 Court’s discretion whether to permit Class Members a second opportunity to request exclusion from
9 the Class if the Action were resolved by a settlement. The Original Class Notice also informed
10 Class Members that if they chose to remain a member of the Class, they would “be bound by any
11 judgment or settlement, whether favorable or unfavorable, in this Action.”

12 V. The deadline for requesting exclusion from the Class pursuant to the Original Class
13 Notice was July 22, 2022. The administrator appointed to complete the Original Class Notice, Epiq
14 Class Action and Claims Solutions, Inc. (“Epiq”), provided an affidavit indicating that a total of 78
15 individuals had requested exclusion from the Class (ECF No. 244-1 at 6), and subsequently notified
16 the Parties that three additional persons had submitted late requests for exclusion from the Class. A
17 list of the persons and entities who have requested exclusion from the Class pursuant to the Original
18 Class Notice is attached hereto as Appendix 1.

19 W. On April 28, 2022, the Court entered the Joint Stipulation and Order Requesting
20 Referral to Magistrate Judge for Settlement Conference. ECF No. 218.

21 X. On April 29, 2022, the Court referred the Parties to Magistrate Judge Donna M. Ryu
22 (“Judge Ryu”) for purposes of overseeing mediation/settlement discussions between the Parties.

23 Y. On May 2, 2022, Judge Ryu issued a notice convening a pre-settlement conference
24 call on May 4, 2022, to discuss timing and preparation for a settlement conference. ECF No. 219.
25 On May 2, 2022, Judge Ryu also issued a Notice of Settlement and Settlement Conference Order,
26 setting a Zoom settlement conference for May 31, 2022. ECF No. 220.

27 Z. On May 31, 2022, the Parties held a settlement conference session, via Zoom, which
28 was also attended by Geron’s insurance carriers, but did not reach an agreement to settle the Action.

1 AA. Following the May 31, 2022, settlement conference with Judge Ryu, the Parties
2 continued their discussions for several weeks but were unable to reach an agreement to settle the
3 Action. During this period, the Parties continued to prepare to submit opening expert reports. Lead
4 Plaintiffs also continued to pursue discovery from non-party Janssen Biotech, Inc. (“Janssen”), as
5 documented during a July 14, 2022, Status Conference with the Court.

6 BB. On July 20, 2022, the Parties participated in a call with Judge Ryu concerning the
7 status of potential settlement discussions, and also had scheduled a second settlement conference,
8 via Zoom, with Judge Ryu on August 12, 2022. ECF Nos. 233 & 236.

9 CC. During the August 12, 2022 settlement conference supervised by Judge Ryu, which
10 was, again, also attended by Geron’s insurance carriers, the Parties reached an agreement in
11 principle to settle the Action that was subsequently memorialized in a term sheet (the “Term Sheet”)
12 executed on August 19, 2022. The Term Sheet sets forth, among other things, the Parties’ agreement
13 to settle and release all claims against Defendants’ Released Parties in return for a payment of \$24
14 million, to be paid by Defendants and/or their insurers, consisting of \$17,000,000 in cash for the
15 benefit of the Class, plus \$7,000,000 in Settlement Stock (as defined below in ¶1(z)) and/or cash
16 at Geron’s option, subject to certain terms and conditions and the execution of a customary “long
17 form” stipulation and agreement of settlement and related papers.

18 DD. This Stipulation (together with the exhibits hereto) reflects the final and binding
19 agreement between the Parties and supersedes the Term Sheet.

20 EE. Based upon their investigation, prosecution, and mediation of the Action, Lead
21 Plaintiffs and Lead Counsel have concluded that the terms and conditions of this Stipulation are fair,
22 reasonable and adequate to Lead Plaintiffs and the other members of the Class, and in their best
23 interests. Based on Lead Plaintiffs’ direct oversight of the prosecution of this Action and with the
24 advice of Class Counsel, Lead Plaintiffs have agreed to settle and release the Released Plaintiffs’
25 Claims pursuant to the terms and provisions of this Stipulation, after considering, among other
26 things: (a) the substantial financial benefit that Lead Plaintiffs and the other members of the Class
27 will receive under the proposed Settlement; and (b) the significant risks and costs of continued
28 litigation and trial.

1 FF. This Stipulation constitutes a compromise of all matters that are in dispute between
 2 the Parties. Defendants are entering into this Stipulation solely to eliminate the uncertainty, burden,
 3 and expense of further protracted litigation. Defendants deny any wrongdoing, and this Stipulation
 4 shall in no event be construed or deemed to be evidence of or an admission or concession on the
 5 part of Defendants with respect to any claim or allegation of any fault or liability or wrongdoing or
 6 damage whatsoever, or any infirmity in the defenses that Defendants have, or could have, asserted.
 7 Defendants expressly deny that Lead Plaintiffs have asserted any valid claims as to any of them, and
 8 expressly deny any and all allegations of fault, liability, wrongdoing, or damages whatsoever.
 9 Defendants have asserted and continue to assert that their conduct was at all times proper and in
 10 compliance with all applicable provisions of law, and they believe that the evidence developed to
 11 date supports their position that they acted properly at all times and that the Action is without merit.
 12 Similarly, this Stipulation shall in no event be construed or deemed to be evidence of or an admission
 13 or concession on the part of Lead Plaintiffs of any infirmity in any of the claims asserted in the
 14 Action, or an admission or concession that any of the Defendants' defenses to liability had any merit.

15 NOW THEREFORE, it is hereby STIPULATED AND AGREED, by and among Lead
 16 Plaintiffs (individually and on behalf of all other members of the Class) and Defendants, by and
 17 through their respective undersigned attorneys and subject to the approval of the Court pursuant to
 18 Rule 23(e) of the Federal Rules of Civil Procedure, that, in consideration of the benefits flowing to
 19 the Parties from the Settlement, all Released Plaintiffs' Claims as against the Defendants' Released
 20 Parties and all Released Defendants' Claims as against the Plaintiffs' Released Parties shall be
 21 settled and released, upon and subject to the terms and conditions set forth below.

22 DEFINITIONS

23 1. As used in this Stipulation and any exhibits attached hereto and made a part hereof,
 24 The following capitalized terms shall have the following meanings:

25 (a) "Action" means the consolidated securities class action entitled *Julia Junge*
 26 *and Richard Junge v. Geron Corp. and John A. Scarlett*, Case No. 20-cv-00547-WHA (N.D. Cal.).
 27
 28

1 (b) “Amended Complaint” or “Complaint” means the Amended Consolidated
2 Class Action Complaint for Violations of the Federal Securities Laws filed by Lead Plaintiffs in the
3 Action on October 22, 2020. ECF No. 103.

4 (c) “Authorized Claimant” means a Class Member who submits a Claim to the
5 Claims Administrator that is approved by the Court for payment from the Net Settlement Fund.

6 (d) “Claim” means a paper claim submitted on a Proof of Claim Form or an
7 electronic claim that is submitted to the Claims Administrator.

8 (e) “Claim Form” or “Proof of Claim Form” means the form, substantially in the
9 form attached hereto as Exhibit A-2, that a Claimant must complete and submit should that Claimant
10 seek to share in a distribution of the Net Settlement Fund.

11 (f) “Claimant” means a person or entity who or which submits a Claim to the
12 Claims Administrator seeking to be eligible to share in the proceeds of the Net Settlement Fund.

13 (g) “Claims Administrator” means the administrator, Epiq Class Action &
14 Claims Solutions, Inc. (“Epiq”), retained by Lead Counsel on behalf of the Class and to be approved
15 by the Court, to provide all notices approved by the Court to potential Class Members and to
16 administer the Settlement.

17 (h) “Class” means the class certified in the Court’s Order on Motion for Class
18 Certification dated April 2, 2022. ECF No. 206. Specifically, the Class includes all persons who
19 purchased Geron common stock during the period from March 19, 2018, to September 26, 2018,
20 inclusive, and who were damaged thereby. Excluded from the Class by definition are the
21 Defendants, directors and officers of Geron, and their Families and affiliates. Also excluded from
22 the Class are: (i) the persons and entities who excluded themselves by submitting a request for
23 exclusion from the Class by July 22, 2022, or whose late notice to be excluded from the Class has
24 been accepted by the Court, in connection with the Original Class Notice (as set forth on Appendix
25 1 hereto); and (ii) any persons or entities who exclude themselves by submitting a request for
26 exclusion in connection with the Settlement Notice.

27 (i) “Class Counsel” means Kaplan Fox & Kilsheimer, LLP.
28

1 (j) “Class Distribution Order” means an order entered by the Court authorizing
2 and directing that the Net Settlement Fund be distributed, in whole or in part, to Authorized
3 Claimants.

4 (k) “Class Member” means each person and entity who or which is a member of
5 the Class as defined in Paragraph 1(h).

6 (l) “Class Notice” means the Original Class Notice.

7 (m) “Class Period” means the period from March 19, 2018, to September 26,
8 2018, inclusive.

9 (n) “Class Representatives” means Julia Junge and Richard Junge.

10 (o) “Court” means the United States District Court for the Northern District of
11 California.

12 (p) “Defendants” means Geron and Dr. John A. Scarlett.

13 (q) “Defendants’ Counsel” means Cooley LLP.

14 (r) “Defendants’ Released Parties” means Defendants and their Related Parties.

15 (s) “Effective Date” with respect to the Settlement means the first date by which
16 all of the events and conditions specified in ¶33 of this Stipulation have been met and have occurred
17 or have been waived.

18 (t) “Escrow Account” means an account maintained at Truist Bank, wherein the
19 Settlement Amount shall be deposited and held in escrow under the control of Lead Counsel.

20 (u) “Escrow Agent” means Truist Bank, a North Carolina banking corporation.

21 (v) “Escrow Agreement” means the agreement between Lead Counsel and the
22 Escrow Agent setting forth the terms under which the Escrow Agent shall maintain the Escrow
23 Account.

24 (w) “Family” or “Families” mean spouses, children, parents, siblings, brothers-
25 in-law, and sisters-in-law. As used in this definition, “spouses” shall mean a husband, a wife, or a
26 partner in a state recognized domestic relationship or civil union.

27 (x) “Final,” with respect to the Judgment means when the last of the following
28 shall occur: (i) the expiration of the time to file a motion to alter or amend the Judgment under Rule

1 59(e) of the Federal Rules of Civil Procedure without any such motion having been filed; (ii) if no
2 appeal is filed, the expiration date of the time provided for filing or noticing any appeal under the
3 Federal Rules of Appellate Procedure, *i.e.*, thirty (30) days after entry of the Judgment; or (iii) if a
4 motion to alter or amend the Judgment is filed or if there is an appeal from the Judgment, (a) the
5 date of final dismissal of all such appeals, or the final dismissal of any proceeding on certiorari or
6 otherwise, or (b) the date the Judgment is finally affirmed on an appeal, the expiration of the time
7 to file a petition for a writ of certiorari or other form of review, or the denial of a writ of certiorari
8 or other form of review, and, if certiorari or other form of review is granted, the date of final
9 affirmance following review pursuant to that grant. However, any appeal or proceeding seeking
10 subsequent judicial review pertaining solely to an order issued with respect to (i) attorneys' fees,
11 costs, or expenses, or (ii) the plan of allocation of Settlement proceeds (as submitted or subsequently
12 modified), shall not in any way delay or preclude the Judgment from becoming Final.

13 (y) "Geron" or the "Company" means Geron Corporation and its successors and
14 assigns.

15 (z) "Geron Common Stock" shall mean Geron common stock that is publicly
16 traded on a national securities exchange.

17 (aa) "Judgment" means the final judgment, substantially in the form attached
18 hereto as Exhibit B, to be entered by the Court approving the Settlement.

19 (bb) "Lead Counsel" means the law firm of Kaplan Fox & Kilsheimer LLP.

20 (cc) "Lead Plaintiffs" means Julia Junge and Richard Junge.

21 (dd) "Litigation Expenses" means costs and expenses incurred in connection with
22 commencing, prosecuting, and settling the Action (which may include the costs and expenses of
23 Lead Plaintiffs directly related to its representation of the Class), for which Lead Counsel intends to
24 apply to the Court for payment or reimbursement from the Settlement Fund.

25 (ee) "Net Settlement Fund" means the Settlement Fund less: (i) any Taxes; (ii)
26 any Notice and Administration Costs; (iii) any Litigation Expenses awarded by the Court; (iv) any
27 attorneys' fees awarded by the Court; and (v) any other costs or fees approved by the Court.
28

1 (ff) “Notice and Administration Costs” means the reasonable costs, fees, and
2 expenses that are incurred by the Claims Administrator and/or Lead Counsel in connection with: (i)
3 providing notices to the Class (including, but not limited to, the costs associated with the Original
4 Class Notice and the Settlement Notice); and (ii) administering the Settlement, including but not
5 limited to the Claims process, as well as the costs, fees, and expenses incurred in connection with
6 the Escrow Account and subsequent sale(s) of the Settlement Stock by the Escrow Agent after
7 issuance and transfer of the Settlement Stock by Geron to the Escrow Account.

8 (gg) “Original Class Notice” or “Class Notice” means the Notice of Pendency of
9 Class Action dated May 23, 2022, which was disseminated to Class Members in accordance with
10 the Court’s Order dated May 3, 2022 (ECF No. 221).

11 (hh) “Parties” means Defendants and Lead Plaintiffs and Class Representatives,
12 on behalf of themselves and the Class.

13 (ii) “Plaintiffs’ Released Parties” means Lead Plaintiffs and Class
14 Representatives, Lead Counsel and Class Counsel, and the members of the Class.

15 (jj) “Plan of Allocation” means the proposed plan of allocation of the Net
16 Settlement Fund set forth in the Notice.

17 (kk) “Pricing Period” means the 10 trading days immediately preceding the day
18 before the Settlement Stock is transferred into the Settlement Fund.

19 (ll) “Preliminary Approval Order” means the order, substantially in the form
20 attached hereto as Exhibit A, to be entered by the Court preliminarily approving the Settlement and
21 directing that the Settlement Notice may be provided to the Class.

22 (mm) “PSLRA” means the Private Securities Litigation Reform Act of 1995, 15
23 U.S.C. § 78u-4, as amended.

24 (nn) “Related Parties” means Geron’s current or former directors and officers and
25 their Families and affiliates.

26 (oo) “Released Claims” means all Released Defendants’ Claims and all Released
27 Plaintiffs’ Claims.

28

1 (pp) “Released Defendants’ Claims” means all claims and causes of action of
2 every nature and description, whether known claims or Unknown Claims, whether arising under
3 federal, state, common or foreign law, that arise out of or relate in any way to the institution,
4 prosecution, or settlement of the claims asserted in the Action against Defendants. Released
5 Defendants’ Claims do not include any of the following claims: (i) claims relating to the
6 enforcement of the Settlement; (ii) claims against the persons or entities who submitted a request
7 for exclusion from the Class by July 22, 2022, or whose late notice to be excluded from the Class
8 has been accepted by the Court, in connection with the Original Class Notice (as set forth in
9 Appendix 1 hereto); or (iii) claims against any persons or entities who submit a request for exclusion
10 from the Class in connection with the Settlement Notice (“Excluded Defendants’ Claims”).

11 (qq) “Released Plaintiffs’ Claims” means all claims, including Unknown Claims,
12 that were actually asserted against Defendants in the Amended Complaint, or that arise out of, are
13 based upon, or relate to the allegations, transactions, acts, facts, events, matters, occurrences,
14 representations, or omissions asserted in the Amended Complaint and concern claims or causes
15 action relating to the allegations, transactions, acts, facts, events, matters, occurrences,
16 representations, or omissions alleged in the Amended Complaint that could have been asserted, but
17 were not actually asserted against Defendants in the Amended Complaint. Released Plaintiffs’
18 Claims do not include any of the following claims: (i) claims relating to the enforcement of the
19 Settlement; (ii) claims asserted in any pending derivative action, including, without limitation,
20 claims asserted in *In re Geron Corporation Stockholder Derivative Action*, Master File No. 3:20-
21 cv-02823-WHA (N.D. Cal.); *In re Geron Corporation Stockholder Derivative Litigation*, Case No.
22 1:20-cv-1207 (D. Del.); *In re Geron Corporation Stockholder Derivative Litigation*, Consolidated
23 C.A. No. 2020-0684-SG (Del. Ch.); *Penney v. Scarlett*, Case No. 21CIV03165 (San Mateo Cty.
24 Sup. Ct.) and any related or consolidated cases; (iii) claims of the persons or entities who submitted
25 a request for exclusion from the Class by July 22, 2022, or whose late notice to be excluded from
26 the Class has been accepted by the Court, in connection with the Original Class Notice (as set forth
27 in Appendix 1 hereto); and (iii) claims of any persons or entities who submit a request for exclusion
28 from the Class in connection with the Settlement Notice (“Excluded Plaintiffs’ Claims”).

1 (rr) “Releasee(s)” means each and any of the Defendants’ Released Parties and
2 each and any of the Plaintiffs’ Released Parties.

3 (ss) “Releases” means the releases set forth in ¶¶4-5 of this Stipulation.

4 (tt) “Settlement” means the settlement between Lead Plaintiffs and Defendants
5 on the terms and conditions set forth in this Stipulation.

6 (uu) “Dr. Scarlett” means Defendant John A. Scarlett.

7 (vv) “Settlement Amount” or “Settlement Payment” means \$24 million, which
8 shall be comprised of \$17 million in cash, plus \$7 million in Settlement Stock (as defined below)
9 and/or cash at Geron’s option.

10 (ww) “Settlement Fund” means the Settlement Amount plus any and all interest
11 earned thereon.

12 (xx) “Settlement Fairness Hearing” means the hearing set by the Court under Rule
13 23(e)(2) of the Federal Rules of Civil Procedure to consider final approval of the Settlement.

14 (yy) “Settlement Notice” means the Notice of (i) Proposed Settlement and Plan of
15 Allocation; (ii) Settlement Fairness Hearing; and (iii) Motion for an Award of Attorneys’ Fees and
16 Litigation Expenses, substantially in the form attached hereto as Exhibit A-1 which is to be mailed
17 to Class Members.

18 (zz) “Settlement Stock” shall mean \$7 million of Geron Common Stock, subject
19 to Geron’s option to pay the aggregate value of \$7 million or a portion thereof, in cash, as described
20 in Paragraph 9.

21 (aaa) “Summary Settlement Notice” means the Summary Notice of (I) Proposed
22 Settlement and Plan of Allocation; (II) Settlement Fairness Hearing; and (III) Motion for an Award
23 of Attorneys’ Fees and Litigation Expenses, substantially in the form attached hereto as Exhibit A-
24 3 to be published as set forth in the Preliminary Approval Order.

25 (bbb) “Taxes” means: (i) all federal, state and/or local taxes of any kind (including
26 any interest or penalties thereon) on any income earned by the Settlement Fund; and (ii) the expenses
27 and costs incurred by Lead Counsel in connection with determining the amount of, and paying, any
28

1 taxes owed by the Settlement Fund (including, without limitation, expenses of tax attorneys and
2 accountants).

3 (ccc) “Unknown Claims” means any Released Plaintiffs’ Claims which Lead
4 Plaintiffs or any other Class Member does not know or suspect to exist in his, her, or its favor at the
5 time of the release of such claims, and any Released Defendants’ Claims which any Defendant does
6 not know or suspect to exist in his, her, or its favor at the time of the release of such claims, which,
7 if known by him, her, or it, might have affected his, her, or its decision(s) with respect to this
8 Settlement, including, but not limited to, whether or not to object to the Settlement or the Released
9 Claims. With respect to any and all Released Claims, the Parties stipulate and agree that, upon the
10 Effective Date of the Settlement, Lead Plaintiffs and Defendants shall expressly waive, and each of
11 the Class Members and Defendants’ Related Parties shall be deemed to have, and by operation of
12 the Judgment shall have, expressly waived, the provisions, rights and benefits conferred by any law
13 of any state or territory of the United States, or principle of common law or foreign law, which is
14 similar, comparable, or equivalent to California Civil Code Section 1542, which provides:

15 A general release does not extend to claims that the creditor or releasing party does
16 not know or suspect to exist in his or her favor at the time of executing the release
17 and that, if known by him or her, would have materially affected his or her
settlement with the debtor or released party.

18 For the avoidance of doubt, Unknown Claims are limited to those that (a) Lead Plaintiffs or any
19 other Class Member or Defendants (i) asserted in the Amended Complaint or Action or (ii) arise out
20 of or relate to the allegations, transactions, facts, events, matters, occurrences, representations, or
21 omissions asserted in the Amended Complaint or Action and concern claims or causes of action of
22 or by Lead Plaintiffs or any other Class Member who purchased or otherwise acquired Geron
23 common stock during the Class Period and were allegedly damaged thereby. Lead Plaintiffs and
24 any other Class Member, and Defendants may hereafter discover facts in addition to or different
25 from those that he, she, it or their counsel now knows or believes to be true with respect to the
26 subject matter of Released Plaintiffs’ Claims and Released Defendants’ Claims, but they stipulate
27 and agree that, upon the Effective Date of the Settlement, they shall expressly waive and by
28 operation of the Judgment shall have, fully, finally, and forever settled and released any and all

1 Unknown Claims. The Parties acknowledge, and each of the Class Members and Defendants'
2 Related Parties shall be deemed by operation of law to have acknowledged, that the foregoing
3 waiver was separately bargained for and is a key element of the Settlement.

4 **PRELIMINARY APPROVAL OF SETTLEMENT**

5 2. On September 6, 2022, or as soon thereafter as is practicable, Lead Plaintiffs will
6 move for preliminary approval of the Settlement. Concurrently with the motion for preliminary
7 approval, Lead Plaintiffs shall apply to the Court for, and Defendants shall agree to, entry of the
8 Preliminary Approval Order, substantially in the form attached hereto as Exhibit A.

9 **RELEASE OF CLAIMS**

10 3. The obligations incurred pursuant to this Stipulation are in consideration of: (a) the
11 full and final disposition of the Action as against Defendants; and (b) the Releases provided for
12 herein.

13 4. Pursuant to the Judgment without further action by anyone, upon the Effective Date
14 of the Settlement, Lead Plaintiffs and each of the other Class Members, on behalf of themselves,
15 shall be deemed to have, and by operation of law and of the judgment shall have, fully, finally, and
16 forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all
17 of the Released Plaintiffs' Claim against Defendants and Defendants' Released Parties, whether or
18 not such Class Member executes and delivers a Claim or objects to the settlement, and shall forever
19 be barred and enjoined from prosecuting, commencing, instituting, or continuing to prosecute any
20 action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum,
21 asserting any or all of the Released Plaintiffs' Claims against any of the Defendants' Released
22 Parties. This Release shall not apply to any of the Excluded Plaintiffs' Claims.

23 5. Pursuant to the Judgment without further action by anyone, upon the Effective Date
24 of the Settlement, Defendants, on behalf of themselves, and their Related Parties, shall be deemed
25 to have, and by operation of law and of the judgment shall have, fully, finally, and forever
26 compromised, settled, released, resolved, relinquished, waived, and discharged any and all Released
27 Defendants' Claims against Lead Plaintiffs and Plaintiffs' Released Parties, and shall forever be
28 barred and enjoined from prosecuting, commencing, instituting, or continuing to prosecute any

1 action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum,
2 asserting any or all of the Released Defendants' Claims against any of the Plaintiffs' Released
3 Parties. This Release shall not apply to any of the Excluded Defendants' Claims.

4 6. Notwithstanding ¶¶3-5 above, nothing in the Judgment shall bar any action by any
5 of the Parties to enforce or effectuate the terms of this Stipulation or the Judgment.

6 **THE SETTLEMENT CONSIDERATION**

7 **7. Total Settlement Consideration.**

8 In consideration of the settlement of the Released Plaintiffs' Claims against Defendants and
9 Defendants' Released Parties specified in ¶¶4-5 above, Defendants and/or their insurance carriers
10 shall provide or cause to be provided to the Class the total Settlement Amount of consideration of
11 Twenty-Four Million Dollars (\$24,000,000.00) in value comprising Seventeen Million Dollars
12 (\$17,000,000.00) in cash, and Seven Million Dollars (\$7,000,000.00) in Settlement Stock and/or
13 cash at Geron's option in the form and manner described below:

14 **8. Deposit of \$17 Million Cash Portion of the Settlement Amount.**

15 Geron, on behalf of Defendants, shall pay and/or cause its insurance carriers to pay, the \$17
16 million cash component of the Settlement Amount into the Escrow Account no later than twenty
17 (20) business days after both of the following occur: (a) the Court enters an order preliminarily
18 approving the Settlement in substantially the form attached hereto as Exhibit A; and (b) Lead
19 Counsel provides to Defendants' Counsel all required banking and wire transfer information
20 necessary to effectuate a transfer of funds to the Escrow Account, and a current W-9.

21 **9. Settlement Stock:**

22 Within 3 business days of the Court entering the Judgment, Geron shall transfer the
23 Settlement Stock and/or cash in lieu of the Settlement Stock into the Settlement Fund. At all times
24 prior to transfer of the Settlement Stock into the Settlement Fund, Geron shall have the option in its
25 full and complete discretion to pay the aggregate value of the Settlement Stock, or a portion thereof,
26 in cash. The number of shares of Geron Common Stock that will constitute the Settlement Stock
27 shall be determined and transferred as follows:
28

1 (a) The number of shares that will make up the Settlement Stock will be based on the volume-
2 weighted average closing price of Geron Common Stock on the Nasdaq (“VWAP”) for the 10
3 trading days immediately preceding the day before the Settlement Stock is transferred into the
4 Settlement Fund (the “Pricing Period”), with the resulting VWAP appropriately adjusted for any
5 stock splits, stock dividends or distributions, recapitalizations, and similar events with respect to
6 Geron Common Stock that may occur during the Pricing Period so the value of any Geron Common
7 Stock transferred to the Settlement Fund is equal to \$7 million;

8 (b) The Settlement Stock shall be sold as soon as reasonably practicable following its deposit
9 in the Settlement Fund with the cash proceeds thereof being distributed to Class Members or used
10 to pay any Court awarded attorneys’ fee and/or Litigation Expenses;

11 (c) Any sales of the Settlement Stock shall be limited to 10% of Geron’s daily trading
12 volume, which volume shall be determined by the average trading volume over the previous 10
13 trading days, and any costs and expenses in connection with sale by the Escrow Agent shall be
14 charged to the Settlement Fund;

15 (d) The Settlement Stock shall be duly and validly issued, uncertificated, fully paid, non-
16 assessable and free from all liens and encumbrances, and the Parties stipulate the Settlement Stock
17 has been issued under an exemption from registration provided by Section 3(a)(10) of the Securities
18 Act of 1933;

19 (e) Geron shall issue the Settlement Stock without any restrictive legend, and the Settlement
20 Stock shall be freely and publicly tradeable without the need to obtain any opinions of counsel or
21 permission of Geron that the stock is unrestricted.

22 (f) all costs and expenses in connection with the issuance and transfer of the stock to the
23 Escrow Agent are borne by Geron.

24
25 **USE OF SETTLEMENT FUND**

26 10. The Settlement Fund shall be used to pay: (a) any Taxes; (b) any Notice and
27 Administration Costs; (c) any Litigation Expenses awarded by the Court; (d) any attorneys’ fees
28 awarded by the Court; and (e) any other costs and fees approved by the Court. The balance

1 remaining in the Settlement Fund, that is, the Net Settlement Fund, shall be distributed to Authorized
2 Claimants as provided in ¶¶19-31 below. The Escrow Agent shall not disburse the Settlement Fund
3 except as provided in this Stipulation or by an order of the Court.

4 11. Except as provided herein or pursuant to orders of the Court, the Net Settlement Fund
5 shall remain in the Escrow Account prior to the Effective Date. All funds held by the Escrow Agent
6 shall be deemed to be in the custody of the Court and shall remain subject to the jurisdiction of the
7 Court until such time as the funds shall be distributed or returned pursuant to the terms of this
8 Stipulation and/or further order of the Court. The Escrow Agent shall invest any funds in the Escrow
9 Account exclusively in United States Treasury Bills (or a mutual fund invested solely in such
10 instruments) and shall collect and reinvest all interest accrued thereon, except that any residual cash
11 balances up to the amount that is insured by the FDIC may be deposited in any account that is fully
12 insured by the FDIC. In the event that the yield on United States Treasury Bills is negative, in lieu
13 of purchasing such Treasury Bills, all or any portion of the funds held by the Escrow Agent may be
14 deposited in any account that is fully insured by the FDIC or invested in instruments backed by the
15 full faith and credit of the United States. Additionally, if short-term placement of the funds is
16 necessary, all or any portion of the funds held by the Escrow Agent may be deposited in any account
17 that is fully insured by the FDIC or invested in instruments backed by the full faith and credit of the
18 United States. Defendants' Released Parties shall have no responsibility for, interest in or liability
19 whatsoever with respect to investment decisions or the action of the Escrow Agent, or any
20 transaction executed by the Escrow Agent.

21 12. The Parties agree that the Settlement Fund is intended to be a "qualified settlement
22 fund" within the meaning of Treas. Reg. §1.468B-1. The Parties and their counsel agree that the
23 Settlement Fund should be treated as being at all times a "qualified settlement fund" within the
24 meaning of Treas. Reg. §1.468B-1. In addition, the Claims Administrator shall timely make such
25 elections as necessary or advisable to carry out the provisions of this paragraph, including the
26 "relation-back election" (as defined in Treas. Reg. §1.468B-1(j)(2)) back to the earliest permitted
27 date. Such elections shall be made in compliance with the procedures and requirements contained
28 in such Treasury regulations promulgated under §1.468B of the Internal Revenue Code of 1986, as

1 amended (the “Code”). It shall be the responsibility of the Claims Administrator to timely and
2 properly prepare and deliver the necessary documentation for signature by all necessary parties, and
3 thereafter to cause the appropriate filing to occur. For the purpose of § 1.468B of the Code and the
4 Treasury regulations promulgated thereunder, the Claims Administrator shall be designated as the
5 “administrator” of the Settlement Fund. The Claims Administrator shall timely and properly file all
6 informational and other tax returns necessary or advisable with respect to the Settlement Fund
7 (including, without limitation, the returns described in Treas. Reg. § 1.468B-2(k)). Such returns (as
8 well as the election described above) shall be consistent with this paragraph and in all events shall
9 reflect that all Taxes as defined in this paragraph (including any estimated Taxes, interest, or
10 penalties) on the income earned by the Settlement Fund shall be paid out of the Settlement Fund.

11 13. All Taxes shall be paid out of the Settlement Fund, and shall be timely paid, or caused
12 to be paid, by the Claims Administrator subject to the request of Lead Counsel and without further
13 order of the Court. Any tax returns prepared for the Settlement Fund (as well as the election set
14 forth therein) shall be consistent with the previous paragraph and in all events shall reflect that all
15 Taxes on the income earned by the Settlement Fund shall be paid out of the Settlement Fund as
16 provided herein. Defendants’ Released Parties shall have no responsibility or liability for the acts
17 or omissions of Lead Counsel or its agents with respect to the payment of Taxes, as described herein.

18 14. The Settlement is not a claims-made settlement. Upon the occurrence of the
19 Effective Date, no Defendant, Defendants’ Released Party, or any other person or entity who or
20 which paid any portion of the Settlement Amount shall have any right to the return of the Settlement
21 Fund or any portion thereof for any reason whatsoever, including without limitation, the number of
22 Claims submitted, the collective amount of Recognized Claims of Authorized Claimants, the
23 percentage of recovery of losses, or the amounts to be paid to Authorized Claimants from the Net
24 Settlement Fund.

25 15. Notwithstanding the fact that the Effective Date of the Settlement has not yet
26 occurred, Lead Counsel may pay up to \$250,000 from the Settlement Fund, without further approval
27 from Defendants or their insurance carriers or further order of the Court, for all reasonable Notice
28 and Administration Costs actually incurred and paid or payable. Such costs and expenses shall

1 include, without limitation, the actual costs of printing and mailing the Original Class Notice and
2 Settlement Notice, publishing the Summary Settlement Notice, reimbursements to nominee owners
3 for forwarding the Original Class Notice or Settlement Notice to their beneficial owners, the
4 administrative expenses incurred and fees charged by the Claims Administrator in connection with
5 providing notice and administering the Settlement (including processing the submitted Claims), and
6 the fees, if any, of the Escrow Agent. In the event that the Settlement is terminated pursuant to the
7 terms of this Stipulation, all Notice and Administration Costs paid or incurred, including any related
8 fees, shall not be returned or repaid to Defendants, any of the Defendants' Released Parties, or any
9 other person or entity who or which paid any portion of the Settlement Amount.

10 **ATTORNEYS' FEES AND LITIGATION EXPENSES**

11 16. Lead Counsel will apply to the Court for an award of attorneys' fees to be paid solely
12 from (and out of) the Settlement Fund. Lead Counsel also will apply to the Court for payment or
13 reimbursement of Litigation Expenses, which may include a request for reimbursement of Lead
14 Plaintiffs' costs and expenses (including lost wages) directly related to their representation of the
15 Class, to be paid solely from (and out of) the Settlement Fund. Lead Counsel's application for an
16 award of attorneys' fees and/or Litigation Expenses is not the subject of any agreement between
17 Defendants and Lead Plaintiffs other than what is set forth in this Stipulation.

18 17. Any attorneys' fees and Litigation Expenses that are awarded by the Court shall be
19 paid to Lead Counsel upon entry of an order by the Court awarding such fees and expenses or at
20 such further time and sequence as is ordered by the Court, notwithstanding the existence of any
21 timely filed objections thereto, or potential for appeal therefrom, or collateral attack on the
22 Settlement or any part thereof, subject to Lead Counsel's obligation to make appropriate refunds or
23 repayments to the Settlement Fund, plus accrued interest at the same net rate as is earned by the
24 Settlement Fund, if the Settlement is terminated pursuant to the terms of this Stipulation or if, as a
25 result of any appeal or further proceedings on remand, or successful collateral attack, the award of
26 attorneys' fees and/or Litigation Expenses is reduced or reversed and such order reducing or
27 reversing the award has become Final. Lead Counsel shall make the appropriate refund or
28 repayment in full (less any Notice and Administration Costs incurred, payable and/or paid and less

1 any Taxes paid, due, or owing) no later than thirty (30) calendar days after: (a) receiving from
2 Defendants' Counsel notice of the termination of the Settlement, subject to the limitations on
3 termination set forth herein; or (b) any order reducing or reversing the award of attorneys' fees
4 and/or Litigation Expenses has become Final. An award of attorneys' fees and/or Litigation
5 Expenses is not a necessary term of this Stipulation and is not a condition of the Settlement
6 embodied herein. Neither Lead Plaintiffs nor Lead Counsel may cancel or terminate the Settlement
7 based on this Court's or any appellate court's ruling with respect to attorneys' fees and/or Litigation
8 Expenses.

9 18. Defendants' Released Parties shall have no responsibility for or liability whatsoever
10 with respect to the award of attorneys' fees and/or Litigation Expenses. The attorneys' fees and
11 Litigation Expenses that are awarded to Lead Counsel shall be payable solely from the Settlement
12 Fund.

13 **NOTICE AND SETTLEMENT ADMINISTRATION**

14 19. As part of the Preliminary Approval Order, Lead Counsel shall seek appointment of
15 the Claims Administrator. The Claims Administrator shall administer the Settlement, including but
16 not limited to the process of receiving, reviewing, and approving or denying Claims, under Lead
17 Counsel's supervision and subject to the jurisdiction of the Court. Neither Defendants nor
18 Defendants' Released Parties shall have any involvement in or any responsibility, authority, or
19 liability whatsoever for the selection of the Claims Administrator, the Plan of Allocation, the
20 administration of the Settlement, the Claims process, or disbursement of the Net Settlement Fund,
21 and shall have no liability whatsoever to any person or entity, including, but not limited to, Lead
22 Plaintiffs, any other Class Members, or Lead Counsel in connection with the foregoing. Defendants'
23 Counsel shall cooperate in the administration of the Settlement to the extent reasonably necessary
24 to effectuate its terms.

25 20. In accordance with the terms of the Preliminary Approval Order entered by the Court,
26 Lead Counsel shall cause the Claims Administrator to mail the Settlement Notice and Proof of Claim
27 Form to all persons or entities who were previously mailed copies of the Original Class Notice and
28 any other potential Class Members who may be identified through reasonable effort. Lead Counsel

1 shall also cause the Claims Administrator to have the Summary Settlement Notice published in
2 accordance with the terms of the Preliminary Approval Order entered by the Court.

3 21. No later than ten (10) calendar days following the filing of this Stipulation with the
4 Court, Geron shall, on behalf of Defendants, serve the notice required under the Class Action
5 Fairness Act, 28 U.S.C. § 1715 et seq. (“CAFA”). Defendants are solely responsible for the costs
6 of the CAFA notice and administering the CAFA notice. At least seven (7) calendar days before
7 the Settlement Fairness Hearing, on behalf of Defendants, Geron shall cause to be served on Lead
8 Counsel and filed with the Court proof, by affidavit or declaration, regarding compliance with
9 CAFA § 1715(b). The Parties agree that any delay by Geron in causing the timely service of the
10 CAFA notice will not provide grounds for delay of the Settlement Fairness Hearing or entry of the
11 Judgment.

12 22. The Claims Administrator shall receive Claims and determine first, whether the
13 Claim is a valid Claim, in whole or part, and second, each Authorized Claimant’s pro rata share of
14 the Net Settlement Fund based upon each Authorized Claimant’s Recognized Claim compared to
15 the total Recognized Claims of all Authorized Claimants (as set forth in the Plan of Allocation set
16 forth in the Settlement Notice attached hereto as Exhibit A-1 or in such other plan of allocation as
17 the Court approves).

18 23. The Plan of Allocation proposed in the Settlement Notice is not a necessary term of
19 the Settlement or of this Stipulation and it is not a condition of the Settlement or of this Stipulation
20 that any particular Plan of Allocation be approved by the Court. Lead Plaintiffs and Lead Counsel
21 may not cancel or terminate the Settlement (or this Stipulation) based on this Court’s or any
22 appellate court’s ruling with respect to the Plan of Allocation or any other plan of allocation in this
23 Action. Defendants and Defendants’ Released Parties shall not object in any way to the Plan of
24 Allocation or any other Plan of Allocation in this Action. No Defendant, nor Defendants’ Released
25 Parties, shall have any involvement with or liability, obligation or responsibility whatsoever for the
26 application of the Court-approved Plan of Allocation.

27 24. Any Class Member who does not submit a valid Claim will not be entitled to receive
28 any distribution from the Net Settlement Fund, but will otherwise be bound by all of the terms of

1 this Stipulation and the Settlement, including the terms of the Judgment to be entered in the Action
2 and the Releases provided for herein and therein, and will be permanently barred and enjoined from
3 bringing any action, claim, or other proceeding of any kind against the Defendants' Released Parties
4 with respect to the Released Plaintiffs' Claims in the event that the Effective Date occurs with
5 respect to the Settlement.

6 25. Lead Counsel shall be responsible for supervising the administration of the
7 Settlement and the disbursement of the Net Settlement Fund subject to Court approval. No
8 Defendant, nor Defendants' Released Parties, shall be permitted to review, contest, or object to any
9 Claim, or any decision of the Claims Administrator or Lead Counsel with respect to accepting or
10 rejecting any Claim for payment. Lead Counsel shall have the right, but not the obligation, to waive
11 what it deems to be formal or technical defects in any Claims submitted in the interests of achieving
12 substantial justice.

13 26. For purposes of determining the extent, if any, to which a Class Member shall be
14 entitled to be treated as an Authorized Claimant, the following conditions shall apply:

15 (a) Each Claimant shall be required to submit a Claim in paper form,
16 substantially in the form attached hereto as Exhibit A-2, or in electronic form, in accordance with
17 the instructions for the submission of such Claims, and supported by such documents as are
18 designated therein, including proof of the Claimant's loss, or such other documents or proof as the
19 Claims Administrator or Lead Counsel, in their discretion, may deem acceptable;

20 (b) All Claims must be submitted by the date set by the Court in the Preliminary
21 Approval Order and specified in the Settlement Notice. Any Class Member who fails to submit a
22 Claim by such date shall be forever barred from receiving any distribution from the Net Settlement
23 Fund or payment pursuant to this Stipulation (unless by Order of the Court such Class Member's
24 Claim is accepted), but shall in all other respects be bound by all of the terms of this Stipulation and
25 the Settlement, including the terms of the Judgment and the Releases provided for herein and therein,
26 and will be permanently barred and enjoined from bringing any action, claim or other proceeding
27 of any kind against any Defendants' Released Parties with respect to any Released Plaintiffs' Claim.
28 Provided that it is mailed by the claim-submission deadline, a Claim Form shall be deemed to be

1 submitted when postmarked, if received with a postmark indicated on the envelope and if mailed by
2 first-class mail and addressed in accordance with the instructions thereon. In all other cases, the
3 Claim Form shall be deemed to have been submitted on the date when actually received by overnight
4 mail, electronic receipt or other documented means by the Claims Administrator;

5 (c) Each Claim shall be submitted to and reviewed by the Claims Administrator
6 who shall determine in accordance with this Stipulation and the Plan of Allocation the extent, if any,
7 to which each Claim shall be allowed, subject to review by the Court pursuant to subparagraph (e)
8 below as necessary;

9 (d) Claims that do not meet the submission requirements may be rejected. Prior
10 to rejecting a Claim in whole or in part, the Claims Administrator shall communicate with the
11 Claimant in writing, to give the Claimant the chance to remedy any curable deficiencies in the Claim
12 submitted. The Claims Administrator shall notify, in a timely fashion and in writing, all Claimants
13 whose Claim the Claims Administrator proposes to reject in whole or in part, setting forth the
14 reasons therefor, and shall indicate in such notice that the Claimant whose Claim is to be rejected
15 has the right to a review by the Court if the Claimant so desires and complies with the requirements
16 of subparagraph (e) below; and

17 (e) If any Claimant whose Claim has been rejected in whole or in part desires to
18 contest such rejection, the Claimant must, within twenty (20) calendar days after the date of mailing
19 of the notice required in subparagraph (d) above or a lesser time period if the Claim was untimely,
20 serve upon the Claims Administrator a notice and statement of reasons indicating the Claimant's
21 grounds for contesting the rejection along with any supporting documentation, and requesting a
22 review thereof by the Court. If a dispute concerning a Claim cannot be otherwise resolved, Lead
23 Counsel shall thereafter present the request for review to the Court.

24 27. Each Claimant shall be deemed to have submitted to the jurisdiction of the Court
25 with respect to the Claimant's Claim, and the Claim will be subject to investigation and discovery
26 under the Federal Rules of Civil Procedure, provided, however, that such investigation and
27 discovery shall be limited to that Claimant's status as a Class Member and the validity and amount
28

1 of the Claimant's Claim. No discovery shall be allowed on the merits of this Action or of the
2 Settlement in connection with the processing of Claims.

3 28. Lead Counsel will apply to the Court, on notice to Defendants' Counsel, for a Class
4 Distribution Order: (a) approving the Claims Administrator's administrative determinations
5 concerning the acceptance and rejection of the Claims submitted; (b) approving payment of any
6 administration fees and expenses associated with the administration of the Settlement from the
7 Escrow Account; and (c) if the Effective Date has occurred, directing payment of the Net Settlement
8 Fund to Authorized Claimants from the Escrow Account.

9 29. Payment pursuant to the Class Distribution Order shall be final and conclusive
10 against all Claimants. All Class Members whose Claims are not approved by the Court for payment
11 shall be barred from participating in distributions from the Net Settlement Fund, but otherwise shall
12 be bound by all of the terms of this Stipulation and the Settlement, including the terms of the
13 Judgment if applicable, to be entered in this Action and the Releases provided for herein and therein,
14 and will be permanently barred and enjoined from bringing any action against any and all
15 Defendants' Released Parties with respect to any and all of the Released Plaintiffs' Claims.

16 30. No person or entity shall have any claim against Lead Plaintiffs, Lead Counsel, the
17 Claims Administrator, or any other agent designated by Lead Counsel, or Defendants' Released
18 Parties and/or their respective counsel, arising from distributions made substantially in accordance
19 with the Stipulation, the Plan of Allocation approved by the Court, or any order of the Court. Lead
20 Plaintiffs and Defendants, and their respective counsel, and all other Releasees shall have no liability
21 whatsoever for the acceptance, holding and/or sale of the Settlement Stock, the investment or
22 distribution of the Settlement Fund (of which the Settlement Stock or its liquidated value is a part)
23 or the Net Settlement Fund, the Plan of Allocation, or the determination, administration, calculation,
24 or payment of any claim or nonperformance of the Claims Administrator, the payment or
25 withholding of taxes (including interest and penalties) owed by the Settlement Fund, or any losses
26 incurred in connection therewith.

27 31. All proceedings with respect to the administration, processing, and determination of
28 Claims and the determination of all controversies relating thereto, including disputed questions of

1 law and fact with respect to the validity of Claims, shall be subject to the jurisdiction of the Court.
2 All Class Members, other Claimants, and parties to this Settlement expressly waive trial by jury (to
3 the extent any such right may exist) and any right of appeal or review with respect to such
4 determinations.

5 **TERMS OF THE JUDGMENT**

6 32. If the Settlement contemplated by this Stipulation is approved by the Court, Lead
7 Counsel and Defendants' Counsel shall request that the Court enter a Judgment, substantially in the
8 form attached hereto as Exhibit B.

9
10 **CONDITIONS OF SETTLEMENT AND EFFECT OF
DISAPPROVAL, CANCELLATION OR TERMINATION**

11 33. The Effective Date of the Settlement shall be deemed to occur on the occurrence or
12 waiver of all of the following events:

13 (a) the Court has entered the Preliminary Approval Order, substantially in the
14 form set forth in Exhibit A attached hereto, as required by ¶2 above;

15 (b) the cash comprising the Settlement Amount has been deposited into the
16 Escrow Account in accordance with the provisions of ¶8 above;

17 (c) any Settlement Stock that Geron has elected to provide to fund the balance of
18 the Settlement Amount and/or cash in lieu of the Settlement Stock has been transferred to the
19 Settlement Fund in accordance with the provisions in ¶9 above;

20 (d) No unresolved dispute has been declared in writing by Judge Ryu as a result
21 of any mediated issues between the Parties after execution of the Stipulation and prior to entry of the
22 Judgment (*see* ¶37 below);

23 (e) Geron has not exercised its option to terminate the Settlement pursuant to the
24 provisions of this Stipulation;

25 (f) Lead Plaintiffs have not exercised their option to terminate the Settlement
26 pursuant to the provisions of this Stipulation; and
27
28

1 (g) the Court has approved the Settlement as described herein, following notice
2 to the Class and a Settlement Fairness Hearing, as prescribed by Rule 23 of the Federal Rules of
3 Civil Procedure, and entered the Judgment and the Judgment has become Final.

4 34. Upon the occurrence of all of the events referenced in ¶33 above, any and all
5 remaining interest or right of Defendants or their insurers in or to the Settlement Fund, if any, shall
6 be absolutely and forever extinguished and the Releases herein shall be effective.

7 35. If (i) Geron exercises its right to terminate the Settlement as provided in this
8 Stipulation; (ii) Lead Plaintiffs exercise their right to terminate the Settlement as provided in this
9 Stipulation; (iii) the Court disapproves the Settlement; or (iv) the Effective Date as to the Settlement
10 otherwise fails to occur, then:

11 (a) The Settlement and the relevant portions of this Stipulation shall be canceled
12 and terminated.

13 (b) Lead Plaintiffs and Defendants shall revert to their respective positions in the
14 Action of immediately prior to the execution of the Term Sheet on August 19, 2022, and counsel
15 for the Parties will negotiate in good faith a proposed new scheduling order for the Action.

16 (c) The terms and provisions of this Stipulation, with the exception of this ¶35
17 and ¶¶15, 17, 40 and 60, shall have no further force and effect with respect to the Parties and shall
18 not be used in the Action or in any other proceeding for any purpose, and any Judgment or order
19 entered by the Court in accordance with the terms of this Stipulation shall be treated as vacated,
20 nunc pro tunc.

21 (d) Within fifteen (15) business days after joint written notification of
22 termination is sent by Defendants' Counsel and Lead Counsel to the Escrow Agent, the Settlement
23 Fund (including accrued interest thereon, and change in value as a result of the investment of the
24 Settlement Fund, and any funds received by Lead Counsel consistent with ¶17 above), less any
25 Notice and Administration Costs actually incurred, paid, or payable and less any Taxes paid, due,
26 or owing, shall be refunded by the Escrow Agent to each payor of the Settlement Amount (pro rata
27 according to the amount of their respective payments into the Settlement Fund). In the event that
28 the funds received by Lead Counsel consistent with ¶17 above have not been refunded to the

1 Settlement Fund within the fifteen (15) business days specified in this paragraph, those funds shall
2 be refunded by the Escrow Agent to each payor of the Settlement Amount (pro rata according to the
3 amount of their respective payments into the Settlement Fund) immediately upon their deposit into
4 the Escrow Account consistent with ¶17 above.

5 36. It is further stipulated and agreed that Geron and Lead Plaintiffs shall each have the
6 right to terminate the Settlement and this Stipulation, by providing written notice of their election
7 to do so (“Termination Notice”) to the other Parties to this Stipulation within thirty (30) calendar
8 days of: (a) the Court’s final refusal to enter the Preliminary Approval Order in any material respect;
9 (b) the Court’s final refusal to approve the Settlement or any material part thereof; (c) the Court’s
10 final refusal to enter the Judgment in any material respect as to the Settlement; or (d) the date upon
11 which the Judgment is modified or reversed in any material respect by the Court, the United States
12 Court of Appeals for the Ninth Circuit or the United States Supreme Court and the provisions of
13 ¶¶35 & 37 shall apply. However, any decision or proceeding, whether in this Court or any appellate
14 court, with respect to an application for attorneys’ fees or Litigation Expenses or with respect to any
15 plan of allocation shall not be considered material to the Settlement, shall not affect the finality of
16 any Judgment and shall not be grounds for termination of the Settlement.

17 37. Notwithstanding the above provisions on termination, the Parties agree that if the
18 Court declines to grant preliminary or final approval for any reason, that decision will not be an
19 immediate basis for either of the Parties to terminate the Settlement. Under such circumstances, the
20 Parties agree to work in good faith to make appropriate modifications, as may be necessary, to the
21 Settlement documents to resolve any concerns raised by the Court. To the extent any disputes arise
22 between the Parties with respect to such negotiations, the Parties agree to participate in non-binding
23 mediation with respect thereto with Judge Ryu. None of the Parties may cancel or terminate the
24 Settlement prior to such mediation and may only do so to the extent that, upon the conclusion of the
25 mediation, Judge Ryu has declared an impasse with respect to such dispute.

26 38. In addition to the grounds set forth in ¶¶36-37 above, Geron shall have the unilateral
27 right to terminate the Settlement in the event that the number of shares held by Class Members
28 timely and validly requesting exclusion from the Class in connection with the Original Class Notice

1 and/or Settlement Notice meet the conditions set forth in the Parties' confidential supplemental
2 agreement (the "Supplemental Agreement"). The Supplemental Agreement, which is being
3 executed concurrently herewith, shall not be filed with the Court and its terms shall not be disclosed
4 in any other manner (other than the statements herein and, as applicable, in the Settlement Notice,
5 to the extent necessary, or as otherwise provided in the Supplemental Agreement) unless the Court
6 otherwise directs or a dispute arises between Lead Plaintiffs and Geron concerning its interpretation
7 or application, in which event the Parties shall submit the Supplemental Agreement to the Court in
8 camera and request that the Court afford it confidential treatment.

9 39. In addition to the grounds set forth in ¶¶36-37 above, Lead Plaintiffs shall also have
10 the right to terminate the Settlement in the event that the Settlement Amount has not been paid as
11 provided for in ¶¶7-9 above, but only if (a) Lead Counsel has provided written notice of the election
12 to terminate to Defendants' Counsel, and (b) the entire Settlement Amount is not transferred to the
13 Escrow Account within seven (7) calendar days after Lead Counsel has provided such written notice.

14 **NO ADMISSION OF GUILT**

15 40. Neither the Term Sheet, this Stipulation (whether or not consummated), including
16 the exhibits hereto and the Plan of Allocation contained therein (or any other plan of allocation that
17 may be approved by the Court), the negotiations leading to the execution of the Term Sheet and this
18 Stipulation, nor any proceedings taken pursuant to or in connection with the Term Sheet, this
19 Stipulation, and/or approval of the Settlement (including any arguments proffered in connection
20 therewith):

21 (a) shall be offered against any of the Defendants' Released Parties as evidence
22 of, or construed as, or deemed to be evidence of any presumption, concession, or admission by any
23 of the Defendants' Released Parties with respect to the truth of any fact alleged by Lead Plaintiffs
24 or the validity of any claim that was or could have been asserted or the deficiency of any defense
25 that has been or could have been asserted in this Action or in any other litigation, or of any liability,
26 negligence, fault, or other wrongdoing of any kind of any of the Defendants' Released Parties or in
27 any way referred to for any other reason as against any of the Defendants' Released Parties, in any
28

1 arbitration proceeding or other civil, criminal, or administrative action or proceeding, other than
2 such proceedings as may be necessary to effectuate the provisions of this Stipulation;

3 (b) shall be offered against any of the Plaintiffs' Released Parties, as evidence
4 of, or construed as, or deemed to be evidence of any presumption, concession, or admission by any
5 of the Plaintiffs' Released Parties that any of their claims are without merit, that any of the
6 Defendants' Released Parties had meritorious defenses, or that damages recoverable under the
7 Amended Complaint would not have exceeded the Settlement Amount or with respect to any
8 liability, negligence, fault, or wrongdoing of any kind, or in any way referred to for any other reason
9 as against any of the Plaintiffs' Released Parties, in any arbitration proceeding or other civil,
10 criminal, or administrative action or proceeding, other than such proceedings as may be necessary
11 to effectuate the provisions of this Stipulation; or

12 (c) shall be construed against any of the Releasees as an admission, concession,
13 or presumption that the consideration to be given hereunder represents the amount which could be
14 or would have been recovered after trial; provided, however, that if this Stipulation is approved by
15 the Court, the Parties and the Releasees and their respective counsel may refer to it to effectuate the
16 protections from liability granted hereunder or otherwise to enforce the terms of the Settlement.
17 Defendants' Released Parties may file this Stipulation and/or the Judgment from this Action in any
18 other action that may be brought against them in order to support a defense or counterclaim based
19 on principles of res judicata, collateral estoppel, release, good faith settlement, judgment bar or
20 reduction, or any theory of claim preclusion or issue preclusion or similar defense or counterclaim.

21 **MISCELLANEOUS PROVISIONS**

22 41. All of the exhibits attached hereto are hereby incorporated by reference as though
23 fully set forth herein. Notwithstanding the foregoing, in the event that there exists a conflict or
24 inconsistency between the terms of this Stipulation and the terms of any exhibit attached hereto, the
25 terms of the Stipulation shall prevail.

26 42. Defendants warrant that, as to the payments made or to be made on behalf of them,
27 at the time of entering into this Stipulation and at the time of such payment they, or to the best of
28 their knowledge any persons or entities contributing to the payment of the Settlement Amount, were

1 not insolvent, nor will the payment required to be made by or on behalf of them render them
2 insolvent, within the meaning of and/or for the purposes of the United States Bankruptcy Code,
3 including §§ 101 and 547 thereof. This representation is made by each of the Defendants as to itself
4 or himself only and not by their counsel.

5 43. In the event of the entry of a final order of a court of competent jurisdiction
6 determining the transfer of money to the Settlement Fund or any portion thereof by or on behalf of
7 Defendants to be a preference, voidable transfer, fraudulent transfer or similar transaction and any
8 portion thereof is required to be returned, and such amount is not promptly deposited into the
9 Settlement Fund by others, then, at the election of Lead Plaintiffs, Lead Plaintiffs and Defendants
10 shall jointly move the Court to vacate and set aside the Releases given and the Judgment entered in
11 favor of Defendants and the Releasees pursuant to this Stipulation, in which event the Releases and
12 Judgment shall be null and void, and the Parties shall be restored to their respective positions in the
13 litigation as provided in ¶35 above and any cash amounts in the Settlement Fund (less any Taxes
14 paid, due, or owing with respect to the Settlement Fund and less any Notice and Administration
15 Costs actually incurred, paid, or payable) shall be returned as provided in ¶35 above.

16 44. The Parties intend this Stipulation and the Settlement to be a final and complete
17 resolution of all disputes asserted or which could be asserted by Lead Plaintiffs and any other Class
18 Members against the Defendants' Released Parties with respect to the Released Plaintiffs' Claims.
19 No Party shall assert any claims of any violation of Rule 11 of the Federal Rules of Civil Procedure
20 relating to the institution, prosecution, defense, or settlement of this Action. The Parties agree that
21 the amounts paid and the other terms of the Settlement were negotiated at arm's length and in good
22 faith by the Parties, including through a mediation process supervised and conducted by Judge Ryu,
23 and reflect that the Settlement was reached voluntarily after extensive negotiations and consultation
24 with experienced legal counsel, who were fully competent to assess the strengths and weaknesses
25 of their respective clients' claims or defenses.

26 45. While retaining their right to deny that the claims asserted in the Action were
27 meritorious, Defendants and their counsel, in any statement made to any media representative
28 (whether or not for attribution) will not assert that the Action was commenced or prosecuted in bad

1 faith, nor will they deny that the Action was commenced and prosecuted in good faith and is being
2 settled voluntarily after consultation with competent legal counsel. In all events, Lead Plaintiffs and
3 their counsel and Defendants and their counsel shall not make any accusations of wrongful or
4 actionable conduct by either Party concerning the prosecution, defense, and resolution of the Action,
5 and shall not otherwise suggest that the Settlement constitutes an admission of any claim or defense
6 alleged.

7 46. The terms of the Settlement, as reflected in this Stipulation, may not be modified or
8 amended, nor may any of its provisions be waived except by a writing signed on behalf of both Lead
9 Plaintiffs and Defendants (or their successors-in-interest).

10 47. The headings herein are used for the purpose of convenience only and are not meant
11 to have legal effect.

12 48. The administration and consummation of the Settlement as embodied in this
13 Stipulation shall be under the authority of the Court, and the Court shall retain jurisdiction for the
14 purpose of entering orders providing for awards of attorneys' fees and/or Litigation Expenses to
15 Lead Counsel and enforcing the terms of this Stipulation, including the Plan of Allocation (or such
16 other plan of allocation as may be approved by the Court) and the distribution of the Net Settlement
17 Fund to Class Members.

18 49. The waiver by one Party of any breach of this Stipulation by any other Party shall
19 not be deemed a waiver of any other prior or subsequent breach of this Stipulation.

20 50. This Stipulation and its exhibits and the Supplemental Agreement constitute the
21 entire agreement among Lead Plaintiffs and Defendants concerning the Settlement and this
22 Stipulation and its exhibits. All Parties acknowledge that no other agreements, representations,
23 warranties, or inducements have been made by any Party concerning this Stipulation, its exhibits or
24 the Supplemental Agreement other than those contained and memorialized in such documents.

25 51. This Stipulation may be executed in one or more counterparts, including by signature
26 transmitted via facsimile, by a .pdf/.tif image of the signature transmitted via email, or through an
27 electronic signature platform, such as DocuSign. All executed counterparts and each of them shall
28 be deemed to be one and the same instrument.

1 52. This Stipulation shall be binding upon and inure to the benefit of the successors and
2 assigns of the Parties, including any and all Releasees and any corporation, partnership, or other
3 entity into or with which any Party may merge, consolidate, or reorganize.

4 53. The construction, interpretation, operation, effect and validity of this Stipulation, the
5 Supplemental Agreement and all documents necessary to effectuate it shall be governed by the
6 internal laws of the State of California without regard to conflicts of laws, except to the extent that
7 federal law requires that federal law govern.

8 54. Any action arising under or to enforce this Stipulation or any portion thereof, shall
9 be commenced and maintained only in the Court.

10 55. This Stipulation shall not be construed more strictly against one Party than another
11 merely by virtue of the fact that it, or any part of it, may have been prepared by counsel for one of
12 the Parties, it being recognized that it is the result of arm's-length negotiations between the Parties
13 and all Parties have contributed substantially and materially to the preparation of this Stipulation.

14 56. All counsel and any other person executing this Stipulation and any of the exhibits
15 hereto, or any related Settlement documents, warrant and represent that they have the full authority
16 to do so and that they have the authority to take appropriate action required or permitted to be taken
17 pursuant to the Stipulation to effectuate its terms.

18 57. Lead Counsel and Defendants' Counsel agree to cooperate fully with one another in
19 seeking Court approval of the Preliminary Approval Order and the Settlement, as embodied in this
20 Stipulation, and to use best efforts to promptly agree upon and execute all such other documentation
21 as may be reasonably required to obtain final approval by the Court of the Settlement.

22 58. If any Party is required to give notice to another Party under this Stipulation, such
23 notice shall be in writing and shall be deemed to have been duly given upon receipt of hand delivery
24 or facsimile or email transmission, with confirmation of receipt. Notice shall be provided as follows:

25 If to Lead Plaintiffs or Lead Counsel:

26 Jeffrey P. Campisi
27 Kaplan Fox & Kilsheimer LLP
28 850 Third Avenue, 14th Floor
 New York, NY 10022
 Telephone: (212) 687-1980

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Facsimile: (212) 687-7714
jcampisi@kaplanfox.com

Laurence D. King
Kaplan Fox & Kilsheimer LLP
1999 Harrison Street, Suite 1560
Oakland, CA 94612
Telephone: (415) 772-4700
Facsimile: (415) 772-4707
lking@kaplanfox.com

If to Defendants:

Jeffrey D. Lombard
Cooley LLP
1700 Seventh Avenue, Suite 1900
Seattle, WA 98101
Telephone: (206) 452-8700
Facsimile: (206) 452-8800
jlombard@cooley.com

Ryan E. Blair
Cooley LLP
4401 Eastgate Mall
San Diego, CA 92121
Telephone: (858) 550-6000
Facsimile: (858) 550-6420
rblair@cooley.com

59. Except as otherwise provided herein, each Party shall bear its own costs.

60. Whether or not the Stipulation is approved by the Court and whether or not the Stipulation is consummated, or the Effective Date occurs, the Parties and their counsel shall use their best efforts to keep all negotiations, discussions, acts performed, agreements, drafts, documents signed, and proceedings in connection with the Stipulation confidential.

61. All agreements made and orders entered during the course of this Action relating to the confidentiality of information shall survive this Settlement.

62. No opinion or advice concerning the tax consequences of the proposed Settlement to individual Class Members is being given or will be given by the Parties or their counsel; nor is any representation or warranty in this regard made by virtue of this Stipulation. Each Class Member's tax obligations, and the determination thereof, are the sole responsibility of the Class Member, and

1 it is understood that the tax consequences may vary depending on the particular circumstances of
2 each individual Class Member.

3 IN WITNESS WHEREOF, the Parties hereto have caused this Stipulation to be executed,
4 by their duly authorized attorneys, as of September 2, 2022.

5
6 **KAPLAN FOX & KILSHEIMER LLP**

7 By: Jeff Campisi
Jeffrey P. Campisi

8 Laurence D. King (SBN 206423)
9 Kathleen A. Herkenhoff (SBN 168562)
Blair E. Reed (SBN 316791)
10 1999 Harrison Street, Suite 1560
Oakland, CA 94612
11 Telephone: (415) 772-4700
Facsimile: (415) 772-4707
lking@kaplanfox.com
kherkenhoff@kaplanfox.com
12 breed@kaplanfox.com

13
14 **KAPLAN FOX & KILSHEIMER LLP**

15 Robert N. Kaplan (admitted *pro hac vice*)
Jeffrey P. Campisi (admitted *pro hac vice*)
16 Jason A. Uris (admitted *pro hac vice*)
850 Third Avenue, 14th Floor
New York, NY 10022
17 Telephone: (212) 687-1980
Facsimile: (212) 687-7714
rkaplan@kaplanfox.com
18 jcampisi@kaplanfox.com
juris@kaplanfox.com

19
20 *Class Counsel for Lead Plaintiffs and Class
Representatives Julia Junge and Richard Junge and
21 the Class*

22 **COOLEY LLP**

23 By: [Signature]
Ryan E. Blair

24 Ryan E. Blair (SBN 246724)
25 4401 Eastgate Mall
San Diego, CA 92121
26 Telephone: (858) 550-6000
Facsimile: (858) 550-6420
rblair@cooley.com

27
28 **COOLEY LLP**

Jeffrey D. Lombard
1700 Seventh Avenue, Suite 1900
- 34 - Case No. 3:20-cv -00547-WHA (DMR)

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Seattle, WA 98101
Telephone: (206) 452-8796
jlombard@cooley.com

COOLEY LLP
John C. Dwyer (SBN 136533)
Brett H. De Jarnette (SBN 292919)
3175 Hanover Street
Palo Alto, CA 94304
Telephone: (650) 843-5000
Facsimile: (650) 849-7400
dwyerjc@cooley.com
bdejarnette@cooley.com

*Counsel for Defendants Geron Corporation and
John A. Scarlett*

Appendix 1

List of Exclusions

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

1. Kimberly A Bourque
2. Calvin Hackley
3. Thomas J Pizzuto and Thomas J. Pizzuto IRA and
Thomas J. Pizzuto Roth IRA
4. Susan Rothstein Schwimmer
5. Wesley Le
6. Arpiben Shah
7. Arthur Groome
8. Richard H Ronan
9. Sam Karhbet
10. Robert W Hutchinson
11. Marco Tiberii
12. Danny Charbonneau
13. Igor Maksymyuk
14. Sudipto Mondal
15. Tammy Davis
16. Ansamma Saju Paul
17. Bruce A Sanders (Retail Acct)
18. Matthew F Sanders (Roth IRA)
19. Donna L Sanders
20. Joseph M MoscoGUIri
21. Darryl J Wolff
22. Deborah E Wolff
23. Amanda K Wolff
24. Ashley Hettinger
25. Jacob Cunningham
26. Franklin Hare
27. Edward Bonde
28. Bob Flick
29. Javad Vahidi
30. Howard B Brown
31. Andrew Shatley
32. Hanford Quock
33. Dale Newell
34. Timothy A Fram
35. Gregory D Isaac
36. Iris L Sun
37. David A Griffin
38. Charles D Carter
39. Sandra L Hoffman
40. Youngwon Hahn
41. Jason Baker
42. Tyler Coleman

- 1 43. Shahram Safavi
- 2 44. Keith Shuster
- 3 45. Alex Amor
- 4 46. Demetrios Liaros
- 5 47. Robert Stupar
- 6 48. William Stupar
- 7 49. William Charles Waldrop
- 8 50. Janet Lavonne Little
- 9 51. Sanders Saint Jour
- 10 52. Carol Bratton
- 11 53. Steven A Demarest
- 12 54. Sherri L Despiegler
- 13 55. Daniel Ruihan Qi
- 14 56. Matt Finn
- 15 57. Preston Jones
- 16 58. Alexander Dietl
- 17 59. Tony Russo
- 18 60. Christopher Szoly
- 19 61. Maurice L Bakke and Maurice L. Bakke Single Account
and Maurice L. Bakke and Mary Bakke JTWROS
- 20 62. Mary Bakke
- 21 63. Monty Milne
- 22 64. Duan Zhang
- 23 65. Alvin Laohapant
- 24 66. Michael Hardwick (deceased)
- 25 67. Patricia W Hardwick
- 26 68. Phillip Tougas
- 27 69. Spencer Wu
- 28 70. Varghese Xavier
71. Alan Lauver
72. Matthew Stratton
73. Piotr Niedzwiedz
74. Ron Brockway
75. Patricia O'Grady
76. Gary Cornell Woolridge
77. Charles B VonCanon III
78. McKayla Pate
79. Chad Allie
80. George Brodbeck
81. Carl J Frank

EXHIBIT A

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

JULIA JUNGE and RICHARD JUNGE, on
behalf of themselves and a class of similarly
situated investors,

Plaintiffs,

v.

GERON CORPORATION and JOHN A.
SCARLETT,

Defendants.

Case No. 3:20-cv-00547-WHA (DMR)

Class Action

(Consolidated with Case No. 3:20-cv-
01163-WHA)

(Related to Case No. 3:20-cv-02823-WHA;
3:22-mc-80051-WHA)

**[PROPOSED] ORDER GRANTING
LEAD PLAINTIFFS' MOTION FOR
PRELIMINARY APPROVAL OF
PROPOSED CLASS ACTION
SETTLEMENT**

1 WHEREAS, a securities class action is pending in this Court captioned *Junge, et al. v.*
2 *Geron Corporation, et al.*, Case No. 3:20-cv-00547-WHA (the “Action”)¹;

3 WHEREAS, by Order dated April 2, 2022, the Court certified the Action to proceed as a
4 class action on behalf of all persons who purchased Geron Corporation (“Geron”) common stock
5 during the period from March 19, 2018, to September 26, 2018, inclusive (the “Class Period”), and
6 who were damaged thereby,² appointed Lead Plaintiffs Julia Junge and Richard Junge as Class
7 Representatives for the Class, and appointed Lead Counsel Kaplan Fox & Kilsheimer LLP as Class
8 Counsel for the Class;

9 WHEREAS, by Order dated May 3, 2022, the Court approved the proposed form and
10 content of the Original Class Notice to be disseminated to the Class Members to notify them of,
11 among other things: (i) the Action pending against Defendants; (ii) the Court’s certification of the
12 Action to proceed as a class action on behalf of the Class; and (iii) their right to request to be
13 excluded from the Class by July 22, 2022, the effect of remaining in the Class or requesting
14 exclusion, and the requirements for requesting exclusion;

15 WHEREAS, the Original Class Notice was mailed beginning on May 23, 2022, to all
16 potential Class Members who could be identified through reasonable effort, resulting in the mailing
17 of over 116,079 copies of the Original Class Notice, and 74 requests for exclusion representing
18 81 individuals were reported to Lead Counsel as received by Epiq Class Action and Claims
19 Solutions, Inc. at the time of entry of the Stipulation;

20 WHEREAS, (a) Julia Junge and Richard Junge (“Lead Plaintiffs” or “Class
21 Representatives”), on behalf of themselves and the Class; and (b) defendants Geron and Dr. John A.
22 Scarlett (“Dr. Scarlett,” and together with Geron, “Defendants,” and together with Lead Plaintiffs,

23 _____
24 ¹ The Court’s docket reflects the case name as *Tollen v. Geron Corp. et al.*, Case No. 3:20-cv-
00547-WHA, which was amended by Lead Plaintiffs. ECF Nos. 92, 103.

25 ² Excluded from the Class by definition are the Defendants, directors and officers of Geron, and
26 their families and affiliates. Also excluded from the Class are: (i) the persons and entities who
27 excluded themselves by submitting a request for exclusion from the Class by July 22, 2022, or
28 whose late notice to be excluded from the Class has been accepted by the Court, in connection with
the Original Class Notice (as set forth on Appendix 1 to the Stipulation); and (ii) any persons or
entities who exclude themselves by submitting a request for exclusion in connection with the
Settlement Notice

1 the “Parties”) have determined to fully, finally, and forever settle all claims asserted against
2 Defendants in the Action with prejudice on the terms and conditions set forth in the Stipulation and
3 Agreement of Settlement dated September 2, 2022 (the “Stipulation”) subject to approval of this
4 Court (the “Settlement”);

5 WHEREAS, Lead Plaintiffs have made an application, pursuant to Rule 23 of the Federal
6 Rules of Civil Procedure, for an order preliminarily approving the Settlement in accordance with
7 the Stipulation and allowing notice to Class Members as more fully described herein;

8 WHEREAS, the Court has read and considered: (a) Lead Plaintiffs’ motion for preliminary
9 approval of the Settlement, and the papers filed and arguments made in connection therewith; and
10 (b) the Stipulation and the exhibits attached thereto; and

11 WHEREAS, unless otherwise defined herein, all capitalized words contained herein shall
12 have the same meanings as they have in the Stipulation;

13 NOW THEREFORE, IT IS HEREBY ORDERED:

14 1. **Preliminary Approval of the Settlement** – The Court hereby preliminarily
15 approves the Settlement, as embodied in the Stipulation, and finds, pursuant to Rule 23(e)(1)(B)(i)
16 of the Federal Rules of Civil Procedure, that it will likely be able to finally approve the Settlement
17 under Rule 23(e)(2) as being fair, reasonable, and adequate to the Class, subject to further
18 consideration at the Settlement Fairness Hearing to be conducted as described below.

19 2. **Settlement Fairness Hearing** – The Court will hold a settlement hearing (the
20 “Settlement Fairness Hearing”) on _____, 2023 at __:__ .m. Pacific time, either in
21 person at the United States District Court for the Northern District of California, San Francisco
22 Courthouse, Courtroom 12 - 19th Floor, 450 Golden Gate Avenue, San Francisco, CA 94102, or
23 by telephone or videoconference (in the discretion of the Court), for the following purposes: (a) to
24 determine whether the proposed Settlement on the terms and conditions provided for in the
25 Stipulation is fair, reasonable, and adequate to the Class, and should be approved by the Court;
26 (b) to determine whether a Judgment substantially in the form attached as Exhibit B to the
27 Stipulation should be entered dismissing the Action with prejudice against Defendants; (c) to
28 determine whether the proposed Plan of Allocation for the proceeds of the Settlement is fair and

1 reasonable and should be approved; (d) to determine whether the motion by Lead Counsel for an
2 award of attorneys' fees and reimbursement of Litigation Expenses should be approved, including
3 service awards to the Lead Plaintiffs; and (e) to consider any other matters that may properly be
4 brought before the Court in connection with the Settlement. Notice of the Settlement and the
5 Settlement Fairness Hearing shall be given to Class Members as set forth in paragraph 4 of this
6 Order.

7 3. The Court may adjourn the Settlement Fairness Hearing without further notice to
8 the Class, and may approve the proposed Settlement with such modifications as the Parties may
9 agree to, if appropriate, without further notice to the Class. The Court retains jurisdiction to consider
10 all further applications arising out of or connected with the proposed Settlement. The Court may
11 decide to hold the Settlement Fairness Hearing by telephone or video conference without further
12 notice to the Class. Any Class Member (or his, her, or its counsel) who wishes to appear at the
13 Settlement Fairness Hearing should consult the Court's docket and/or the settlement website for
14 any change in date, time, or format of the hearing.

15 4. **Retention of Claims Administrator and Manner of Giving Notice** – Epiq Class
16 Action and Claims Solutions, Inc. ("Epiq") was previously retained to supervise and administer the
17 distribution of the Original Class Notice and receive and process requests for exclusion from the
18 Class. Epiq is hereby appointed as the Claims Administrator to supervise and administer the notice
19 procedure in connection with the proposed Settlement as well as the processing of Claims as more
20 fully set forth below. Notice of the Settlement and the Settlement Fairness Hearing shall be given
21 as follows:

22 (a) by no later than ten (10) business days after entry of this Order (which shall
23 be the "Notice Date"), Epiq shall cause a copy of the Settlement Notice and the Claim Form,
24 substantially in the forms attached hereto as Exhibits 1 and 2, respectively (the "Settlement Notice
25 Packet"), to be mailed by first-class mail to all potential Class Members who were previously
26 mailed a copy of the Original Class Notice, including a pre-paid envelope with the Claims
27 Administrator's mailing address provided;

28

1 (b) The exterior of the envelope for the Settlement Notice Packet shall state:
2 “Important Class Action Notice” and shall say it is “From the United States District Court, Northern
3 District of California, Honorable William Alsup, 450 Golden Gate Avenue, San Francisco, CA
4 94102” with the return address of the Claims Administrator. (The Court’s address is to be located
5 on the envelope such that it cannot be mistaken for the delivery address for the Settlement Notice,
6 e.g. on the reverse of the envelope.);

7 (c) For all Settlement Notice Packets returned as undeliverable, Epiq shall
8 search the National Change of Address Registry, in addition to making any other reasonable efforts
9 to locate an alternative address such as by private database searches and/or skip-tracing, and resend
10 within three business days of receiving the envelope back as undeliverable;

11 (d) For any potential Class members for whom an e-mail address is currently
12 known based on communications related to the Original Class Notice, Epiq will also e-mail a copy
13 of the Settlement Notice Package to such Class members no later than the Notice Date;

14 (e) by no later than the Notice Date, Epiq will request and/or take steps to
15 attempt to post a copy of the Settlement Notice Package on the Depository Trust Company’s Legal
16 Notice System (“DTC LENS”), but if DTC LENS will not or does not post, that does not impact
17 the due process satisfaction for notice herein;

18 (f) by no later than the Notice Date, Epiq shall post copies of the Settlement
19 Notice and the Claim Form on the website previously established for the Action,
20 www.GeronSecuritiesLitigation.com;

21 (g) Lead Counsel shall post copies of the Settlement Notice and the Claim Form
22 on its website, www.kaplanfox.com and shall maintain the posting through the date of the
23 Settlement Fairness Hearing;

24 (h) by no later than seven (7) business days after the Notice Date, Epiq shall
25 cause the Summary Settlement Notice, substantially in the form attached hereto as Exhibit 3, to be
26 published in *The Wall Street Journal* and *Investor’s Business Daily* and to be transmitted over the
27 PR Newswire; and
28

1 (i) by no later than the date Lead Counsel files its Motion for Final Approval,
2 Lead Counsel shall serve on Defendants' Counsel and file with the Court proof, by affidavit or
3 declaration of the Claims Administrator, of such mailing and publication of the Settlement Notice
4 and/or Summary Settlement Notice, as set forth above, including the number of potential Class
5 Members as of that date who have validly and timely submitted requests for exclusion in the manner
6 and with the information required in the Settlement Notice, and such declaration or affidavit shall
7 be updated and filed, at least one calendar day prior to the Settlement Fairness Hearing.

8 5. **Nominee Procedures** – In connection with the previously disseminated Class
9 Notices, securities brokers and other nominees (“Nominees”) were advised that, if they purchased
10 Geron common stock during the Class Period for the beneficial interest of persons or entities other
11 than themselves, they must either: (a) request from Epiq sufficient copies of the Class Notices to
12 forward to all such beneficial owners and then forward those Class Notices to all such beneficial
13 owners; or (b) provide a list of the names and addresses of all such beneficial owners to Epiq.

14 (a) For Nominees who chose the first option (*i.e.*, elected to mail the Class
15 Notices directly to beneficial owners), Epiq shall forward the same number of Settlement Notice
16 Packets to such Nominees no later than the Notice Date, and the Nominees shall, by no later than
17 seven (7) calendar days after receipt of the Settlement Notice Packets, mail the Settlement Notice
18 Packets to their beneficial owners. Epiq shall confirm in writing with each Nominee compliance
19 with this Order and promptly notify the Court of any noncompliance;

20 (b) For Nominees who chose the second option (*i.e.*, provided a list of names
21 and addresses of beneficial holders to Epiq), Epiq shall, by no later than the Notice Date, mail a
22 copy of the Settlement Notice Packet to each of the beneficial owners whose names and addresses
23 the Nominee previously supplied. Unless the Nominee purchased Geron common stock during the
24 Class Period for beneficial owners whose names and addresses were not previously provided to
25 Epiq, or is aware of a name or address change of one of its beneficial owners, such Nominees need
26 not take any further action;

27 (c) For Nominees that purchased Geron common stock during the Class Period
28 for beneficial owners whose names and addresses were not previously provided to Epiq or if a

1 Nominee is aware of name and address changes for beneficial owners whose names and addresses
2 were previously provided to Epiq, such Nominees shall, by no later than seven (7) calendar days
3 after receipt of the Settlement Notice, provide a list of the names and addresses of all such beneficial
4 owners to Epiq, or shall request from Epiq sufficient copies of the Settlement Notice Packet to
5 forward to all such beneficial owners, which the Nominee shall, within seven (7) calendar days of
6 receipt of the Settlement Notice Packets from Epiq, mail to the beneficial owners. Epiq shall
7 confirm in writing with each Nominee compliance with this Order and promptly notify the Court
8 of any noncompliance.; and

9 (d) Upon full and timely compliance with this Order, Nominees who mail the
10 Settlement Notice Packets to beneficial owners may seek reimbursement of their reasonable
11 expenses actually incurred in complying with this Order by providing Epiq with proper
12 documentation supporting the expenses for which reimbursement is sought. Such properly
13 documented expenses incurred by Nominees in compliance with the terms of this Order shall be
14 paid solely from the Settlement Fund, with any disputes as to the reasonableness or documentation
15 of expenses incurred subject to review by the Court.

16 6. **Approval of Form and Content of Notice** – The Court (a) approves, as to form
17 and content, the Settlement Notice, the Claim Form, and the Summary Settlement Notice, attached
18 hereto as Exhibits 1, 2, and 3, respectively, and (b) finds that the mailing and distribution of the
19 Settlement Notice and Claim Form and the publication of the Summary Settlement Notice in the
20 manner and form set forth in paragraphs 4 and 5 of this Order (i) is the best notice practicable under
21 the circumstances; (ii) constitutes notice that is reasonably calculated, under the circumstances, to
22 apprise Class Members of the pendency of the Action, of the effect of the proposed Settlement
23 (including the Releases to be provided thereunder), of Lead Counsel’s motion for an award of
24 attorneys’ fees and reimbursement of Litigation Expenses, of their right to object to the Settlement,
25 the Plan of Allocation, and/or Lead Counsel’s motion for attorneys’ fees and reimbursement of
26 Litigation Expenses, and of their right to appear at the Settlement Fairness Hearing; (iii) constitutes
27 due, adequate, and sufficient notice to all persons and entities entitled to receive notice of the
28 proposed Settlement; and (iv) satisfies the requirements of Rule 23 of the Federal Rules of Civil

1 Procedure, the United States Constitution (including the Due Process Clause), the Private Securities
2 Litigation Reform Act of 1995, 15 U.S.C. § 78u-4, as amended, and all other applicable law and
3 rules. The date and time of the Settlement Fairness Hearing shall be included in the Settlement
4 Notice and Summary Settlement Notice before they are mailed and published, respectively.

5 7. **Participation in the Settlement** – Class Members who wish to participate in the
6 Settlement and to be eligible to receive a distribution from the Net Settlement Fund must complete
7 and submit a Claim Form in accordance with the instructions contained therein. Unless the Court
8 orders otherwise, all Claim Forms must be received or postmarked, if mailed, not later than
9 _____. Notwithstanding the foregoing, Lead Counsel may, at its discretion, accept for
10 processing late Claims provided such acceptance does not delay the distribution of the Net
11 Settlement Fund to the Class. By submitting a Claim, a person or entity shall be deemed to have
12 submitted to the jurisdiction of the Court with respect to his, her, or its Claim and the subject matter
13 of the Settlement.

14 8. Each Claim Form submitted must satisfy the following conditions: (a) it must be
15 properly completed, signed, and submitted in a timely manner in accordance with the provisions of
16 the preceding paragraph; (b) it must be accompanied by adequate supporting documentation for the
17 transactions and holdings reported therein, in the form of broker confirmation slips, broker account
18 statements, an authorized statement from the broker containing the transactional and holding
19 information found in a broker confirmation slip or account statement, or such other documentation
20 as is deemed adequate by Lead Counsel or the Claims Administrator; (c) if the person executing
21 the Claim Form is acting in a representative capacity, a certification of his, her, or its current
22 authority to act on behalf of the Class Member must be included in the Claim Form to the
23 satisfaction of Lead Counsel or the Claims Administrator; and (d) the Claim Form must be complete
24 and contain no material deletions or modifications of any of the printed matter contained therein
25 and must be signed under penalty of perjury.

26 9. Any Class Member who does not timely and validly submit a Claim Form or whose
27 Claim is not otherwise approved by the Court: (a) shall be deemed to have waived his, her, or its
28 right to share in the Net Settlement Fund; (b) shall be forever barred from participating in any

1 distributions therefrom; (c) shall be bound by the provisions of the Stipulation and the Settlement
2 and all proceedings, determinations, orders, and judgments in the Action relating thereto, including,
3 without limitation, the Judgment and the Releases provided for therein, whether favorable or
4 unfavorable to the Class; and (d) will be barred from commencing, instituting, maintaining,
5 prosecuting, or continuing to prosecute any of the Released Plaintiffs' Claims against any of the
6 Defendants or the Defendants' Released Parties, as more fully described in the Stipulation and
7 Notice. Notwithstanding the foregoing, late Claim Forms may be accepted for processing as set
8 forth in paragraph 7 above.

9 10. **Exclusion From the Class** - Any member of the Class who wishes to exclude
10 himself, herself, themselves, or itself from the Class must request exclusion in writing within the
11 time and manner set forth in the Settlement Notice, which shall provide that: (a) any such request
12 for exclusion from the Class must be mailed by First-Class U.S. Mail to: Geron Securities
13 Litigation, EXCLUSIONS, c/o Epiq Class Action & Claims Solutions, P.O. Box 4574, Portland,
14 OR 97208-4574. The request for exclusion must be postmarked by no later than _____ at
15 midnight Pacific Time. Class Members may also submit their exclusion request online by no later
16 than ____ at midnight Pacific Time to the Claims Administrator at
17 www.GeronSecuritiesLitigation.com; and (b) each request for exclusion must: (i) state the name,
18 address, telephone number and e-mail address (if e-mail address is available) of the person or entity
19 requesting exclusion, and in the case of entities, the name and telephone number of the appropriate
20 contact person; (ii) state that such person or entity requests exclusion from *Julia Junge and Richard*
21 *Junge v. Geron Corp. and John A. Scarlett*, Case No. 20-cv-00547-WHA (N.D. Cal.); (iii) state
22 whether the shares owned by the person requesting exclusion were owned in street name and, if so,
23 by whom; (iv) provide documents sufficient to prove membership in the Class, including
24 documents showing the number of shares of publicly-traded Geron common stock that the person
25 or entity requesting exclusion (A) owned as of the opening of trading on March 19, 2018, and
26 (B) purchased and/or sold during the Class Period (*i.e.*, from March 19, 2018, to September 26,
27 2018, inclusive). Documentation establishing membership in the Class must consist of copies of
28 brokerage confirmation slips or monthly brokerage account statements, or an authorized statement

1 from the broker for the person or entity requesting exclusion and containing the transactional and
2 holding information found in a broker confirmation slip or account statement; and (v) the exclusion
3 request must be signed by the person or entity requesting exclusion or an authorized representative.
4 A request for exclusion shall not be effective unless it provides all the required information and is
5 received by the time stated above, or is otherwise accepted by the Court.

6 11. Any person or entity who or that timely and validly requests exclusion in compliance
7 with the terms stated in this Order and is excluded from the Class shall not be a Class Member,
8 shall not be bound by the terms of the Settlement or any orders or judgments in the Action, shall
9 not be permitted to object, and shall not receive any payment out of the Net Settlement Fund.

10 12. Any Class Member who or that does not timely and validly request exclusion from
11 the Class in the manner stated in this Order (and did not previously submit a request for exclusion
12 in response to the Original Class Notice); (a) shall be deemed to have waived his, her, their, or its
13 right to be excluded from the Class; (b) shall be forever barred from requesting exclusion from the
14 Class in this or any other proceeding; (c) shall be bound by the provisions of the Stipulation and
15 the Settlement and all proceedings, determinations, orders, and judgments in the Action, including,
16 but not limited to, the Judgment, if applicable, and the Releases provided for therein, whether
17 favorable or unfavorable to the Class; and (d) will be barred from commencing, maintaining, or
18 prosecuting any of the Released Plaintiffs' Claims against any of the Defendants' Released Parties,
19 as more fully described in the Stipulation and Settlement Notice.

20 13. **Appearance and Objections at Settlement Fairness Hearing** – Any Class
21 Member may enter an appearance in the Action, at his, her, or its own expense, individually or
22 through counsel of his, her, or its own choice, by filing a notice of appearance with the Court such
23 that it is filed or postmarked no later than twenty-one (21) calendar days prior to the Settlement
24 Fairness Hearing, or as the Court may otherwise direct. Any Class Member who does not enter an
25 appearance will be represented by Lead Counsel.

26 14. Any Class Member may file a written objection to the proposed Settlement, the
27 proposed Plan of Allocation, and/or Lead Counsel's motion for an award of attorneys' fees and
28 reimbursement of Litigation Expenses and appear and show cause, if he, she, or it has any cause,

1 why the proposed Settlement, the proposed Plan of Allocation, and/or Lead Counsel's motion for
2 attorneys' fees and reimbursement of Litigation Expenses should not be approved; *provided*,
3 *however*, that no Class Member shall be heard or entitled to contest the approval of the terms and
4 conditions of the proposed Settlement, the proposed Plan of Allocation, and/or the motion for
5 attorneys' fees and reimbursement of Litigation Expenses unless that person or entity has filed a
6 written objection with the Court. Any written objection, together with copies of all other papers
7 and briefs supporting the objection, must be filed on the docket in the Action, which may be done
8 in accordance with the directions in the Settlement Notice, which explain that Class Members may
9 use the Court's electronic filing system known as PACER, may file the written objection and
10 documents by appearing in person at any location of the United States District Court for the
11 Northern District of California during business hours (posted on the Court's website), or may mail
12 the written objection and documents to the Class Action Clerk, United States District Court for the
13 Northern District of California, at the address set forth below, such that the written objection and
14 documents are either filed or postmarked no later than twenty-one (21) calendar days prior to the
15 Settlement Fairness Hearing.

16 United States District Court
17 Northern District of California
18 Class Action Clerk
19 Phillip Burton Federal Building & U.S. Courthouse
20 450 Golden Gate Avenue
21 San Francisco, CA 94102

22 15. Any objections, filings, and other submissions by the objecting Class Member must
23 clearly identify the case name and action number, *Junge, et al. v. Geron Corporation, et al.*, Case
24 No. 3:20-cv-00547-WHA (N.D. Cal.), and they must: (a) state the name, address, and telephone
25 number of the person or entity objecting and must be signed by the objector; (b) state whether the
26 objector is represented by counsel and, if so, the name, address, and telephone number of the
27 objector's counsel; (c) contain a statement of the Class Member's objection or objections, and the
28 specific reasons for each objection, including any legal and evidentiary support the Class Member
wishes to bring to the Court's attention and whether the objection applies only to the objector, to a
specific subset of the Class, or to the entire Class; and (d) include documents sufficient to prove

1 membership in the Class, consisting of documents showing the number of shares of publicly-traded
2 Geron common stock that the objector (i) owned as of the opening of trading on March 19, 2018,
3 and (ii) purchased/acquired and/or sold during the Class Period (*i.e.*, from March 19, 2018, to
4 September 26, 2018, inclusive), as well as the dates, number of shares, and prices for each such
5 purchase/acquisition and sale. Documentation establishing membership in the Class must consist
6 of copies of brokerage confirmation slips or monthly brokerage account statements, or an
7 authorized statement from the objector's broker containing the transactional and holding
8 information found in a broker confirmation slip or account statement. Objectors who enter an
9 appearance and desire to present evidence at the Settlement Fairness Hearing in support of their
10 objection must include in their written objection or notice of appearance the identity of any
11 witnesses they may call to testify and any exhibits they intend to introduce into evidence at the
12 hearing.

13 16. Any Class Member who does not make his, her, or its objection in the manner
14 provided herein shall be deemed to have waived his, her, or its right to object to any aspect of the
15 proposed Settlement, the proposed Plan of Allocation, and Lead Counsel's motion for an award of
16 attorneys' fees and reimbursement of Litigation Expenses and shall be forever barred and
17 foreclosed from objecting to the fairness, reasonableness, or adequacy of the Settlement, the Plan
18 of Allocation, or the requested attorneys' fees and Litigation Expenses, or from otherwise being
19 heard concerning the Settlement, the Plan of Allocation, or the requested attorneys' fees and
20 Litigation Expenses in this or any other proceeding. Class Members who object will still be bound
21 by the Judgment and Court's orders even if the Court does not accept their objection(s). Class
22 Members who object are still eligible to submit a Claim Form and receive payment under the
23 Settlement if they submit an eligible claim.

24 17. **Stay and Temporary Injunction** – Until otherwise ordered by the Court, the Court
25 stays all proceedings in the Action other than proceedings necessary to carry out or enforce the
26 terms and conditions of the Stipulation. Pending final determination of whether the Settlement
27 should be approved, the Court bars and enjoins Lead Plaintiffs, and all other members of the Class,
28

1 from commencing, instituting, maintaining, prosecuting, or continuing to prosecute any and all of
2 the Released Plaintiffs' Claims against any of the Defendants or the Defendants' Released Parties.

3 18. **Settlement Administration Fees and Expenses** – All Notice and Administration
4 Costs, including the reasonable costs incurred in identifying Class Members and notifying them of
5 the Settlement as well as in administering the Settlement, shall be paid as set forth in the Stipulation.
6 However, and notwithstanding anything different or contrary in the Stipulation, no Notice and
7 Administration Costs in excess of \$250,000 shall be paid without prior approval of the Court. In
8 addition, pursuant to the terms of the Stipulation, any Notice and Administration Costs paid prior
9 to the Settlement Fairness Hearing shall require Court approval.

10 19. **Settlement Fund** – The contents of the Settlement Fund held by Truist Bank, a
11 Northern California banking corporation (which the Court approves as the Escrow Agent), shall be
12 deemed and considered to be in *custodia legis* of the Court, and shall remain subject to the
13 jurisdiction of the Court, until such time as they shall be distributed pursuant to the Stipulation
14 and/or further order(s) of the Court.

15 20. **Taxes** – Lead Counsel is authorized and directed to require the Claims
16 Administrator or Escrow Agent to prepare any tax returns and any other tax reporting form for or
17 in respect to the Settlement Fund, to pay from the Settlement Fund any Taxes owed with respect to
18 the Settlement Fund, and to otherwise perform all obligations with respect to Taxes and any
19 reporting or filings in respect thereof without further order of the Court in a manner consistent with
20 the provisions of the Stipulation.

21 21. **Termination of Settlement** – If the Settlement is terminated as provided in the
22 Stipulation, the Settlement is not approved, or the Effective Date of the Settlement otherwise fails
23 to occur, this Order shall be vacated, rendered null and void, and be of no further force and effect,
24 except as otherwise provided by the Stipulation, and this Order shall be without prejudice to the
25 rights of the Lead Plaintiffs, the other Class Members, and Defendants, and the Parties shall revert
26 to their respective positions in the Action immediately prior to the execution of the Term Sheet on
27 August 19, 2022, as provided in the Stipulation.

28

1 22. **Use of this Order** – Neither this Order, the Term Sheet, the Stipulation (whether or
2 not consummated), including the exhibits thereto and the Plan of Allocation contained therein (or
3 any other plan of allocation that may be approved by the Court), the negotiations leading to the
4 execution of the Term Sheet and the Stipulation, nor any proceedings taken pursuant to or in
5 connection with the Term Sheet, the Stipulation, and/or approval of the Settlement (including any
6 arguments proffered in connection therewith): (a) shall be offered against any of the Defendants’
7 Released Parties as evidence of, or construed as, or deemed to be evidence of any presumption,
8 concession, or admission by any of the Defendants’ Released Parties with respect to the truth of
9 any fact alleged by Lead Plaintiffs or the validity of any claim that was or could have been asserted
10 or the deficiency of any defense that has been or could have been asserted in this Action or in any
11 other litigation, or of any liability, negligence, fault, or other wrongdoing of any kind of any of the
12 Defendants’ Released Parties or in any way referred to for any other reason as against any of the
13 Defendants’ Released Parties, in any arbitration proceeding or other civil, criminal, or
14 administrative action or proceeding, other than such proceedings as may be necessary to effectuate
15 the provisions of the Stipulation; (b) shall be offered against any of the Plaintiffs’ Released Parties,
16 as evidence of, or construed as, or deemed to be evidence of any presumption, concession, or
17 admission by any of the Plaintiffs’ Released Parties that any of their claims are without merit, that
18 any of the Defendants’ Released Parties had meritorious defenses, or that damages recoverable
19 under the Amended Complaint would not have exceeded the Settlement Amount or with respect to
20 any liability, negligence, fault, or wrongdoing of any kind, or in any way referred to for any other
21 reason as against any of the Plaintiffs’ Released Parties, in any arbitration proceeding or other civil,
22 criminal, or administrative action or proceeding, other than such proceedings as may be necessary
23 to effectuate the provisions of the Stipulation; or (c) shall be construed against any of the Releasees
24 as an admission, concession, or presumption that the consideration to be given under the Settlement
25 represents the amount that could be or would have been recovered after trial; *provided, however,*
26 that if the Stipulation is approved by the Court, the Parties and the Releasees and their respective
27 counsel may refer to it to effectuate the protections from liability granted thereunder or otherwise
28 to enforce the terms of the Settlement. Defendants’ Released Parties may file the Stipulation and/or

1 the Judgment from this Action in any other action that may be brought against them in order to
2 support a defense or counterclaim based on principles of res judicata, collateral estoppel, release,
3 good faith settlement judgment bar or reduction, or any theory of claim preclusion or issue
4 preclusion or similar defense or counterclaim.

5 23. **Supporting Papers** – Lead Counsel shall file and serve the opening papers in
6 support of the proposed Settlement, the Plan of Allocation, and Lead Counsel’s motion for an award
7 of attorneys’ fees and reimbursement of Litigation Expenses no later than thirty-five (35) calendar
8 days prior to the Settlement Fairness Hearing; and reply papers, if any, shall be filed and served no
9 later than seven (7) calendar days prior to the Settlement Fairness Hearing.

10 24. **Partial Funding of Settlement Fund.** Within twenty (20) business days of entry
11 of this Order, Geron shall pay and/or cause its insurance carriers to pay \$17 million in cash into the
12 Settlement Fund pursuant to the terms of the Stipulation.

13 25. The Court retains jurisdiction to consider all further applications arising out of or
14 connected with the proposed Settlement.

15

16 SO ORDERED this _____ day of _____, 2022.

17

18 DATED: _____

HON. WILLIAM ALSUP
UNITED STATES DISTRICT JUDGE

19

20

21

22

23

24

25

26

27

28

EXHIBIT A-1

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

JULIA JUNGE and RICHARD JUNGE, on behalf of
themselves and a class of similarly situated investors,

Plaintiffs,

v.

GERON CORPORATION and JOHN A. SCARLETT,

Defendants.

Case No.: 3:20-cv-00547-WHA

(Consolidated with Case
No. 3:20-cv-01163-WHA)

(Related Cases:

No. 3:20-cv-02823-WHA
No. 3:22-mc-80051-WHA)

**NOTICE OF (I) PROPOSED SETTLEMENT AND PLAN OF
ALLOCATION; (II) SETTLEMENT FAIRNESS HEARING; AND
(III) MOTION FOR ATTORNEYS' FEES AND LITIGATION EXPENSES AND SERVICE AWARDS
TO LEAD PLAINTIFFS**

To: All persons who purchased Geron Corporation (“Geron”) common stock during the period from March 19, 2018, to September 26, 2018, inclusive (the “Class Period”), and who were damaged thereby (the “Class”).

A Federal Court authorized this Notice. This is not a solicitation from a lawyer

NOTICE OF SETTLEMENT: This Notice has been sent to you pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Northern District of California (the “Court”). Please be advised that Lead Plaintiffs and Class Representatives Julia Junge and Richard Junge (“Lead Plaintiffs”), on behalf of themselves and the Court-certified Class (as defined in ¶30 below), have reached a proposed settlement of the above-captioned securities class action lawsuit (“Action”) for a total of \$24,000,000 (\$17,000,000 in cash and \$7,000,000 in either Settlement Stock and/or cash, at Geron’s option) that, if approved, will resolve all claims in the Action (the “Settlement”).¹ The terms and provisions of the Settlement are contained in the Stipulation and Agreement of Settlement, dated September 2, 2022 (the “Stipulation”).

This Notice is directed to you because you may be a member of the Class (*i.e.*, you purchased Geron common stock during the Class Period). If you do not meet the Class definition, or if you previously excluded yourself from the Class in connection with the Notice of Pendency of Class Action that was mailed to potential Class Members beginning in May 2022 (the “Original Class Notice”), this Notice does not apply to you. A list of the persons and entities who previously requested exclusion from the Class is available at www.GeronSecuritiesLitigation.com.

¹ No Settlement Stock will be issued to Class Members. Rather, Settlement Stock will be sold and the proceeds maintained as part of the Settlement Fund for distribution as ordered by the Court.

PLEASE READ THIS NOTICE CAREFULLY. This Notice explains important rights you may have, including the possible receipt of a payment from the Settlement. If you are a member of the Class, your legal rights will be affected even if you do nothing in response to this Notice.

If you have any questions about this Notice, the proposed Settlement, or your eligibility to receive a payment from the Settlement, please DO NOT contact the Court, Defendants, or Defendants' Counsel. All questions should be directed to Lead Counsel or the Claims Administrator (see ¶98 below).

1. **Description of the Action and the Class:** This Notice relates to a proposed settlement of claims in a pending consolidated securities class action (the "Action") brought by investors alleging, among other things, that Geron and its Chief Executive Officer Dr. John A. Scarlett ("Dr. Scarlett" and, together with Geron, "Defendants") violated the federal securities laws by making false and misleading statements concerning Geron's single drug in development during the Class Period, imetelstat, and the results of a Phase 2 clinical trial concerning that drug known as IMbark. The Action also alleges that Geron and certain Company insiders sold Geron common stock at inflated prices during the Class Period while in possession of material, non-public information concerning the results from IMbark. A more detailed description of the Action is set forth in ¶¶11-29 below. The proposed Settlement, if approved by the Court, will settle claims of the Class, as defined in ¶30 below. Only persons or entities who purchased Geron common stock during the Class Period may be Class Members.

2. **Statement of the Class's Recovery:** Subject to Court approval, Lead Plaintiffs, on behalf of themselves and the Class, have agreed to settle the Action in exchange for \$24,000,000 (the "Settlement Amount"), which shall be paid by Geron or on its behalf by the Company's insurance carriers in the form of \$17,000,000 in cash and, at Geron's option, either an additional \$7,000,000 in cash and/or Settlement Stock (which shall be sold and the proceeds included in the Settlement Fund, and to be deposited into an Escrow Account). The Net Settlement Fund (*i.e.*, the Settlement Amount plus any and all interest earned thereon (the "Settlement Fund") less (i) any Taxes; (ii) any Notice and Administration Costs; (iii) any Litigation Expenses awarded by the Court; (iv) any attorneys' fees awarded by the Court; (v) any service awards to the Lead Plaintiffs; and (vi) any other costs or fees approved by the Court) will be distributed in accordance with a plan of allocation that is approved by the Court. The proposed plan of allocation (the "Plan of Allocation") is set forth at pages 14 to 18 of this Notice. The Plan of Allocation will determine how the Net Settlement Fund shall be allocated among members of the Class.

3. **Estimate of Average Amount of Recovery Per Share:** Based on Lead Plaintiffs' damages expert's estimate of the number of shares of Geron common stock purchased during the Class Period that may have been affected by the conduct at issue in the Action, and assuming that all Class Members elect to participate in the Settlement, the estimated average recovery (before the deduction of any Court-approved fees, expenses, and costs as described herein) is \$0.17 per affected share. Class Members should note, however, that the foregoing average recovery is only an estimate. Some Class Members may recover more or less than the estimated amount depending on, among other factors, when and at what prices they purchased or sold their shares, and the total number and value of valid Claim Forms submitted. Distributions to Class Members will be made based on the Plan of Allocation set forth at pages 14 to 18 or such other plan of allocation as may be ordered by the Court.

4. **Average Amount of Damages Per Share:** The Parties do not agree on the average amount of damages per share of Geron common stock that would be recoverable if Lead Plaintiffs were to prevail in the Action. Among other things, Defendants deny the assertion that they violated the federal securities laws or that any damages were suffered by any members of the Class as a result of their alleged conduct.

5. **Attorneys’ Fees and Expenses Sought and Service Awards to Lead Plaintiffs:** Lead Counsel, which has been prosecuting the Action on a wholly contingent basis, has not received any payment of attorneys’ fees for their representation of the Class and have advanced the funds to pay expenses necessarily incurred to prosecute the Action. Lead Counsel will apply to the Court for an award of attorneys’ fees in an amount not to exceed 18% of the Settlement Fund, or \$4.32 million, plus interest. In addition, Lead Counsel will apply for payment of Litigation Expenses in connection with the institution, prosecution, and resolution of the Action in an amount not to exceed \$1,140,000. In addition, Lead Plaintiffs will apply for service awards (including any lost wages) in the total amount of \$12,500. Any fees, expenses and service awards approved by the Court will be paid from the Settlement Fund. Class Members are not personally liable for any such fees, awards or expenses. The estimated average cost for such fees, awards and Litigation Expenses, if the Court approves Lead Counsel’s fee and expense application, including the service awards to the Lead Plaintiffs, is \$0.04 per affected share.

6. **Identification of Attorneys’ Representatives:** Lead Plaintiffs and the Class are represented by Laurence D. King of Kaplan Fox & Kilsheimer LLP, 1999 Harrison Street, Suite 1560, Oakland, CA 94612, email lking@kaplanfox.com, and Jeffrey P. Campisi of Kaplan Fox & Kilsheimer LLP, 850 Third Avenue, New York, NY 10022, email jcampisi@kaplanfox.com. The contact phone for Mr. King and Mr. Campisi is 1-800-290-1952.

7. **Reasons for the Settlement:** Lead Plaintiffs’ principal reason for entering into the Settlement is the substantial and certain recovery for the Class without the risk or the delays inherent in further litigation. The substantial recovery provided under the Settlement must be considered against the significant risk that a smaller recovery—or indeed no recovery at all—might be achieved after a contested summary judgment motion, a trial of the Action, and the likely appeals that would follow a trial. This process could be expected to last several years. Defendants, who deny all allegations of wrongdoing, are entering into the Settlement solely to eliminate the uncertainty, burden, and expense of further protracted litigation.

YOUR LEGAL RIGHTS AND OPTIONS IN THE SETTLEMENT:	
<p>SUBMIT A CLAIM FORM POSTMARKED BY NO LATER THAN _____, 20____.</p> <p>See ¶48 below for details</p>	<p>This is the only way to be eligible to receive a payment from the Settlement Fund. If you are a Class Member, you will be bound by the Settlement as approved by the Court and you will give up any Released Plaintiffs’ Claims (defined in ¶41 below) that you have against Defendants and Defendants’ Released Parties (defined in ¶44 below), so it is in your interest to submit a Claim Form.</p>
<p>EXCLUDE YOURSELF FROM THE CLASS BY SUBMITTING A WRITTEN REQUEST FOR EXCLUSION SO THAT IT IS RECEIVED BY NO LATER THAN _____, 20____ AT MIDNIGHT PACIFIC TIME.</p> <p>TO BE TIMELY RECEIVED, THE WRITTEN REQUEST FOR EXCLUSION MUST EITHER BE</p>	<p>If you exclude yourself from the Class, you will not be eligible to receive any payment from the Settlement Fund or object to the Settlement. This is the only option that may allow you to ever be part of any other lawsuit against Defendants or Defendants’ Released Parties concerning the Released Plaintiffs’ Claims.</p>

<p>MAILED TO THE CLAIMS ADMINISTRATOR WITH A POSTMARK BY ___ AT MIDNIGHT PACIFIC TIME, OR BE SUBMITTED ONLINE BY THAT SAME TIME TO THE WEBSITE HOSTED FOR THIS ACTION BY THE CLAIMS ADMINISTRATOR.</p>	
<p>OBJECT TO THE SETTLEMENT BY SUBMITTING A WRITTEN OBJECTION SO THAT IT IS RECEIVED BY THE COURT BY NO LATER THAN _____, 20___ AT MIDNIGHT PACIFIC TIME.</p> <p>RECEIPT BY THE COURT MEANS THE WRITTEN OBJECTION IS FILED ON THE DOCKET OR MAILED WITH THE DATE POSTMARKED BY MIDNIGHT PACIFIC TIME ON _____. THIS NOTICE AT ¶¶84-85 PROVIDES INFORMATION ON HOW TO FILE THE OBJECTIONS OR, AT YOUR OPTION, WHERE TO MAIL THE OBJECTIONS. (THE “FILING OPTIONS”).</p>	<p>If you do not like the proposed Settlement, the proposed Plan of Allocation, and/or the request for attorneys’ fees and Litigation Expenses and service awards to Lead Plaintiffs, you may write to the Court and explain why you do not like them. You cannot object to the Settlement, the Plan of Allocation, or the fee and expense request unless you are a Class Member and do not request exclusion. If you object, you will still be bound by the orders of the Court, even if your objection is overruled. If you object, you may still submit a Claim Form and will be eligible for a payment from the Settlement, if the Settlement is approved.</p>
<p>GO TO A HEARING ON _____, 2023 AT _____.M. PACIFIC TIME, AND FILE A NOTICE OF INTENTION TO APPEAR SO THAT IT IS RECEIVED BY NO LATER THAN _____. THE FILING OPTIONS DESCRIBED AT __ PROVIDE YOU WITH THE INFORMATION ON HOW TO SUBMIT YOUR NOTICE.</p>	<p>Filing a written objection and notice of intention to appear by _____ at midnight (Pacific Time) allows you to speak in Court, at the discretion of the Court, about the fairness of the proposed Settlement, the Plan of Allocation, and/or the request for attorneys’ fees and Litigation Expenses and service awards to Lead Plaintiffs. In the Court’s discretion, the _____, 2023 hearing may be conducted by telephone or video conference (see ¶83 below). If you submit a written objection, you may (but you do not have to) participate in the hearing and, at the discretion of the Court, speak to the Court about your objection.</p>
<p>DO NOTHING.</p>	<p>If you are a member of the Class and you do not submit a valid Claim Form, you will not be eligible to receive any payment from the Settlement Fund. You will, however, remain a member of the Class, which means that you give up your right to sue about the claims that are resolved by the Settlement and you will be bound by any judgment(s) or orders entered by the Court in the Action.</p>

WHAT THIS NOTICE CONTAINS

Why Did I Get This Notice?	Page 5
What Is This Case About?	Page 6
How Do I Know If I Am Affected By The Settlement?	Page 6
Who Is Included In The Class?	Page 8
What Are Lead Plaintiffs’ Reasons For The Settlement?	Page 9
What Might Happen If There Were No Settlement?	Page 10
How Are Class Members Affected By The Action And The Settlement?	Page 10
How Do I Participate In The Settlement? What Do I Need To Do?	Page 12
How Much Will My Payment Be?	Page 13
The Proposed Plan of Allocation	Page 14
What Payment Are The Attorneys For The Class Seeking?	Page 18
How Will The Lawyers Be Paid?	Page 18
What If I Do Not Want To Be A Member Of The Class? How Do I Exclude Myself?	Page 18
When And Where Will The Court Decide Whether To Approve The Settlement? Do I Have To Come To The Hearing? May I Speak At The Hearing If I Don’t Like The Settlement?	Page 19
What If I Bought Shares On Someone Else’s Behalf?	Page 22
Can I See The Court File? Whom Should I Contact If I Have Questions?	Page 22

WHY DID I GET THIS NOTICE?

8. The Court directed that this Notice be mailed to you because you or someone in your family or an investment account for which you serve as a custodian may have purchased Geron common stock during the Class Period. The Court has directed us to send you this Notice because, as a potential Class Member, you have a right to know about your options before the Court rules on the proposed Settlement. If the Court approves the Settlement and the Plan of Allocation (or some other plan of allocation), the Claims Administrator selected by Lead Plaintiffs and approved by the Court will make payments pursuant to the Settlement after any objections and appeals are resolved.

9. The purpose of this Notice is to inform you of the terms of the proposed Settlement of the Action and of a hearing to be held by the Court to consider the fairness, reasonableness, and adequacy of the Settlement and the proposed Plan of Allocation, as well as the motion by Lead Counsel for an award of attorneys’ fees and payment of Litigation Expenses, and the requested service awards to the Lead Plaintiffs (the “Settlement Fairness Hearing”). See ¶¶81-85 below for details about the Settlement Fairness Hearing, including the date and location of the hearing.

10. The issuance of this Notice is not an expression of any opinion by the Court concerning the merits of any claim in the Action, and the Court still must decide whether to approve the Settlement. If the Court approves the Settlement and a plan of allocation, then payments to Authorized Claimants will be made after any appeals are resolved and after the completion of all claims processing. Please be patient, as this process can take some time to complete.

WHAT IS THIS CASE ABOUT?

11. Geron is a clinical stage biopharmaceutical company. During the Class Period, Geron's common stock traded on the Nasdaq under the symbol GERN.

12. Beginning on January 23, 2020, two related securities class actions brought on behalf of investors in Geron common stock were filed in the United States District Court for the Northern District of California (the "Court"). On May 14, 2020, the Court entered an Order appointing Julia Junge and Richard Junge as Lead Plaintiffs pursuant to the Private Securities Litigation Reform Act of 1995, consolidating all related actions, and inviting applications for Lead Counsel. On July 27, 2020, the Court entered an Order approving Lead Plaintiffs' selection of Kaplan Fox & Kilsheimer LLP ("Kaplan Fox") as Lead Counsel.

13. On August 20, 2020, Lead Plaintiffs filed a Consolidated Class Action Complaint For Violations of the Federal Securities Laws ("Consolidated Complaint") against Geron and Dr. Scarlett. On October 1, 2020, Defendants filed a motion to dismiss the Consolidated Complaint. On October 12, 2020, the Court entered a Stipulation and Order that permitted the Lead Plaintiffs to submit a further amended complaint pursuant to Rule 15 of the Federal Rules of Civil Procedure and set a briefing schedule for any motion(s) to dismiss in response thereto.

14. On October 22, 2020, Lead Plaintiffs filed the operative complaint in the Action, the Amended Consolidated Class Action Complaint for Violations of the Federal Securities Laws (the "Amended Complaint") against Geron and Dr. Scarlett. The Amended Complaint asserts claims against Geron and Dr. Scarlett under Section 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") and Rule 10b-5 promulgated thereunder, and against Dr. Scarlett under Section 20(a) of the Exchange Act. Among other things, the Amended Complaint alleges that, during the period from March 19, 2018, to September 26, 2018, inclusive (the "Class Period"), Defendants made materially false and misleading statements concerning the Company's single drug in development, imetelstat, and the results of a Phase 2 clinical trial known as the IMbark study², and that Geron and certain Company insiders sold Geron common stock at inflated prices while in possession of material, non-public information concerning the results from in the IMbark study. The Amended Complaint further alleges that Defendants' misstatements caused the price of Geron common stock to be inflated during the Class Period and to decline when the alleged truth emerged though a corrective disclosure on September 27, 2018, resulting in financial losses to those who purchased Geron common stock at the alleged inflated price.

15. On November 23, 2020, Defendants filed a motion to dismiss the Amended Complaint. On December 10, 2020, Lead Plaintiffs filed their opposition to Defendants' motion to dismiss the Amended Complaint. On December 17, 2020, Defendants filed their reply in support of the motion to dismiss the Amended Complaint. On February 8, 2021, the Court heard oral argument on Defendants' motion to dismiss the Amended Complaint.

16. On April 12, 2021, the Court granted in part, and denied in part, Defendants' motion to dismiss (the "April 12 Order"), sustaining certain claims against Defendants under Section 10(b) of the Exchange Act and the Section 20(a) control person claim under the Exchange Act against Dr. Scarlett. On April 29, 2021, Lead

² The IMbark study was designed to examine the use of imetelstat for the treatment of Myelofibrosis ("MF").

Plaintiffs notified the Court that they elected to stand on the Amended Complaint and not file a further amendment in response to the April 12 Order.

17. On May 13, 2021, Defendants filed their Answer to the Amended Complaint.

18. On May 18, 2021, the Parties conducted their Fed. R. Civ. P. Rule 26 conference, after which discovery commenced in the Action. To date, Lead Plaintiffs have produced over 2,000 pages of documents to Defendants, and Defendants and third parties have produced more than 426,000 pages of documents (not including pages produced in native format, *e.g.*, PowerPoint and Microsoft Excel files) to Lead Plaintiffs. Lead Plaintiffs deposed 11 fact or expert witnesses and Defendants deposed both of the Lead Plaintiffs and Lead Plaintiffs' class certification expert.

19. On August 26, 2021, the Court held an Initial Case Management Conference.

20. On August 27, 2021, the Court entered a Case Management Order, which set the initial trial schedule for the Action.

21. On September 30, 2021, Lead Plaintiffs filed a motion for class certification. Between then and November 4, 2021, the parties produced documents, deposed each other's experts on class certification issues, Defendants deposed the Lead Plaintiffs, Defendants filed their opposition brief, and Lead Plaintiffs filed their reply brief. Following full briefing on the motion, on April 2, 2022, the Court issued an Order certifying the Class, appointing Lead Plaintiffs as Class Representatives for the certified Class, and appointing Lead Counsel Kaplan Fox as Class Counsel for the certified Class.

22. On May 3, 2022, the Court approved the Original Class Notice to notify the Class of, among other things: (i) the Action pending against Defendants; (ii) the Court's certification of the Action to proceed as a class action on behalf of the Class; and (iii) their right to request to be excluded from the Class, the effect of remaining in the Class or requesting exclusion, and the requirements for requesting exclusion. The deadline for requesting exclusion from the Class pursuant to the Original Class Notice was July 22, 2022. A list of the persons and entities who requested exclusion pursuant to the Original Class Notice is available at www.GeronSecuritiesLitigation.com.

23. On April 28, 2022, the Court entered the Joint Stipulation and Order Requesting Referral to Magistrate Judge for Settlement Conference. On April 29, 2022, the Court referred the Parties to Magistrate Judge Donna M. Ryu ("Judge Ryu") for purposes of overseeing mediation/settlement discussions between the Parties.

24. On May 2, 2022, Judge Ryu issued a Notice of Settlement and Settlement Conference Order, setting a Zoom settlement conference for May 31, 2022.

25. On May 31, 2022, the Parties held a settlement conference session, via Zoom, which was also attended by Geron's insurance carriers, but did not reach an agreement to settle the Action. Following the May 31, 2022, settlement conference with Judge Ryu, the Parties continued their discussions for several weeks but were unable to reach an agreement to settle the Action. During this period, the Parties continued to prepare to submit opening expert reports. Lead Plaintiffs also continued to pursue discovery from non-party Janssen Biotech, Inc. ("Janssen"), as documented during a July 14, 2022, Status Conference with the Court.

26. On July 20, 2022, the Parties participated in a call with Judge Ryu concerning the status of potential settlement discussions, and also had scheduled a second settlement conference, via Zoom, with Judge Ryu on August 12, 2022.

27. During the August 12, 2022 settlement conference supervised by Judge Ryu, which was, again, also attended by Geron's insurance carriers, the Parties reached an agreement in principle to settle the Action that was subsequently memorialized in a term sheet (the "Term Sheet") executed on August 19, 2022. The Term Sheet sets forth, among other things, the Parties' agreement to settle and release all claims against Defendants' Released Parties in return for a payment of \$24 million, to be paid by Defendants and/or their insurers, consisting of \$17 million in cash for the benefit of the Class, plus \$7 million in Settlement Stock (as defined in the Stipulation) and/or cash at Geron's option, subject to certain terms and conditions and the execution of a customary "long form" stipulation and agreement of settlement and related papers. The Stipulation is the agreement of the Parties that will be presented for approval to the Court at the Settlement Fairness Hearing.

28. On September 2, 2022, the Parties entered into the Stipulation, which sets forth the terms and conditions of the Settlement. The Stipulation is available at www.GeronSecuritiesLitigation.com. Lead Plaintiffs and Geron also entered into a confidential Supplemental Agreement, which gives Geron the right to terminate the Settlement if valid requests for exclusion are received from persons and entities entitled to be members of the Class in an amount that exceeds an amount agreed to by Lead Plaintiffs and Geron.

29. On September 2, 2022, Lead Plaintiffs moved for preliminary approval of the Settlement, and on _____, 2022, the Court preliminarily approved the Settlement, authorized this Notice to be disseminated to Class Members, and scheduled the Settlement Fairness Hearing to consider whether to grant final approval to the Settlement.

**HOW DO I KNOW IF I AM AFFECTED BY THE SETTLEMENT?
WHO IS INCLUDED IN THE CLASS?**

30. If you are a member of the Class, you are subject to the Settlement unless you timely request to be excluded from the Class. The Class means the class certified in the Court's Order on Motion for Class Certification dated April 2, 2022 (ECF No. 206). The Class consists of:

all persons who purchased Geron common stock during the period from March 19, 2018, to September 26, 2018, inclusive (the "Class Period"), and who were damaged thereby.

Excluded from the Class by definition are the Defendants, directors and officers of Geron, and their families and affiliates. Also excluded from the Class are (i) all persons and entities who excluded themselves by previously submitting a request for exclusion from the Class in response to the Original Class Notice; (ii) all persons and entities who exclude themselves from the Class by submitting a request for exclusion in response to this Settlement Notice that is accepted by the Court. See "What If I Do Not Want To Be A Member Of The Class? How Do I Exclude Myself," below. If you previously requested exclusion from the Class, you do not need to do so again. A list of all persons or entities who previously submitted a request for exclusion from the Class is available at www.GeronSecuritiesLitigation.com.

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

If you are a Class Member and you wish to be eligible to receive a payment from the Settlement, you are required to submit the Claim Form that is being distributed with this Notice, and the required supporting documentation as set forth therein, sent by First-Class U.S. Mail to the Claims Administrator, and postmarked no later than _____, or submitted online no later than _____ to the Claims Administrator at www.GeronSecuritiesLitigation.com.

WHAT ARE LEAD PLAINTIFFS' REASONS FOR THE SETTLEMENT?

31. Lead Plaintiffs and Lead Counsel believe that the claims asserted against Defendants have merit. They recognize, however, the expense and length of continued proceedings necessary to pursue their claims against Defendants through the Court's ruling on summary judgment, pre-trial motions, a trial, and appeals, as well as the very substantial risks they would face in establishing liability and damages. For example, Defendants have maintained throughout the Action that Lead Plaintiffs will face challenges in proving scienter—*i.e.*, that Defendants knowingly or recklessly deceived investors. Defendants maintain that Defendant Dr. Scarlett's lack of stock sales during the Class Period supports the inference that he did not act knowingly or recklessly, and that the stock sales by the Company and other insiders do not support a showing of scienter.

32. Defendants also assert that Defendants' failure to reveal the actual results of the IMbark trial data are not actionable securities fraud because the data was not objectively adverse, but open to subjective interpretation. Defendants assert that the IMbark study's reporting of metrics on spleen volume response (*i.e.*, a reduction in spleen size, an adverse physical impact of MF) and total symptom score (*i.e.*, a reduction in symptoms of those suffering from MF) did not have to meet any statistical threshold for imetelstat to advance in its clinical development from Phase 2 (the level of the IMbark study) to Phase 3 or to enable FDA approval of imetelstat. This dispute has been and would continue to be a core dispute between the Parties at summary judgment or trial, and potentially a battle of the experts issue with an unpredictable outcome before a jury. Defendants also assert that Lead Plaintiffs would be unable to prove that Defendants knew of Janssen's decision to terminate in advance of its public announcement, or that Janssen's decision was based on the IMbark study results.

33. Defendants assert that Geron's announcement of the clinical trial data on the IMbark study at the end of the Class Period was issued at the same time as the announcement that Geron's collaboration partner in the study, Janssen, announced a decision to discontinue the collaboration, and that therefore it is uncertain what, if any, portion of the resulting stock decline may be attributed to the disclosure of the allegedly adverse IMbark study data, presenting challenges to proof of loss causation and damages.

34. In light of these risks, the amount of the Settlement, and the immediacy of recovery to the Class, Lead Plaintiffs and Lead Counsel believe that the proposed Settlement is fair, reasonable, and adequate, and in the best interests of the Class. Lead Plaintiffs and Lead Counsel believe that the Settlement provides a substantial benefit to the Class, namely \$24,000,000 (less the various deductions described in this Notice), as compared to the risk that the claims in the Action would produce a smaller recovery, or no recovery, after summary judgment, trial, and appeals, possibly years in the future.

35. Defendants have vigorously denied and continue to deny each and all of the claims asserted against them in the Action and deny that the Class was harmed or suffered any damages as a result of the conduct alleged in the Action. Defendants expressly have denied and continue to deny all charges of wrongdoing or liability against them arising out of any of the conduct, statements, acts, or omissions alleged, or that could have been alleged, in the Action. Defendants have agreed to the Settlement solely to eliminate the burden and expense of

continued litigation. Accordingly, the Settlement may not be construed as an admission of any wrongdoing by Defendants.

WHAT MIGHT HAPPEN IF THERE WERE NO SETTLEMENT?

36. If there were no Settlement and Lead Plaintiffs failed to establish any essential legal or factual element of their claims against Defendants, neither Lead Plaintiffs nor the other members of the Class would recover anything from Defendants. Also, if Defendants were successful in proving any of their defenses, either at summary judgment, at trial, or on appeal, the Class could recover substantially less than the amount provided in the Settlement, or nothing at all.

HOW ARE CLASS MEMBERS AFFECTED BY THE ACTION AND THE SETTLEMENT?

37. As a Class Member, you are represented by Lead Plaintiffs and Lead Counsel, unless you enter an appearance through counsel of your own choice at your own expense. You are not required to retain your own counsel, but if you choose to do so, such counsel must file a notice of appearance on your behalf as provided in the section entitled, “When And Where Will The Court Decide Whether To Approve The Settlement?,” below.

38. If you are a Class Member and do not wish to remain a Class Member, you must exclude yourself from the Class by following the instructions in the section entitled, “What If I Do Not Want To Be A Member Of The Class? How Do I Exclude Myself?,” below. If you exclude yourself, you will not be able to receive a payment from the Settlement and you will not be able to object to the Settlement.

39. If you are a Class Member and you wish to object to the Settlement, the Plan of Allocation, and/or Lead Counsel’s application for attorneys’ fees and Litigation Expenses or the service awards for Lead Plaintiffs, and if you do not exclude yourself from the Class, you may present your objections by following the instructions in the section entitled, “When And Where Will The Court Decide Whether To Approve The Settlement?,” below.

40. If you are a Class Member and you do not exclude yourself from the Class, you will be bound by any orders issued by the Court. Even if you object and your objection is overruled by the Court, you will still be bound by any orders issued by the Court. If the Settlement is approved, the Court will enter a judgment (the “Judgment”). The Judgment will dismiss with prejudice the claims in the Action against Defendants and will provide that, upon the Effective Date of the Settlement, Lead Plaintiffs and each of the other Class Members, on behalf of themselves will have fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all of the Released Plaintiffs’ Claims (as defined in ¶41 below) against Defendants and Defendants’ Released Parties (as defined in ¶44 below), whether or not such Class Member executes and delivers a Claim or objects to the Settlement, and will forever be barred and enjoined from prosecuting, commencing, instituting, or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum, asserting any or all of the Released Plaintiffs’ Claims against any of the Defendants’ Released Parties. This Release shall not apply to any of the Excluded Plaintiff’s Claims.

41. As defined in the Stipulation and used in this Notice, “Released Plaintiffs’ Claims” means all claims, including Unknown Claims, that were actually asserted against Defendants in the Amended Complaint, or that arise out of, are based upon, or relate to the allegations, transactions, acts, facts, events, matters, occurrences, representations, or omissions asserted in the Amended Complaint and concern claims or causes

action relating to the allegations, transactions, acts, facts, events, matters, occurrences, representations, or omissions alleged in the Amended Complaint that could have been asserted, but were not actually asserted against Defendants in the Amended Complaint. Released Plaintiffs' Claims do not include any of the following claims: (i) claims relating to the enforcement of the Settlement; (ii) claims asserted in any pending derivative action, including, without limitation, claims asserted in *In re Geron Corporation Stockholder Derivative Action*, Master File No. 3:20-cv-02823-WHA (N.D. Cal.); *In re Geron Corporation Stockholder Derivative Litigation*, Case No. 1:20-cv-1207 (D. Del.); *In re Geron Corporation Stockholder Derivative Litigation*, Consolidated C.A. No. 2020-0684-SG (Del. Ch.); *Penney v. Scarlett*, Case No. 21CIV03165 (San Mateo Cty. Sup. Ct.) and any related or consolidated cases; (iii) claims of the persons or entities who submitted a request for exclusion from the Class by July 22, 2022, or whose late notice to be excluded from the Class has been accepted by the Court, in connection with the Original Class Notice (as set forth in Appendix 1 to the Stipulation); and (iii) claims of any persons or entities who submit a request for exclusion from the Class in connection with the Settlement Notice ("Excluded Plaintiffs' Claims").

42. As defined in the Stipulation and used in this Notice, "Released Defendants' Claims" means all claims and causes of action of every nature and description, whether known claims or Unknown Claims, whether arising under federal, state, common or foreign law, that arise out of or relate in any way to the institution, prosecution, or settlement of the claims asserted in the Action against Defendants. Released Defendants' Claims do not include any of the following claims: (i) claims relating to the enforcement of the Settlement; (ii) claims against the persons or entities who submitted a request for exclusion from the Class by July 22, 2022, or whose late notice to be excluded from the Class has been accepted by the Court, in connection with the Original Class Notice (as set forth in Appendix 1 to the Stipulation); or (iii) claims against any persons or entities who submit a request for exclusion from the Class in connection with the Settlement Notice ("Excluded Defendants' Claims").

43. As defined in the Stipulation and used in this Notice, "Plaintiffs' Released Parties" means Lead Plaintiffs and Class Representatives, Lead Counsel and Class Counsel, and the members of the Class.

44. As defined in the Stipulation and used in this Notice, "Defendants' Released Parties" means Defendants and their Related Parties.

45. As defined in the Stipulation and used in this Notice, "Unknown Claims" means any "Unknown Claims" means any Released Plaintiffs' Claims which Lead Plaintiffs or any other Class Member does not know or suspect to exist in his, her, or its favor at the time of the release of such claims, and any Released Defendants' Claims which any Defendant does not know or suspect to exist in his, her, or its favor at the time of the release of such claims, which, if known by him, her, or it, might have affected his, her, or its decision(s) with respect to this Settlement, including, but not limited to, whether or not to object to the Settlement or the Released Claims. With respect to any and all Released Claims, the Parties stipulate and agree that, upon the Effective Date of the Settlement, Lead Plaintiffs and Defendants shall expressly waive, and each of the Class Members and Defendants' Related Parties shall be deemed to have, and by operation of the Judgment shall have, expressly waived, the provisions, rights and benefits conferred by any law of any state or territory of the United States, or principle of common law or foreign law, which is similar, comparable, or equivalent to California Civil Code Section 1542, which provides:

A general release does not extend to claims that the creditor or releasing party does not know or suspect to exist in his or her favor at the time of executing the release and that, if known by him or her, would have materially affected his or her settlement with the debtor or released party.

Unknown Claims are limited to those that (a) Lead Plaintiffs or any other Class Member or Defendants (i) asserted in the Amended Complaint or Action or (ii) arise out of or relate to the allegations, transactions, facts, events, matters, occurrences, representations, or omissions asserted in the Amended Complaint or Action and concern claims or causes of action of or by Lead Plaintiffs or any other Class Member who purchased or otherwise acquired Geron common stock during the Class Period and were allegedly damaged thereby. Lead Plaintiffs and any other Class Member, and Defendants may hereafter discover facts in addition to or different from those that he, she, it or their counsel now knows or believes to be true with respect to the subject matter of Released Plaintiffs' Claims and Released Defendants' Claims, but they stipulate and agree that, upon the Effective Date of the Settlement, they shall expressly waive and by operation of the Judgment shall have, fully, finally, and forever settled and released any and all Unknown Claims. The Parties acknowledge, and each of the Class Members and Defendants' Related Parties shall be deemed by operation of law to have acknowledged, that the foregoing waiver was separately bargained for and is a key element of the Settlement.

46. In addition to the provisions noted at ¶¶40-45 above, the Judgment will also provide that, upon the Effective Date of the Settlement, Defendants, on behalf of themselves and their Related Parties, will have fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all Released Defendants' Claims (as defined in ¶42) against Lead Plaintiffs and Plaintiffs' Released Parties (as defined in ¶43), and will forever be barred and enjoined from prosecuting, commencing, instituting, or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum, asserting any or all of the Released Defendants' Claims against any of the Plaintiffs' Released Parties. This Release shall not apply to any of the Excluded Defendants' Claims.

47. The Judgment will also provide that, no person or entity shall have any claim against Lead Plaintiffs, Lead Counsel, the Claims Administrator, or any other agent designated by Lead Counsel, or Defendants' Released Parties and/or their respective counsel, arising from distributions made substantially in accordance with the Stipulation, the Plan of Allocation approved by the Court, or any order of the Court. Lead Plaintiffs and Defendants, and their respective counsel, and all other Releasees shall have no liability whatsoever for the acceptance, holding and/or sale of the Settlement Stock, the investment or distribution of the Settlement Fund (of which the Settlement Stock or its liquidated value is a part) or the Net Settlement Fund, the Plan of Allocation, or the determination, administration, calculation, or payment of any claim or nonperformance of the Claims Administrator, the payment or withholding of taxes (including interest and penalties) owed by the Settlement Fund, or any losses incurred in connection therewith.

HOW DO I PARTICIPATE IN THE SETTLEMENT? WHAT DO I NEED TO DO?

48. To be eligible for a payment from the Settlement, you must be a member of the Class and you must timely complete and return **the Claim Form with adequate supporting documentation by no later than midnight Pacific Time on _____ by First-Class U.S. Mail** to the Claims Administrator at the address listed below (*postmarked by due date*), **or submit the Claim Form and supporting documentation online at www.GeronSecuritiesLitigation.com, by no later than midnight Pacific Time on _____**. You may submit your Claim Form any time before the deadline.

49. A Claim Form is included with this Notice, or you may obtain one from the website maintained by the Claims Administrator for the Settlement, www.GeronSecuritiesLitigation.com. You may also request that a Claim Form be mailed to you by calling the Claims Administrator toll free at 1-844-754-5537 or by emailing the Claims Administrator at info@GeronSecuritiesLitigation.com. **Please retain all records of your ownership of and transactions in Geron common stock, as they will be needed to document your Claim.** The Parties

and Claims Administrator do not have information about your transactions in Geron common stock. If you do not submit a timely and valid Claim Form, you will not be eligible to share in the Net Settlement Fund.

HOW MUCH WILL MY PAYMENT BE?

50. At this time, it is not possible to make any determination as to how much money any individual Class Member may receive from the Settlement. As noted above, recovery will be impacted by the total number of valid Claim Forms submitted by Authorized Claimants, and among other factors, when and at what prices you purchased or sold your shares.

51. Pursuant to the Settlement, Geron has agreed to pay or cause to be paid a total of \$24,000,000 (the “Settlement Amount”), payable in two parts, the first being a payment of \$17 million in cash and the second being a payment of \$7 million which, at Geron’s option, may be paid in cash and/or Settlement Stock as provided in the Stipulation. The Settlement Amount will be deposited into an Escrow Account. The Settlement Amount plus any interest earned thereon is referred to as the “Settlement Fund.” If the Settlement is approved by the Court and the Effective Date occurs, the Net Settlement Fund will be distributed to Class Members who submit valid Claim Forms, in accordance with the proposed Plan of Allocation or such other plan of allocation as the Court may approve.

52. The Net Settlement Fund will not be distributed unless and until the Court has approved the Settlement and a plan of allocation, and the time for any petition for rehearing, appeal, or review, whether by certiorari or otherwise, has expired.

53. Neither Defendants nor any other person or entity that paid any portion of the Settlement Amount on their behalf are entitled to get back any portion of the Settlement Fund once the Judgment approving the Settlement becomes Final. Defendants shall not have any liability, obligation, or responsibility for the administration of the Settlement, the disbursement of the Net Settlement Fund, any actions of the Escrow Agent, or the Plan of Allocation.

54. Approval of the Settlement is independent from approval of a plan of allocation. Any determination with respect to a plan of allocation will not affect the Settlement, if approved.

55. Unless the Court otherwise orders, any Class Member who or which fails to submit a Claim Form by the deadline shall be fully and forever barred from receiving payments pursuant to the Settlement but will in all other respects remain a member of the Class and be subject to the provisions of the Stipulation, including the terms of any Judgment entered and the Releases given. This means that each Class Member releases the Released Plaintiffs’ Claims (as defined in ¶41 above) against the Defendants’ Released Parties (as defined in ¶44 above) and will be barred and enjoined from prosecuting any of the Released Plaintiffs’ Claims against any of the Defendants’ Released Parties whether or not such Class Member submits a Claim Form.

56. The Court has reserved jurisdiction to allow, disallow, or adjust on equitable grounds the Claim of any Class Member. Each Claimant shall be deemed to have submitted to the jurisdiction of the Court with respect to his, her, or its Claim Form.

57. Only members of the Class will be eligible to share in the distribution of the Net Settlement Fund. Persons and entities that are excluded from the Class by definition or that previously excluded themselves from the Class pursuant to request or who now exclude themselves from the Class by request will not be eligible for a

payment and should not submit Claim Forms. The only security that is included for Class Members to submit a claim on in the Settlement is Geron common stock.

PROPOSED PLAN OF ALLOCATION

58. The objective of the Plan of Allocation set forth below is to equitably distribute Settlement proceeds to those Authorized Claimants who allegedly suffered economic losses as a proximate result of the wrongdoing set forth in the Amended Complaint. The Plan of Allocation generally measures the amount of loss that Authorized Claimants can claim for purposes of making *pro rata* allocations of the Settlement proceeds. To design this Plan, Class Counsel has conferred with their damages expert. However, the Plan of Allocation is not a formal damages analysis. The calculations made pursuant to the Plan of Allocation are not intended to be estimates of the amounts that Authorized Claimants might have been able to recover after a trial. Nor are the calculations pursuant to the Plan of Allocation intended to be estimates of the amounts that will be paid to Authorized Claimants pursuant to the Settlement. The calculations made pursuant to the Plan of Allocation are only a method to weigh the claims of Authorized Claimants against one another for the purposes of making *pro rata* allocations of the Settlement proceeds.

59. For losses to be compensable damages under the federal securities laws, the disclosure of the allegedly misrepresented information must be the cause of the investor's loss and inflation paid at the time of purchase must exceed the inflation at time of sale. In this case, Lead Plaintiffs alleged that Defendants made false statements and omitted material facts during the period between March 19, 2018, through and including September 26, 2018, which had the effect of artificially inflating the prices of Geron common stock. Lead Plaintiffs alleged that artificial inflation was removed from Geron's common stock on September 27, 2018, and September 28, 2018, in reaction to information disclosed on September 27, 2018 (prior to market hours).

60. In order to have a "Recognized Loss Amount" under the Plan of Allocation, the security must have been purchased during the Class Period and held through at least until September 27, 2018, the date where the alleged new corrective information was released to the market that resulted in a statistically significant change in market price of Geron's common stock.

CALCULATION OF RECOGNIZED LOSS AMOUNTS

61. A Recognized Loss Amount will be calculated by the Claims Administrator as set forth below for each purchase of Geron common stock from March 19, 2018, through and including September 26, 2018, that is listed in the Claim Form and for which adequate documentation is provided. To the extent that a calculation of a Recognized Loss Amount results in a negative number, that number shall be set to zero.

62. For each share of Geron common stock purchased from March 19, 2018, through and including September 26, 2018, and:

- A. Sold before September 27, 2018, the Recognized Loss Amount for each such share shall be zero.
- B. Sold on September 27, 2018, the Recognized Loss Amount for each such share shall be *the least of*:
 - (i) \$2.46; or
 - (ii) the purchase price of each such share multiplied by 0.45; or

- (iii) the actual purchase price of each such share *minus* the closing price on September 27, 2018, as set forth in Table 1 below; or
 - (iv) the actual purchase price *minus* the actual sale price.
- C. Sold during the period from September 28, 2018, through and including December 24, 2018, the Recognized Loss Amount for each such share shall be *the least of*:
- (i) \$2.81; or
 - (ii) the purchase price of each such share multiplied by 0.45; or
 - (iii) the actual purchase price of each such share *minus* the average closing price from September 27, 2018, up to the date of sale as set forth in Table 1 below; or
 - (iv) the actual purchase price *minus* the actual sale price.
- D. Held as of the close of trading on December 24, 2018, the Recognized Loss Amount for each such share shall be *the least of*:
- (i) \$2.81; or
 - (ii) the purchase price of each such share multiplied by 0.45; or
 - (iii) the actual purchase price of each such share *minus* \$1.57.³

ADDITIONAL PROVISIONS

63. **FIFO Matching:** If a Claimant has more than one purchase or sale of Geron common stock during the Class Period, all purchases and sales shall be matched on a First In, First Out (“FIFO”) basis. Class Period sales will be matched first against any holdings at the beginning of the Class Period, and then against purchases in chronological order, beginning with the earliest purchase made during the Class Period.

64. **Calculation of Claimant’s “Recognized Claim”:** A Claimant’s “Recognized Claim” will be the sum of his, her, or its Recognized Loss Amounts as calculated above.

65. **Purchase/Sale Dates and Prices:** Purchases and sales of Geron common stock shall be deemed to have occurred on the “contract” or “trade” date as opposed to the “settlement” or “payment” date. All purchase

³ Pursuant to Section 21(D)(e)(1) of the PSLRA, “in any private action arising under this title in which the plaintiff seeks to establish damages by reference to the market price of a security, the award of damages to the plaintiff shall not exceed the difference between the purchase or sale price paid or received, as appropriate, by the plaintiff for the subject security and the mean trading price of that security during the 90-day look-back period beginning on the date on which the information correcting the misstatement or omission that is the basis for the action is disseminated to the market.” Consistent with the requirements of the PSLRA, Recognized Loss Amounts are reduced to an appropriate extent by taking into account the closing prices of Geron common stock during the 90-day look-back period, September 27, 2018, through December 24, 2018. The mean (average) closing price for Geron common stock during this 90-day look-back period was \$1.57.

and sale prices shall exclude any fees, taxes, and commissions. The receipt or grant of Geron common stock by gift, inheritance or operation of law during the Class Period shall not be deemed a purchase or sale for the calculation of a Claimant's Recognized Loss Amount pursuant to the calculations set forth above, and such receipt or grant shall not be deemed an assignment of any claim relating to the purchase or sale of such Geron Securities, unless (i) the donor or decedent purchased such securities during the Class Period; (ii) the instrument of gift or assignment specifically provides that it is intended to transfer such rights; and (iii) no Claim Form was submitted by or on behalf of the donor, on behalf of the decedent, or by anyone else with respect to such Geron Securities.

66. **Short Sales:** With respect to the calculation of a Claimant's Recognized Loss Amount, the date of covering a short sale is deemed to be the date of purchase of the stock, and the date of a short sale is deemed to be the date of sale. In accordance with the Plan of Allocation, however, the Recognized Loss Amount on short sales, including purchases covering short sales, during the Class Period is zero. In the event that a Claimant has an opening short position in Geron common stock, the earliest Class Period purchases shall be matched against such opening short position and not be entitled to a recovery until that short position is fully covered.

67. **Eligible Securities:** Geron common stock is the only security eligible for recovery under the Plan of Allocation. With respect to Geron common stock purchased or sold through the exercise of an option, the purchase/sale date of the Geron common stock will be the exercise date of the option and the purchase/sale price will be the exercise price of the option.

68. **Determination of Distribution Amount:** If the sum total of Recognized Claims of all Authorized Claimants who are entitled to receive payment out of the Net Settlement Fund is greater than the Net Settlement Fund, each Authorized Claimant shall receive his, her, or its *pro rata* share of the Net Settlement Fund. The *pro rata* share will be the Authorized Claimant's Recognized Claim divided by the total of Recognized Claims of all Authorized Claimants, multiplied by the total amount in the Net Settlement Fund.

69. If the Net Settlement Fund exceeds the sum total amount of the Recognized Claims of all Authorized Claimants entitled to receive payment out of the Net Settlement Fund, the excess amount in the Net Settlement Fund will be distributed *pro rata* to all Authorized Claimants entitled to receive payment.

70. If an Authorized Claimant's Distribution Amount calculates to less than \$10.00, no distribution will be made to that Authorized Claimant.

71. After the initial distribution of the Net Settlement Fund, the Claims Administrator will make reasonable and diligent efforts to have Authorized Claimants cash their distribution checks. To the extent any monies remain in the Net Settlement Fund nine (9) months after the initial distribution, if Class Counsel, in consultation with the Claims Administrator, determine that it is cost-effective to do so, the Claims Administrator will conduct a re-distribution of the funds remaining after payment of any unpaid fees and expenses incurred in administering the Settlement, including for such re-distribution, to Authorized Claimants who have cashed their initial distributions and who would receive at least \$10.00 from such re-distribution. Additional re-distributions to Authorized Claimants who have cashed their prior checks and who would receive at least \$10.00 on such additional re-distributions may occur thereafter if Class Counsel, in consultation with the Claims Administrator, determine that additional re-distributions, after the deduction of any additional fees and expenses incurred in administering the Settlement, including for such re-distributions, would be cost-effective.

72. The Plan of Allocation set forth herein is the plan that is being proposed by Lead Plaintiffs and Class Counsel to the Court for approval. The Court may approve this Plan of Allocation as proposed or it may

modify the Plan without further notice to the Settlement Class. Any orders regarding a modification of the Plan of Allocation will be posted to the website for this Settlement, www.GeronSecuritiesLitigation.com.

TABLE 1

**Geron Common Stock Closing Price and Average Closing Price
September 27, 2018 – December 24, 2018**

Date	Closing Price	Average Closing Price Between September 27, 2018 and Date Shown	Date	Closing Price	Average Closing Price Between September 27, 2018 and Date Shown
9/27/2018	\$2.31	\$2.31	11/9/2018	\$1.65	\$1.70
9/28/2018	\$1.76	\$2.04	11/12/2018	\$1.57	\$1.70
10/1/2018	\$1.56	\$1.88	11/13/2018	\$1.56	\$1.69
10/2/2018	\$1.71	\$1.84	11/14/2018	\$1.51	\$1.69
10/3/2018	\$1.82	\$1.83	11/15/2018	\$1.57	\$1.68
10/4/2018	\$1.76	\$1.82	11/16/2018	\$1.59	\$1.68
10/5/2018	\$1.83	\$1.82	11/19/2018	\$1.54	\$1.68
10/8/2018	\$1.84	\$1.82	11/20/2018	\$1.52	\$1.67
10/9/2018	\$1.73	\$1.81	11/21/2018	\$1.58	\$1.67
10/10/2018	\$1.72	\$1.80	11/23/2018	\$1.53	\$1.67
10/11/2018	\$1.66	\$1.79	11/26/2018	\$1.53	\$1.66
10/12/2018	\$1.69	\$1.78	11/27/2018	\$1.48	\$1.66
10/15/2018	\$1.66	\$1.77	11/28/2018	\$1.55	\$1.66
10/16/2018	\$1.84	\$1.78	11/29/2018	\$1.55	\$1.66
10/17/2018	\$1.76	\$1.78	11/30/2018	\$1.61	\$1.65
10/18/2018	\$1.71	\$1.77	12/3/2018	\$1.62	\$1.65
10/19/2018	\$1.67	\$1.77	12/4/2018	\$1.50	\$1.65
10/22/2018	\$1.64	\$1.76	12/6/2018	\$1.55	\$1.65
10/23/2018	\$1.64	\$1.75	12/7/2018	\$1.49	\$1.65
10/24/2018	\$1.51	\$1.74	12/10/2018	\$1.41	\$1.64
10/25/2018	\$1.56	\$1.73	12/11/2018	\$1.40	\$1.64
10/26/2018	\$1.52	\$1.72	12/12/2018	\$1.45	\$1.63
10/29/2018	\$1.48	\$1.71	12/13/2018	\$1.39	\$1.63
10/30/2018	\$1.50	\$1.70	12/14/2018	\$1.36	\$1.62
10/31/2018	\$1.53	\$1.70	12/17/2018	\$1.19	\$1.62
11/1/2018	\$1.85	\$1.70	12/18/2018	\$1.16	\$1.61
11/2/2018	\$1.67	\$1.70	12/19/2018	\$1.08	\$1.60
11/5/2018	\$1.77	\$1.70	12/20/2018	\$1.03	\$1.59

Date	Closing Price	Average Closing Price Between September 27, 2018 and Date Shown	Date	Closing Price	Average Closing Price Between September 27, 2018 and Date Shown
11/6/2018	\$1.65	\$1.70	12/21/2018	\$0.98	\$1.58
11/7/2018	\$1.72	\$1.70	12/24/2018	\$0.99	\$1.57
11/8/2018	\$1.68	\$1.70			

**WHAT PAYMENT ARE THE ATTORNEYS FOR THE CLASS SEEKING?
HOW WILL THE LAWYERS BE PAID?**

73. Lead Counsel has not received any payment for its services in pursuing claims against Defendants on behalf of the Class, nor has it been paid for its litigation expenses. Before final approval of the Settlement, Lead Counsel will apply to the Court for an award of attorneys' fees in an amount not to exceed 18% of the Settlement Fund, or \$4.32 million, plus interest. At the same time, Lead Counsel also intends to apply for payment of Litigation Expenses in an amount not to exceed \$1,140,000. Lead Counsel will file its motion for attorneys' fees and expenses by _____. The Court will determine the amount of any award of attorneys' fees or Litigation Expenses. Such sums as may be approved by the Court will be paid solely from the Settlement Fund. Class Members are not personally liable for any such fees or expenses. Similarly, Lead Plaintiffs may each apply for a service award, subject to Court approval. Lead Plaintiff Julia Junge may seek up to \$10,000, and Lead Plaintiff Richard Junge may seek up to \$2,500.

**WHAT IF I DO NOT WANT TO BE A MEMBER OF THE CLASS?
HOW DO I EXCLUDE MYSELF?**

74. Each Class Member will be bound by all determinations and judgments in this Action, whether favorable or unfavorable, unless such person or entity mails by First-Class U.S. Mail a written request for exclusion addressed to: *Geron Securities Litigation*, EXCLUSIONS, c/o Epiq Class Action & Claims Solutions at P.O. Box 4574, Portland, OR 97208-4574. The request for exclusion must be **postmarked by no later than _____ at midnight Pacific Time**. Class Members may also submit their exclusion request **online** by no later than _____ at midnight Pacific Time to the Claims Administrator at www.GeronSecuritiesLitigation.com. You will not be able to exclude yourself from the Class after ____.

75. You do not need to request exclusion from the Class again if you previously submitted a request for exclusion in response to the Original Class Notice (which was initially distributed in May 2022). A list of persons and entities who previously requested exclusion from the Class in response to the Original Class Notices is available at www.GeronSecuritiesLitigation.com.

76. Each request for exclusion must: (i) state the name, address, telephone number and e-mail address (if e-mail address is available) of the person or entity requesting exclusion, and in the case of entities, the name and telephone number of the appropriate contact person; (ii) state that such person or entity requests exclusion from *Julia Junge and Richard Junge v. Geron Corp. and John A. Scarlett*, Case No. 20-cv-00547-WHA (N.D. Cal.); (iii) state whether the shares owned by the person requesting exclusion were owned in street name and, if so, by whom; (iv) and provides documents sufficient to prove membership in the Class, including documents showing the number of shares of publicly-traded Geron common stock that the person or entity requesting

exclusion (A) owned as of the opening of trading on March 19, 2018, and (B) purchased and/or sold during the Class Period (*i.e.*, from March 19, 2018, to September 26, 2018, inclusive). Documentation establishing membership in the Class must consist of copies of brokerage confirmation slips or monthly brokerage account statements, or an authorized statement from the broker for the person or entity requesting exclusion and containing the transactional and holding information found in a broker confirmation slip or account statement; and (v) the exclusion request must be signed by the person or entity requesting exclusion or an authorized representative.

77. A request for exclusion shall not be valid and effective unless it provides all the information called for in ¶76 and is sent in the manner and within the time stated above, or is otherwise accepted by the Court.

78. If you do not want to be part of the Class, you must follow these instructions for exclusion even if you have pending, or later file, another lawsuit, arbitration, or other proceeding relating to any Released Plaintiffs' Claims against any of the Defendants' Released Parties. Excluding yourself from the Class is the only option that allows you to be part of any other current or future lawsuit against Defendants or any of the other Defendants' Released Parties concerning the Released Plaintiffs' Claims. Please note: If you decide to exclude yourself from the Class, Defendants and Defendants' Released Parties will have the right to assert any and all defenses they may have to any claims that you may seek to assert.

79. If you ask to be excluded from the Class, you will not be eligible to receive any payment out of the Net Settlement Fund and you will not be able to submit an objection to the Settlement, the Plan of Allocation, or Lead Counsel's motion for attorneys' fees and expenses or payment of service awards to the Lead Plaintiffs.

80. Lead Plaintiffs and Defendants have entered into a confidential Supplemental Agreement, which gives Defendants the right to terminate the Settlement if valid requests for exclusion are received from persons and entities entitled to be members of the Class in an amount that exceeds an amount agreed to by Lead Plaintiffs and Defendants.

**WHEN AND WHERE WILL THE COURT DECIDE WHETHER TO
APPROVE THE SETTLEMENT?
DO I HAVE TO COME TO THE HEARING?
MAY I SPEAK AT THE HEARING IF I DON'T LIKE THE SETTLEMENT?**

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

82. **Please Note: The date and time of the Settlement Fairness Hearing may change without further written notice to the Class. In addition, the Court may decide to conduct the Settlement Fairness Hearing by video or telephonic conference, or otherwise allow Class Members to appear at the hearing by phone or video, without further written notice to the Class. In order to determine whether the date and time of the Settlement Fairness Hearing have changed, or whether Class Members must or may participate by phone or video, it is important that you monitor the Court's docket and the Settlement website, www.GeronSecuritiesLitigation.com, before making any plans to attend the Settlement Fairness Hearing. Any updates regarding the hearing, including any changes to the date or time of the hearing or updates regarding in person or telephonic appearances at the hearing, will be posted to the Settlement website, www.GeronSecuritiesLitigation.com. Also, if the Court requires or allows Class Members to participate in**

the Settlement Fairness Hearing by telephone or video conference, the information needed to access the conference will be posted to www.GeronSecuritiesLitigation.com.

83. The Settlement Fairness Hearing will be held on _____, 2023 at _____.m. Pacific time, before the Honorable William Alsup either in person at the United States District Court for the Northern District of California, San Francisco Courthouse, Courtroom 12 – 19th Floor, 450 Golden Gate Avenue, San Francisco, CA 94102, or by telephone or videoconference (in the discretion of the Court). At the hearing, the Court will determine, among other things, (i) whether the proposed Settlement on the terms and conditions provided for in the Stipulation is fair, reasonable, and adequate to the Class, and should be finally approved by the Court; (ii) whether the Action should be dismissed with prejudice against Defendants and the Releases specified and described in the Stipulation (and in this Notice) should be granted; (iii) whether the proposed Plan of Allocation should be approved as fair and reasonable; (iv) whether Lead Counsel’s motion for attorneys’ fees and Litigation Expenses should be approved and service awards should be paid to Lead Plaintiffs; and (v) any other matters that may properly be brought before the Court in connection with the Settlement. The Court reserves the right to approve the Settlement, the Plan of Allocation, and Lead Counsel’s motion for attorneys’ fees and Litigation Expenses and service awards to Lead Plaintiffs; and/or consider any other matter related to the Settlement at or after the Settlement Fairness Hearing without further notice to the members of the Class.

84. Any Class Member who or which does not request exclusion may object to the Settlement, the proposed Plan of Allocation, or Lead Counsel’s motion for attorneys’ fees and Litigation Expenses and service awards to Lead Plaintiffs. Objections must be in writing. To object, the Court must receive your written objection, together with copies of all other papers and briefs supporting the objection, **by no later than _____ at midnight Pacific Time (the “Objection Deadline”)**. You have three options (“Filing Options”) to meet the Objection Deadline, you may file the objections electronically on the docket for the Action, you may visit any location of the Court during business hours of the Clerk’s Office to file the objections (the hours and locations are available at <https://cand.uscourts.gov>), or you may mail (postmarked by the Objection Deadline) a copy of the objections to the Clerk’s Office at the United States District Court for the Northern District of California at this address:

Clerk’s Office

United States District Court Northern District of California
Class Action Clerk
Phillip Burton Federal Building &
U.S. Courthouse
450 Golden Gate Avenue
San Francisco, CA 94102

85. Any objection must (i) identify the case name and docket number, *Julia Junge and Richard Junge v. Geron Corp. and John A. Scarlett*, Case No. 20-cv-00547-WHA (N.D. Cal.); (ii) state the name, address, telephone number and e-mail address (if e-mail address is available) of the person or entity objecting and must be signed by the objector; (iii) state whether the objector is represented by counsel and, if so, the name, address, and telephone number of the objector’s counsel; (iv) contain a statement of the Class Member’s objection or objections, and the specific reasons for each objection, including any legal and evidentiary support the Class Member wishes to bring to the Court’s attention and whether the objection applies only to the objector, to a specific subset of the Class, or to the entire Class; and (v) include documents sufficient to prove membership in the Class, including documents showing the number of shares of publicly-traded Geron common stock that the

objector (A) owned as of the opening of trading on March 19, 2018 and (B) purchased and/or sold during the Class Period (*i.e.*, from March 19, 2018, to September 26, 2018, inclusive). Documentation establishing membership in the Class must consist of copies of brokerage confirmation slips or monthly brokerage account statements, or an authorized statement from the objector's broker containing the transactional and holding information found in a broker confirmation slip or account statement.

86. Lead Plaintiffs and Lead Counsel will file their detailed motion papers in support of final approval of the Settlement and approval of attorneys' fees and Litigation Expenses and service awards for the Lead Plaintiffs on _____. Those papers will be made available on www.GeronSecuritiesLitigation.com if you wish to review them before submitting an objection.

87. You may not object to the Settlement, the Plan of Allocation, or Lead Counsel's motion for attorneys' fees and Litigation Expenses and for service awards for Lead Plaintiffs if you previously excluded yourself or now exclude yourself from the Class or if you are not a member of the Class.

88. If you submit an objection, you will still be bound by the Court's orders in the Action even if the Court overrules your objection. You may submit a Claim Form and be eligible to receive a payment in the Settlement even if you submit an objection.

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

90. If you wish to be heard orally at the hearing in opposition to the approval of the Settlement, the Plan of Allocation, or Lead Counsel's motion for attorneys' fees and Litigation Expenses, assuming you timely file a written objection as described above, you must also file a notice of appearance, which may be done under any of the three Filing Options listed for filing the objections set forth in ¶84 above so that it is filed and/or postmarked **on or before _____ at midnight Pacific Time**. Persons who intend to object and desire to present evidence at the Settlement Fairness Hearing must include in their written objection or notice of appearance the identity of any witnesses they may call to testify and exhibits they intend to introduce into evidence at the hearing. It is within the Court's discretion to allow appearances at the Settlement Fairness Hearing either in person or by telephone or videoconference, with or without the filing of written objections.

91. You are not required to hire an attorney to represent you in making written objections or in appearing at the Settlement Fairness Hearing. However, if you decide to hire an attorney, it will be at your own expense, and that attorney must file a notice of appearance with the Court so that the notice is ***filed and/or postmarked on or before _____ at midnight Pacific Time***.

92. The Settlement Fairness Hearing may be adjourned by the Court without further written notice to the Class. If you plan to attend the hearing, you should confirm the date and time with Lead Counsel.

93. Unless the Court orders otherwise, any Class Member who does not object in the manner described above will be deemed to have waived any objection and shall be forever foreclosed from making any objection to the proposed Settlement, the proposed Plan of Allocation, or Lead Counsel's motion for attorneys' fees and Litigation Expenses. Class Members do not need to appear at the Settlement Fairness Hearing or take any other action to indicate their approval.

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

94. If you previously provided the names and addresses of persons on whose behalf you purchased Geron common stock during the period from March 19, 2018, to September 26, 2018, inclusive, in connection with the Original Class Notice (disseminated in or around May 2022), and (i) those names and addresses remain current and (ii) you have no additional names and addresses for potential Class Members to provide to the Claims Administrator, you need do nothing further at this time. The Claims Administrator will mail a copy of this Settlement Notice and the Claim Form (the "Settlement Notice Packet") to the beneficial owners whose names and addresses were previously provided in connection with the Class Notices.

95. If you elected to mail the Original Class Notice directly to beneficial owners, you were advised that you must retain the mailing records for use in connection with any further notices that may be provided in the Action. If you elected this option, the Claims Administrator will forward the same number of Settlement Notice Packets to you to send to the beneficial owners. You must mail the Settlement Notice Packets to the beneficial owners no later than _____.

96. If you have additional name and address information, if the name and address information of certain of your beneficial owners has changed, or if you need additional copies of the Settlement Notice Packet, or have not already provided information regarding persons on whose behalf you purchased Geron common stock during the period from March 19, 2018, to September 26, 2018, inclusive, in connection with the Original Class Notice, then, the Court has ordered that you must, by _____, either: (i) send a list of the names and addresses of such beneficial owners to the Claims Administrator at Geron Securities Litigation, c/o Geron Securities Litigation, c/o Epiq Class Action & Claims Solutions at P.O. Box 4574, Portland, OR 97208-4574, in which event the Claims Administrator shall promptly mail the Settlement Notice Packet to such beneficial owners; or (ii) request from Epiq sufficient copies of the Settlement Notice Packet to forward to all such beneficial owners, which you must then mail to the beneficial owners no later than seven (7) calendar days after receipt, and no later than _____. As stated above, if you have already provided this information in connection with the Original Class Notice, unless that information has changed (e.g., the beneficial owner has changed address), it is unnecessary to provide such information again.

97. Upon full and timely compliance with these directions, such nominees may seek reimbursement of their reasonable expenses actually incurred, by providing the Claims Administrator with proper documentation supporting the expenses for which reimbursement is sought. Copies of this Notice and the Claim Form may also be obtained from the Settlement website, www.GeronSecuritiesLitigation.com, by calling the Claims Administrator toll-free at 1-844-754-5537, or by emailing the Claims Administrator at info@GeronSecuritiesLitigation.com.

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

98. This Notice contains only a summary of the terms of the proposed Settlement. For the precise terms and conditions of the Settlement or to obtain additional information, you may find the Stipulation and other relevant documents at www.GeronSecuritiesLitigation.com, by contacting Lead Counsel at the address below, by accessing the Court docket in this case, for a fee, through the Court's Public Access to Court Electronic Records (PACER) system at <https://ecf.cand.uscourts.gov>, or by visiting the office of the Clerk of the Court for the United

States District Court for the Northern District of California, 450 Golden Gate Avenue, San Francisco, CA 94102, between 9:00 a.m. and 4:00 p.m., Monday through Friday, excluding Court holidays. Please note, when searching on PACER, the Action originally was named *Tollen v. Geron Corp., et al.*, Case No. 3-20-cv-00547-WHA, as that may assist in your search. Lead Counsel will post the Settlement Notice and Claim Form on www.kaplanfox.com through the date of the Settlement Fairness Hearing.

All inquiries concerning this Notice and the Claim Form should be directed to:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
Info@GeronSecuritiesLitigation.com
1-844-754-5537

Laurence D. King, Esq.
KAPLAN FOX & KILSHEIMER LLP
1999 Harrison Street, Suite 1560
Oakland, CA 94612
1-800-290-1952
lking@kaplanfox.com

Jeffrey P. Campisi, Esq.
KAPLAN FOX & KILSHEIMER LLP
850 Third Avenue, 14th Floor
New York, NY 10022
1-800-290-1952
jcampisi@kaplanfox.com

DO NOT CALL OR WRITE THE COURT, THE OFFICE OF THE CLERK OF THE COURT, DEFENDANTS, OR DEFENDANTS' COUNSEL REGARDING THIS SETTLEMENT OR THE CLAIM PROCESS. BY ORDER OF THE COURT:

Dated:

By Order of the Court
United States District Court
Northern District of California

EXHIBIT A-2

Geron Securities Litigation
Toll-Free Number: 1-844-754-5537
Email: info@GeronSecuritiesLitigation.com
Website: www.GeronSecuritiesLitigation.com

PROOF OF CLAIM AND RELEASE FORM

To be eligible to receive money from the Net Settlement Fund in connection with the Settlement of this Action, you must complete and sign this Proof of Claim and Release Form (“Claim Form”) and mail it by First-Class Mail to the address below, or submit it online at www.GeronSecuritiesLitigation.com, with supporting documentation, **postmarked if mailed (or if submitted online, received by the Claims Administrator) by no later than midnight Pacific Time on _____**. You may submit your Claim Form any time before the deadline.

Mail to:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
1-844-754-5537

Failure to submit your Claim Form by the deadline will subject your claim to rejection and may preclude you from being eligible to receive a payment from the Settlement.

Do not mail or deliver your Claim Form to the Court, Lead Counsel, Defendants’ Counsel, or any of the Parties to the Action. Submit your Claim Form only to the Claims Administrator (Epiq Class Action & Claims Solutions) at the address (or website address online) set forth above.

<u>TABLE OF CONTENTS</u>	<u>PAGE #</u>
PART I – CLAIMANT INFORMATION	2
PART II – SCHEDULE OF TRANSACTIONS IN GERON COMMON STOCK	3
PART III – RELEASE OF CLAIMS AND SIGNATURE	4
INSTRUCTIONS AND CHECKLIST	6

PART I – CLAIMANT INFORMATION

The Claims Administrator will use this information for all communications regarding this Claim Form. If this information changes, you MUST notify the Claims Administrator in writing at the address above. Complete names of all persons and entities must be provided.

Beneficial Owner’s Name

First Name

Last Name

Joint Beneficial Owner’s Name (if applicable)

First Name

Last Name

If this claim is submitted for an IRA, and if you would like any check that you MAY be eligible to receive made payable to the IRA, please include “IRA” in the “Last Name” box above (e.g., Jones IRA).

Entity Name (if the Beneficial Owner is not an individual)

Name of Representative, if applicable (executor, administrator, trustee, c/o, etc.), if different from Beneficial Owner

Last 4 digits of Social Security Number or Taxpayer Identification Number

Street Address

City

State/Province

Zip Code

Foreign Postal Code (if applicable)

Foreign Country (if applicable)

Telephone Number (Day)

Telephone Number (Evening)

Email Address (email address is not required, but if you provide it you authorize the Claims Administrator to use it in providing you with information relevant to this claim)

Type of Beneficial Owner:

Specify one of the following:

- | | | | |
|--|--------------------------------------|---|--|
| <input type="checkbox"/> Individual(s) | <input type="checkbox"/> Corporation | <input type="checkbox"/> UGMA Custodian | <input type="checkbox"/> IRA |
| <input type="checkbox"/> Partnership | <input type="checkbox"/> Estate | <input type="checkbox"/> Trust | <input type="checkbox"/> Other (describe: _____) |

PART II – SCHEDULE OF TRANSACTIONS IN GERON COMMON STOCK

Please provide the requested information on your holdings and trading of Geron common stock. During the Class Period, Geron common stock traded on the Nasdaq under the symbol GERN, CUSIP: 374163103. Please include proper documentation with your Claim Form as described in the Instructions, ¶¶4 & 13 on pages 6-7 below.

1. HOLDINGS AS OF MARCH 19, 2018 – State the total number of shares of Geron common stock held as of the opening of trading on March 19, 2018. (Must be documented.) If none, write “zero” or “0.”			
<div style="border: 1px solid black; width: 100%; height: 100%;"></div>			
2. PURCHASES FROM MARCH 19, 2018, THROUGH SEPTEMBER 26, 2018 – Separately list each purchase of Geron common stock from after the opening of trading on March 19, 2018, through and including the close of trading on September 26, 2018. (Must be documented.)			
Date of Purchase (List Chronologically) (Month/Day/Year)	Number of Shares Purchased	Purchase Price Per Share	Confirm Proof of Purchase Enclosed
/ /		\$	<input type="checkbox"/>
/ /		\$	<input type="checkbox"/>
/ /		\$	<input type="checkbox"/>
/ /		\$	<input type="checkbox"/>
3. PURCHASES FROM SEPTEMBER 27, 2018 THROUGH DECEMBER 24, 2018 – State the total number of shares of Geron common stock purchased from after the opening of trading on September 27, 2018, through the close of trading on December 24, 2018. If none, write “zero” or “0.”			
<div style="border: 1px solid black; width: 100%; height: 100%;"></div>			
4. SALES FROM MARCH 19, 2018 THROUGH DECEMBER 24, 2018 – Separately list each sale of Geron common stock from after the opening of trading on March 19, 2018, through and including the close of trading on December 24, 2018. (Must be documented.)			IF NONE, CHECK HERE <input type="checkbox"/>
Date of Sale (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Sale Price Per Share	Confirm Proof of Sale Enclosed
/ /		\$	<input type="checkbox"/>
/ /		\$	<input type="checkbox"/>
/ /		\$	<input type="checkbox"/>
/ /		\$	<input type="checkbox"/>
5. HOLDINGS AS OF DECEMBER 24, 2018 – State the total number of shares of Geron common stock held as of the close of trading on December 24, 2018. (Must be documented.) If none, write “zero” or “0.”			Confirm Proof of Position Enclosed <input type="checkbox"/>
<div style="border: 1px solid black; width: 100%; height: 100%;"></div>			
IF YOU NEED ADDITIONAL SPACE, ATTACH EXTRA SCHEDULES IN THE SAME FORMAT. PRINT THE BENEFICIAL OWNER’S FULL NAME AND LAST FOUR DIGITS OF THEIR SOCIAL SECURITY/TAXPAYER IDENTIFICATION NUMBER ON EACH ADDITIONAL PAGE. IF YOU DO ATTACH EXTRA SCHEDULES, CHECK THIS BOX.			
<div style="border: 1px solid black; width: 40px; height: 100%;"></div>			

PART III - RELEASE OF CLAIMS AND SIGNATURE

YOU MUST ALSO READ THE RELEASE AND CERTIFICATION BELOW AND SIGN ON PAGE 5 OF THIS CLAIM FORM.

I (we) hereby acknowledge that, pursuant to the terms set forth in the Stipulation, without further action by anyone, upon the Effective Date of the Settlement, I (we), on behalf of myself (ourselves) shall be deemed to have, and by operation of law and of the judgment shall have, fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all of the Released Plaintiffs' Claims against Defendants and Defendants' Released Parties, and shall forever be barred and enjoined from prosecuting, commencing, instituting, or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum, asserting any or all of the Released Plaintiffs' Claims against any of the Defendants' Released Parties. This release shall not apply to any of the Excluded Plaintiffs' Claims.

CERTIFICATION

By signing and submitting this Claim Form, the claimant(s) or the person(s) who represent(s) the claimant(s) agree(s) to the release above and certifies (certify) as follows:

1. that I (we) have read and understand the contents of the Settlement Notice and this Claim Form, including the releases provided for in the Settlement and the terms of the Plan of Allocation;

2. that the claimant(s) is a (are) Class Member(s), as defined in the Settlement Notice, and is (are) not excluded by definition from the Class as set forth in the Settlement Notice;

3. that the claimant(s) did not submit a request for exclusion from the Class;

4. that I (we) own(ed) the Geron common stock identified in the Claim Form and have not assigned the claim against any of the Defendants or Defendants' Released Parties to another, or that, in signing and submitting this Claim Form, I (we) have the authority to act on behalf of the owner(s) thereof;

5. that the claimant(s) has (have) not submitted any other claim covering the same purchases of Geron common stock and knows (know) of no other person having done so on the claimant's (claimants') behalf;

6. that the claimant(s) submit(s) to the jurisdiction of the Court with respect to claimant's (claimants') claim and for purposes of enforcing the releases set forth herein;

7. that I (we) agree to furnish such additional information with respect to this Claim Form as Lead Counsel, the Claims Administrator, or the Court may require;

8. that the claimant(s) waive(s) the right to trial by jury, to the extent it exists, and agree(s) to the determination by the Court of the validity or amount of this claim, and waives any right of appeal or review with respect to such determination;

9. that I (we) acknowledge that the claimant(s) will be bound by and subject to the terms of any judgment(s) that may be entered in the Action; and

10. that the claimant(s) is (are) NOT subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code because (i) the claimant(s) is (are) exempt from backup withholding or (ii) the claimant(s) has (have) not been notified by the IRS that he, she, or it is subject to backup withholding as a result of a failure to report all interest or dividends or (iii) the IRS has notified the claimant(s) that he, she, or it is no longer subject to backup withholding. **If the IRS has notified the claimant(s) that he, she, it, or they is (are) subject to backup withholding, please strike out the language in the preceding sentence indicating that the claim is not subject to backup withholding in the certification above.**

UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION PROVIDED BY ME (US) ON THIS CLAIM FORM IS TRUE, CORRECT, AND COMPLETE, AND THAT THE DOCUMENTS SUBMITTED HEREWITH ARE TRUE AND CORRECT COPIES OF WHAT THEY PURPORT TO BE.

Signature of claimant

Date

Print claimant name here

Signature of joint claimant, if any

Date

Print joint claimant name here

If the claimant is other than an individual, or is not the person completing this form, the following also must be provided:

Signature of person signing on behalf of claimant

Date

Print name of person signing on behalf of claimant

Print name of person signing on behalf of claimant

Capacity of person signing on behalf of claimant, if other than an individual, *e.g.*, executor, president, trustee, custodian, etc. (Must provide evidence of authority to act on behalf of claimant – see ¶7 on page 7 of this Claim Form.)

INSTRUCTIONS AND CHECKLIST

1. **Submission of this Claim Form does not guarantee that you will be eligible to receive a payment from the Settlement. The distribution of the Net Settlement Fund will be governed by the Plan of Allocation set forth in the Settlement Notice, if it is approved by the Court, or by such other plan of allocation as the Court approves.**

2. Use the Schedule of Transactions on page 3 of this Claim Form to supply all required details of your transaction(s) in, and holdings of, common stock of Geron Corporation (“Geron”). On this schedule, provide all of the requested information with respect to your holdings, purchases, and sales of Geron common stock (including free transfers and deliveries), whether such transactions resulted in a profit or a loss. **Failure to report all transaction and holding information during the requested time period may result in the rejection of your claim.**

3. **Please note:** Only publicly traded Geron common stock purchased during the Class Period (*i.e.*, from March 19, 2018, through September 26, 2018, inclusive) is eligible to receive a payment under the Settlement. However, sales of Geron common stock during the period from September 27, 2018, through and including the close of trading on December 24, 2018, will be used for purposes of calculating your claim under the Plan of Allocation. Therefore, in order for the Claims Administrator to be able to balance your claim, the requested purchase and sale information during this period must also be provided.

4. You are required to submit genuine and sufficient documentation for all of your transactions in and holdings of Geron common stock as set forth in the Schedule of Transactions on page 3 of this Claim Form. Documentation may consist of copies of brokerage confirmation slips or monthly brokerage account statements, or an authorized statement from your broker containing the transactional and holding information found in a broker confirmation slip or account statement. The Parties and the Claims Administrator do not independently have information about your investments in Geron common stock. **IF SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN COPIES OF THE DOCUMENTS OR EQUIVALENT DOCUMENTS FROM YOUR BROKER. FAILURE TO SUPPLY THIS DOCUMENTATION MAY RESULT IN THE REJECTION OF YOUR CLAIM. DO NOT SEND ORIGINAL DOCUMENTS. Please keep a copy of all documents that you send to the Claims Administrator. Also, do not highlight any portion of the Claim Form or any supporting documents.**

5. Use Part I of this Claim Form entitled “CLAIMANT INFORMATION” to identify the beneficial owner(s) of the Geron common stock. The complete name(s) of the beneficial owner(s) must be entered. If there were joint beneficial owners, each must sign this Claim Form and their names must appear as “Claimants” in Part I of this Claim Form.

6. **If you purchased Geron common stock in more than one account, a Claim should be submitted for each account.** Separate Claim Forms should be submitted for each account or separate legal entity (*e.g.*, an individual should not combine his or her IRA holdings and transactions with holdings and transactions made solely in the individual’s name). Generally, a single Claim Form should be submitted on behalf of one legal entity including all holdings and transactions made by that entity on one Claim Form. However, if a single person or legal entity had multiple accounts that were separately managed, separate Claims may be submitted for each such account. The Claims Administrator reserves the right to request information on all the holdings and transactions in Geron common stock made on behalf of a single beneficial owner.

7. Agents, executors, administrators, guardians, and trustees must complete and sign the Claim Form on behalf of persons represented by them, and they must:

- (a) expressly state the capacity in which they are acting;

- (b) identify the name, account number, last four digits of the Social Security Number (or taxpayer identification number), address, and telephone number of the beneficial owner of (or other person or entity on whose behalf they are acting with respect to) the Geron common stock; and
- (c) furnish herewith evidence of their authority to bind to the Claim Form the person or entity on whose behalf they are acting. (Authority to complete and sign a Claim Form cannot be established by stockbrokers demonstrating only that they have discretionary authority to trade securities in another person's accounts.)

8. By submitting a signed Claim Form, you will be swearing that you:

- (a) owned the Geron common stock you have listed in the Claim Form; or
- (b) are expressly authorized to act on behalf of the owner thereof

9. By submitting a signed Claim Form, you will be swearing to the truth of the statements contained therein and the genuineness of the documents attached thereto, subject to penalties of perjury under the laws of the United States of America. The making of false statements, or the submission of forged or fraudulent documentation, will result in the rejection of your claim and may subject you to civil liability or criminal prosecution.

10. If the Court approves the Settlement, payments to eligible Authorized Claimants pursuant to the Plan of Allocation (or such other plan of allocation as the Court approves) will be made after any appeals are resolved, and after the completion of all claims processing. The claims process will take substantial time to complete fully and fairly. Please be patient.

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

12. If you have questions concerning the Claim Form, or need additional copies of the Claim Form or the Settlement Notice, you may contact the Claims Administrator, Epiq, at the above address, by email at info@GeronSecuritiesLitigation.com, or by toll-free phone at 1-844-754-5537, or you can visit the Settlement website, www.GeornSecuritiesLitigation.com, where copies of the Claim Form and Settlement Notice are available for downloading.

13. **NOTICE REGARDING ELECTRONIC FILES:** Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. To obtain the *mandatory* electronic filing requirements and file layout, you may visit the Settlement website at www.GeronSecuritiesLitigation.com or you may email the Claims Administrator's electronic filing department at info@GeronSecuritiesLitigation.com. **Any file not in accordance with the required electronic filing format will be subject to rejection.** The *complete* name of the beneficial owner of the securities must be entered where called for (see ¶5 above). No electronic files will be considered to have been submitted unless the Claims Administrator issues an email to that effect. **Do not assume that your file has been received until you receive this email. If you do not receive such an email within 10 days of your submission, you should contact the electronic filing department at info@GeronSecuritiesLitigation.com to inquire about your file and confirm it was received.**

IMPORTANT: PLEASE NOTE

YOUR CLAIM IS NOT DEEMED FILED UNTIL YOU RECEIVE AN ACKNOWLEDGEMENT POSTCARD. THE CLAIMS ADMINISTRATOR WILL ACKNOWLEDGE RECEIPT OF YOUR CLAIM FORM WITHIN 60 DAYS OF YOUR SUBMISSION. IF YOU DO NOT RECEIVE AN ACKNOWLEDGEMENT POSTCARD WITHIN 60 DAYS, CONTACT THE CLAIMS ADMINISTRATOR TOLL FREE AT 1-844-754-5537.

REMINDER CHECKLIST

1. Sign the above release and certification. If this Claim Form is being made on behalf of joint claimants, then both must sign.
2. Attach only *copies* of acceptable supporting documentation as these documents will not be returned to you.
3. Do not highlight any portion of the Claim Form or any supporting documents.
4. Keep copies of the completed Claim Form and documentation for your own records.
5. The Claims Administrator will acknowledge receipt of your Claim Form by mail, within 60 days of your submission. Your claim is not deemed filed until you receive an acknowledgement postcard. **If you do not receive an acknowledgement postcard within 60 days, please call the Claims Administrator toll free at 1-844-754-5537.**
6. If your address changes in the future, or if this Claim Form was sent to an old or incorrect address, you must send the Claims Administrator written notification of your new address. If you change your name, inform the Claims Administrator.
7. If you have any questions or concerns regarding your claim, contact the Claims Administrator at the address below, by email at info@GeronSecuritiesLitigation.com, or by toll-free phone at 1-844-754-5537, or you may visit www.GeronSecuritiesLitigation.com. DO NOT call Geron or its counsel with questions regarding your claim.

THIS CLAIM FORM MUST BE MAILED TO THE CLAIMS ADMINISTRATOR BY FIRST-CLASS MAIL OR SUBMITTED ONLINE AT WWW.GERONSECURITIESLITIGATION.COM, **POSTMARKED (OR RECEIVED) BY NO LATER THAN MIDNIGHT PACIFIC TIME ON _____**. IF MAILED, THE CLAIM FORM SHOULD BE ADDRESSED AS FOLLOWS:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
1-844-754-5537

A Claim Form received by the Claims Administrator shall be deemed to have been submitted when posted, if a postmark date before the deadline is indicated on the envelope and it is mailed First Class, and addressed in accordance with the above instructions. In all other cases, a Claim Form shall be deemed to have been submitted when received online by the Claims Administrator.

You should be aware that it will take a significant amount of time to fully process all of the Claim Forms. Please be patient and notify the Claims Administrator of any change of address.

EXHIBIT A-3

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

JULIA JUNGE and RICHARD JUNGE, on
behalf of themselves and a class of similarly
situated investors,

Plaintiffs,

v.

GERON CORPORATION and JOHN A.
SCARLETT,

Defendants.

Case No.: 3:20-cv-00547-WHA

(Consolidated with Case
No. 3:20-cv-01163-WHA)

(Related Cases:

No. 3:20-cv-02823-WHA

No. 3:22-mc-80051-WHA)

**SUMMARY NOTICE OF (I) PROPOSED SETTLEMENT AND PLAN OF
ALLOCATION; (II) SETTLEMENT FAIRNESS HEARING; AND
(III) MOTION FOR ATTORNEYS' FEES AND LITIGATION EXPENSES AND SERVICE
AWARDS TO LEAD PLAINTIFFS**

To: All persons who purchased Geron Corporation (“Geron”) common stock during the period from March 19, 2018, to September 26, 2018, inclusive (the “Class Period”), and who were damaged thereby (the “Class”).¹

PLEASE READ THIS NOTICE CAREFULLY, YOUR RIGHTS WILL BE AFFECTED BY THE SETTLEMENT OF A CLASS ACTION LAWSUIT PENDING IN THIS COURT.

YOU ARE HEREBY NOTIFIED, pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Northern District of California, that the Court-appointed Lead Plaintiffs and Class Representatives, Julia Junge and Richard Junge, on behalf of themselves and the Court-certified Class in the above-captioned securities class action (the “Action”), have reached a proposed settlement of the Action with defendants Geron Corporation (“Geron”) and John A. Scarlett (“Scarlett”, and together with Geron, the “Defendants”) for \$24,000,000 (\$17,000,000 in cash, and \$7,000,000 in Settlement Stock and/or cash, at Geron’s option).² If the Settlement is approved by the Court, it will resolve and dismiss with prejudice all claims in the Action.

¹ Certain persons and entities are excluded from the Class by definition and others are excluded pursuant to request. The full definition of the Class, including a complete description of who is excluded from the Class, is set forth in the Settlement Notice referred to herein.

² No Settlement Stock will be issued to Class Members. Rather, Settlement Stock will be sold and the proceeds maintained as part of the Settlement Fund for distribution as ordered by the Court.

A Settlement Fairness Hearing will be held on _____ 2023 at ___:00 .m. Pacific Time, before the Honorable William Alsup, either in person at the United States District Court for the Northern District of California, San Francisco Courthouse, Courtroom 12 - 19th Floor, 450 Golden Gate Avenue, San Francisco, CA 94102, or by telephone or videoconference (in the discretion of the Court) to determine: (i) whether the proposed Settlement should be approved as fair, reasonable, and adequate; (ii) whether the Action should be dismissed with prejudice against Defendants, and the Releases specified and described in the Stipulation and Agreement of Settlement (“Stipulation”) dated September ____, 2022 should be granted³; (iii) whether the proposed Plan of Allocation should be approved as fair and reasonable; and (iv) whether Lead Counsel’s application for an award of attorneys’ fees and payment of Litigation Expenses should be approved, as well as the application for service awards to the Lead Plaintiffs.

Lead Counsel Kaplan Fox & Kilsheimer LLP (also serving as Court-appointed Class Counsel), has been prosecuting the Action on a wholly contingent basis, has not received any payment of attorneys’ fees for their representation of the Class and have advanced the funds to pay Litigation Expenses necessarily incurred to prosecute the Action. Lead Counsel will apply to the Court for an award of attorneys’ fees in an amount not to exceed 18% of the Settlement Fund, or \$4.32 million, plus interest. In addition, Lead Counsel will apply for payment of Litigation Expenses in connection with the institution, prosecution, and resolution of the Action in an amount not to exceed \$1,140,000. Lead Counsel will also apply for up to \$12,500 in total service award payments for the Lead Plaintiffs. Any fees, Litigation Expenses and/or service awards approved by the Court will be paid solely from the Settlement Fund. Class Members are not personally liable for any such fees, Litigation Expenses or service awards. The estimated average cost for such fees, awards and expenses, if the Court approves Lead Counsel’s fee and expense application, including the service awards to the Lead Plaintiffs, is \$0.04 per affected share. Based on Lead Plaintiffs’ damages expert’s estimate of the number of shares of Geron common stock purchased during the Class Period that may have been affected by the conduct at issue in the Action, and assuming that all Class Members elect to participate in the Settlement, the estimated average recovery (before the deduction of any Court-approved fees, Litigation Expenses, awards and costs as described herein) is \$0.17 per affected share.

If you purchased Geron common stock during the Class Period and are a member of the Class, your rights will be affected by the pending Settlement of the Action, and you may be entitled to a payment from the Net Settlement Fund. If you have not yet received the full printed Notice of (I) Proposed Settlement and Plan of Allocation; (II) Settlement Hearing; and (III) Motion for Attorneys’ Fees and Litigation Expenses and Service Awards to Lead Plaintiffs (the “Settlement Notice”) and the Claim Form, you may obtain copies of these documents by contacting the Claims Administrator at Geron Securities Litigation, c/o Epiq Class Action & Claims Solutions, P.O. Box 4574, Portland, OR 97208-4574, 1-844-754-5537, or at info@GeronSecuritiesLitigation.com. Copies of the Settlement Notice and Claim Form can also be downloaded from the website for the Action, www.GeronSecuritiesLitigation.com. The Settlement Notice and Claim Form may also be viewed on www.kaplanfox.com through the date of the Settlement Fairness Hearing.

If you are a Class Member, in order to be eligible to receive a payment under the proposed Settlement, you must submit a Claim Form either *online to the Claims Administrator at www.GeronSecuritiesLitigation.com* or *send it by First-Class U.S. mail (and if mailed, postmarked) by*

³ All capitalized terms herein have the same meaning as set forth in the Stipulation.

no later than midnight Pacific Time on _____, in accordance with the instructions set forth in the Settlement Notice. If you are a Class Member and do not submit a Claim Form with all required information and supporting documentation, you will not be eligible to share in the distribution of the Net Settlement Fund, but you will nevertheless be bound by any judgments or orders entered by the Court in the Action, including the Releases specified and described in the Stipulation and Settlement Notice.

If you are a member of the Class and wish to exclude yourself from the Class, you must submit a request for exclusion and submit it either **online to the Claims Administrator at www.GeronSecuritiesLitigation.com or send it by First-Class U.S. mail (and if mailed, postmarked) by no later than _____ at midnight Pacific Time, in accordance with the instructions** set forth in the Settlement Notice, unless you have previously submitted a request for exclusion in response to the Original Class Notice. If you properly exclude yourself from the Class, you will not be bound by any judgments or orders entered by the Court in the Action and you will not be eligible to share in the proceeds of the Settlement or to object to the Settlement.

Any objections to the proposed Settlement, the proposed Plan of Allocation, and/or Class Counsel's application for attorneys' fees and payment of Litigation Expenses or service awards to Lead Plaintiffs, must be received by the Court no later than _____ **at midnight Pacific Time (the "Objection Deadline")**, in accordance with the instructions set forth in the Settlement Notice (which notice provides options available at the Court for Class Members to file the objections electronically on the docket for the Action by the Objection Deadline, to visit locations of the Court to file the objections by the Objection Deadline, or to mail the objections to a designated contact point and address at the Court, with the mailing postmarked by the Objection Deadline

Please do not contact the Court, the Clerk's office, Defendants, or Defendants' Counsel regarding this notice. All questions about this notice, the proposed Settlement, or your eligibility to participate in the Settlement should be directed to the Claims Administrator or Class Counsel.

Please note that the Court may change the date and time of the Settlement Fairness Hearing without further notice to the Class, and Class Members should check www.GeronSecuritiesLitigation.com or the Court's PACER website to confirm that the hearing date has not been changed. Information and further guidance on how to access the Court's case docket or PACER is contained in the Settlement Notice. You may also visit Judge Alsup's webpage on the Northern District of California website at <https://www.cand.uscourts.gov/judges/alsup-william-wha/>, where there is a link to view the schedule for upcoming hearings and other information.

Requests for the Settlement Notice and Claim Form should be made to:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
1-844-754-5537

Inquiries, other than requests for the Settlement Notice and Claim Form should be made to Lead/Class Counsel:

Laurence D. King, Esq.
KAPLAN FOX & KILSHEIMER LLP
1999 Harrison Street, Suite 1560
Oakland, CA 94612
1-800-290-1952
lking@kaplanfox.com

Jeffrey P. Campisi, Esq.
KAPLAN FOX & KILSHEIMER LLP
850 Third Avenue, 14th Floor
New York, NY 10022
1-800-290-1952
jcampisi@kaplanfox.com

By Order of the Court
United States District Court
Northern District of California

EXHIBIT B

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

JULIA JUNGE and RICHARD JUNGE, on behalf of themselves and a class of similarly situated investors,

Plaintiffs,

v.

GERON CORPORATION and JOHN A. SCARLETT,

Defendants.

Case No. 3:20-cv-00547-WHA (DMR)

Class Action

(Consolidated with Case No. 3:20-cv-01163-WHA)

(Related to Case No. 3:20-cv-02823-WHA; 3:22-mc-80051-WHA)

**[PROPOSED] JUDGMENT
APPROVING CLASS ACTION
SETTLEMENT**

WHEREAS, a consolidated securities class action is pending in this Court captioned *Julia Junge and Richard Junge v. Geron Corporation and John A. Scarlett*, Case No. 3:20-cv-00547-WHA (the “Action”)¹;

WHEREAS, by Order dated April 2, 2022, the Court certified the Action to proceed as a class action on behalf of all persons who purchased Geron Corporation (“Geron”) common stock during the period from March 19, 2018, to September 26, 2018, inclusive (the “Class Period”), and who were damaged thereby,² appointed Lead Plaintiffs Julia Junge and Richard Junge as Class Representatives for the Class, and appointed Lead Counsel Kaplan Fox & Kilsheimer LLP (“Kaplan Fox”) as Class Counsel for the Class;

WHEREAS, by Order dated May 3, 2022, the Court approved the proposed form and content of the Original Class Notice to be disseminated to the Class Members to notify them of, among other

¹ The Court’s docket reflects the case name as *Tollen v. Geron Corp. et al*, Case No. 3:20-cv-00547-WHA, which was amended by Lead Plaintiffs. ECF Nos. 92, 103.

² Excluded from the Class by definition are the Defendants, directors and officers of Geron, and their families and affiliates. Also excluded from the Class are: (i) the persons and entities who excluded themselves by submitting a request for exclusion from the Class by July 22, 2022, or whose late notice to be excluded from the Class has been accepted by the Court, in connection with the Original Class Notice (as set forth on Appendix 1 to the Stipulation); and (ii) any persons or entities who exclude themselves by submitting a request for exclusion in connection with the Settlement Notice.

1 things: (i) the Action pending against Defendants; (ii) the Court’s certification of the Action to
2 proceed as a class action on behalf of the Class; and (iii) their right to request to be excluded from
3 the Class by July 22, 2022, the effect of remaining in the Class or requesting exclusion, and the
4 requirements for requesting exclusion;

5 WHEREAS, the Original Class Notice was mailed beginning on May 23, 2022, to all
6 potential Class Members who could be identified through reasonable effort, resulting in the mailing
7 of over 116,079 copies of the Original Class Notice, and 74 requests for exclusion representing
8 81 individuals were reported as received by Epiq Class Action and Claims Solutions, Inc. at the time
9 of entry of the Stipulation;

10 WHEREAS, (a) Julia Junge and Richard Junge (“Lead Plaintiffs” and “Class
11 Representatives”), on behalf of themselves and the Class; and (b) defendants Geron and Dr. John A.
12 Scarlett (“Dr. Scarlett,” and together with Geron, “Defendants,” and together with Lead Plaintiffs,
13 the “Parties”) have entered into a Stipulation and Agreement of Settlement dated September 2, 2022
14 (the “Stipulation”) that provides for a complete dismissal with prejudice of the claims asserted
15 against Defendants in the Action on the terms and conditions set forth in the Stipulation, subject to
16 the approval of this Court (the “Settlement”);

17 WHEREAS, unless otherwise defined in this Judgment, the capitalized terms herein shall
18 have the same meaning as they have in the Stipulation;

19 WHEREAS, by Order dated _____, 2022 (the “Preliminary Approval Order”), this
20 Court: (a) preliminarily approved the Settlement; (b) ordered that notice of the proposed Settlement
21 be provided to Class Members; and (c) scheduled a hearing regarding final approval of the
22 Settlement;

23 WHEREAS, due and adequate notice has been given to the Class;

24 WHEREAS, the Court conducted a hearing on _____, 2023 (the “Settlement
25 Fairness Hearing”) to consider, among other things, (a) whether the terms and conditions of the
26 Settlement are fair, reasonable, and adequate to the Class, and should therefore be approved; and
27 (b) whether a judgment should be entered dismissing the Action with prejudice as against the
28 Defendants; and

1 WHEREAS, the Court having reviewed and considered the Stipulation, all papers filed and
2 proceedings held herein in connection with the Settlement, all oral and written comments received
3 regarding the Settlement, and the record in the Action, and good cause appearing therefor;

4 IT IS HEREBY ORDERED, ADJUDGED AND DECREED:

5 1. **Jurisdiction** – The Court has jurisdiction over the subject matter of the Action, and
6 all matters relating to the Settlement, as well as personal jurisdiction over all of the Parties and each
7 of the Class Members.

8 2. **Incorporation of Settlement Documents** – This Judgment incorporates and makes
9 a part hereof: (a) the Stipulation filed with the Court on September 2, 2022; and (b) the Settlement
10 Notice and the Summary Settlement Notice.

11 3. **Notice** – The Court finds that the dissemination of the Settlement Notice and the
12 publication of the Summary Settlement Notice: (a) were implemented in accordance with the
13 Preliminary Approval Order; (b) constituted the best notice practicable under the circumstances;
14 (c) constituted notice that was reasonably calculated, under the circumstances, to apprise Class
15 Members of (i) the effect of the proposed Settlement (including the Releases to be provided
16 thereunder); (ii) Lead Counsel’s motion for an award of attorneys’ fees and reimbursement of
17 Litigation Expenses; (iii) their right to object to any aspect of the Settlement, the Plan of Allocation,
18 and/or Lead Counsel’s motion for attorneys’ fees and reimbursement of Litigation Expenses; and
19 (iv) their right to appear at the Settlement Fairness Hearing; (d) constituted due, adequate, and
20 sufficient notice to all persons and entities entitled to receive notice of the proposed Settlement; and
21 (e) satisfied the requirements of Rule 23 of the Federal Rules of Civil Procedure, the United States
22 Constitution (including the Due Process Clause), the Private Securities Litigation Reform Act of
23 1995, 15 U.S.C. § 78u-4, as amended, and all other applicable law and rules.

24 4. **Final Settlement Approval and Dismissal of Claims** – Pursuant to, and in
25 accordance with, Rule 23 of the Federal Rules of Civil Procedure, this Court hereby fully and finally
26 approves the Settlement set forth in the Stipulation in all respects (including, without limitation: the
27 amount of the Settlement; the Releases provided for therein; and the dismissal with prejudice of the
28 claims asserted against Defendants in the Action), and finds that the Settlement is, in all respects,

1 fair, reasonable, and adequate to the Class. The Parties are directed to implement, perform, and
2 consummate the Settlement in accordance with the terms and provisions contained in the
3 Stipulation.

4 5. The Action and all of the claims asserted against Defendants in the Action by Lead
5 Plaintiffs and the other Class Members are hereby dismissed with prejudice. The Parties shall bear
6 their own costs and expenses, except as otherwise expressly provided in the Stipulation.

7 6. **Binding Effect** – The terms of the Stipulation and of this Judgment shall be forever
8 binding on Defendants, Lead Plaintiffs and all other Class Members (regardless of whether or not
9 any individual Class Member submits a Claim Form or seeks or obtains a distribution from the Net
10 Settlement Fund), as well as their respective successors and assigns. A list of potential Class
11 Members requesting exclusion is set forth in Appendix 1 hereto.

12 7. **Releases** – The Releases set forth in paragraphs 4 and 5 of the Stipulation, together
13 with the defined terms contained in the Stipulation, are expressly incorporated herein in all respects.
14 The Releases are effective as of the Effective Date. Accordingly, this Court orders that:

15 (a) Without further action by anyone, and subject to paragraph 8 below, upon the
16 Effective Date of the Settlement, Lead Plaintiffs and each of the other Class Members, on behalf of
17 themselves, shall be deemed to have, and by operation of law and of this Judgment shall have, fully,
18 finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged
19 any and all of the Released Plaintiffs’ Claims against Defendants and Defendants’ Released Parties,
20 whether or not such Class Member executes and delivers a Claim or objects to the Settlement, and
21 shall forever be barred and enjoined from prosecuting, commencing, instituting, or continuing to
22 prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or
23 administrative forum, asserting any or all of the Released Plaintiffs’ Claims against any of the
24 Defendants’ Released Parties. This Release shall not apply to any of the Excluded Plaintiffs’ Claims
25 (as that term is defined in paragraph 1(qq) of the Stipulation).

26 (b) Without further action by anyone, and subject to paragraph 8 below, upon the
27 Effective Date of the Settlement, Defendants, on behalf of themselves, and their Related Parties,
28 shall be deemed to have, and by operation of law and of this Judgment shall have, fully, finally, and

1 forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all
2 Released Defendants' Claims against Lead Plaintiffs and Plaintiffs' Released Parties, and shall
3 forever be barred and enjoined from prosecuting, commencing, instituting, or continuing to
4 prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or
5 administrative forum, asserting any or all of the Released Defendants' Claims against any of the
6 Plaintiffs' Released Parties. This Release shall not apply to any of the Excluded Defendants' Claims
7 (as that term is defined in paragraph 1(pp) of the Stipulation).

8 (c) No person or entity shall have any claim against Lead Plaintiffs, Lead
9 Counsel, the Claims Administrator, or any other agent designated by Lead Counsel, or Defendants'
10 Released Parties and/or their respective counsel, arising from distributions made substantially in
11 accordance with the Stipulation, the Plan of Allocation approved by the Court, or any order of the
12 Court. Lead Plaintiffs and Defendants, and their respective counsel, and all other Releasees shall
13 have no liability whatsoever for the acceptance, holding and/or sale of the Settlement Stock, the
14 investment or distribution of the Settlement Fund (of which the Settlement Stock or its liquidated
15 value is a part) or the Net Settlement Fund, the Plan of Allocation, or the determination,
16 administration, calculation, or payment of any claim or nonperformance of the Claims
17 Administrator, the payment or withholding of taxes (including interest and penalties) owed by the
18 Settlement Fund, or any losses incurred in connection therewith.

19 8. Notwithstanding paragraphs 7(a) – (c) above, nothing in this Judgment shall bar any
20 action by any of the Parties to enforce or effectuate the terms of the Stipulation or this Judgment.

21 9. **Rule 11 Findings** – The Court finds and concludes that the Parties and their
22 respective counsel have complied in all respects with the requirements of Rule 11 of the Federal
23 Rules of Civil Procedure in connection with the institution, prosecution, defense, and settlement of
24 the Action.

25 10. **No Admissions** – Neither this Judgment, the Term Sheet, the Stipulation (whether
26 or not consummated), including the exhibits thereto and the Plan of Allocation contained therein (or
27 any other Plan of Allocation that may be approved by the Court), the negotiations leading to the
28 execution of the Term Sheet and the Stipulation, nor any proceedings taken pursuant to or in

1 connection with the Term Sheet, the Stipulation, and/or approval of the Settlement (including any
2 arguments proffered in connection therewith):

3 (a) shall be offered against any of the Defendants' Released Parties as evidence
4 of, or construed as, or deemed to be evidence of any presumption, concession, or admission by any
5 of the Defendants' Released Parties with respect to the truth of any fact alleged by Lead Plaintiffs
6 or the validity of any claim that was or could have been asserted or the deficiency of any defense
7 that has been or could have been asserted in this Action or in any other litigation, or of any liability,
8 negligence, fault, or other wrongdoing of any kind of any of the Defendants' Released Parties or in
9 any way referred to for any other reason as against any of the Defendants' Released Parties, in any
10 arbitration proceeding or other civil, criminal, or administrative action or proceeding, other than
11 such proceedings as may be necessary to effectuate the provisions of the Stipulation;

12 (b) shall be offered against any of the Plaintiffs' Released Parties, as evidence
13 of, or construed as, or deemed to be evidence of any presumption, concession, or admission by any
14 of the Plaintiffs' Released Parties that any of their claims are without merit, that any of the
15 Defendants' Released Parties had meritorious defenses, or that damages recoverable under the
16 Amended Complaint would not have exceeded the Settlement Amount or with respect to any
17 liability, negligence, fault, or wrongdoing of any kind, or in any way referred to for any other reason
18 as against any of the Plaintiffs' Released Parties, in any arbitration proceeding or other civil,
19 criminal, or administrative action or proceeding, other than such proceedings as may be necessary
20 to effectuate the provisions of the Stipulation; or shall be construed against any of the Releasees as
21 an admission, concession, or presumption that the consideration to be given under the Settlement
22 represents the amount that could be or would have been recovered after trial;

23 (c) provided, however, that the Parties and the Releasees and their respective
24 counsel may refer to this Judgment and the Stipulation to effectuate the protections from liability
25 granted hereunder and thereunder or otherwise to enforce the terms of the Settlement. Defendants'
26 Released Parties may file the Stipulation and/or this Judgment in any other action that may be
27 brought against them in order to support a defense or counterclaim based on principles of res

28

1 judicata, collateral estoppel, release, good faith settlement, judgment bar or reduction, or any theory
2 of claim preclusion or issue preclusion or similar defense or counterclaim.

3 11. **Retention of Jurisdiction** – Without affecting the finality of this Judgment in any
4 way, this Court retains continuing and exclusive jurisdiction over: (a) the Parties for purposes of the
5 administration, interpretation, implementation, and enforcement of the Settlement; (b) the
6 disposition of the Settlement Fund; (c) any motion for an award of attorneys’ fees and/or Litigation
7 Expenses by Lead Counsel in the Action that will be paid from the Settlement Fund; (d) any motion
8 to approve the Plan of Allocation; (e) any motion to approve the Class Distribution Order; and (f) the
9 Class Members for all matters relating to the Action.

10 12. Separate orders shall be entered regarding approval of a Plan of Allocation and the
11 motion of Lead Counsel for an award of attorneys’ fees and reimbursement of Litigation Expenses.
12 Such orders shall in no way affect or delay the finality of this Judgment and shall not affect or delay
13 the Effective Date of the Settlement. In the event that Geron determines to pay any portion of the
14 \$7 million balance of the total \$24 million Settlement Amount in Settlement Stock (due to be paid
15 or transferred pursuant to the Stipulation within three business days of issuance of this Judgment),
16 the Parties shall submit an accounting and report to the Court within fifteen days of issuance of this
17 Judgment setting forth the number of shares and, to the extent less than the full \$7 million balance,
18 the value of Settlement Stock transferred to the Settlement Fund, and the current status of sales and
19 proceeds received into the Settlement Fund from such sales as of the date of the accounting and
20 report, as well as an expected schedule for any remaining sales. Geron’s issuance of Settlement
21 Stock to satisfy any portion of the \$7 million balance of the total \$24 million Settlement Amount is
22 in express reliance on Rule 3(a)(10) of the Securities Act of 1933. The Stipulation does not permit
23 issuance of the Settlement Stock to the members of the Class, but only to the Escrow Agent for
24 subsequent sale and distribution of the proceeds, as ordered by the Court.

25 13. **Modification of the Agreement of Settlement** – Without further approval from the
26 Court, Lead Plaintiffs and Defendants are hereby authorized to agree to and adopt such amendments
27 or modifications of the Stipulation or any exhibits attached thereto to effectuate the Settlement that:
28 (a) are not materially inconsistent with this Judgment; and (b) do not materially limit the rights of

1 Class Members in connection with the Settlement. Without further order of the Court, Lead
2 Plaintiffs and Defendants may agree to reasonable extensions of time to carry out any provisions of
3 the Settlement.

4 14. **Termination of Settlement** – If the Settlement is terminated as provided in the
5 Stipulation or the Effective Date of the Settlement otherwise fails to occur, this Judgment shall be
6 vacated, rendered null and void, and be of no further force and effect, except as otherwise provided
7 by the Stipulation, and this Judgment shall be without prejudice to the rights of Lead Plaintiffs, the
8 other Class Members, and Defendants, and the Parties shall revert to their respective positions in
9 the Action immediately prior to the execution of the Term Sheet on August 19, 2022, as provided
10 in the Stipulation.

11 15. **Entry of Final Judgment** – There is no just reason to delay the entry of this
12 Judgment as a final judgment in this Action. Accordingly, the Clerk of the Court is expressly
13 directed to immediately enter this final judgment in this Action.

14

15 SO ORDERED this _____ day of _____, 2023.

16

17 DATED: _____

18

HON. WILLIAM ALSUP
UNITED STATES DISTRICT JUDGE

19

20

21

22

23

24

25

26

27

28

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Appendix 1
List of Exclusions

EXHIBIT B

1 **KAPLAN FOX & KILSHEIMER LLP**
Laurence D. King (SBN 206423)
2 Kathleen A. Herkenhoff (SBN 168562)
Blair E. Reed (SBN 316791)
3 1999 Harrison Street, Suite 1560
Oakland, CA 94612
4 Telephone: (415) 772-4700
Facsimile: (415) 772-4707
5 *lking@kaplanfox.com*
kherkenhoff@kaplanfox.com
6 *breed@kaplanfox.com*

7 **KAPLAN FOX & KILSHEIMER LLP**
Robert N. Kaplan (admitted *pro hac vice*)
8 Jeffrey P. Campisi (admitted *pro hac vice*)
Jason A. Uris (admitted *pro hac vice*)
9 850 Third Avenue, 14th Floor
New York, NY 10022
10 Telephone: (212) 687-1980
Facsimile: (212) 687-7714
11 *rkaplan@kaplanfox.com*
jcampisi@kaplanfox.com
12 *juris@kaplanfox.com*

13 *Class Counsel for Lead Plaintiffs Julia Junge and*
14 *Richard Junge and the Class*

15 **UNITED STATES DISTRICT COURT**
NORTHERN DISTRICT OF CALIFORNIA
16 **SAN FRANCISCO DIVISION**

17 JULIA JUNGE and RICHARD JUNGE, on
behalf of themselves and a class of similarly
18 situated investors,

19 Plaintiffs,

20 v.

21 GERON CORPORATION and JOHN A.
SCARLETT,

22 Defendants.

Case No. 3:20-cv-00547-WHA (DMR)

Class Action

(Consolidated with Case No. 3:20-cv-01163-WHA); (Related to Case No. 3:20-cv-02823-WHA; 3:22-mc-80051-WHA)

DECLARATION OF JULIA JUNGE IN SUPPORT OF MOTION FOR FINAL APPROVAL OF SETTLEMENT AND PLAN OF ALLOCATION AND IN SUPPORT OF LEAD COUNSEL'S MOTION FOR AN AWARD OF ATTORNEYS' FEES, REMINBURSEMENT OF LITIGATION EXPENSES AND AWARDS TO LEAD PLAINTIFFS FOR LOST WAGES UNDER 15 U.S.C. § 78U-4(a)(4)

Judge: Hon. William H. Alsup
Courtroom: 12, 19th Floor
Date: March 30, 2023
Time: 11:00 a.m.

1 I, Julia Junge, declare as follows:

2 1. I am a Lead Plaintiff and a Class Representative in the above-captioned
3 consolidated action (the “Action”). I submit this declaration in support of Lead Plaintiffs’ Motion
4 for Final Approval of Settlement and Plan of Allocation (the “Final Approval Motion”), as well
5 as in support of Lead Counsel’s Motion for an Award of Attorneys’ Fees, Reimbursement of
6 Litigation Expenses and Awards to Lead Plaintiffs for Lost Wages under 15 U.S.C. § 78U-4(a)(4)
7 (the “Fee Motion”). I make this declaration based on personal knowledge, and if called to testify,
8 I could and would do so competently.

9 2. I understand that Lead Counsel and Class Counsel, Kaplan Fox & Kilsheimer LLP
10 (“Kaplan Fox” or “Lead Counsel”) will request an award for my lost wages directly relating to
11 the representation of the certified Class, should the Court grant final approval of the settlement
12 agreement entered with Defendants Geron Corporation (“Geron” or the “Company”) and John A.
13 Scarlett (“Scarlett”) (collectively the “Defendants”), as set forth in the September 2, 2022
14 Stipulation and Agreement of Settlement and exhibits thereto (“Stipulation” or “Settlement
15 Agreement”). *See* ECF No. 247. All citations to “ECF No. ___”) are to filings on the docket in
16 the Action.

17 3. I have been actively involved in litigating and overseeing this Action since the
18 Court appointed me a Lead Plaintiff. On May 14, 2020, I, along with my husband, Richard Junge,
19 were appointed to serve as Lead Plaintiffs in the Action. *See* ECF No. 85 (Order (1) Consolidating
20 Actions; (2) Appointing Lead Plaintiff; and (3) Inviting Applications for Lead Counsel). Notably,
21 as set forth herein, I participated in responding to the Court’s questions in connection with seeking
22 appointment as a Lead Plaintiff, and I engaged in a Court supervised process to secure Lead
23 Counsel.

24 4. On April 2, 2022, I was appointed to serve as a Class Representative for the
25 certified Class. *See* ECF No. 206.

26 5. Even prior to my initial appointment in May 2020 as a Lead Plaintiff, I had been
27 in regular communication with Lead Counsel, and our communications continued on a regular
28 basis throughout the Action. I discussed the status of the Action with Lead Counsel via telephone,

1 by zoom and in person. I also routinely reviewed court filings, written discovery and other
2 documents provided to me by Lead Counsel.

3 6. As detailed below, my participation in the Action has included all phases of the
4 litigation of the Action to date, including seeking appointment as the Lead Plaintiff, reviewing
5 and approving amended pleadings in the Action, sitting for a deposition in the Action and
6 producing documents, participating two Settlement Conference in the Action overseen by the
7 Honorable Donna M. Ryu (“Ryu”), reviewing and approving the Settlement Agreement and a
8 variety of other activities. Section B of this declaration provides additional details on the
9 \$13,740.00 in wages that I have lost as result of dedicating more than 156 hours to service as a
10 Lead Plaintiff and Class Representative.

11 **A. SUMMARY OF ACTIVITIES UNDERTAKEN ON BEHALF OF THE CLASS**

12 7. In connection with the initial hiring of Kaplan Fox to represent Richard Junge and
13 me to file a motion to be appointed as Lead Plaintiff, I coordinated with Kaplan Fox by phone
14 and email. The facts I marshalled to assist in this process included my investment profile and
15 experience, my history investing in Geron common stock, trading information as to purchases and
16 sales that Richard Junge and I made of Geron common stock, media I had contemporaneously
17 read about the Company and conference calls I listened to that were held about the Company.

18 8. During the subsequent litigation of the motion seeking lead plaintiff appointment
19 that Richard Junge and I filed, I reviewed drafts of the moving, opposition and reply papers filed
20 on my behalf and on behalf of other Geron investors. I reviewed and completed a Court
21 Questionnaire To Lead-Plaintiff Candidates, as required by ECF No. 58. I also consulted with
22 Kaplan Fox in connection with the hearing of the competing motions that were on file with the
23 Court for lead plaintiff appointment.

24 9. On April 30, 2020, I participated in the telephonic conference with the Court
25 concerning the appointment of lead plaintiff. *See* ECF No. 79 (the “April 30 Conference”).
26 During the April 30 Conference, I answered questions posed by the Court concerning my general
27 investment history, experience investing in Geron, and the research I did in connection with
28 investing, that the money I invested was community property, that I contacted counsel to initiate

1 claims on my behalf in the Action, my expectation as to the activities I would undertake as a lead
2 plaintiff, the fiduciary role I would serve to the proposed class, the potential for costs if I lost the
3 case, and other matters. I also listened during the April 30 Conference to information presented
4 by a competing movant for lead plaintiff appointment.

5 10. After Richard Junge and I were appointed as Lead Plaintiffs, the Court did not
6 automatically appoint Kaplan Fox as lead counsel. The Court required that we conduct a period
7 of due diligence to select and approve “class counsel”. ECF No. 85 at 8. The Court directed that
8 we consider, among other things, the fee proposal of counsel, their track record, the candidate’s
9 ability and willingness to finance the case, the candidate’s proposals for the prosecution of the
10 case, and the factors set forth in the earlier questionnaire the Court required us to complete. *Id.*
11 8-9. The Court then directed us to advertise for applicants, and interview and evaluate all
12 candidates. *Id.* at 9. At the conclusion of that process, which we were to complete by June 19,
13 2020, we were to file a motion for appointment of selected counsel by July 9, 2020, along with a
14 declaration under seal. *Id.*

15 11. On July 9, 2020, via Kaplan Fox, Richard Junge and I caused our motion to be
16 filed, seeking to appoint Kaplan Fox as Lead Counsel (“Lead Counsel Motion”). *See* ECF No.
17 87. Our joint declaration was filed under seal with the Lead Counsel Motion. *See* ECF Nos. 86,
18 87-1. As set forth in the Lead Counsel Motion at Section II(B), we issued a Request for Proposal
19 (“RFP”) via a press release, and we emailed various law firms to advise them of the RFP. We
20 received five proposals, and we reviewed the proposals. *See* ECF No. 87 at Section II(B). We
21 interviewed five applicants between June 8, 2020 and June 13, 2020, with each interview lasting
22 approximately one hour. We conferred and evaluated the applicants, and we selected Kaplan Fox
23 to recommend for appointment in the Lead Counsel Motion. We also negotiated a reduction of
24 Kaplan Fox’s requested fee for the Action to 18% of any recovery. On July 27, 2020, the Court
25 issued an Order Approving Lead Plaintiffs’ Selection of Counsel. *See* ECF No. 89.

26 12. In addition to the process described above to secure my role as Lead Plaintiff and
27 Kaplan Fox as Lead Counsel, I then also actively participated in all phases of the litigation process
28 leading up to entry of the Settlement Agreement.

1 13. For example, I reviewed the amended pleadings filed by Kaplan Fox in the Action
2 (ECF Nos. 92, 103), reviewed the briefing on the motion(s) to dismiss filed by the Defendants
3 (ECF Nos. 97, 105), attended the February 8, 2021 hearing on the second motion to dismiss (the
4 “Dismissal Motion”) filed by Defendants (ECF Nos. 105, 120, 123), attended the hearing on the
5 Motion for Class Certification (ECF Nos. 141, 168), attended two Settlement Conferences
6 overseen by Judge Ryu, and engaged in other significant case events detailed herein. I also
7 oversaw Lead Counsel’s response to written discovery from the Defendants, including
8 interrogatories, requests for admission, and document requests. In particular, Richard Junge and
9 I collectively produced over 2,000 pages of documents to the Defendants in the Action.

10 14. Equally, I was kept regularly updated by Kaplan Fox of the discovery being
11 propounded to the Defendants and third parties, and approved the retention of various experts for
12 the Class. We were also updated by Lead Counsel on the efforts to obtain discovery via a motion
13 to compel as to non-party Janssen Biotech, Inc.

14 15. I prepared for my deposition, traveled to San Francisco, and was deposed by
15 Defendants. This necessitated two days of travel and one day of deposition (covering a time
16 period of October 12-14, 2021), in addition to the three days I spent in meeting with counsel in
17 Anchorage, Alaska to prepare in advance for the deposition (one day of preparation, and two
18 travel days).

19 16. I also reviewed Lead Plaintiffs’ Motion for Class Certification, monitored the
20 briefing undertaken in connection with that motion, and telephonically attended the February 24,
21 2022 hearing on the Motion for Class Certification.

22 17. I actively participated in the negotiations that led to the Settlement Agreement that
23 is now before the Court in connection with the Final Approval Motion, including participating in
24 the May 31 and August 12, 2022 Settlement Conferences before Judge Ryu.

25 18. I have reviewed the Settlement Agreement, and Lead Counsel agreed to the terms
26 of the Settlement Agreement with my approval.

1 **B. WORK HISTORY RELEVANT TO LOST WAGES**

2 19. I am a Registered Nurse, and I received a B.S. from Kansas State University and
3 an MBA from Southern Nazarene University. My work involves cardiac acute care, teaching,
4 assisted living, case management and travel nursing. As described below, during the pendency
5 of the Action to date of the Settlement Agreement, I was employed on a contract basis with three
6 different employers during three distinct periods. Accordingly, I will set forth the specific events
7 and wages lost at each employer separately. I provide a summary chart below demonstrating the
8 total loss of \$13,740.00 in wages based on activities I undertook on behalf of the Class during the
9 Action. These lost wages are directly related to my representation of the Class.

10 **1. Wages Lost at Simmonds Hospital**

11 20. During the period from February 2019 through November 21, 2021, I was
12 employed on a contract basis with an Inupiat tribe hospital, known as the Samuel Simmonds
13 Memorial Hospital (“Simmonds Hospital”) in Barrow, Alaska. While working in connection with
14 Simmonds Hospital, I served as a Case Manager RN for Barrow, Alaska and five villages for
15 specialty clinics, including clinics in specialties such as pediatric cardiology, and pulmonology.
16 I assisted with procedures, floated to the emergency department (“ED”), and handled inpatient
17 and case management for the medical director of the Simmonds Hospital. Near the end of my
18 tenure, I was a clinical supervisor over labor and delivery, the Covid-19 unit, the medical-surgical
19 unit and the ED.

20 21. While working at Simmonds Hospital, and at each of the other contract positions
21 at other employers discussed herein, work shifts are assigned based on twelve (12) hour shifts.
22 There are no partial days off. For example, even if a task relating to representation of the Class
23 required one hour of activity during one of my scheduled shifts, I nevertheless was unable to work
24 for part of the day because assigned shifts required me to commit to twelve (12) hours or more of
25 continuous coverage.

26 22. Under the terms of my contract with Simmonds Hospital, I was paid \$90.00 to
27 \$160.00 per hour, depending on overtime and weekend work.

1 23. On April 30, 2020, I participated in a telephonic conference with the Court
2 concerning the appointment of lead plaintiff. See ECF No. 79 (the “April 30 Conference”). Due
3 to my participation in the April 30 Conference, I lost one shift of at least twelve (12) hours, or
4 \$1,080.00 in pay (\$90.00 times 12 hours).

5 24. On February 8, 2021, I attended a telephonic hearing with the Court on Dismissal
6 Motion, which resulted in missing a twelve (12) hour shift, totaling at least \$1,080.00 in pay
7 (\$90.00 times 12 hours).

8 25. During the three-day period from September 28 to 30, 2021, I travelled from
9 Barrow, Alaska to Anchorage, Alaska in order to prepare for my deposition by meeting with my
10 counsel, resulting in missing three twelve (12) hour shifts, or \$3,240.00 (\$90.00 times 36 hours).

11 26. During the period of October 12, 2021 to October 14, 2021, I missed three days of
12 work due to travel to and from San Francisco, California to further prepare for and attend my
13 October 13, 2021 deposition taken by Defendants. These three days away from work resulted in
14 my missing \$3,240.00 in pay (\$90.00 times 36 hours).

15 **2. Wages Lost at Tacoma General**

16 27. From January to March 2022, I was employed as a contract staff nurse with
17 Tacoma General in Tacoma, Washington.

18 28. Under the terms of my contract with Tacoma General, I was paid \$125.00 per hour,
19 and for overtime I was paid \$187.50.

20 29. On February 24, 2022, I attended by telephonic conference the hearing on the
21 Motion for Class Certification, which resulted in my losing one twelve (12) hour shift, or 12 hours
22 at \$125.00, or \$1,500.00 in wages.

23 **3. Wages Lost at Norman Regional**

24 30. From May 2022 to the present, I have been employed as a contract staff nurse with
25 the Norman Regional Health System (“Norman Regional”) in Norman, Oklahoma.

26 31. Under the terms of my contract with Norman Regional, I am paid at least \$75.00
27 per hour or higher depending on overtime and weekend work.

28

1 32. On May 20 to 21, 2022, Richard Junge and I engaged in conferences with Lead
2 Counsel to prepare for the upcoming May 31, 2022 Settlement Conference, which resulted in my
3 losing two days of twelve (12) hour shifts, or 24 hours at \$75.00, or \$1,800.00 in wages. In order
4 to effectively coordinate communications during the preparation for the Settlement Conference, I
5 determined it was best for Mr. Junge and I to be physically present in the same location during
6 our communication and preparation with Lead Counsel.

7 33. On May 31, 2022, I attended a zoom Settlement Conference, which resulted in my
8 losing a twelve (12) hour shift at \$75 per hour, or \$900.00 in wages.

9 34. On August 12, 2022, I attended a zoom Settlement Conference, which resulted in
10 my losing a twelve (12) hour shift, or 12 hours at \$75.00, or \$900.00 in wages.

11 **4. Summary Chart of Lost Wages**

Date	Hours Lost Times Hourly Rate = Lost Wages
4/30/20	\$90.00 x 12 hours = \$1,080.00
2/8/21	\$90.00 x 12 hours = \$1,080.00
9/28-9/30/21	\$90.00 x 36 hours = \$3,240.00
10/12-10/14/21	\$90.00 x 36 hours = \$3,240.00
2/24/22	\$125.00 x 12 hours = \$1,500.00
5/20-5/21/22	\$75.00 x 24 hours = \$1,800.00
5/31/22	\$75.00 x 12 hours = \$900.00
8/12/22	\$75.00 x 12 hours = \$900.00
	Total = \$13,740.00

12
13
14
15
16
17
18
19 **C. DILIGENCE IN EVALUATING WHETHER TO ENTER THE SETTLEMENT AGREEMENT**

20 35. I am aware the Court expects the representative plaintiffs to be diligent in
21 evaluating the facts in the Action through discovery to consider the strengths and weaknesses of
22 a case, including the best-case dollar amount of claim relief. See ECF No. 116. Based on the
23 events I participated in that are described herein, including the discovery undertaken by both sides
24 in which I was involved, the briefing and orders entered on key litigation events such as the
25 Defendants’ Dismissal Motion and Lead Plaintiffs’ Motion for Class Certification, and the
26 discussions at the two Settlement Conference before Judge Ryu, I am confident that I have, and
27
28

1 had, a full appreciation of the strengths and potential weaknesses of the Action before entering
2 the Settlement Agreement.

3 36. I understand that Lead Plaintiffs faced risk in proving at trial the elements of the
4 securities fraud claims brought on behalf of the Class. Among other things, I am aware that
5 Defendants have asserted that the failure to reveal the actual results of the IMbark trial data are
6 not actionable securities fraud because the data was not objectively adverse, but open to subjective
7 interpretation. *See* ECF No. 247 (Stipulation) at Ex. A-1, ¶32; ECF No. 117 at 15. Defendants
8 repeatedly asserted during the litigation of the Action that the IMbark study’s reporting of metrics
9 on spleen volume response (i.e., a reduction in spleen size, an adverse physical impact of MF)
10 and total symptom score (i.e., a reduction in symptoms of those suffering from MF) did not have
11 to meet a statistical threshold for imetelstat to advance in its clinical development from Phase 2
12 (the level of the IMbark study) to Phase 3. *Id.* I was also aware and followed the development in
13 discovery of Defendants’ assertion that Janssen’s decision to terminate was not based on the
14 IMbark study results. *Id.* ¶32; ECF No. 117 at 18-20. I also was aware that Defendants maintained
15 that Defendant Scarlett’s lack of stock sales during the Class Period supports the inference
16 (according to Defendants) that he did not act knowingly or recklessly, and that the stock sales by
17 the Company and other insiders do not support a showing of scienter. *See* ECF No. 247
18 (Stipulation) at Ex. A-1, ¶31; ECF No. 117 at 11-15. I further understand that the parties had
19 divergent views regarding loss causation and Class-wide damages. I appreciate the arguments
20 asserted by Defendants, and I continue to believe in the merits of the Action, but I understand that
21 litigation results are uncertain.

22 37. I evaluated the risks these points presented among others, against the immediacy
23 of recovery to the Class, and believe that the \$24 million Settlement provides a substantial benefit
24 to the Class, as compared to the risk that the claims in the Action would produce a smaller
25 recovery, or no recovery, after summary judgment and/or trial.

26 **D. CONCLUSION**

27 38. Due to the over 156 hours I was required to miss from work at the employment
28 positions listed herein in order to oversee the litigation or participate in the key events listed

1 herein, I lost at least \$13,740.00 in wages directly resulting from my representation of the Class
2 in the three employment positions I have held, which is more than the \$10,000 estimate I provided
3 in connection with the Motion for Preliminary Approval of Proposed Class Action Settlement
4 (ECF No. 248). Thus, I am only seeking 73% percent of the total wages I lost as a result of my
5 representation of the Class.

6 39. I understand that the Court may not grant my request and could award me
7 substantially less or nothing. My recommendation that the Court approve the Settlement is not
8 dependent on whether the Court awards the reimbursement that I have requested. I believe the
9 Settlement is fair, reasonable, and adequate and is in the best interests of the Class and should be
10 approved by the Court.

11 40. Further, Kaplan Fox has kept me updated throughout the Action on their work,
12 hours dedicated to litigating the Action and the litigation expenses. I believe that Kaplan Fox’s
13 request for an award of 18% of the Settlement Fund and its request for reimbursement of litigation
14 expenses are reasonable and should be granted.

15 I declare under penalty of perjury under the laws of the United States that the foregoing is
16 true and correct.

17 Executed on 1/27/2023 at Oklahoma City, Oklahoma.

18 DocuSigned by:
Julia Junge
A5924D92F4244FD...
19 Julia Junge

20
21
22
23
24
25
26
27
28

EXHIBIT C

1 **KAPLAN FOX & KILSHEIMER LLP**
Laurence D. King (SBN 206423)
2 Kathleen A. Herkenhoff (SBN 168562)
Blair E. Reed (SBN 316791)
3 1999 Harrison Street, Suite 1560
Oakland, CA 94612
4 Telephone: (415) 772-4700
Facsimile: (415) 772-4707
5 *lking@kaplanfox.com*
kherkenhoff@kaplanfox.com
6 *breed@kaplanfox.com*

7 **KAPLAN FOX & KILSHEIMER LLP**
Robert N. Kaplan (admitted *pro hac vice*)
8 Jeffrey P. Campisi (admitted *pro hac vice*)
Jason A. Uris (admitted *pro hac vice*)
9 850 Third Avenue, 14th Floor
New York, NY 10022
10 Telephone: (212) 687-1980
Facsimile: (212) 687-7714
11 *rkaplan@kaplanfox.com*
jcampisi@kaplanfox.com
12 *juris@kaplanfox.com*

13 *Class Counsel for Lead Plaintiffs Julia Junge and*
14 *Richard Junge and the Class*

15 **UNITED STATES DISTRICT COURT**
NORTHERN DISTRICT OF CALIFORNIA
16 **SAN FRANCISCO DIVISION**

17 JULIA JUNGE and RICHARD JUNGE, on
behalf of themselves and a class of similarly
18 situated investors,

19 Plaintiffs,

20 v.

21 GERON CORPORATION and JOHN A.
SCARLETT,

22 Defendants.

Case No. 3:20-cv-00547-WHA (DMR)

Class Action

(Consolidated with Case No. 3:20-cv-01163-WHA); (Related to Case No. 3:20-cv-02823-WHA; 3:22-mc-80051-WHA)

**DECLARATION OF RICHARD JUNGE
IN SUPPORT OF MOTION FOR
FINAL APPROVAL OF SETTLEMENT
AND PLAN OF ALLOCATION AND IN
SUPPORT OF LEAD COUNSEL'S
MOTION FOR AN AWARD OF
ATTORNEYS' FEES,
REMINBUSEMENT OF LITIGATION
EXPENSES AND AWARDS TO LEAD
PLAINTIFFS FOR LOST WAGES
UNDER 15 U.S.C. § 78U-4(a)(4)**

Judge: Hon. William H. Alsup
Courtroom: 12, 19th Floor
Date: March 30, 2023
Time: 11:00 a.m.

1 I, Richard Junge, declare as follows:

2 1. I am a Lead Plaintiff and Class Representative in the above-captioned consolidated
3 action (the “Action”). I submit this declaration in support of Lead Plaintiffs’ Motion for Final
4 Approval of Settlement and Plan of Allocation (the “Final Approval Motion”), as well as in
5 support of Lead Counsel’s Motion for an Award of Attorneys’ Fees, Reimbursement of Litigation
6 Expenses and Awards to Lead Plaintiffs for Lost Wages under 15 U.S.C. § 78U-4(a)(4) (the “Fee
7 Motion”). I make this declaration based on personal knowledge, and if called to testify, I could
8 and would do so competently.

9 2. I understand that Lead Counsel and Class Counsel, Kaplan Fox & Kilsheimer LLP
10 (“Kaplan Fox” or “Lead Counsel”) will request an award for my lost wages directly relating to
11 the representation of the certified Class, should the Court grant final approval of the settlement
12 agreement entered with Defendants Geron Corporation (“Geron” or the “Company”) and John A.
13 Scarlett (“Scarlett”) (collectively the “Defendants”), as set forth in the September 2, 2022
14 Stipulation and Agreement of Settlement and exhibits thereto (“Stipulation” or “Settlement
15 Agreement”). *See* ECF No. 247. All citations to “ECF No. ___”) are to filings on the docket in the
16 Action.

17 3. I have been actively involved in litigating and overseeing this Action. On May 14,
18 2020, I, along with my wife Julia Junge, were appointed as Lead Plaintiffs in the Action. *See*
19 ECF No. 85 (Order (1) Consolidating Actions; (2) Appointing Lead Plaintiff; and (3) Inviting
20 Applications for Lead Counsel). Notably, as set forth herein, I participated in responding to the
21 Court’s questions in connection with seeking appointment as a Lead Plaintiff, and I engaged in a
22 Court supervised process to secure Lead Counsel.

23 4. On April 2, 2022, I was appointed to serve as a Class Representative for the
24 certified Class. *See* ECF No. 206.

25 5. Even prior to my initial appointment in May 2020 as a Lead Plaintiff, I had been
26 in regular communication with Lead Counsel, and our communications continued on a regular
27 basis throughout this Action. I discussed the status of this Action with Lead Counsel via
28

1 telephone, by zoom and in person. I also routinely reviewed court filings, written discovery and
2 other documents provided to me by Lead Counsel.

3 6. As detailed below, my participation in the Action has included all phases of the
4 litigation of the Action to date, including seeking appointment as the Lead Plaintiff, reviewing
5 and approving amended pleadings in the Action, sitting for a deposition in the Action and
6 producing documents, participating in Settlement Conferences in the Action overseen by the
7 Honorable Donna M. Ryu (“Ryu”), reviewing and approving the Settlement Agreement and a
8 variety of other activities. Section B of this declaration provides additional details on the
9 \$1,544.88 in wages that I have lost as result of dedicating more than twenty-four (24) hours to
10 service as a Lead Plaintiff and Class Representative.

11 **A. SUMMARY OF ACTIVITIES UNDERTAKEN ON BEHALF OF THE CLASS**

12 7. In connection with the initial hiring of Kaplan Fox to represent Julia Junge and I
13 in seeking to file a motion to be appointed as Lead Plaintiff, we coordinated with Kaplan Fox as
14 to the factual and legal theories that we believed should be pursued in the Action. For example,
15 the facts we marshalled to assist in this process included our investment profile and experience,
16 history investing in Geron common stock, trading information as to purchases and sales that Julia
17 Junge and I made of Geron common stock, media we had contemporaneously read about the
18 Company and conference calls we listened to that were held about the Company.

19 8. During the subsequent litigation of the motion seeking lead plaintiff appointment
20 that Julia Junge and I filed, I reviewed drafts of the moving, opposition and reply papers filed on
21 my behalf and on behalf of other Geron investors. I reviewed and completed a Court
22 Questionnaire To Lead-Plaintiff Candidates, as required by ECF No. 58. I also consulted with
23 Kaplan Fox in connection with the hearing of the competing motions that were on file with the
24 Court for lead plaintiff appointment.

25 9. On April 30, 2020, I participated in the telephonic conference with the Court
26 concerning the appointment of lead plaintiff. *See* ECF No. 79 (the “April 30 Conference”).
27 During the April 30 Conference, Julia Junge answered questions on our behalf that were posed
28 by the Court concerning our experience investing in Geron, among other things. I also listened

1 during the April 30 Conference to information presented by a competing movant for lead plaintiff
2 appointment.

3 10. After Julia Junge and I were appointed as Lead Plaintiffs, the Court did not
4 automatically appoint Kaplan Fox as lead counsel. The Court required that we conduct a period
5 of due diligence to select and approve “class counsel”. ECF No. 85 at 8. The Court directed that
6 we consider, among other things, the fee proposal of counsel, their track record, the candidate’s
7 ability and willingness to finance the case, the candidate’s proposals for the prosecution of the
8 case, and the factors set forth in the earlier questionnaire the Court required us to complete. *Id.*
9 at 8-9. The Court then directed us to advertise for applicants, and interview and evaluate all
10 candidates. *Id.* at 9. At the conclusion of that process, which we were to complete by June 19,
11 2020, we were to file a motion for appointment of selected counsel by July 9, 2020, along with a
12 declaration under seal. *Id.*

13 11. On July 9, 2020, via Kaplan Fox, Julia Junge and I caused our motion to be filed,
14 seeking to appoint Kaplan Fox as Lead Counsel (“Lead Counsel Motion”). *See* ECF No. 87. Our
15 joint declaration was filed under seal with the Lead Counsel Motion. *See* ECF Nos. 86, 87-1. As
16 set forth in the Lead Counsel Motion at Section II(B), we issued a Request for Proposal (“RFP”)
17 via a press release, and we emailed various law firms to advise them of the RFP. We received
18 five proposals, and we reviewed the proposals. *See* ECF No. 87 at Section II(B). We interviewed
19 five applicants between June 8, 2020 and June 13, 2020, with each interview lasting
20 approximately one hour. We conferred and evaluated the applicants, and we selected Kaplan Fox
21 to recommend for appointment in the Lead Counsel Motion. We also negotiated a reduction of
22 Kaplan Fox’s requested fee for the Action to 18% of any recovery. On July 27, 2020, the Court
23 issued an Order Approving Lead Plaintiffs’ Selection of Counsel. *See* ECF No. 89.

24 12. In addition to the process described above to secure my role as Lead Plaintiff and
25 Kaplan Fox as Lead Counsel, I then also actively participated in all phases of the litigation process
26 leading up to entry of the Settlement Agreement.

27 13. For example, I reviewed the amended pleadings filed by Kaplan Fox in the Action
28 (ECF Nos. 92, 103), reviewed the briefing on the motion(s) to dismiss filed by the Defendants

1 (ECF Nos. 97, 105), and attended the February 8, 2021 hearing on the second motion to dismiss
2 (the “Dismissal Motion”) filed by Defendants (ECF Nos. 105, 120, 123), attended the hearing on
3 the Motion for Class Certification (ECF Nos. 141, 168), attended two Settlement Conferences
4 overseen by Judge Ryu, and engaged in other significant case events detailed herein.

5 14. I also engaged in responding to written discovery from the Defendants. Julia Junge
6 and I collectively produced over 2,000 pages of documents to the Defendants in the Action.

7 15. Equally, I was kept regularly updated by Kaplan Fox of the discovery being
8 propounded to the Defendants and third parties, and approved the retention of various experts for
9 the Class. We were also updated by Lead Counsel on the efforts to obtain discovery via a motion
10 to compel as to non-party Janssen Biotech, Inc.

11 16. On October 5, 2021, I met with Lead Counsel in San Antonio to prepare for my
12 deposition.

13 17. I traveled from San Antonio, Texas to San Francisco, California, and was deposed
14 by Defendants. I missed three days of work (covering a time period of October 12-14, 2021) due
15 to travel to and from San Francisco, California to further prepare for, and attend, my October 14,
16 2021 deposition taken by Defendants.

17 18. I also reviewed Lead Plaintiffs’ Motion for Class Certification, monitored the
18 briefing undertaken in connection with that motion, and telephonically attended the February 24,
19 2022 hearing on the Motion for Class Certification.

20 19. I actively participated in the negotiations that led to the Settlement Agreement that
21 is now before the Court in connection with the Final Approval Motion, including participating in
22 the May 31 and August 12, 2022 Settlement Conferences before Judge Ryu.

23 20. I have reviewed the Settlement Agreement, and Lead Counsel agreed to the terms
24 of the Settlement Agreement with my approval.

25 **B. WORK HISTORY RELEVANT TO LOST WAGES**

26 21. I received a degree in Grain Science/Cereal Chemistry from Kansas State
27 University. During the time period that the Action has been pending, I have worked as a Senior
28

1 R&D manager at H-E-B in San Antonio, Texas. H-E-B is an independently owned food retailer.
2 My work at H-E-B involves directing research in the area of grain products.

3 22. During the entirety of the litigation of the Action to date, I have been employed at
4 H-E-B. While working at H-E-B during the majority of the time period that the Action litigated,
5 I was a salaried employee, with a forty-hour work week that equates to approximately \$64.37 per
6 hour.

7 23. During the period of October 12, 2021 to October 14, 2021, I was required to miss
8 three days of work, and had to apply three days of vacation time to be able to take the required
9 time off of work to travel to and from San Francisco, California to further prepare for and attend
10 my October 14, 2021 deposition taken by Defendants. While my application of vacation time
11 allowed me to avoid a shortfall in my paycheck, the value of the days I lost for three days of work
12 (and was therefore unable to take vacation time at a future date) is \$1,544.88 in pay (\$64.37 times
13 24 hours).

14 24. While I dedicated many more hours to the Action, I am only seeking
15 reimbursement of the value of my lost wages for the three days of vacation time I was required to
16 take for appearing in San Francisco, California for my deposition. The approximate amount I
17 would have received if I had not been required to take vacation days is \$1,544.88, as noted above.
18 These lost wages are directly related to my representation of the Class.

19 **C. DILIGENCE IN EVALUATING WHETHER TO ENTER THE SETTLEMENT**
20 **AGREEMENT**

21 25. I am aware the Court expects the representative plaintiffs to be diligent in
22 evaluating the facts in the Action through discovery to consider the strengths and weaknesses of
23 a case, including the best-case dollar amount of claim relief. *See* ECF No. 116. Based on the
24 events I participated in that are described herein, including the discovery undertaken by both sides
25 in which I was involved, the briefing and orders entered on key litigation events such as the
26 Defendants' Dismissal Motion and Lead Plaintiffs' Motion for Class Certification, and the
27 discussions at the two Settlement Conferences before Judge Ryu, I am confident I have, and had,

28

1 a full appreciation of the strengths and potential weaknesses of the Action before entering the
2 Settlement Agreement.

3 26. I understand that Lead Plaintiffs faced risk in proving at trial the elements of the
4 securities fraud claims brought on behalf of the Class. Among other things, I am aware that
5 Defendants have asserted that the failure to reveal the actual results of the IMbark trial data are
6 not actionable securities fraud because the data was not objectively adverse, but open to subjective
7 interpretation. *See* ECF No. 247 (Stipulation) at Ex. A-1 at ¶32; ECF No. 117 at 15. Defendants
8 repeatedly asserted during the litigation of the Action that the IMbark study's reporting of metrics
9 on spleen volume response (*i.e.*, a reduction in spleen size, an adverse physical impact of MF)
10 and total symptom score (*i.e.*, a reduction in symptoms of those suffering from MF) did not have
11 to meet a statistical threshold for imetelstat to advance in its clinical development from Phase 2
12 (the level of the IMbark study) to Phase 3. *Id.* I was also aware and followed the development in
13 discovery of Defendants' assertion that Janssen's decision to terminate was not based on the
14 IMbark study results. *Id.* at ¶32; ECF No. 117 at 18-20. I also was aware that Defendants
15 maintained that Defendant Scarlett's lack of stock sales during the Class Period supports the
16 inference (according to Defendants) that he did not act knowingly or recklessly, and that the stock
17 sales by the Company and other insiders do not support a showing of scienter. *See* ECF No. 247
18 (Stipulation) at Ex. A-1 at ¶31; ECF No. 117 at 11-15. I further understand that the parties had
19 divergent views regarding loss causation and Class-wide damages. I appreciate the arguments
20 asserted by Defendants, and I continue to believe in the merits of the Action, but I understand that
21 litigation results are uncertain.

22 27. I evaluated the risks these points presented among others, against the immediacy
23 of recovery to the Class, and believe that the \$24 million Settlement provides a substantial benefit
24 to the Class, as compared to the risk that the claims in the Action would produce a smaller
25 recovery, or no recovery, after summary judgment and/or trial.

26 **D. CONCLUSION**

27 28. Due to the twenty-four (24) hours of vacation time that I was required to take from
28 work at H-E-B to prepare for, and attend, my deposition in the Action, I lost the value of at least

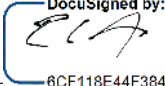
1 \$1,544.88 in wages directly resulting from my representation of the Class, which is less than the
2 \$2,500 estimate I provided in connection with the Motion for Preliminary Approval of Proposed
3 Class Action Settlement (ECF No. 248). Thus, I am only seeking approximately 62% percent of
4 the total Service Award of \$2,500 that could have been sought.

5 29. I understand that the Court may not grant my request and could award me
6 substantially less or nothing. My recommendation that the Court approve the Settlement is not
7 dependent on whether the Court awards the reimbursement that I have requested. I believe the
8 Settlement is fair, reasonable and adequate and is in the best interests of the Class and should be
9 approved by the Court.

10 30. Further, Kaplan Fox has kept me updated throughout the Action on their work,
11 hours dedicated to litigating the Action and the litigation expenses. I believe that Kaplan Fox’s
12 request for an award of 18% of the Settlement Fund and its request for reimbursement of litigation
13 expenses are reasonable and should be granted.

14 I declare under penalty of perjury under the laws of the United States that the foregoing is
15 true and correct.

16 Executed on 1/27/2023 at Oklahoma City, Oklahoma.

17 
18 _____
19 6CF118E44F3843B...
20 Richard Junge

21
22
23
24
25
26
27
28

EXHIBIT D

**JOHNSON & JOHNSON – JNJ01 –
JNJ01JUNGE – 03 2022 – 08 2022**



Bill To:
Johnson & Johnson(JNJ01) One Johnson & Johnson Plaza Suite 2300 New Brunswick, NJ 08933-0001 US

Draft #:	1011464
Draft Date	9/22/2022
ClientRef#	
ServiceStartDate	2022-03-01
ServiceEndDate	2022-08-31
BillingContact	

Description	Quantity	U/M	Amount
Matter Name: Junge et al v Geron Corp - Janssen Biotech Subpoena			
*****March 2022*****			
Hosting - Online - Review	68.06	GB	323.29
Hosting - Users	1	User	60.00
Analysis - Project Management Time	15.7	Hr	2,355.00
Review - Project Management	1.1	Hr	165.00
Review Enhancement - Focus Consulting	1.6	Hr	560.00
*****April 2022*****			
Hosting - Online	70.43	GB	334.54
Processing - Ingest & Cull	875.18	GB	13,127.70
Analysis - Project Management	34.3	Hr	5,145.00
Review Enhancement - Focus Consulting	0.7	Hr	245.00
Hosting - Load, Transfer, or Export Data	4.2	Hr	630.00
Hosting - Project Management	42.4	Hr	6,360.00
Processing - Project Management	15.1	Hr	2,265.00
Processing - Scoping and Specification	1.7	Hr	255.00
Review - Project Management	4.1	Hr	615.00
*****May 2022*****			
Hosting - Online	70.43	GB	334.54
Processing - Native Export for Review	47.24	GB	4,015.40
Production - Redaction Imaging	46,640	GB	466.40
SmartSeries - Bundle	34,186	Doc	2,393.02
Analysis - Project Management Time	13.2	Hr	1,980.00
Hosting - Load, Transfer, or Export Data	4.8	Hr	720.00
Hosting - Project Management	18.2	Hr	2,730.00
Processing - Project Management	2.8	Hr	420.00
Review - Project Management	13.6	Hr	2,040.00
*****June 2022*****			
Hosting - Online	157.47	GB	747.98

Total



Bill To:
Johnson & Johnson(JNJ01) One Johnson & Johnson Plaza Suite 2300 New Brunswick, NJ 08933-0001 US

Draft #:	1011464
Draft Date	9/22/2022
ClientRef#	
ServiceStartDate	2022-03-01
ServiceEndDate	2022-08-31
BillingContact	

Description	Quantity	U/M	Amount
Hosting - Users	56	User	3,360.00
Production - Redaction Imaging	872	Page	8.72
Production - TIFF	18.85	GB	2,639.00
Production - TIFF	121,574	Page	1,215.74
Analysis - Project Management Time	22.4	Hr	3,360.00
Hosting - Project Management	15.1	Hr	2,265.00
Processing - Project Management	0.6	Hr	90.00
Processing - Pre-Processed Data Analysis and Normalization	0.6	Hr	90.00
Production - Project Management	14.5	Hr	2,175.00
Review - Project Management	12	Hr	1,800.00
***** July 2022*****			
Hosting - Online	157.35	GB	747.41
Hosting - Users	73	User	4,380.00
Production - TIFF	1.88	GB	263.20
Production - TIFF	14,169	Page	141.69
Analysis - Project Management Time	9.8	Hr	1,470.00
Review Enhancement - Focus Consulting	1	Hr	350.00
Hosting - Project Management	1.4	Hr	210.00
Production - Project Management	12.4	Hr	1,860.00
Review - Project Management	2.8	Hr	420.00
***** August 2022*****			
Hosting - Online	157.6	GB	748.60
Hosting - Users	16	User	960.00
Production - Redaction Imaging	26	Page	0.26
Analysis - Project Management Time	2.1	Hr	315.00
Production - Project Management	0.4	Hr	60.00
Review - Project Management	1.4	Hr	210.00

Total \$77,427.49

**Johnson & Johnson – Junge et al v Geron
Corp – Janssen Biotech Subpoena –
JNJ01_JUNGE – INV000807845 –
3_31_2022_Redacted**



LIGHTHOUSE

Invoice

51 University St #400 | Seattle, WA 98101
 206.233.9690 | www.lighthouseglobal.com

Invoice Number: INV000807845

Invoice Date: 3/31/2022

Billing Contact:

Terms: Net 60 days

Client PO Number: JIL2021008962

Service Date: 3/1/2022 - 3/31/2022

LH Internal Ref: JNJ01_JUNGE

Bill To Address:

Johnson & Johnson
 One Johnson & Johnson Plaza Suite 2300
 New Brunswick, NJ 08933-0001
 USA

Matter Name: Junge et al v Geron Corp - Janssen Biotech Subpoena

Invoice Item	Quantity	Unit	Rate	Amount		
Non-Hourly						
Hosting						
Hosting - Online - Review	68.06	GB	\$4.75	\$323.30		
Hosting - Users	1.00	User	\$60.00	\$60.00		
Hosting Subtotal:				\$383.30		
Non-Hourly Subtotal:				\$383.30		
Labor Units						
Maintenance & Support						
Analysis - Project Management Time	Jonathan Kolinski	3/2/2022	0.70	Hr	\$150.00	\$105.00
Review - Project Management	Therese Maloney	3/2/2022	0.20	Hr	\$150.00	\$30.00
Review Enhancement - Focus Consulting	Sashi Valavala	3/2/2022	1.60	Hr	\$350.00	\$560.00
Analysis - Project Management Time	Jonathan Kolinski	3/3/2022	1.10	Hr	\$150.00	\$165.00
Analysis - Project Management Time	Kevin Melfi	3/3/2022	1.00	Hr	\$150.00	\$150.00
Analysis - Project Management Time	Jonathan Kolinski	3/8/2022	0.80	Hr	\$150.00	\$120.00
Analysis - Project Management Time	Kevin Melfi	3/11/2022	2.00	Hr	\$150.00	\$300.00
Review - Project Management	Therese Maloney	3/11/2022	0.60	Hr	\$150.00	\$90.00
Analysis - Project Management Time	Kevin Melfi	3/12/2022	0.50	Hr	\$150.00	\$75.00
Analysis - Project Management Time	Kevin Melfi	3/14/2022	1.50	Hr	\$150.00	\$225.00
Analysis - Project Management Time	Kevin Melfi	3/15/2022	0.50	Hr	\$150.00	\$75.00
Review - Project Management	Therese Maloney	3/15/2022	0.30	Hr	\$150.00	\$45.00
Analysis - Project Management Time	Kevin Melfi	3/22/2022	1.50	Hr	\$150.00	\$225.00
Analysis - Project Management Time	Kevin Melfi	3/23/2022	2.00	Hr	\$150.00	\$300.00
Analysis - Project Management Time	Kevin Melfi	3/24/2022	3.00	Hr	\$150.00	\$450.00
Analysis - Project Management Time	Kevin Melfi	3/25/2022	1.00	Hr	\$150.00	\$150.00
Analysis - Project Management Time	Polly OConnor	3/31/2022	0.10	Hr	\$150.00	\$15.00
Maintenance & Support Subtotal:				\$3,080.00		
Labor Units Subtotal:				\$3,080.00		
Subtotal				\$3,463.30		

Lighthouse eDiscovery does not accept responsibility for third party billing.
 Past due accounts will be charged interest at the rate of 1.5% per month.
 Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc

Sales Tax

\$0.00

Invoice Total

\$3,463.30



Lighthouse eDiscovery does not accept responsibility for third party billing.
Past due accounts will be charged interest at the rate of 1.5% per month.
Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc

**Johnson & Johnson – Junge et al v Geron
Corp – Janssen Biotech Subpoena –
JNJ01_JUNGE – INV000808065 –
4_30_2022_Redacted**



51 University St #400 | Seattle, WA 98101
 206.223.9690 | www.lighthouseglobal.com

Bill To Address:

Johnson & Johnson
 One Johnson & Johnson Plaza Suite 2300
 New Brunswick, NJ 08933-0001
 USA

Invoice

Invoice Number: INV000808065

Invoice Date: 4/30/2022

Billing Contact:

Terms: Net 60 days

Client PO Number: JIL2021008962

Service Date: 4/1/2022 - 4/30/2022

LH Internal Ref: JNJ01_JUNGE

Matter Name: Junge et al v Geron Corp - Janssen Biotech Subpoena

Invoice Item	Quantity	Unit	Rate	Amount
Non-Hourly				
Hosting				
Hosting - Online - Review	69.81	GB	\$4.75	\$331.60
Hosting - Online - Review	0.62	GB	\$4.76	\$2.95
Hosting Subtotal:				\$334.55
EDP				
Processing - Ingest & Cull	875.18	GB	\$15.00	\$13,127.70
EDP Subtotal:				\$13,127.70
Non-Hourly Subtotal:				\$13,462.25

Labor Units

Maintenance & Support

Processing - Project Management	Jonathan Kolinski	4/1/2022	0.20	Hr	\$150.00	\$30.00
Review - Project Management	Therese Maloney	4/1/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Jonathan Kolinski	4/4/2022	1.70	Hr	\$150.00	\$255.00
Analysis - Project Management Time	Jonathan Rhee	4/4/2022	0.60	Hr	\$150.00	\$90.00
Analysis - Project Management Time	Kevin Melfi	4/4/2022	1.00	Hr	\$150.00	\$150.00
Processing - Project Management	Debbie Jones	4/4/2022	0.40	Hr	\$150.00	\$60.00
Processing - Project Management	Jonathan Kolinski	4/4/2022	0.10	Hr	\$150.00	\$15.00
Processing - Scoping and Specification	Coi Lee	4/4/2022	0.50	Hr	\$150.00	\$75.00
Processing - Scoping and Specification	Roberto Jorge Madrid	4/4/2022	0.40	Hr	\$150.00	\$60.00
Review - Project Management	Therese Maloney	4/4/2022	0.40	Hr	\$150.00	\$60.00
Review Enhancement - Focus Consulting	Sashi Valavala	4/4/2022	0.70	Hr	\$350.00	\$245.00
Analysis - Project Management Time	Eric LaMunyon	4/5/2022	0.50	Hr	\$150.00	\$75.00
Analysis - Project Management Time	Jonathan Kolinski	4/5/2022	3.00	Hr	\$150.00	\$450.00
Analysis - Project Management Time	Jonathan Rhee	4/5/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Kevin Melfi	4/5/2022	1.00	Hr	\$150.00	\$150.00
Hosting - Project Management	Larry Kasoff	4/5/2022	0.20	Hr	\$150.00	\$30.00
Hosting - Project Management	Megan Casey	4/5/2022	0.10	Hr	\$150.00	\$15.00
Processing - Project Management	Coi Lee	4/5/2022	0.20	Hr	\$150.00	\$30.00
Processing - Project Management	Jonathan Kolinski	4/5/2022	0.40	Hr	\$150.00	\$60.00

Lighthouse eDiscovery does not accept responsibility for third party billing.

Past due accounts will be charged interest at the rate of 1.5% per month.

Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc

Processing - Project Management	Samuel King	4/5/2022	1.20	Hr	\$150.00	\$180.00
Processing - Project Management	Vesna Radojevic	4/5/2022	0.30	Hr	\$150.00	\$45.00
Processing - Scoping and Specification	Coi Lee	4/5/2022	0.80	Hr	\$150.00	\$120.00
Analysis - Project Management Time	Jonathan Kolinski	4/6/2022	1.90	Hr	\$150.00	\$285.00
Analysis - Project Management Time	Jonathan Rhee	4/6/2022	0.40	Hr	\$150.00	\$60.00
Hosting - Load, Transfer, or Export Data	Edgar Moreno	4/6/2022	0.20	Hr	\$150.00	\$30.00
Hosting - Load, Transfer, or Export Data	Larry Kasoff	4/6/2022	1.00	Hr	\$150.00	\$150.00
Hosting - Load, Transfer, or Export Data	Megan Casey	4/6/2022	0.20	Hr	\$150.00	\$30.00
Hosting - Project Management	Christian Ream	4/6/2022	1.00	Hr	\$150.00	\$150.00
Hosting - Project Management	Ryan McClenathan	4/6/2022	0.50	Hr	\$150.00	\$75.00
Processing - Project Management	Charles St. Laurent	4/6/2022	0.50	Hr	\$150.00	\$75.00
Processing - Project Management	Heather McQueen	4/6/2022	0.70	Hr	\$150.00	\$105.00
Processing - Project Management	Jonathan Kolinski	4/6/2022	1.10	Hr	\$150.00	\$165.00
Processing - Project Management	Vesna Radojevic	4/6/2022	1.20	Hr	\$150.00	\$180.00
Analysis - Project Management Time	Jonathan Kolinski	4/7/2022	0.60	Hr	\$150.00	\$90.00
Analysis - Project Management Time	Kevin Melfi	4/7/2022	1.00	Hr	\$150.00	\$150.00
Hosting - Load, Transfer, or Export Data	Avin Karim	4/7/2022	0.30	Hr	\$150.00	\$45.00
Hosting - Load, Transfer, or Export Data	Julian DuLong	4/7/2022	0.10	Hr	\$150.00	\$15.00
Hosting - Load, Transfer, or Export Data	Kathy Colegrove	4/7/2022	1.30	Hr	\$150.00	\$195.00
Hosting - Load, Transfer, or Export Data	Manju Ghosh	4/7/2022	0.60	Hr	\$150.00	\$90.00
Hosting - Project Management	Cassie Lesh	4/7/2022	1.60	Hr	\$150.00	\$240.00
Processing - Project Management	Jonathan Kolinski	4/7/2022	1.70	Hr	\$150.00	\$255.00
Processing - Project Management	Vesna Radojevic	4/7/2022	0.10	Hr	\$150.00	\$15.00
Review - Project Management	Vesna Radojevic	4/7/2022	0.50	Hr	\$150.00	\$75.00
Analysis - Project Management Time	Jonathan Kolinski	4/8/2022	1.70	Hr	\$150.00	\$255.00
Hosting - Project Management	Ryan McClenathan	4/8/2022	1.50	Hr	\$150.00	\$225.00
Processing - Project Management	Debbie Jones	4/8/2022	0.30	Hr	\$150.00	\$45.00
Processing - Project Management	Vesna Radojevic	4/8/2022	0.60	Hr	\$150.00	\$90.00
Review - Project Management	Debbie Jones	4/8/2022	0.30	Hr	\$150.00	\$45.00
Review - Project Management	Vesna Radojevic	4/8/2022	0.30	Hr	\$150.00	\$45.00
Hosting - Project Management	Joanna Gallegos	4/9/2022	0.20	Hr	\$150.00	\$30.00
Hosting - Project Management	Ningji Shen	4/9/2022	2.20	Hr	\$150.00	\$330.00
Review - Project Management	Debbie Jones	4/9/2022	0.30	Hr	\$150.00	\$45.00
Analysis - Project Management Time	Jessica Gilmour	4/10/2022	0.20	Hr	\$150.00	\$30.00
Hosting - Project Management	Bradford Ray	4/10/2022	5.40	Hr	\$150.00	\$810.00
Analysis - Project Management Time	Kevin Melfi	4/11/2022	1.50	Hr	\$150.00	\$225.00
Review - Project Management	Therese Maloney	4/11/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Jonathan Kolinski	4/12/2022	1.40	Hr	\$150.00	\$210.00
Analysis - Project Management Time	Vesna Radojevic	4/12/2022	0.40	Hr	\$150.00	\$60.00
Processing - Project Management	Heather McQueen	4/12/2022	0.30	Hr	\$150.00	\$45.00
Processing - Project Management	Jonathan Kolinski	4/12/2022	0.90	Hr	\$150.00	\$135.00
Analysis - Project Management Time	Jonathan Kolinski	4/13/2022	2.30	Hr	\$150.00	\$345.00
Analysis - Project Management Time	Jonathan Rhee	4/13/2022	0.30	Hr	\$150.00	\$45.00
Hosting - Load, Transfer, or Export Data	Edward Ho	4/13/2022	0.50	Hr	\$150.00	\$75.00
Hosting - Project Management	Alyssa Munford	4/13/2022	0.70	Hr	\$150.00	\$105.00

Lighthouse eDiscovery does not accept responsibility for third party billing.

Past due accounts will be charged interest at the rate of 1.5% per month.

Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc

Hosting - Project Management	Ryan McClenathan	4/13/2022	0.30	Hr	\$150.00	\$45.00
Hosting - Project Management	Sarah Van Derveer	4/13/2022	1.10	Hr	\$150.00	\$165.00
Processing - Project Management	Brittany Sawtelle	4/13/2022	0.30	Hr	\$150.00	\$45.00
Processing - Project Management	Jonathan Kolinski	4/13/2022	1.70	Hr	\$150.00	\$255.00
Analysis - Project Management Time	Jonathan Kolinski	4/14/2022	2.70	Hr	\$150.00	\$405.00
Analysis - Project Management Time	Jonathan Rhee	4/14/2022	0.30	Hr	\$150.00	\$45.00
Analysis - Project Management Time	Kevin Melfi	4/14/2022	2.00	Hr	\$150.00	\$300.00
Hosting - Project Management	Liz Roberts	4/14/2022	0.70	Hr	\$150.00	\$105.00
Review - Project Management	Debbie Jones	4/14/2022	0.70	Hr	\$150.00	\$105.00
Analysis - Project Management Time	Jonathan Kolinski	4/15/2022	1.60	Hr	\$150.00	\$240.00
Analysis - Project Management Time	Andrew Duenkel	4/18/2022	0.60	Hr	\$150.00	\$90.00
Analysis - Project Management Time	Jonathan Kolinski	4/18/2022	0.30	Hr	\$150.00	\$45.00
Hosting - Project Management	Alyssa Munford	4/18/2022	0.70	Hr	\$150.00	\$105.00
Hosting - Project Management	Amy Ly	4/18/2022	1.60	Hr	\$150.00	\$240.00
Processing - Project Management	Andrew Duenkel	4/18/2022	0.40	Hr	\$150.00	\$60.00
Processing - Project Management	Jonathan Kolinski	4/18/2022	0.10	Hr	\$150.00	\$15.00
Review - Project Management	Jonathan Kolinski	4/18/2022	0.30	Hr	\$150.00	\$45.00
Analysis - Project Management Time	Jonathan Kolinski	4/19/2022	0.90	Hr	\$150.00	\$135.00
Analysis - Project Management Time	Kevin Melfi	4/19/2022	1.00	Hr	\$150.00	\$150.00
Hosting - Project Management	Alyssa Munford	4/19/2022	1.00	Hr	\$150.00	\$150.00
Hosting - Project Management	Ryan McClenathan	4/19/2022	0.30	Hr	\$150.00	\$45.00
Review - Project Management	Vesna Radojevic	4/19/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Jonathan Kolinski	4/20/2022	0.70	Hr	\$150.00	\$105.00
Analysis - Project Management Time	Jonathan Kolinski	4/21/2022	0.10	Hr	\$150.00	\$15.00
Analysis - Project Management Time	Kyle Goins	4/21/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Vesna Radojevic	4/21/2022	1.00	Hr	\$150.00	\$150.00
Processing - Project Management	Debbie Jones	4/21/2022	0.30	Hr	\$150.00	\$45.00
Processing - Project Management	Vesna Radojevic	4/21/2022	0.40	Hr	\$150.00	\$60.00
Review - Project Management	Debbie Jones	4/21/2022	0.40	Hr	\$150.00	\$60.00
Review - Project Management	Kyle Goins	4/21/2022	0.20	Hr	\$150.00	\$30.00
Hosting - Project Management	Joanna Gallegos	4/22/2022	1.50	Hr	\$150.00	\$225.00
Hosting - Project Management	Liz Roberts	4/22/2022	3.00	Hr	\$150.00	\$450.00
Hosting - Project Management	Ningji Shen	4/22/2022	2.00	Hr	\$150.00	\$300.00
Analysis - Project Management Time	Vesna Radojevic	4/23/2022	0.10	Hr	\$150.00	\$15.00
Hosting - Project Management	Bradford Ray	4/23/2022	1.10	Hr	\$150.00	\$165.00
Hosting - Project Management	Liz Roberts	4/23/2022	2.70	Hr	\$150.00	\$405.00
Hosting - Project Management	Ningji Shen	4/23/2022	1.70	Hr	\$150.00	\$255.00
Processing - Project Management	Vesna Radojevic	4/23/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Jonathan Kolinski	4/25/2022	0.40	Hr	\$150.00	\$60.00
Analysis - Project Management Time	Jonathan Kolinski	4/26/2022	0.10	Hr	\$150.00	\$15.00
Analysis - Project Management Time	Vesna Radojevic	4/26/2022	0.60	Hr	\$150.00	\$90.00
Hosting - Project Management	Amy Ly	4/26/2022	3.20	Hr	\$150.00	\$480.00
Hosting - Project Management	Ryan McClenathan	4/26/2022	1.00	Hr	\$150.00	\$150.00
Hosting - Project Management	Yea Ung	4/26/2022	1.10	Hr	\$150.00	\$165.00
Processing - Project Management	Vesna Radojevic	4/26/2022	0.40	Hr	\$150.00	\$60.00

Lighthouse eDiscovery does not accept responsibility for third party billing.

Past due accounts will be charged interest at the rate of 1.5% per month.

Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc

Analysis - Project Management Time	Jonathan Kolinski	4/27/2022	0.40	Hr	\$150.00	\$60.00
Hosting - Project Management	Ezzard Nash	4/27/2022	1.70	Hr	\$150.00	\$255.00
Hosting - Project Management	Sarah Van Derveer	4/27/2022	0.60	Hr	\$150.00	\$90.00
Review - Project Management	Jonathan Kolinski	4/27/2022	0.10	Hr	\$150.00	\$15.00
Analysis - Project Management Time	Jonathan Kolinski	4/28/2022	0.50	Hr	\$150.00	\$75.00
Analysis - Project Management Time	Jonathan Kolinski	4/29/2022	0.30	Hr	\$150.00	\$45.00
Analysis - Project Management Time	Jonathan Rhee	4/29/2022	0.80	Hr	\$150.00	\$120.00
Hosting - Project Management	Christian Ream	4/29/2022	1.30	Hr	\$150.00	\$195.00
Hosting - Project Management	Joanna Gallegos	4/29/2022	0.70	Hr	\$150.00	\$105.00
Hosting - Project Management	Ryan McClenathan	4/29/2022	1.70	Hr	\$150.00	\$255.00
Processing - Project Management	Jonathan Kolinski	4/29/2022	0.50	Hr	\$150.00	\$75.00
Processing - Project Management	Jonathan Kolinski	4/30/2022	0.60	Hr	\$150.00	\$90.00

Maintenance &
Support Subtotal: \$15,515.00

Labor Units Subtotal: \$15,515.00

Subtotal	\$28,977.25
Sales Tax	\$0.00
Invoice Total	\$28,977.25



Lighthouse eDiscovery does not accept responsibility for third party billing.
Past due accounts will be charged interest at the rate of 1.5% per month.
Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc

**Johnson & Johnson – Junge et al v Geron
Corp – Janssen Biotech Subpoena –
JNJ01_JUNGE – INV000812002 –
5_31_2022_Redacted**



51 University Street, Suite 400 | Seattle, WA 98101
206.223.9690 | www.lighthouseglobal.com

Johnson & Johnson
One Johnson & Johnson Plaza
Suite #2300
New Brunswick NJ 08933

Invoice Number: INV000812002
Invoice Date: 05/31/2022
Sales Person: J sh T. Stellick
Terms: D e 0 Da s fr m Invoi e Date
Client Ref ID: JIL2021008962
Service Date: 5/1/2022 - 5/31/2022
LH Internal Ref: JNJ01JUNGE

Matter: Junge et al v Geron Corp - Janssen Biotech Subpoena

Invoice Item	Quantity	Unit	Rate	Amount		
Non-Hourly						
Hosting						
Hosting - Online - Review	70.43	GB	4.75	\$334.54		
Hosting Subtotal:				\$334.54		
EDP						
Processing - Native Export for Review	47.24	GB	85.00	\$4,015.40		
Production - Redaction Imaging	46,640.00	PAGE	0.01	\$466.40		
EDP Subtotal:				\$4,481.80		
Focus Discovery						
SmartSeries - Bundle	34,186.00	DOC	0.07	\$2,393.02		
Focus Discovery Subtotal:				\$2,393.02		
Non-Hourly Subtotal:				\$7,209.36		
Maintenance & Support						
Hosting - Project Management	Alyssa Munford	5/2/2022	3.10	HR	150.00	\$465.00
Hosting - Project Management	Yea Ung	5/2/2022	1.60	HR	150.00	\$240.00
Hosting - Project Management	Christian Ream	5/2/2022	0.70	HR	150.00	\$105.00
Hosting - Project Management	Ryan McClenathan	5/2/2022	1.00	HR	150.00	\$150.00
Processing - Project Management	Jonathan Kolinski	5/2/2022	0.40	HR	150.00	\$60.00
Processing - Project Management	Therese Maloney	5/2/2022	0.90	HR	150.00	\$135.00
Analysis - Project Management Time	Jonathan Kolinski	5/3/2022	0.60	HR	150.00	\$90.00
Analysis - Project Management Time	Jonathan Kolinski	5/4/2022	2.30	HR	150.00	\$345.00
Analysis - Project Management Time	Kevin Melfi	5/4/2022	0.50	HR	150.00	\$75.00

Lighthouse eDiscovery does not accept responsibility for third party billing.
Past due accounts will be charged interest at the rate of 1.5% per month.
Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc.

Hosting - Project Management	Ningji Shen	5/4/2022	4.00	HR	150.00	\$600.00
Review - Project Management	Therese Maloney	5/4/2022	2.10	HR	150.00	\$315.00
Hosting - Load, Transfer, or Export Data	Blake Peary	5/6/2022	0.50	HR	150.00	\$75.00
Hosting - Load, Transfer, or Export Data	Kailey Cozart	5/6/2022	0.30	HR	150.00	\$45.00
Hosting - Load, Transfer, or Export Data	Elmer Piano	5/6/2022	0.60	HR	150.00	\$90.00
Processing - Project Management	Debbie Jones	5/6/2022	0.30	HR	150.00	\$45.00
Processing - Project Management	Jonathan Kolinski	5/6/2022	0.40	HR	150.00	\$60.00
Processing - Project Management	Collin Woo	5/6/2022	0.60	HR	150.00	\$90.00
Review - Project Management	Jonathan Kolinski	5/6/2022	0.30	HR	150.00	\$45.00
Hosting - Load, Transfer, or Export Data	Wade Riemenschneider	5/7/2022	0.40	HR	150.00	\$60.00
Review - Project Management	Debbie Jones	5/7/2022	0.30	HR	150.00	\$45.00
Analysis - Project Management Time	Jonathan Kolinski	5/9/2022	0.70	HR	150.00	\$105.00
Hosting - Load, Transfer, or Export Data	Julian DuLong	5/9/2022	0.40	HR	150.00	\$60.00
Hosting - Load, Transfer, or Export Data	Megan Casey	5/9/2022	0.90	HR	150.00	\$135.00
Hosting - Load, Transfer, or Export Data	William Frank	5/9/2022	1.70	HR	150.00	\$255.00
Review - Project Management	Therese Maloney	5/9/2022	0.40	HR	150.00	\$60.00
Review - Project Management	Vesna Radojevic	5/9/2022	0.70	HR	150.00	\$105.00
Review - Project Management	Vesna Radojevic	5/10/2022	0.10	HR	150.00	\$15.00
Review - Project Management	Vesna Radojevic	5/12/2022	0.10	HR	150.00	\$15.00
Analysis - Project Management Time	Jonathan Kolinski	5/13/2022	0.50	HR	150.00	\$75.00
Analysis - Project Management Time	Jonathan Kolinski	5/16/2022	0.80	HR	150.00	\$120.00
Hosting - Project Management	Ryan McClenathan	5/16/2022	0.50	HR	150.00	\$75.00
Review - Project Management	Alyssa Munford	5/16/2022	1.10	HR	150.00	\$165.00
Review - Project Management	Vesna Radojevic	5/16/2022	0.70	HR	150.00	\$105.00
Analysis - Project Management Time	Jonathan Kolinski	5/17/2022	1.40	HR	150.00	\$210.00
Hosting - Project Management	Ezzard Nash	5/17/2022	1.00	HR	150.00	\$150.00
Hosting - Project Management	Ryan McClenathan	5/17/2022	0.10	HR	150.00	\$15.00

**Lighthouse eDiscovery does not accept responsibility for third party billing.
Past due accounts will be charged interest at the rate of 1.5% per month.
Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc.**

Review - Project Management	Ryan McClenathan	5/17/2022	0.20	HR	150.00	\$30.00
Review - Project Management	Therese Maloney	5/17/2022	0.60	HR	150.00	\$90.00
Review - Project Management	Vesna Radojevic	5/17/2022	0.40	HR	150.00	\$60.00
Review - Project Management	Debbie Jones	5/19/2022	0.30	HR	150.00	\$45.00
Analysis - Project Management Time	Jonathan Kolinski	5/20/2022	1.00	HR	150.00	\$150.00
Analysis - Project Management Time	Jonathan Kolinski	5/23/2022	0.20	HR	150.00	\$30.00
Analysis - Project Management Time	Jonathan Rhee	5/23/2022	0.20	HR	150.00	\$30.00
Analysis - Project Management Time	Jonathan Kolinski	5/24/2022	1.10	HR	150.00	\$165.00
Review - Project Management	Therese Maloney	5/24/2022	0.50	HR	150.00	\$75.00
Analysis - Project Management Time	Beth Ashley	5/25/2022	0.10	HR	150.00	\$15.00
Analysis - Project Management Time	Jonathan Kolinski	5/25/2022	0.10	HR	150.00	\$15.00
Hosting - Project Management	Todd Day	5/25/2022	0.20	HR	150.00	\$30.00
Review - Project Management	Collin Woo	5/25/2022	0.50	HR	150.00	\$75.00
Review - Project Management	David Brown	5/25/2022	0.20	HR	150.00	\$30.00
Review - Project Management	Vesna Radojevic	5/25/2022	0.20	HR	150.00	\$30.00
Analysis - Project Management Time	Jonathan Kolinski	5/26/2022	0.50	HR	150.00	\$75.00
Analysis - Project Management Time	Jonathan Rhee	5/26/2022	0.50	HR	150.00	\$75.00
Hosting - Project Management	Jacob Johnson	5/26/2022	1.10	HR	150.00	\$165.00
Hosting - Project Management	Ningji Shen	5/26/2022	2.50	HR	150.00	\$375.00
Analysis - Project Management Time	Jonathan Kolinski	5/27/2022	0.50	HR	150.00	\$75.00
Hosting - Project Management	Bradford Ray	5/27/2022	1.60	HR	150.00	\$240.00
Review - Project Management	Collin Woo	5/27/2022	1.50	HR	150.00	\$225.00
Review - Project Management	Debbie Jones	5/28/2022	0.40	HR	150.00	\$60.00
Hosting - Project Management	Yea Ung	5/29/2022	0.50	HR	150.00	\$75.00
Hosting - Project Management	Bradford Ray	5/29/2022	0.30	HR	150.00	\$45.00
Review - Project Management	Debbie Jones	5/29/2022	0.50	HR	150.00	\$75.00
Analysis - Project Management Time	Jonathan Kolinski	5/31/2022	2.20	HR	150.00	\$330.00

**Lighthouse eDiscovery does not accept responsibility for third party billing.
Past due accounts will be charged interest at the rate of 1.5% per month.
Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc.**

Processing - Project Management	Jonathan Kolinski	5/31/2022	0.20	HR	150.00	\$30.00
Review - Project Management	Ryan McClenathan	5/31/2022	2.00	HR	150.00	\$300.00
Review - Project Management	Yea Ung	5/31/2022	0.50	HR	150.00	\$75.00

Maintenance & Support Subtotal: \$7,890.00

Invoice Subtotal \$15,099.36

Tax \$0.00

Invoice Total \$15,099.36



Lighthouse eDiscovery does not accept responsibility for third party billing.
Past due accounts will be charged interest at the rate of 1.5% per month.
Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc.

**Johnson & Johnson – Junge et al v Geron
Corp – Janssen Biotech Subpoena –
JNJ01_JUNGE – INV000815006 –
6_30_2022_Redacted**



51 University St #400 | Seattle, WA 98101
206.223.9690 | www.lighthouseglobal.com

Bill To Address:

Johnson & Johnson
One Johnson & Johnson Plaza Suite 2300
New Brunswick, NJ 08933-0001
USA

Invoice

Invoice Number: INV000815006

Invoice Date: 6/30/2022

Billing Contact:

Terms: Net 60 days

Client PO Number: JIL2021008962

Service Date: 6/1/2022 - 6/30/2022

LH Internal Ref: JNJ01_JUNGE

Matter Name: Junge et al v Geron Corp - Janssen Biotech Subpoena

Invoice Item	Quantity	Unit	Rate	Amount
Non-Hourly				
EDP				
Production - Redaction Imaging	872.00	Page	\$0.01	\$8.72
Production - TIFF	18.85	GB	\$140.00	\$2,639.00
Production - TIFF	121,574.00	Page	\$0.01	\$1,215.74
EDP Subtotal:				\$3,863.46
Hosting				
Hosting - Online - Review	157.47	GB	\$4.75	\$747.98
Hosting - Users	56.00	User	\$60.00	\$3,360.00
Hosting Subtotal:				\$4,107.98
Non-Hourly Subtotal:				\$7,971.44

Labor Units**Maintenance & Support**

Analysis - Project Management Time	Collin Woo	6/1/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Jonathan Kolinski	6/1/2022	2.00	Hr	\$150.00	\$300.00
Hosting - Project Management	Ezzard Nash	6/1/2022	2.30	Hr	\$150.00	\$345.00
Hosting - Project Management	Sarah Van Derveer	6/1/2022	1.50	Hr	\$150.00	\$225.00
Analysis - Project Management Time	Jonathan Kolinski	6/2/2022	0.50	Hr	\$150.00	\$75.00
Hosting - Project Management	Manju Ghosh	6/2/2022	0.60	Hr	\$150.00	\$90.00
Hosting - Project Management	Wade Riemenschneider	6/2/2022	2.20	Hr	\$150.00	\$330.00
Review - Project Management	Collin Woo	6/2/2022	0.50	Hr	\$150.00	\$75.00
Review - Project Management	Julian DuLong	6/2/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Collin Woo	6/3/2022	0.50	Hr	\$150.00	\$75.00
Analysis - Project Management Time	Jonathan Kolinski	6/3/2022	0.50	Hr	\$150.00	\$75.00
Review - Project Management	Collin Woo	6/3/2022	1.50	Hr	\$150.00	\$225.00
Review - Project Management	James Walsh	6/3/2022	0.40	Hr	\$150.00	\$60.00
Analysis - Project Management Time	Collin Woo	6/6/2022	0.20	Hr	\$150.00	\$30.00
Hosting - Project Management	Wade Riemenschneider	6/6/2022	0.30	Hr	\$150.00	\$45.00

Lighthouse eDiscovery does not accept responsibility for third party billing.

Past due accounts will be charged interest at the rate of 1.5% per month.

Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc

Review - Project Management	Collin Woo	6/6/2022	0.50	Hr	\$150.00	\$75.00
Review - Project Management	Vesna Radojevic	6/6/2022	0.40	Hr	\$150.00	\$60.00
Analysis - Project Management Time	Heather McQueen	6/7/2022	0.10	Hr	\$150.00	\$15.00
Analysis - Project Management Time	Jonathan Kolinski	6/7/2022	0.80	Hr	\$150.00	\$120.00
Analysis - Project Management Time	Jonathan Rhee	6/7/2022	0.50	Hr	\$150.00	\$75.00
Hosting - Project Management	Andrea Hobbs	6/7/2022	2.00	Hr	\$150.00	\$300.00
Production - Project Management	Jonathan Kolinski	6/7/2022	1.70	Hr	\$150.00	\$255.00
Review - Project Management	Collin Woo	6/7/2022	0.60	Hr	\$150.00	\$90.00
Analysis - Project Management Time	Jonathan Kolinski	6/8/2022	0.30	Hr	\$150.00	\$45.00
Production - Project Management	Jonathan Kolinski	6/8/2022	2.20	Hr	\$150.00	\$330.00
Production - Project Management	Vesna Radojevic	6/8/2022	0.40	Hr	\$150.00	\$60.00
Review - Project Management	Vesna Radojevic	6/8/2022	0.10	Hr	\$150.00	\$15.00
Analysis - Project Management Time	Jonathan Kolinski	6/9/2022	0.40	Hr	\$150.00	\$60.00
Analysis - Project Management Time	Jonathan Rhee	6/9/2022	0.60	Hr	\$150.00	\$90.00
Analysis - Project Management Time	Jonathan Kolinski	6/10/2022	0.40	Hr	\$150.00	\$60.00
Analysis - Project Management Time	Debbie Jones	6/11/2022	0.50	Hr	\$150.00	\$75.00
Analysis - Project Management Time	Jonathan Kolinski	6/13/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Jonathan Rhee	6/13/2022	0.30	Hr	\$150.00	\$45.00
Analysis - Project Management Time	Jonathan Kolinski	6/14/2022	0.70	Hr	\$150.00	\$105.00
Analysis - Project Management Time	Jonathan Rhee	6/14/2022	0.90	Hr	\$150.00	\$135.00
Review - Project Management	Therese Maloney	6/14/2022	0.30	Hr	\$150.00	\$45.00
Analysis - Project Management Time	Andrew Duenkel	6/15/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Jonathan Kolinski	6/15/2022	0.60	Hr	\$150.00	\$90.00
Analysis - Project Management Time	Jonathan Rhee	6/15/2022	0.50	Hr	\$150.00	\$75.00
Hosting - Project Management	Manju Ghosh	6/15/2022	0.30	Hr	\$150.00	\$45.00
Hosting - Project Management	Paige Goulding	6/15/2022	0.40	Hr	\$150.00	\$60.00
	Wade					
Hosting - Project Management	Riemenschneider	6/15/2022	0.40	Hr	\$150.00	\$60.00
Processing - Project Management	Jonathan Kolinski	6/15/2022	0.20	Hr	\$150.00	\$30.00
Processing - Project Management	Vesna Radojevic	6/15/2022	0.30	Hr	\$150.00	\$45.00
Analysis - Project Management Time	Jonathan Kolinski	6/16/2022	0.60	Hr	\$150.00	\$90.00
Hosting - Project Management	Marco Canto	6/16/2022	1.50	Hr	\$150.00	\$225.00
Review - Project Management	Eric LaMunyon	6/16/2022	0.40	Hr	\$150.00	\$60.00
Analysis - Project Management Time	Jonathan Rhee	6/17/2022	0.90	Hr	\$150.00	\$135.00
Hosting - Project Management	Eric LaMunyon	6/17/2022	0.50	Hr	\$150.00	\$75.00
Hosting - Project Management	Marco Canto	6/17/2022	1.60	Hr	\$150.00	\$240.00
Production - Project Management	Vesna Radojevic	6/17/2022	1.20	Hr	\$150.00	\$180.00
Review - Project Management	Debbie Jones	6/17/2022	0.30	Hr	\$150.00	\$45.00
Review - Project Management	James Walsh	6/17/2022	0.30	Hr	\$150.00	\$45.00
	Wade					
Review - Project Management	Riemenschneider	6/17/2022	0.40	Hr	\$150.00	\$60.00
Hosting - Project Management	Eric LaMunyon	6/18/2022	0.30	Hr	\$150.00	\$45.00
Production - Project Management	Debbie Jones	6/18/2022	1.00	Hr	\$150.00	\$150.00
Production - Project Management	Vesna Radojevic	6/18/2022	0.40	Hr	\$150.00	\$60.00
Review - Project Management	Marco Canto	6/18/2022	0.50	Hr	\$150.00	\$75.00
Review - Project Management	Kathy Colegrove	6/19/2022	0.50	Hr	\$150.00	\$75.00

Lighthouse eDiscovery does not accept responsibility for third party billing.

Past due accounts will be charged interest at the rate of 1.5% per month.

Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc

Analysis - Project Management Time	Jonathan Kolinski	6/20/2022	0.70	Hr	\$150.00	\$105.00
Analysis - Project Management Time	Jonathan Rhee	6/20/2022	0.60	Hr	\$150.00	\$90.00
Hosting - Project Management	Melati Baybars	6/20/2022	0.60	Hr	\$150.00	\$90.00
Processing - Pre-Processed Data Analysis and Normalization	Andrea Hobbs	6/20/2022	0.40	Hr	\$150.00	\$60.00
Processing - Pre-Processed Data Analysis and Normalization	Todd Day	6/20/2022	0.20	Hr	\$150.00	\$30.00
Production - Project Management	Vesna Radojevic	6/20/2022	1.10	Hr	\$150.00	\$165.00
Review - Project Management	Collin Woo	6/20/2022	1.00	Hr	\$150.00	\$150.00
Analysis - Project Management Time	Heather McQueen	6/21/2022	0.30	Hr	\$150.00	\$45.00
Analysis - Project Management Time	Jonathan Kolinski	6/21/2022	2.50	Hr	\$150.00	\$375.00
Analysis - Project Management Time	Jonathan Rhee	6/21/2022	0.70	Hr	\$150.00	\$105.00
Hosting - Project Management	Melati Baybars	6/21/2022	0.20	Hr	\$150.00	\$30.00
Production - Project Management	Vesna Radojevic	6/21/2022	2.00	Hr	\$150.00	\$300.00
Review - Project Management	Collin Woo	6/21/2022	1.70	Hr	\$150.00	\$255.00
Review - Project Management	Mujahidul Haque	6/21/2022	0.30	Hr	\$150.00	\$45.00
Analysis - Project Management Time	Jonathan Kolinski	6/22/2022	2.00	Hr	\$150.00	\$300.00
Production - Project Management	Katrina~ Jackson	6/22/2022	0.50	Hr	\$150.00	\$75.00
Production - Project Management	Vesna Radojevic	6/22/2022	2.40	Hr	\$150.00	\$360.00
Production - Project Management	Vesna Radojevic	6/23/2022	1.60	Hr	\$150.00	\$240.00
Analysis - Project Management Time	Jonathan Kolinski	6/24/2022	0.40	Hr	\$150.00	\$60.00
Analysis - Project Management Time	Andrew Duenkel	6/27/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Collin Woo	6/27/2022	0.50	Hr	\$150.00	\$75.00
Hosting - Project Management	PJ Lahey	6/27/2022	0.40	Hr	\$150.00	\$60.00
Review - Project Management	Collin Woo	6/27/2022	1.00	Hr	\$150.00	\$150.00
Analysis - Project Management Time	Brittany Sawtelle	6/28/2022	0.10	Hr	\$150.00	\$15.00
Analysis - Project Management Time	Collin Woo	6/28/2022	1.00	Hr	\$150.00	\$150.00
Analysis - Project Management Time	Jonathan Kolinski	6/28/2022	0.50	Hr	\$150.00	\$75.00
Analysis - Project Management Time	Jonathan Rhee	6/28/2022	0.30	Hr	\$150.00	\$45.00
Review - Project Management	Beth Ashley	6/28/2022	0.50	Hr	\$150.00	\$75.00
Review - Project Management	Collin Woo	6/28/2022	0.60	Hr	\$150.00	\$90.00
Analysis - Project Management Time	Jonathan Kolinski	6/29/2022	0.20	Hr	\$150.00	\$30.00
Processing - Project Management	Jonathan Kolinski	6/30/2022	0.10	Hr	\$150.00	\$15.00
Maintenance & Support Subtotal:						\$9,780.00
Labor Units Subtotal:						\$9,780.00
Subtotal						\$17,751.44
Sales Tax						\$0.00
Invoice Total						\$17,751.44

Lighthouse eDiscovery does not accept responsibility for third party billing.
Past due accounts will be charged interest at the rate of 1.5% per month.
Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc



Lighthouse eDiscovery does not accept responsibility for third party billing.
Past due accounts will be charged interest at the rate of 1.5% per month.
Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc

**Johnson & Johnson – Junge et al v Geron
Corp – Janssen Biotech Subpoena –
JNJ01_JUNGE – INV000817383 –
7_31_2022_Redacted**



51 University St #400 | Seattle, WA 98101
206.223.9690 | www.lighthouseglobal.com

Bill To Address:

Johnson & Johnson
One Johnson & Johnson Plaza Suite 2300
New Brunswick, NJ 08933-0001
USA

Invoice

Invoice Number: INV000817383

Invoice Date: 7/31/2022

Billing Contact:

Terms: Net 60 days

Client PO Number: JIL2021008962

Service Date: 7/1/2022 - 7/31/2022

LH Internal Ref: JNJ01_JUNGE

Matter Name: Junge et al v Geron Corp - Janssen Biotech Subpoena

Invoice Item	Quantity	Unit	Rate	Amount
Non-Hourly				
EDP				
Production - TIFF	1.88	GB	\$140.00	\$263.20
Production - TIFF	14,169.00	Page	\$0.01	\$141.69
			EDP Subtotal:	\$404.89
Hosting				
Hosting - Online - Review	157.35	GB	\$4.75	\$747.41
Hosting - Users	73.00	User	\$60.00	\$4,380.00
			Hosting Subtotal:	\$5,127.41
			Non-Hourly Subtotal:	\$5,532.30

Labor Units**Maintenance & Support**

Analysis - Project Management Time	Jonathan Kolinski	7/1/2022	0.50	Hr	\$150.00	\$75.00
Analysis - Project Management Time	Jonathan Rhee	7/1/2022	0.20	Hr	\$150.00	\$30.00
Review - Project Management	Andrew Duenkel	7/1/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Kevin Melfi	7/6/2022	1.50	Hr	\$150.00	\$225.00
Analysis - Project Management Time	Kevin Melfi	7/8/2022	1.00	Hr	\$150.00	\$150.00
Analysis - Project Management Time	Kevin Melfi	7/12/2022	1.00	Hr	\$150.00	\$150.00
Production - Project Management	Vesna Radojevic	7/12/2022	0.40	Hr	\$150.00	\$60.00
Review Enhancement - Focus Consulting	Clement Ponnudurai	7/12/2022	1.00	Hr	\$350.00	\$350.00
Analysis - Project Management Time	Jonathan Kolinski	7/13/2022	2.20	Hr	\$150.00	\$330.00
Production - Project Management	Lynn Maverick	7/13/2022	0.50	Hr	\$150.00	\$75.00
Review - Project Management	Beth Ashley	7/13/2022	0.40	Hr	\$150.00	\$60.00
Review - Project Management	Vesna Radojevic	7/13/2022	0.50	Hr	\$150.00	\$75.00
Production - Project Management	Debbie Jones	7/14/2022	1.50	Hr	\$150.00	\$225.00
Production - Project Management	Vesna Radojevic	7/14/2022	1.40	Hr	\$150.00	\$210.00
Review - Project Management	Debbie Jones	7/15/2022	0.30	Hr	\$150.00	\$45.00
Review - Project Management	Vesna Radojevic	7/15/2022	0.70	Hr	\$150.00	\$105.00
Hosting - Project Management	James Walsh	7/16/2022	0.40	Hr	\$150.00	\$60.00
Analysis - Project Management Time	Jonathan Kolinski	7/18/2022	1.50	Hr	\$150.00	\$225.00

Lighthouse eDiscovery does not accept responsibility for third party billing.

Past due accounts will be charged interest at the rate of 1.5% per month.

Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc

Hosting - Project Management	Eric LaMunyon	7/18/2022	0.40	Hr	\$150.00	\$60.00
Production - Project Management	Heather McQueen	7/18/2022	0.30	Hr	\$150.00	\$45.00
Production - Project Management	Jonathan Kolinski	7/18/2022	1.50	Hr	\$150.00	\$225.00
Production - Project Management	Vesna Radojevic	7/18/2022	1.40	Hr	\$150.00	\$210.00
Production - Project Management	Vesna Radojevic	7/19/2022	0.10	Hr	\$150.00	\$15.00
Review - Project Management	Collin Woo	7/19/2022	0.70	Hr	\$150.00	\$105.00
Analysis - Project Management Time	Jonathan Rhee	7/23/2022	0.20	Hr	\$150.00	\$30.00
Analysis - Project Management Time	Jonathan Rhee	7/24/2022	0.50	Hr	\$150.00	\$75.00
Analysis - Project Management Time	Jessica Gilmour	7/25/2022	0.30	Hr	\$150.00	\$45.00
Analysis - Project Management Time	Jonathan Kolinski	7/25/2022	0.20	Hr	\$150.00	\$30.00
Hosting - Project Management	Eric Hileman	7/25/2022	0.20	Hr	\$150.00	\$30.00
Hosting - Project Management	Melati Baybars	7/25/2022	0.30	Hr	\$150.00	\$45.00
Hosting - Project Management	Todd Day	7/25/2022	0.10	Hr	\$150.00	\$15.00
Analysis - Project Management Time	Jonathan Kolinski	7/26/2022	0.70	Hr	\$150.00	\$105.00
Production - Project Management	Jessica Gilmour	7/26/2022	0.60	Hr	\$150.00	\$90.00
Production - Project Management	Jonathan Kolinski	7/26/2022	2.30	Hr	\$150.00	\$345.00
Production - Project Management	Vesna Radojevic	7/26/2022	2.40	Hr	\$150.00	\$360.00

Maintenance &
Support Subtotal: \$4,310.00

Labor Units Subtotal: \$4,310.00

Subtotal \$9,842.30

Sales Tax \$0.00

Invoice Total \$9,842.30



Lighthouse eDiscovery does not accept responsibility for third party billing.
 Past due accounts will be charged interest at the rate of 1.5% per month.
 Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc

**Johnson & Johnson – Junge et al v Geron
Corp – Janssen Biotech Subpoena –
JNJ01_JUNGE – INV000820273 –
8_31_2022_Redacted**



51 University St #400 | Seattle, WA 98101
206.223.9690 | www.lighthouseglobal.com

Bill To Address:

Johnson & Johnson
One Johnson & Johnson Plaza Suite 2300
New Brunswick, NJ 08933-0001
USA

Invoice

Invoice Number: INV000820273

Invoice Date: 8/31/2022

Billing Contact:

Terms: Net 60 days

Client PO Number: JIL2021008962

Service Date: 8/1/2022 - 8/31/2022

LH Internal Ref: JNJ01_JUNGE

Matter Name: Junge et al v Geron Corp - Janssen Biotech Subpoena

Invoice Item	Quantity	Unit	Rate	Amount
Non-Hourly				
EDP				
Production - Redaction Imaging	26.00	Page	\$0.01	\$0.26
			EDP Subtotal:	\$0.26
Hosting				
Hosting - Online - Review	157.60	GB	\$4.75	\$748.60
Hosting - Users	16.00	User	\$60.00	\$960.00
			Hosting Subtotal:	\$1,708.60
			Non-Hourly Subtotal:	\$1,708.86
Labor Units				
Maintenance & Support				
Production - Project Management	Vesna Radojevic	8/1/2022	0.40 Hr	\$150.00 \$60.00
Analysis - Project Management Time	Kyle Goins	8/2/2022	0.10 Hr	\$150.00 \$15.00
Analysis - Project Management Time	Marty Imbert	8/2/2022	1.00 Hr	\$150.00 \$150.00
Analysis - Project Management Time	Kevin Melfi	8/3/2022	1.00 Hr	\$150.00 \$150.00
Review - Project Management	Vesna Radojevic	8/5/2022	1.40 Hr	\$150.00 \$210.00
			Maintenance & Support Subtotal:	\$585.00
			Labor Units Subtotal:	\$585.00
Subtotal				\$2,293.86
Sales Tax				\$0.00
Invoice Total				\$2,293.86

Lighthouse eDiscovery does not accept responsibility for third party billing.
Past due accounts will be charged interest at the rate of 1.5% per month.
Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc



Lighthouse eDiscovery does not accept responsibility for third party billing.
Past due accounts will be charged interest at the rate of 1.5% per month.
Lighthouse eDiscovery is a registered trade name of Lighthouse Document Technologies, Inc

2022.09.24 McClellan Time Entries

Date	Hours	Activity category	Description	Rate (\$)	Billable (\$)
5/23/2021	1.5	SEC Response	Prepare legal hold for response to the subpoena issued by Julia and Richard Junge on behalf of the putative class (1.9 - charge for 1.5).	\$390.00	\$585.00
6/21/2021	1	SEC Response	Telephone conference with Jeffrey Campisi, Esq. of Kaplan Fox regarding compliance with subpoena, protective order, and cost shifting (0.5); review stipulation of protective order and amendment thereto entered by the District Court to evaluate protections afforded to third parties responding to subpoenas (0.3); prepare communication to Julia Kiechel, Esq. and Jocelyn Hester regarding response to plaintiffs' subpoena (0.2).	\$390.00	\$390.00
7/6/2021	0.5	SEC Response	Kick-off call with Lighthouse team and review emails from Lighthouse regarding scope of production in response to plaintiffs' subpoena duces tecum (0.6 - charge for 0.5).	\$390.00	\$195.00
7/15/2021	2	SEC Response	Review numerous records prepared by Stephanie Busalacchi, Esq., Senior Counsel, related to Janssen's response to the SEC inquiry to evaluate the response to the subpoena propounded by counsel for plaintiffs Junges (2.2 - charge for 2.0).	\$390.00	\$780.00
7/20/2021	0.5	SEC Response	For purposes of negotiating the contours of the response to the subpoena propounded by plaintiffs, telephone conference with Jeff Campisi, Esq., counsel for plaintiffs, regarding scope of inquiry propounded by the Securities Exchange Commission.	\$390.00	\$195.00
7/22/2021	2	SEC Response	To prepare response to the subpoena propounded by plaintiffs, perform preliminary sampling of approximately 500 records that were produced to the SEC in response to its inquiry into Geron (3.1 - charge for 2.0).	\$390.00	\$780.00
7/29/2021	1	SEC Response	Telephone conference with counsel for plaintiffs regarding response to subpoena (0.2); review detailed correspondence from, prepare email to counsel for plaintiffs regarding response to subpoena (0.3); prepare numerous emails to Lighthouse team regarding response to subpoena (0.2); review search parameters employed to identify potentially responsive records to the SEC inquiry (0.4 - charge for 0.3).	\$390.00	\$390.00
8/3/2021	0.3	SEC Response	Telephone conference with Julia Kiechel, Esq. and Jocelyn Hester regarding response to subpoena (0.3); prepare emails to, review emails from counsel for plaintiffs regarding subpoena response (0.2 - no charge).	\$390.00	\$117.00
8/5/2021	0.5	SEC Response	Telephone conference with, prepare email to Jeff Campisi, Esq., counsel for plaintiffs, regarding response to subpoena and protocols used by Janssen to identify potentially responsive records (0.7 - charge for 0.5).	\$390.00	\$195.00
9/17/2021	1	SEC Response	Prepare numerous emails to, review numerous emails from Jeff Campisi, Esq., counsel for plaintiffs, regarding production in response to plaintiffs' subpoena duces tecum (1.4 - charge for 1.0).	\$390.00	\$390.00
9/22/2021	0.5	SEC Response	Prepare for, telephone conference with Lighthouse and opposing counsel regarding production in response to plaintiffs' subpoena duces tecum (0.7 - charge for 0.5).	\$390.00	\$195.00

10/21/2021	0.5 SEC Response	Telephone conference with Julia Kiechel, Esq. and Falguni Patel regarding compliance with plaintiffs' subpoena duces tecum (0.2 - no charge); prepare numerous emails to, review numerous emails from opposing counsel regarding response to plaintiffs' subpoena duces tecum (0.6 - charge for 0.5).	\$390.00	\$195.00
10/22/2021	0.4 SEC Response	Telephone conference with, prepare emails to, review emails from counsel for plaintiffs regarding compliance with plaintiffs' subpoena duces tecum and parameters for search of additional records and the nature of the basis upon which records were withheld from the SEC.	\$390.00	\$156.00
10/28/2021	1 SEC Response	Prepare numerous emails to, review numerous emails from Jonathan Kolinski, Project Manager, Client Services of Lighthouse regarding additional requests from counsel for plaintiffs regarding compliance with plaintiffs' subpoena duces tecum (1.3 - charge for 1.0).	\$390.00	\$390.00
10/29/2021	1 SEC Response	Prepare numerous emails to, review numerous emails from Jonathan Kolinski and Sarah van Derveer of Lighthouse regarding compliance with plaintiffs' subpoena duces tecum and review proposed revisions to relevance ontology prepared by Lighthouse (1.1 - charge for 1.0).	\$390.00	\$390.00
11/2/2021	0.5 SEC Response	Prepare emails to, review emails from opposing counsel regarding compliance with plaintiffs' subpoena duces tecum and hit report (0.3); to comply with plaintiffs' subpoena duces tecum, review and analyze detailed hit report (0.4 - charge for 0.2).	\$390.00	\$195.00
11/4/2021	1 SEC Response	Telephone conference with Julia Kiechel, Esq. and Falguni Patel regarding legal strategy for compliance with plaintiffs' subpoena duces tecum (0.2 - no charge); prepare numerous emails to, review numerous emails from Jonathan Kolinski of Lighthouse and Jemika Davenport regarding compliance with plaintiffs' subpoena duces tecum and production of hit report to opposing counsel and review draft revised hit reports that are appropriate for production (1.1 - charge for 1.0).	\$390.00	\$390.00
11/9/2021	1 SEC Response	Prepare emails to, review emails from counsel for plaintiffs regarding compliance with plaintiffs' subpoena duces tecum and the hit report (1.3 - charge for 1.0).	\$390.00	\$390.00
11/10/2021	1 SEC Response	Prepare numerous emails to, review numerous emails from counsel for plaintiffs regarding compliance with plaintiffs' subpoena duces tecum and additional questions about the parameters of the hit report including the custodians whose records were searched and the time period over which those records were searched as well as the different sources that were searched (1.1 - charge for 1.0).	\$390.00	\$390.00
11/11/2021	1 SEC Response	Review emails from, prepare detailed email to Jason Uris, Esq. of Kaplan Fox, counsel for plaintiffs, regarding compliance with plaintiffs' subpoena duces tecum and parameters of subpoena and scope of negotiations to provide responses thereto and setting forth Janssen's position with respect to cost-shifting and undue burden (1.3 - charge for 1.0).	\$390.00	\$390.00

11/12/2021	1 SEC Response	Review detailed email from, and prepare detailed email to Jason Uris, Esq. of Kaplan Fox, attorneys for plaintiffs, regarding compliance with plaintiffs' subpoena duces tecum, the evidentiary record, and reservation of rights to object to the scope of the subpoena (1.4 - charge for 1.0).	\$390.00	\$390.00
11/17/2021	0.5 SEC Response	Prepare numerous emails to, review numerous emails from Jason Uris, Esq. of Kaplan Fox, counsel for plaintiffs, regarding compliance with plaintiffs' subpoena duces tecum and scope of plaintiffs' subpoena (0.8 - charge for 0.5).	\$390.00	\$195.00
11/18/2021	0.5 SEC Response	Prepare emails to, review emails from opposing counsel Jason Uris, Esq. regarding estimate to collect records from additional custodians (0.7 - charge for 0.5); telephone conference with Julia Kiechel, Esq. and Falguni Patel regarding status of negotiations for compliance with plaintiffs' subpoena duces tecum (0.2 - no charge).	\$390.00	\$195.00
11/23/2021	0.5 SEC Response	Telephone conference with Jemika Davenport, Legal eDiscovery Manager in the Law Department and Kevin Melfi, Associate Director of Client Services at Lighthouse regarding compliance with plaintiffs' subpoena duces tecum and detailed cost estimate.	\$390.00	\$195.00
11/24/2021	2 SEC Response	Prepare emails to opposing counsel regarding compliance with plaintiffs' subpoena duces tecum and detailed estimate to prepare response to the new custodians and terms identified by plaintiffs' counsel (2.2 - charge for 2.0).	\$390.00	\$780.00
12/1/2021	1 SEC Response	Prepare emails to, review emails from opposing counsel regarding compliance with plaintiffs' subpoena duces tecum and estimate to review and produce (1.2 - charge for 1.0); telephone conference with Falguni Patel and Jemika Davenport regarding scope of collection (0.3 - no charge).	\$390.00	\$390.00
12/2/2021	0.5 SEC Response	Prepare emails to, review emails from opposing counsel regarding compliance with plaintiffs' subpoena duces tecum and scope of search for potentially responsive records (0.7 - charge for 0.5).	\$390.00	\$195.00
12/6/2021	0.5 SEC Response	Prepare emails to, review emails from opposing counsel and Kevin Melfi from Lighthouse regarding compliance with plaintiffs' subpoena duces tecum and estimate to review and produce records from custodians whose records Janssen previously have obtained (0.7 - charge for 0.5).	\$390.00	\$195.00
12/7/2021	0.5 SEC Response	Prepare emails to, review emails from opposing counsel regarding compliance with their subpoena duces tecum and estimates to review and produce records (0.6 - charge for 0.5); telephone conference with Falguni Patel, Jemika Davenport, and Andrew Chang (of Lighthouse) regarding estimates (0.3 - no charge).	\$390.00	\$195.00
12/8/2021	1 SEC Response	Prepare numerous emails to, review numerous emails from Andrew Chang of Lighthouse regarding compliance with plaintiffs' subpoena duces tecum and the date range for the custodial pull for the response to the SEC (1.3 - charge for 1.0).	\$390.00	\$390.00

12/9/2021	1.5 SEC Response	Prepare detailed communication to counsel for plaintiffs regarding compliance with plaintiffs' subpoena duces tecum and estimate to promote, host, review, and produce records set forth in November 10, 2021 hit report (1.9 - charge for 1.5).	\$390.00	\$585.00
12/15/2021	7 SEC Response	To comply with plaintiffs' subpoena duces tecum, to respond to the inapposite and non-binding legal authority cited by counsel for plaintiffs in their December 13, 2021 communication, analyze and reconcile underlying jurisprudence upon which the non-binding authority is based as well as its progeny and further research binding federal legal authority in the Ninth Circuit regarding alleviation of undue burden imposed upon recipients of subpoenas pursuant to Fed. R. Civ. P. 45 (8.4 - charge for 7.0).	\$390.00	\$2,730.00
12/16/2021	1.5 SEC Response	To comply with plaintiffs' subpoena duces tecum, prepare responses to subpoena (1.3 - charge for 1.0); to comply with plaintiffs' subpoena duces tecum, prepare numerous emails to, review numerous emails from Lighthouse regarding reduction of hit report based on removal of records that were sent to or from Geron as well as false positives of records that contain the word "Imetelstat" (0.9 - charge for 0.5).	\$390.00	\$585.00
12/17/2021	4 SEC Response	To comply with plaintiffs' subpoena duces tecum, prepare multiple emails to, review multiple emails from Lighthouse regarding scope of records contained in the hit report that are also in the custody of Geron (0.8 - charge for 0.5); to comply with plaintiffs' subpoena duces tecum, analyze and reconcile jurisprudence regarding distinction between the legal standards that govern quashing a subpoena as opposed to shifting the cost to respond to a subpoena (1.7 - charge for 1.5); to comply with plaintiffs' subpoena duces tecum, prepare introduction to response to counsel for plaintiffs regarding their demand that Janssen bear over \$100,000 in costs to respond to subpoena (2.4 - charge for 2.0).	\$390.00	\$1,560.00
12/18/2021	4 SEC Response	To comply with plaintiffs' subpoena duces tecum, to prepare response to communication from counsel for plaintiffs making demanding that Janssen pay for over \$100,000 in document production expenses, analyze and reconcile jurisprudence regarding procedural invalidity of subpoenas that are issued from a district other than one in which the records are to be produced as well as the law that a district court applies to motion practice arising from compliance with a subpoena (5.6 - charge for 4.0).	\$390.00	\$1,560.00

<p>12/19/2021</p> <p>5 SEC Response</p> <p>To comply with plaintiffs' subpoena duces tecum, to prepare response to communication from counsel for plaintiffs' demand that Janssen pay for over \$100,000 in document production expenses, analyze and reconcile jurisprudence from the United States Court of Appeals for the Ninth Circuit and district courts thereunder regarding recovery of attorneys' fees incurred in reviewing documents (2.4 - charge for 2.0); further prepare and finalize response to plaintiffs' counsel's demand that Janssen fund over \$100,000 in expenses to produce documents with a focus on the procedural invalidity of the subpoena as well as the relationship of the estimated expenses identified by Janssen to compliance with the subpoena (3.3 - charge for 3.0).</p>	<p>\$390.00</p> <p>\$1,950.00</p>
<p>12/21/2021</p> <p>1 SEC Response</p> <p>To comply with plaintiffs' subpoena duces tecum, prepare numerous emails to, review numerous emails from, telephone conference with Lighthouse regarding additional search criteria that can be used to identify records in the possession of Geron (1.2 - charge for 1.0); telephone conference with Julia Kiechel, Esq. regarding legal strategy for response (0.2 - no charge).</p>	<p>\$390.00</p> <p>\$390.00</p>
<p>12/22/2021</p> <p>1.5 SEC Response</p> <p>To comply with plaintiffs' subpoena duces tecum, prepare numerous emails to, review numerous emails from Lighthouse regarding relevance ontology and predictive coding that culminated in nearly 20,000 records containing the term "Imetelstat" being correctly identified as likely non-responsive (1.7 - charge for 1.5).</p>	<p>\$390.00</p> <p>\$585.00</p> <p>\$20,163.00</p>
<p>3/11/2022</p> <p>2.5 Supplemental Response</p> <p>To respond to the inquiry posed by the United States District Court for the Northern District of California regarding the time to comply with plaintiffs' subpoena duces tecum by completing the production, prepare numerous emails to, review numerous emails from, and telephone conference with Lighthouse regarding collection, processing, review, and production (2.4); telephone conference with Jeff Campisi, Esq. of Kaplan Fox, counsel for plaintiffs, regarding revision to search terms and predictive coding (0.2 - charge for 0.1); review email from, prepare email to Julia Kiechel, Esq. regarding revisions to letter withdrawing motion to seal (0.1 - no charge).</p>	<p>\$390.00</p> <p>\$975.00</p>

3/14/2022	2 Supplemental Response	To prepare response to the March 9, 2022 directive from the United States District Court for the Northern District of California to advise regarding the amount of time to produce the records requested by plaintiffs, prepare multiple emails to, review multiple emails from, multiple telephone conferences with Kevin Melfi, Associate Director, Client Services of Lighthouse regarding time and cost estimates for processing records, John Pierce of Johnson & Johnson regarding time and cost estimates to comply with plaintiffs' subpoena duces tecum by reviewing records, and Jemika Davenport and Falguni Patel of Johnson & Johnson regarding time estimates for collecting records (2.4 - charge for 2.0).	\$390.00	\$780.00
3/15/2022	3 Supplemental Response	Pursuant to the directive of the United States District Court for the Northern District of California, prepare letter to the Honorable William H. Alsup, U.S.D.J. regarding the estimated time to comply with plaintiffs' subpoena duces tecum by producing the records requested by plaintiffs and revise to incorporate additional feedback from Jemika Davenport, Falguni Patel, and John Pierce of Johnson & Johnson (3.2 - charge for 3.0).	\$390.00	\$1,170.00
3/18/2022	1 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, participate in telephone conference with counsel for plaintiffs and defendants to explore potential ways to reduce money and time in production of records requested by plaintiffs (0.5); to comply with plaintiffs' subpoena duces tecum, hold telephone conference with Jamika Davenport and Falguni Patel regarding potential ways to reduce money and time in production of records requested by plaintiffs (0.5).	\$390.00	\$390.00
3/21/2022	2.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare draft correspondence to counsel for plaintiffs Julia Junge and Richard Junge regarding estimates for costs for processing, hosting, reviewing, and producing records and receive and incorporate feedback from Lighthouse and United Lex (1.2 - charge for 1.0); to comply with plaintiffs' subpoena duces tecum, hold multiple telephone conferences with, prepare emails to, review emails from Julia Kiechel, Esq. and Jemika Davenport regarding methods and approaches to reduce costs (1.7 - charge for 1.5).	\$390.00	\$975.00
3/22/2022	0.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare numerous emails to, review numerous emails from Jemika Davenport, Kevin Melfi of Lighthouse and Britt Miller of United Lex regarding processing, review, and production of records requested by plaintiffs (0.8 - charge for 0.5).	\$390.00	\$195.00

3/23/2022	2 Supplemental Response	<p>To lessen the potential costs associated with the substantial volumes of data sought by plaintiffs in compliance with their subpoena duces tecum, telephone conference with Jemika Davenport and Britt Miller of United Lex regarding methods to reduce costs (0.4); telephone conference with Jemika Davenport and Kevin Melfi of Lighthouse regarding methods to reduce costs (0.5); to prepare for telephone conference with counsel for plaintiffs regarding estimated costs, analyze and reconcile variable cost estimates across custodians and box data (1.3 - charge for 1.1).</p>	\$390.00	\$780.00
3/24/2022	5.5 Supplemental Response	<p>To comply with plaintiffs' subpoena duces tecum, pPrepare numerous emails to, review numerous emails from Kevin Melfi of Lighthouse and Britt Miller of United Lex regarding methods to reduce the costs of potential reviews (4.9 - charge for 4.5); to comply with plaintiffs' subpoena duces tecum, telephone conference with, prepare email to Jeff Campisi, Esq., counsel for plaintiffs Julia Junge and Richard Junge, regarding alternative review protocols to reduce costs of processing, hosting, review, and production (1.4 - charge for 1.0).</p>	\$390.00	\$2,145.00
3/25/2022	1.5 Supplemental Response	<p>To comply with plaintiffs' subpoena duces tecum, hold telephone conference with Jeffrey Campisi, Esq., counsel for plaintiffs Julia Junge and Richard Junge regarding estimated costs of production (0.3); prepare numerous emails to, review numerous emails from Jemika Davenport, Kevin Melfi of Lighthouse, and Britt Miller of United Lex regarding methods to reduce estimated costs and additional information about eVault and box data (1.4 - charge for 1.2).</p>	\$390.00	\$585.00
3/28/2022	1 Supplemental Response	<p>To comply with plaintiffs' subpoena duces tecum, conduct telephone conferences with in-house counsel Julia Kiechel, Esq. and Jeffrey Campisi of Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, regarding scope of collection of emails and attachments, smaller box data, and eVault and review emails from Kevin Melfi of Lighthouse and Britt Miller of United Lex (1.1 - charge for 1.0).</p>	\$390.00	\$390.00
3/29/2022	0.5 Supplemental Response	<p>To comply with plaintiffs' subpoena duces tecum, prepare emails to, review emails from Jeffrey Campisi, Esq. of Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, Jemika Davenport of the legal department, and Kevin Melfi of Lighthouse regarding processing of records (0.7 - charge for 0.5).</p>	\$390.00	\$195.00
4/4/2022	0.5 Supplemental Response	<p>To comply with plaintiffs' subpoena duces tecum, participate in telephone conference with Jemika Davenport and Lighthouse team regarding processing of records and search terms (0.4); to comply with plaintiffs' subpoena duces tecum, prepare numerous emails to, review numerous emails from Lighthouse team regarding record processing (0.3 - charge for 0.1).</p>	\$390.00	\$195.00

4/5/2022	1 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, participate in Microsoft Team conference with Jemika Davenport, Falguni Patel, and the United Lex team regarding ways to accelerate the review and reduce costs thereof.	\$390.00	\$390.00
4/14/2022	2 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review numerous draft hit reports prepared by Lighthouse and telephone conference with Kevin Melfi regarding ways to make the presentation of information easier for plaintiffs' counsel to understand (2.6 - charge for 2.0).	\$390.00	\$780.00
4/15/2022	2 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare multiple emails to, review multiple emails from Jeffrey Campisi, Esq. of Kaplan Fox, counsel for plaintiffs, and Lighthouse regarding hit report and the unique hits for each term as well as running additional queries (2.4 - charge for 2.0).	\$390.00	\$780.00
4/19/2022	1 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare numerous emails to, review numerous emails from Lighthouse regarding hit report for additional search terms and queries proposed on April 18, 2022 by Jeffrey Campisi, Esq., counsel for plaintiffs Julia Junge and Richard Junge, and review hit reports (1.3 - charge for 1.0).	\$390.00	\$390.00
4/21/2022	1 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare emails to, review emails from Jeffrey Campisi, Esq. of Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, regarding revised search terms and review third round of search terms proposed by plaintiffs as well as prepare emails to Kevin Melfi from Lighthouse regarding hit reports for additional search terms (1.2 - charge for 1.0).	\$390.00	\$390.00
4/25/2022	1 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare emails to, review emails from Jeffrey Campisi, Esq. of Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, as well as Kevin Melfi from Lighthouse regarding additional search terms and hit reports and review additional search terms and hit reports (1.3 - charge for 1.0).	\$390.00	\$390.00
4/26/2022	2 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare emails to, review emails from Jeffrey Campisi, Esq. of Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, and Kevin Melfi of Lighthouse regarding new search terms (0.6 - charge for 0.5); prepare training manual for UnitedLex review team (1.9 - charge for 1.5).	\$390.00	\$780.00
4/27/2022	1 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review, revise, and finalize document review guidelines for UnitedLex with a focus on setting forth the background of the case as pleaded by plaintiffs (1.2 - charge for 1.0).	\$390.00	\$390.00
4/28/2022	0.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review another round of search terms proposed by Jeffrey Campisi, Esq. of the law firm Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, and Kevin Melfi of Lighthouse (0.7 - charge for 0.5).	\$390.00	\$195.00

4/29/2022	0.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review new search terms proposed by Jeffrey Campisi, Esq. of Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, and hit report for new search terms prepared by Lighthouse (0.7 - charge for 0.5).	\$390.00	\$195.00
5/2/2022	0.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare emails to, review emails from Jeffrey Campisi, Esq. of Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, and Kevin Melfi of Lighthouse regarding new search terms (0.8 - charge for 0.5).	\$390.00	\$195.00
5/3/2022	1 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare emails to, review emails from Jeffrey Campisi, Esq. of Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, and Kevin Melfi of Lighthouse regarding hit reports for new search terms from plaintiffs' counsel as well as addressing plaintiffs' counsel's questions about the hit reports (1.2 - charge for 1.0).	\$390.00	\$390.00
5/4/2022	1 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare emails to, review emails from Jeffrey Campisi, Esq. of Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, and Kevin Melfi of Lighthouse regarding hit reports for new search terms from plaintiffs' counsel as well as addressing plaintiffs' counsel's questions about the hit reports (1.4 - charge for 1.0).	\$390.00	\$390.00
5/5/2022	1 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare emails to, review emails from Jeffrey Campisi of Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, and Kevin Melfi of Lighthouse and Britt Miller of United Lex regarding search terms and minimization of review costs (1.3 - charge for 1.0).	\$390.00	\$390.00
5/9/2022	0.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare numerous emails to, review numerous emails from Lighthouse team regarding promotion of records designated by plaintiffs' counsel (0.8 - charge for 0.5).	\$390.00	\$195.00
5/10/2022	1 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare emails to, review emails from John Pierce of Johnson & Johnson regarding review protocols for United Lex and emails from Lighthouse regarding promotion of records (1.2 - charge for 1.0).	\$390.00	\$390.00
5/11/2022	0.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review prior emails and attachments from Lighthouse and UnitedLex regarding review of records and analyze ways to accelerate the production (0.8 - charge for 0.5).	\$390.00	\$195.00
5/12/2022	0.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, telephone conference with Jemika Davenport of Johnson & Johnson, Andy Reynolds and Britt Miller of United Lex regarding review protocols and acceleration of review.	\$390.00	\$195.00

5/16/2022	3.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, telephone conference with United Lex team to review guidelines for document review (0.8); prepare emails to, review emails from United Lex team regarding calibration set (0.6); review portion of calibration set (2.2 - charge for 2.1).	\$390.00	\$1,365.00
5/17/2022	6 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, participate in telephone conference with Jemika Davenport and John Pierce of Johnson & Johnson, Lighthouse, and United Lex team regarding acceleration of review timetable to account for delays caused by plaintiffs' failure to identify search terms in a timely fashion and to prepare for first rolling production (0.5); to comply with plaintiffs' subpoena duces tecum, review portion of calibration set including 356-page detailed PowerPoint presentation (5.9 - charge for 5.5).	\$390.00	\$2,340.00
5/18/2022	3.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review final portion of calibration set including 2,400+ page document (3.4 - charge for 3.0); to comply with plaintiffs' subpoena duces tecum, review results of independent evaluation of responsiveness of calibration set in preparation for review team meeting (0.7 - charge for 0.5)..	\$390.00	\$1,365.00
5/19/2022	1 Supplemental Response	To ensure consistency across relevance determinations in response to plaintiffs' subpoena duces tecum, participate in Microsoft Teams conference with the United Lex team to review responsiveness determinations in the calibration set (0.8); telephone conference with Jeffrey Campisi, Esq. regarding records that contain patient health data (0.1); review analysis of calibration set to ensure consistency across relevance determinations (0.4 - charge for 0.1).	\$390.00	\$390.00
5/20/2022	1 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, participate in telephone conference with Jeffrey Campisi, Esq. regarding responsiveness of records (0.1); prepare emails to, review emails from William Dunn, Esq. of United Lex regarding responsiveness and privilege (1.2 - charge for 0.9).	\$390.00	\$390.00
5/21/2022	4.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review privilege review guidelines and ontology (0.8 - charge for 0.5); to comply with plaintiffs' subpoena duces tecum, begin review of privilege calibration set (4.4 - charge for 4.0).	\$390.00	\$1,755.00
5/22/2022	5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, complete review of privilege calibration set (5.2 - charge for 5.0).	\$390.00	\$1,950.00
5/24/2022	0.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, participate in weekly conference meeting with Johnson & Johnson, United Lex, and Lighthouse regarding status of review, methods to accelerate production including interim productions, and ways to reduce costs as well as review of responsive records (0.6 - charge for 0.5).	\$390.00	\$195.00
5/28/2022	6 Supplemental Response	To prepare for first rolling production in compliance with plaintiffs' subpoena duces tecum, review for responsiveness and privilege 200 records of statistical sample (6.2 - charge for 6.0).	\$390.00	\$2,340.00

5/29/2022	2.5 Supplemental Response	To prepare for first rolling production in compliance with plaintiffs' subpoena duces tecum, review for responsiveness and privilege 100 records of statistical sample (2.9 - charge for 2.5).	\$390.00	\$975.00
5/31/2022	3.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, participate in weekly review call with Janssen, United Lex, and Lighthouse (0.5); perform quality control review for responsiveness and privilege of next 50 records of statistical sampling for first rolling production (3.4 - charge for 3.0).	\$390.00	\$1,365.00
6/1/2022	7.5 Supplemental Response	To prepare first rolling production in response to plaintiffs' subpoena duces tecum, review final 250 records for responsiveness and privilege in statistical sample for quality control (6.8 - charge for 6.5); prepare emails to, review emails from Jeffrey Campisi, Esq. of Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, regarding efforts to overcome delay precipitated by plaintiffs' 21-day delay in providing multiple search terms and ways to further reduce costs by not reviewing select family member records that did not contain search terms (1.2 - charge for 1.0).	\$390.00	\$2,925.00
6/6/2022	1 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare numerous emails to, review numerous emails from United Lex team to prepare for first interim production (1.3 - charge for 1.0).	\$390.00	\$390.00
6/7/2022	1.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, participate in telephone conferences with, prepare emails to, review emails from United Lex and Lighthouse regarding first production (1.8 - charge for 1.5).	\$390.00	\$585.00
6/8/2022	2 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review records in draft production queue for consistency in determinations of responsiveness to plaintiffs' thirty requests for the production of documents in their subpoena duces tecum as well as privilege (2.2 - charge for 2.0).	\$390.00	\$780.00
6/9/2022	2 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, prepare numerous emails to, review numerous emails from United Lex and Lighthouse regarding preparations for production and privilege assertions in next production slated for June 24, 2022 (2.2 - charge for 2.0).	\$390.00	\$780.00
6/14/2022	7 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review 300 records in quality control set of final production for responsiveness, privilege, confidentiality, and redactions (6.7 - charge for 6.0); Microsoft Teams conference with, prepare numerous emails to, review numerous emails from Johnson & Johnson, Lighthouse, and United Lex regarding production (1.3 - charge for 1.0); to comply with plaintiffs' subpoena duces tecum, review non-opposition to motion to extend submitted by plaintiffs and defendants (0.2 - no charge).	\$390.00	\$2,730.00
6/16/2022	7 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review final statistical sample of 300 records in quality control set of final production for responsiveness, privilege, confidentiality, and redactions (7.9 - charge for 7.0).	\$390.00	\$2,730.00

6/18/2022	7 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review final statistical sample of 300 records in quality control set that were adjudicated as not responsive and/or privileged to evaluate the propriety of the relevancy determinations and privilege invocations (7.4 - charge for 7.0).	\$390.00	\$2,730.00
6/19/2022	8 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review for responsiveness, privilege, confidentiality, and redaction the approximately 450 records to be produced from Janssen's Apex custodian (8.8 - charge for 8.0).	\$390.00	\$3,120.00
6/20/2022	3.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, as part of the review of the statistical sample of non-responsive records of the Apex custodian, review 150 records to evaluate the propriety of non-responsive determinations (3.8 - charge for 3.5).	\$390.00	\$1,365.00
6/21/2022	0.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, participate in telephone conference with John Pierce and Jemika Davenport of Johnson & Johnson, United Lex team, and Lighthouse team regarding production (0.5).	\$390.00	\$195.00
6/24/2022	2.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, perform final quality control measures for production of over 10,000 records and prepare email to Jeff Campisi, Esq. regarding final production (2.8 - charge for 2.5).	\$390.00	\$975.00
6/28/2022	1.5 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, in preparation for production of privilege log, review additional records for privilege (1.6 - charge for 1.2); Microsoft Teams conference with Janssen, United Lex, and Lighthouse regarding production of privilege log (0.3).	\$390.00	\$585.00
7/1/2022	9 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review approximately 250 entries on privilege log for responsiveness and privilege while simultaneously evaluating the propriety of the description of the record and privilege invoked on the privilege log (9.1 - charge for 9.0).	\$390.00	\$3,510.00
7/2/2022	9 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review approximately 350 entries on privilege log for responsiveness and privilege while simultaneously evaluating the propriety of the description of the record and privilege invoked on the privilege log (9.6 - charge for 9.0).	\$390.00	\$3,510.00
7/3/2022	9 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review approximately 450 entries on privilege log for responsiveness and privilege while simultaneously evaluating the propriety of the description of the record and privilege invoked on the privilege log (9.7 - charge for 9.0).	\$390.00	\$3,510.00
7/4/2022	9 Supplemental Response	To comply with plaintiffs' subpoena duces tecum, review approximately 450 entries on privilege log for responsiveness and privilege while simultaneously evaluating the propriety of the description of the record and privilege invoked on the privilege log (9.4 - charge for 9.0).	\$390.00	\$3,510.00 \$64,155.00

7/8/2022	0.5 Response to Objections	Telephone conference with Jeffrey P. Campisi, Esq. of Kaplan Fox, counsel for plaintiffs Julia Junge and Richard Junge, regarding compliance with plaintiffs' subpoena duces tecum and specifically questions about records on privilege log (0.2); to comply with plaintiffs' subpoena duces tecum, review protocol to streamline systemic response to plaintiffs' questions about privilege log (0.5 - charge for 0.3).	\$390.00	\$195.00
7/12/2022	7.5 Response to Objections	To comply with plaintiffs' subpoena duces tecum, participate in Microsoft Teams conferences with Lighthouse and United Lex to develop systemic approach to providing additional levels of specificity for descriptions on privilege log and evaluate multiple software approaches in field tests (8.1 - charge for 7.5).	\$390.00	\$2,925.00
7/14/2022	7.5 Response to Objections	To comply with plaintiffs' subpoena duces tecum, participate in telephone conference with Britt Miller of United Lex regarding increasing level of specificity in privilege log descriptions (0.4); telephone conference with Jemika Davenport of Johnson & Johnson regarding execution of affirmation for privilege log to comply with plaintiffs' subpoena duces tecum (0.2); to comply with plaintiffs' subpoena duces tecum, review final production of communications with Geron that had previously been scheduled on privilege logs (1.3 - charge for 1.0); to comply with plaintiffs' subpoena duces tecum, revise privilege log descriptions to provide greater levels of specificity (7.4 - charge for 5.9).	\$390.00	\$2,925.00
7/15/2022	8 Response to Objections	To comply with plaintiffs' subpoena duces tecum, participate in telephone conference with Britt Miller of United Lex regarding increasing level of specificity in privilege log descriptions and provide training to new United Lex team members (1.5); to comply with plaintiffs' subpoena duces tecum, revise privilege log descriptions to provide greater levels of specificity (6.8 - charge for 6.5).	\$390.00	\$3,120.00
7/16/2022	9 Response to Objections	To comply with plaintiffs' subpoena duces tecum, perform quality control on approximately 600 revisions of privilege log descriptions to provide greater levels of specificity (9.4 - charge for 9.0).	\$390.00	\$3,510.00
7/21/2022	6 Response to Objections	Review 10-page letter from plaintiffs' counsel setting forth objections to Janssen's compliance with plaintiffs' subpoena duces tecum and specifically the revised privilege log that Janssen provided on July 18, 2022 and develop legal arguments in response thereto (3.6 - charge for 3.5); to comply with plaintiffs' subpoena duces tecum by addressing plaintiffs' objection to the use of "in house counsel," analyze threading of emails to identify the first 25 of the 125 records to which plaintiffs specifically objected 2.9 - charge for 2.5).	\$390.00	\$2,340.00

7/22/2022	9.5 Response to Objections	To address the objection in plaintiffs' July 21, 2022 letter regarding Janssen's compliance with plaintiffs' subpoena duces tecum and specifically the use of "in house counsel," analyze threading of emails to identify the remaining 100 of the 125 records to which plaintiffs specifically objected (9.7 - charge for 9.5);	\$390.00	\$3,705.00
7/23/2022	9.5 Response to Objections	To address the objection in plaintiffs' July 21, 2022 letter regarding Janssen's compliance with plaintiffs' subpoena duces tecum and falsely alleging that Alana Kriegsman was merely a "thread participant" in 20 specific records, review each of those records and prepare rebuttal thereto (2.7 - charge for 2.5); to address the objections in plaintiffs' July 21, 2022 letter regarding Janssen's compliance with plaintiffs' subpoena duces tecum and incorrectly alleging that Janssen has redacted business (as opposed to legal) advice from Janssen's in-house counsel, review the first 50 records identified by plaintiffs' counsel (7.2 - charge for 7.0)	\$390.00	\$3,705.00
7/24/2022	9.5 Response to Objections	To address the objections in plaintiffs' July 21, 2022 letter regarding Janssen's compliance with plaintiffs' subpoena duces tecum and incorrectly alleging that Janssen has redacted business (as opposed to legal) advice from Janssen's in-house counsel, review the final 50 records identified by plaintiffs' counsel (7.7 - charge for 7.0); to comply with plaintiffs' subpoena duces tecum, prepare draft of formal response to plaintiffs' counsel's July 21, 2022 letter (3.1 - charge for 2.5).	\$390.00	\$3,705.00
7/26/2022	9.5 Response to Objections	To address plaintiffs' objection regarding Janssen's compliance with plaintiffs' subpoena duces tecum and specifically the identities of the specific in-house counsel with whom Janssen communicated attorney-client privileged content, analyze and reconcile the records with privilege log numbers 1254, 1289, 1324, 1326, and 1327 (2.3 - charge for 2.0); in preparation for meet and confer regarding Janssen's compliance with plaintiffs' subpoena duces tecum, prepare analysis of the records identified in objection B in plaintiffs' July 21, 2022 letter (5.6 - charge for 5.0); telephone conference with Julia Kiechel, Esq. and Jonathan Le, Esq. regarding compliance with plaintiffs' subpoena duces tecum and responses to the objections thereto in plaintiffs' July 21, 2022 letter (0.6 - charge for 0.5); to comply with plaintiffs' subpoena duces tecum, prepare multiple emails to, review multiple emails from Lighthouse and United Lex regarding revisions to privilege log (2.3 - charge for 2.0).	\$390.00	\$3,705.00

Pursuant to Paragraph 24 of the Supplemental Order to Order Setting Initial Case Management Conference in Civil Cases Before the Honorable William Alsup, U.S.D.J., to comply with plaintiffs' subpoena duces tecum, prepare affirmation for Anthony Mosquera, Esq. regarding the revisions to the July 4, 2022 privilege log (1.6 - charge for 1.5); prepare for meet and confer with plaintiffs regarding Janssen's compliance with plaintiffs' subpoena duces tecum by reviewing review, production, and log statistics (2.3 - charge for 2.0); telephone conference with Jonathan Le, Esq. of O'Melveny Myers and plaintiffs' counsel regarding plaintiffs' objections to Janssen's compliance with plaintiffs' subpoena duces tecum (0.5); to comply with plaintiffs' subpoena duces tecum, review emails on list of 265 people identified by plaintiffs and analyze numerous names incorporated therein by plaintiffs (1.4 - charge for 1.0); to comply with plaintiffs' subpoena duces tecum, analyze plaintiffs' "examples" of alleged "business" advice (2.2 - charge for 2.0).

\$390.00 \$2,340.00
 \$32,175.00

6 Response to Objections

7/27/2022

Geron_United_Lex_Time

Project date	Worker/Item Name	Description	Quantity	Sales price	Line amount
11/10/2021	Andy A Reynolds	Advisory Board database research on production to identify redaction, privilege and slip sheeted documents at the request of counsel	0.50	230.00	115.00
11/11/2021	Andy A Reynolds	Advisory Board database research on production to identify redaction, privilege and slip sheeted documents at the request of counsel	1.00	230.00	230.00
11/12/2021	Andy A Reynolds	Advisory Board participation in telephone conference with counsel regarding the status of the project	1.00	230.00	230.00
11/15/2021	Andy A Reynolds	Advisory Board communications with counsel regarding privilege log preparation and cost estimate	0.40	230.00	92.00
3/10/2022	Andy A Reynolds	Advisory Board preparation of cost estimate for submission to court, including communications with J&J team	1.30	230.00	299.00
3/11/2022	Britt Britt Miller	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	2.00	85.00	170.00
3/11/2022	Antwaneisha E Gray	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	2.50	85.00	212.50
3/14/2022	Antwaneisha E Gray	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	0.50	85.00	42.50
3/14/2022	Britt Britt Miller	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	2.10	85.00	178.50
3/14/2022	Britt Britt Miller	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	0.60	85.00	51.00
3/14/2022	Andy A Reynolds	Advisory Board preparation of cost estimate for submission to court, including communications with J&J team	1.00	230.00	230.00
3/21/2022	Britt Britt Miller	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	0.30	85.00	25.50
3/22/2022	Brent D Green	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	2.10	85.00	178.50
3/22/2022	Britt Britt Miller	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	2.90	85.00	246.50
3/22/2022	Antwaneisha E Gray	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	2.00	85.00	170.00
3/23/2022	Britt Britt Miller	Communicate with counsel and J&J regarding budget request from counsel for use in negotiations with plaintiffs.	0.50	85.00	42.50
3/23/2022	Britt Britt Miller	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	1.50	85.00	127.50
3/23/2022	Antwaneisha E Gray	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	1.00	85.00	85.00
3/24/2022	Brent D Green	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	1.80	85.00	153.00
3/24/2022	Britt Britt Miller	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	1.60	85.00	136.00

3/24/2022	Andy A Reynolds	Advisory Board communications with management team regarding the cost estimates requested by counsel	0.30	230.00	69.00
3/25/2022	Britt Britt Miller	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	0.30	85.00	25.50
3/31/2022	Seconded Resource Onsite eDiscovery Project Mgt-Onshore	Seconded Resource Onsite eDiscovery Project Mgt-Onshore	1.00	263.21	263.21
4/5/2022	Britt Britt Miller	Participate in project kickoff call with counsel and client.	1.00	85.00	85.00
4/5/2022	Antwaneisha E Gray	Participate in project kickoff call with counsel and client.	1.00	85.00	85.00
4/5/2022	Andy A Reynolds	Advisory Board participation in document review kick off call with J&J and counsel	1.30	230.00	299.00
4/6/2022	Britt Britt Miller	Confer and strategize with project team regarding status and next steps.	0.90	85.00	76.50
4/6/2022	Antwaneisha E Gray	Communicate with management team regarding J&J document review	0.50	85.00	42.50
4/6/2022	Britt Britt Miller	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	0.50	85.00	42.50
4/11/2022	Britt Britt Miller	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	0.40	85.00	34.00
4/11/2022	Andy A Reynolds	Preparation of review estimates at the request of client and outside counsel for use in negotiations with plaintiffs	0.40	85.00	34.00
4/11/2022	Antwaneisha E Gray	Draft and discuss review project estimate for counsel request	0.50	60.00	30.00
4/25/2022	Andy A Reynolds	Advisory Board communications with J. Pierce regarding legacy document review guidelines	0.20	230.00	46.00
4/30/2022	Seconded Resource Onsite eDiscovery Project Mgt-Onshore	Seconded Resource Onsite eDiscovery Project Mgt-Onshore	1.00	312.89	312.89
5/12/2022	Ryan Ryan Dunn	Coordinate staffing processes.	3.00	85.00	255.00
5/12/2022	Ryan Ryan Dunn	Prepare for and participate in meeting with counsel regarding kickoff.	0.50	85.00	42.50
5/12/2022	Britt Britt Miller	Participate in project kickoff call with counsel and client.	0.60	85.00	51.00
5/12/2022	Andy A Reynolds	Advisory Board participation in telephone conference with J&J and counsel regarding the status of the project	0.50	230.00	115.00
5/12/2022	Andy A Reynolds	Advisory Board communications with management team regarding the preparation for review kick off	0.40	230.00	92.00
5/13/2022	Ryan Ryan Dunn	Coordinate staffing and set up review processes	6.00	85.00	510.00
5/16/2022	Marques Carter	Review background materials and document review guidelines in preparation for review.	1.00	41.00	41.00

5/16/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	4.10	41.00	168.10
5/16/2022	Douglas Beach	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.10	41.00	127.10
5/16/2022	Mark McSherry	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.50	41.00	143.50
5/16/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	2.50	41.00	102.50
5/16/2022	Yolanda Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.00	41.00	123.00
5/16/2022	Yolanda Smith	Review background materials and document review guidelines in preparation for review.	3.00	41.00	123.00
5/16/2022	Lucianna Capito Winters	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.90	41.00	200.90
5/16/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	3.00	41.00	123.00
5/16/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	2.50	41.00	102.50
5/16/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.70	41.00	28.70
5/16/2022	Nicole McDonald	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	1.20	41.00	49.20
5/16/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	5.90	41.00	241.90
5/16/2022	Jerrold Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.30	41.00	135.30
5/16/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	3.20	41.00	131.20
5/16/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	4.00	41.00	164.00
5/16/2022	Jill Cheek	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.50	41.00	143.50
5/16/2022	Thomas Ferrara	Review background materials and document review guidelines in preparation for review.	3.60	41.00	147.60
5/16/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.70	41.00	192.70
5/16/2022	Marvelle McIntyre-Hall	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.60	41.00	147.60
5/16/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	3.30	41.00	135.30
5/16/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.60	41.00	147.60

5/16/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	3.90	41.00	159.90
5/16/2022	Ivrol Hines	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	6.00	41.00	246.00
5/16/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	3.00	41.00	123.00
5/16/2022	Jordan Sprenger-Wilson	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.00	41.00	205.00
5/16/2022	Marques Carter	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.20	41.00	336.20
5/16/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	1.00	41.00	41.00
5/16/2022	Shannon Crawford	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.80	41.00	319.80
5/16/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	-0.10	41.00	-4.10
5/16/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	2.60	41.00	106.60
5/16/2022	Ryan Ryan Dunn	Coordinate team calibration and training.	1.00	85.00	85.00
5/16/2022	Ryan Ryan Dunn	Coordinate review processes.	6.50	85.00	552.50
5/17/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/17/2022	Douglas Beach	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.70	41.00	356.70
5/17/2022	Mark McSherry	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.20	41.00	8.20
5/17/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/17/2022	Mark McSherry	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.60	41.00	311.60
5/17/2022	Yolanda Smith	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
5/17/2022	Yolanda Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.70	41.00	233.70
5/17/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
5/17/2022	Lucianna Capito Winters	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.70	41.00	315.70
5/17/2022	Nicole McDonald	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.10	41.00	332.10

5/17/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/17/2022	Jerrold Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.20	41.00	295.20
5/17/2022	Shannon Crawford	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.50	41.00	348.50
5/17/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/17/2022	Thomas Ferrara	Review background materials and document review guidelines in preparation for review.	7.70	41.00	315.70
5/17/2022	Yolanda Daniels	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.90	41.00	36.90
5/17/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	5.00	41.00	205.00
5/17/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/17/2022	Marvelle McIntyre-Hall	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	6.80	41.00	278.80
5/17/2022	Ivrol Hines	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.50	41.00	389.50
5/17/2022	Jordan Sprenger-Wilson	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.80	41.00	319.80
5/17/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/17/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/17/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.70	41.00	151.70
5/17/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/17/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.20	41.00	336.20
5/17/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/17/2022	Nequisa Simmons	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.50	41.00	348.50
5/17/2022	Marques Carter	Quality control review of J&J documents.	9.30	41.00	381.30
5/17/2022	Marques Carter	Quality control review of J&J documents.	9.30	41.00	381.30
5/17/2022	Ryan Ryan Dunn	Coordinate review processes.	1.50	85.00	127.50

5/17/2022	Ryan Ryan Dunn	Coordinate review processes.	1.90	85.00	161.50
5/17/2022	Ryan Ryan Dunn	Prepare for and participate in meeting with counsel regarding status and next steps.	1.90	85.00	161.50
5/17/2022	Britt Britt Miller	Prepare for and participate in meeting with counsel, J&J and Lighthouse regarding status and next steps.	0.60	85.00	51.00
5/17/2022	Britt Britt Miller	Confer and strategize with project team regarding status and next steps.	0.70	85.00	59.50
5/17/2022	Marques Carter	Communicate with counsel regarding status of project deliverables.	0.60	85.00	51.00
5/18/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	2.00	41.00	82.00
5/18/2022	Michael R. LeMaire	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	1.40	41.00	57.40
5/18/2022	Michael R. LeMaire	Quality control review of J&J documents.	2.80	41.00	114.80
5/18/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.90	41.00	36.90
5/18/2022	Douglas Beach	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.90	41.00	323.90
5/18/2022	Mark McSherry	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.00	41.00	287.00
5/18/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
5/18/2022	Yolanda Smith	Review background materials and document review guidelines in preparation for review.	0.70	41.00	28.70
5/18/2022	Yolanda Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.30	41.00	217.30
5/18/2022	Lucianna Capito Winters	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	6.70	41.00	274.70
5/18/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
5/18/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/18/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.10	41.00	127.10
5/18/2022	Nicole McDonald	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	6.00	41.00	246.00
5/18/2022	Jerrod Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.10	41.00	291.10
5/18/2022	Thomas Ferrara	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50

5/18/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.20	41.00	295.20
5/18/2022	Yolanda Daniels	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.00	41.00	287.00
5/18/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	1.60	41.00	65.60
5/18/2022	Marvelle McIntyre-Hall	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.80	41.00	237.80
5/18/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	1.00	41.00	41.00
5/18/2022	Ivrol Hines	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.50	41.00	389.50
5/18/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/18/2022	Jordan Sprenger-Wilson	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.00	41.00	328.00
5/18/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	2.60	41.00	106.60
5/18/2022	Jerrold Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	-2.60	41.00	-106.60
5/18/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/18/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.80	41.00	319.80
5/18/2022	Nequisa Simmons	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.40	41.00	303.40
5/18/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.90	41.00	36.90
5/18/2022	Marques Carter	Quality control review of J&J documents.	9.80	41.00	401.80
5/18/2022	Shannon Crawford	Quality control review of J&J documents.	9.00	41.00	369.00
5/18/2022	Ryan Ryan Dunn	Coordinate team calibration and training.	0.30	85.00	25.50
5/18/2022	Ryan Ryan Dunn	Coordinate review processes.	7.20	85.00	612.00
5/19/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	0.70	41.00	28.70
5/19/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	1.20	41.00	49.20
5/19/2022	Douglas Beach	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.10	41.00	291.10

5/19/2022	Mark McSherry	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	2.30	41.00	94.30
5/19/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.70	41.00	28.70
5/19/2022	Yolanda Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.30	41.00	176.30
5/19/2022	Yolanda Smith	Review background materials and document review guidelines in preparation for review.	0.70	41.00	28.70
5/19/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	1.30	41.00	53.30
5/19/2022	Lucianna Capito Winters	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.00	41.00	287.00
5/19/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/19/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	2.90	41.00	118.90
5/19/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	1.20	41.00	49.20
5/19/2022	Nicole McDonald	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	2.30	41.00	94.30
5/19/2022	Jerrold Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	6.30	41.00	258.30
5/19/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.90	41.00	36.90
5/19/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.00	41.00	287.00
5/19/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	1.00	41.00	41.00
5/19/2022	Yolanda Daniels	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.00	41.00	205.00
5/19/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	1.00	41.00	41.00
5/19/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	1.00	41.00	41.00
5/19/2022	Marvelle McIntyre-Hall	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.60	41.00	188.60
5/19/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	1.00	41.00	41.00
5/19/2022	Ivrol Hines	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.60	41.00	393.60
5/19/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.70	41.00	28.70

5/19/2022	Jordan Sprenger-Wilson	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.30	41.00	299.30
5/19/2022	Nequisa Simmons	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.60	41.00	393.60
5/19/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/19/2022	Brandon Slone	Quality control review of J&J documents.	7.00	41.00	287.00
5/19/2022	Nicole McDonald	Quality control review of J&J documents.	4.20	41.00	172.20
5/19/2022	Yolanda Daniels	Quality control review of J&J documents.	3.90	41.00	159.90
5/19/2022	Marques Carter	Quality control review of J&J documents.	6.00	41.00	246.00
5/19/2022	Michael R. LeMaire	Quality control review of J&J documents.	7.10	41.00	291.10
5/19/2022	Shannon Crawford	Quality control review of J&J documents.	9.00	41.00	369.00
5/19/2022	Riya Luthra	Coordinate review processes.	1.00	23.00	23.00
5/19/2022	Britt Britt Miller	Confer and strategize with project team regarding status and next steps.	0.40	85.00	34.00
5/19/2022	Ryan Ryan Dunn	Coordinate team calibration and training.	1.00	85.00	85.00
5/19/2022	Ryan Ryan Dunn	Coordinate review processes.	7.00	85.00	595.00
5/20/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/20/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/20/2022	Douglas Beach	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	6.40	41.00	262.40
5/20/2022	Lucianna Capito Winters	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	6.80	41.00	278.80
5/20/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/20/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.60	41.00	147.60
5/20/2022	Nicole McDonald	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.60	41.00	229.60
5/20/2022	Jerrod Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.00	41.00	328.00

5/20/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.40	41.00	16.40
5/20/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.20	41.00	8.20
5/20/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.40	41.00	180.40
5/20/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/20/2022	Marvelle McIntyre-Hall	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.50	41.00	225.50
5/20/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/20/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/20/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.90	41.00	159.90
5/20/2022	Ivrol Hines	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.50	41.00	225.50
5/20/2022	Jordan Sprenger-Wilson	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	6.40	41.00	262.40
5/20/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/20/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.00	41.00	164.00
5/20/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	-3.60	41.00	-147.60
5/20/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/20/2022	Nequisa Simmons	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.70	41.00	233.70
5/20/2022	Brandon Slone	Quality control review of J&J documents.	4.00	41.00	164.00
5/20/2022	Marques Carter	Quality control review of J&J documents.	9.00	41.00	369.00
5/20/2022	Michael R. LeMaire	Quality control review of J&J documents.	8.40	41.00	344.40
5/20/2022	Nicole McDonald	Quality control review of J&J documents.	1.70	41.00	69.70
5/20/2022	Yolanda Daniels	Quality control review of J&J documents.	3.50	41.00	143.50
5/20/2022	Shannon Crawford	Quality control review of J&J documents.	4.50	41.00	184.50

5/20/2022	Riya Luthra	Creating Daily Metrics Report.	0.30	23.00	6.90
5/20/2022	Ryan Ryan Dunn	Coordinate review processes.	8.00	85.00	680.00
5/21/2022	Lucianna Capito Winters	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	1.20	41.00	49.20
5/21/2022	Nicole McDonald	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.40	41.00	180.40
5/21/2022	Jerrold Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.80	41.00	155.80
5/21/2022	Michael R. LeMaire	Quality control review of J&J documents.	4.00	41.00	164.00
5/23/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
5/23/2022	Douglas Beach	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.70	41.00	356.70
5/23/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
5/23/2022	Mark McSherry	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.50	41.00	307.50
5/23/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
5/23/2022	Justin Poppiti	Privilege sweep of J&J documents.	4.00	41.00	164.00
5/23/2022	Anthony Amos	Privilege sweep of J&J documents.	6.60	41.00	270.60
5/23/2022	Lucianna Capito Winters	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.20	41.00	213.20
5/23/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
5/23/2022	Heather Coe	Privilege sweep of J&J documents.	2.50	41.00	102.50
5/23/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
5/23/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.00	41.00	123.00
5/23/2022	Nicole McDonald	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	1.60	41.00	65.60
5/23/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.60	41.00	24.60
5/23/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.40	41.00	16.40

5/23/2022	Jerrold Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	6.70	41.00	274.70
5/23/2022	Jill Cheek	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.00	41.00	328.00
5/23/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
5/23/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.60	41.00	229.60
5/23/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	2.00	41.00	82.00
5/23/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
5/23/2022	Ivrol Hines	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.10	41.00	373.10
5/23/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
5/23/2022	Jordan Sprenger-Wilson	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.70	41.00	315.70
5/23/2022	Yolanda Daniels	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.50	41.00	143.50
5/23/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
5/23/2022	Nequisa Simmons	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.40	41.00	385.40
5/23/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/23/2022	Marques Carter	Quality control review of J&J documents.	9.80	41.00	401.80
5/23/2022	Brandon Slone	Quality control review of J&J documents.	5.50	41.00	225.50
5/23/2022	Yolanda Daniels	Quality control review of J&J documents.	5.90	41.00	241.90
5/23/2022	Michael R. LeMaire	Quality control review of J&J documents.	7.90	41.00	323.90
5/23/2022	Nicole McDonald	Quality control review of J&J documents.	7.70	41.00	315.70
5/23/2022	Shannon Crawford	Quality control review of J&J documents.	9.70	41.00	397.70
5/23/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/23/2022	Riya Luthra	Coordinate review processes.	0.30	23.00	6.90

5/23/2022	Ryan Ryan Dunn	Coordinate review processes.	6.90	85.00	586.50
5/23/2022	Ryan Ryan Dunn	Coordinate team calibration and training.	0.60	85.00	51.00
5/24/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/24/2022	Douglas Beach	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.30	41.00	381.30
5/24/2022	Mark McSherry	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.90	41.00	323.90
5/24/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/24/2022	Justin Poppiti	Privilege sweep of J&J documents.	6.00	41.00	246.00
5/24/2022	Anthony Amos	Privilege sweep of J&J documents.	8.00	41.00	328.00
5/24/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/24/2022	Lucianna Capito Winters	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.20	41.00	295.20
5/24/2022	Heather Coe	Privilege sweep of J&J documents.	5.20	41.00	213.20
5/24/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.60	41.00	188.60
5/24/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/24/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	1.00	41.00	41.00
5/24/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/24/2022	Jerrold Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.40	41.00	303.40
5/24/2022	Jill Cheek	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.50	41.00	348.50
5/24/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/24/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.70	41.00	192.70
5/24/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.10	41.00	4.10
5/24/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20

5/24/2022	Marvelle McIntyre-Hall	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.80	41.00	319.80
5/24/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/24/2022	Jordan Sprenger-Wilson	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.50	41.00	348.50
5/24/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/24/2022	Nequisa Simmons	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.80	41.00	401.80
5/24/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/24/2022	Ivrol Hines	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.90	41.00	364.90
5/24/2022	Brandon Slone	Quality control review of J&J documents.	7.60	41.00	311.60
5/24/2022	Marques Carter	Quality control review of J&J documents.	9.00	41.00	369.00
5/24/2022	Michael R. LeMaire	Quality control review of J&J documents.	10.00	41.00	410.00
5/24/2022	Ryan Ryan Dunn	Quality control review of J&J documents.	2.00	41.00	82.00
5/24/2022	Thomas Ferrara	Quality control review of J&J documents.	1.20	41.00	49.20
5/24/2022	Shannon Crawford	Quality control review of J&J documents.	9.70	41.00	397.70
5/24/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/24/2022	Riya Luthra	Generate and provide [report type] reporting.	0.30	23.00	6.90
5/24/2022	Ryan Ryan Dunn	Prepare for and participate in meeting with counsel regarding status and next steps.	0.80	85.00	68.00
5/24/2022	Ryan Ryan Dunn	Coordinate team calibration and training.	0.20	85.00	17.00
5/24/2022	Ryan Ryan Dunn	Coordinate review processes.	4.20	85.00	357.00
5/24/2022	Marques Carter	Communicate with counsel regarding status of project deliverables.	0.30	85.00	25.50
5/24/2022	Britt Britt Miller	Prepare for and participate in meeting with counsel, J&J and Lighthouse regarding status and next steps.	0.30	85.00	25.50
5/24/2022	Andy A Reynolds	Advisory Board participation in weekly telephone conference with J&J, counsel and Lighthouse	0.30	230.00	69.00

5/25/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/25/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/25/2022	Douglas Beach	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.20	41.00	336.20
5/25/2022	Mark McSherry	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.30	41.00	299.30
5/25/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/25/2022	Anthony Amos	Privilege sweep of J&J documents.	8.00	41.00	328.00
5/25/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/25/2022	Heather Coe	Privilege sweep of J&J documents.	3.90	41.00	159.90
5/25/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	1.70	41.00	69.70
5/25/2022	Jerrod Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.50	41.00	307.50
5/25/2022	Jerrod Smith	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/25/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/25/2022	Jill Cheek	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.80	41.00	319.80
5/25/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.20	41.00	8.20
5/25/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/25/2022	Marvelle McIntyre-Hall	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.40	41.00	221.40
5/25/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/25/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/25/2022	Ivrol Hines	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.30	41.00	381.30
5/25/2022	Jordan Sprenger-Wilson	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.30	41.00	340.30
5/25/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20

5/25/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.30	41.00	12.30
5/25/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/25/2022	Nequisa Simmons	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.90	41.00	364.90
5/25/2022	Brandon Slone	Quality control review of J&J documents.	7.80	41.00	319.80
5/25/2022	Lucianna Capito Winters	Quality control review of J&J documents.	7.80	41.00	319.80
5/25/2022	Marques Carter	Quality control review of J&J documents.	3.40	41.00	139.40
5/25/2022	Thomas Ferrara	Quality control review of J&J documents.	7.80	41.00	319.80
5/25/2022	Thomas Ferrara	Quality control review of J&J documents.	1.50	41.00	61.50
5/25/2022	Thomas Ferrara	Quality control review of J&J documents.	4.30	41.00	176.30
5/25/2022	Thomas Ferrara	Quality control review of J&J documents.	-6.00	41.00	-246.00
5/25/2022	Yolanda Daniels	Quality control review of J&J documents.	8.80	41.00	360.80
5/25/2022	Michael R. LeMaire	Quality control review of J&J documents.	8.20	41.00	336.20
5/25/2022	Shannon Crawford	Quality control review of J&J documents.	8.00	41.00	328.00
5/25/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/25/2022	Riya Luthra	Generate and provide [report type] reporting.	0.20	23.00	4.60
5/25/2022	Ryan Ryan Dunn	Coordinate review processes.	10.40	85.00	884.00
5/25/2022	Ryan Ryan Dunn	Coordinate team calibration and training.	0.20	85.00	17.00
5/25/2022	Marques Carter	Coordinate deliverables and action items in accordance with project plan.	2.10	85.00	178.50
5/25/2022	Marques Carter	Coordinate quality control workflow.	3.00	85.00	255.00
5/25/2022	Britt Britt Miller	Confer and strategize with project team regarding status and next steps.	0.50	85.00	42.50
5/26/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30

5/26/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
5/26/2022	Douglas Beach	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.20	41.00	213.20
5/26/2022	Douglas Beach	Perform pre-production validations of J&J documents.	2.80	41.00	114.80
5/26/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
5/26/2022	Mark McSherry	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.20	41.00	131.20
5/26/2022	Anthony Amos	Privilege sweep of J&J documents.	7.00	41.00	287.00
5/26/2022	Everett Gray	Privilege sweep of J&J documents.	2.50	41.00	102.50
5/26/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
5/26/2022	John Corcoran	Privilege sweep of J&J documents.	3.10	41.00	127.10
5/26/2022	Heather Coe	Privilege sweep of J&J documents.	3.00	41.00	123.00
5/26/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	1.60	41.00	65.60
5/26/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
5/26/2022	Jerrold Smith	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.00	41.00	164.00
5/26/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.50	41.00	20.50
5/26/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.80	41.00	32.80
5/26/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
5/26/2022	Marvelle McIntyre-Hall	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.40	41.00	139.40
5/26/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	1.00	41.00	41.00
5/26/2022	Ivrol Hines	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.50	41.00	389.50
5/26/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.70	41.00	28.70
5/26/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30

5/26/2022	Jill Cheek	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.70	41.00	356.70
5/26/2022	Nequisa Simmons	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.90	41.00	364.90
5/26/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
5/26/2022	Brandon Slone	Quality control review of J&J documents.	6.50	41.00	266.50
5/26/2022	Lucianna Capito Winters	Quality control review of J&J documents.	8.70	41.00	356.70
5/26/2022	Marques Carter	Quality control review of J&J documents.	9.00	41.00	369.00
5/26/2022	Michael R. LeMaire	Quality control review of J&J documents.	10.50	41.00	430.50
5/26/2022	Thomas Ferrara	Quality control review of J&J documents.	5.50	41.00	225.50
5/26/2022	Yolanda Daniels	Quality control review of J&J documents.	8.50	41.00	348.50
5/26/2022	Nicole McDonald	Quality control review of J&J documents.	6.30	41.00	258.30
5/26/2022	Ryan Ryan Dunn	Quality control review of J&J documents.	8.00	41.00	328.00
5/26/2022	Nequisa Simmons	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	-0.30	41.00	-12.30
5/26/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/26/2022	Shannon Crawford	Quality control review of J&J documents.	8.00	41.00	328.00
5/26/2022	Riya Luthra	Generate and provide [report type] reporting.	0.20	23.00	4.60
5/26/2022	Riya Luthra	Creating and moving searches from old workspace to the new workspace.	3.00	23.00	69.00
5/26/2022	Brent D Green	Coordinate all review processes for J&J document review	0.50	85.00	42.50
5/26/2022	Jerrold Smith	Perform redaction of J&J documents.	2.80	41.00	114.80
5/26/2022	Jerrold Smith	Perform redaction of J&J documents.	-2.80	41.00	-114.80
5/26/2022	Jerrold Smith	Perform redaction of J&J documents.	2.80	41.00	114.80
5/26/2022	Marvelle McIntyre-Hall	Perform redaction of J&J documents.	2.10	41.00	86.10

5/26/2022	Jordan Sprenger-Wilson	Perform redaction of J&J documents.	7.00	41.00	287.00
5/27/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/27/2022	Everett Gray	Privilege sweep of J&J documents.	5.00	41.00	205.00
5/27/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/27/2022	John Corcoran	Privilege sweep of J&J documents.	5.30	41.00	217.30
5/27/2022	Heather Coe	Privilege sweep of J&J documents.	3.20	41.00	131.20
5/27/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	2.60	41.00	106.60
5/27/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/27/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/27/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/27/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/27/2022	Ivrol Hines	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.00	41.00	164.00
5/27/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/27/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/27/2022	Nequisa Simmons	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	2.20	41.00	90.20
5/27/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/27/2022	Jill Cheek	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.90	41.00	36.90
5/27/2022	Brandon Slone	Quality control review of J&J documents.	8.60	41.00	352.60
5/27/2022	Lucianna Capito Winters	Quality control review of J&J documents.	7.60	41.00	311.60
5/27/2022	Marques Carter	Quality control review of J&J documents.	9.00	41.00	369.00
5/27/2022	Michael R. LeMaire	Quality control review of J&J documents.	9.30	41.00	381.30

5/27/2022	Nicole McDonald	Quality control review of J&J documents.	6.10	41.00	250.10
5/27/2022	Yolanda Daniels	Quality control review of J&J documents.	9.70	41.00	397.70
5/27/2022	Thomas Ferrara	Quality control review of J&J documents.	6.10	41.00	250.10
5/27/2022	Ryan Ryan Dunn	Quality control review of J&J documents.	8.00	41.00	328.00
5/27/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/27/2022	Shannon Crawford	Quality control review of J&J documents.	3.60	41.00	147.60
5/27/2022	Riya Luthra	Generate and provide [report type] reporting.	0.20	23.00	4.60
5/27/2022	Douglas Beach	Perform redaction of J&J documents.	3.80	41.00	155.80
5/27/2022	Jerrold Smith	Perform redaction of J&J documents.	4.80	41.00	196.80
5/27/2022	Marvelle McIntyre-Hall	Perform redaction of J&J documents.	5.90	41.00	241.90
5/27/2022	Jordan Sprenger-Wilson	Perform redaction of J&J documents.	5.50	41.00	225.50
5/28/2022	Michael R. LeMaire	Quality control review of J&J documents.	5.40	41.00	221.40
5/29/2022	Michael R. LeMaire	Quality control review of J&J documents.	4.60	41.00	188.60
5/30/2022	Michael R. LeMaire	Quality control review of J&J documents.	0.30	41.00	12.30
5/30/2022	Riya Luthra	Generating and providing DSR.	0.20	23.00	4.60
5/30/2022	Ryan Ryan Dunn	Coordinate review processes.	4.00	85.00	340.00
5/31/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	1.00	41.00	41.00
5/31/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/31/2022	Douglas Beach	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	1.20	41.00	49.20
5/31/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/31/2022	Mark McSherry	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	6.50	41.00	266.50

5/31/2022	Anthony Amos	Privilege sweep of J&J documents.	6.30	41.00	258.30
5/31/2022	Everett Gray	Privilege sweep of J&J documents.	7.00	41.00	287.00
5/31/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/31/2022	John Corcoran	Privilege sweep of J&J documents.	6.90	41.00	282.90
5/31/2022	Andrew Kline	Perform pre-production validations of J&J documents.	2.00	41.00	82.00
5/31/2022	Andrew Kline	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	1.40	41.00	57.40
5/31/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/31/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/31/2022	Jerrod Smith	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/31/2022	Jill Cheek	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.80	41.00	319.80
5/31/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/31/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.20	41.00	8.20
5/31/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/31/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/31/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/31/2022	Nequisa Simmons	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.70	41.00	397.70
5/31/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/31/2022	Ivrol Hines	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.80	41.00	401.80
5/31/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
5/31/2022	Andrew Burke	Privilege sweep of J&J documents.	9.00	41.00	369.00
5/31/2022	Michael R. LeMaire	Quality control review of J&J documents.	8.30	41.00	340.30

5/31/2022	Marques Carter	Quality control review of J&J documents.	9.00	41.00	369.00
5/31/2022	Lucianna Capito Winters	Quality control review of J&J documents.	7.40	41.00	303.40
5/31/2022	Nicole McDonald	Quality control review of J&J documents.	7.90	41.00	323.90
5/31/2022	Yolanda Daniels	Quality control review of J&J documents.	9.70	41.00	397.70
5/31/2022	Brandon Slone	Quality control review of J&J documents.	7.90	41.00	323.90
5/31/2022	Thomas Ferrara	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.40	41.00	303.40
5/31/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
5/31/2022	Shannon Crawford	Quality control review of J&J documents.	9.70	41.00	397.70
5/31/2022	Riya Luthra	Generating and providing DSR.	0.20	23.00	4.60
5/31/2022	Ryan Ryan Dunn	Coordinate review processes.	8.00	85.00	680.00
5/31/2022	Marques Carter	Communicate with counsel regarding status of project deliverables.	0.40	85.00	34.00
5/31/2022	Brent D Green	Communicate with counsel regarding status of project deliverables.	0.50	85.00	42.50
5/31/2022	Douglas Beach	Perform redaction of J&J documents.	7.60	41.00	311.60
5/31/2022	Jerrold Smith	Perform redaction of J&J documents.	6.10	41.00	250.10
5/31/2022	Marvelle McIntyre-Hall	Perform redaction of J&J documents.	7.50	41.00	307.50
5/31/2022	Jordan Sprenger-Wilson	Perform redaction of J&J documents.	9.20	41.00	377.20
5/31/2022	Assist J&J eDiscovery Team with onsite eDiscovery project management.	Assist J&J eDiscovery Team with onsite eDiscovery project management.	1.00	556.70	556.70
6/1/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	0.90	41.00	36.90
6/1/2022	Michael R. LeMaire	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.50	41.00	225.50
6/1/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10

6/1/2022	Douglas Beach	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.20	41.00	131.20
6/1/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/1/2022	Mark McSherry	Perform pre-production validations of J&J documents.	7.90	41.00	323.90
6/1/2022	Justin Poppiti	Privilege sweep of J&J documents.	3.50	41.00	143.50
6/1/2022	Anthony Amos	Privilege sweep of J&J documents.	2.30	41.00	94.30
6/1/2022	Everett Gray	Review background materials and document review guidelines in preparation for review.	0.80	41.00	32.80
6/1/2022	Everett Gray	Privilege sweep of J&J documents.	7.70	41.00	315.70
6/1/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/1/2022	Andrew Burke	Privilege sweep of J&J documents.	9.00	41.00	369.00
6/1/2022	John Corcoran	Privilege sweep of J&J documents.	7.40	41.00	303.40
6/1/2022	John Corcoran	Review background materials and document review guidelines in preparation for review.	0.80	41.00	32.80
6/1/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/1/2022	Andrew Kline	Perform pre-production validations of J&J documents.	2.70	41.00	110.70
6/1/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.90	41.00	36.90
6/1/2022	Nicole McDonald	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	6.50	41.00	266.50
6/1/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/1/2022	Jill Cheek	Perform pre-production validations of J&J documents.	2.00	41.00	82.00
6/1/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/1/2022	Jill Cheek	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.90	41.00	241.90
6/1/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/1/2022	Nequisa Simmons	Perform pre-production validations of J&J documents.	8.30	41.00	340.30

6/1/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/1/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.90	41.00	36.90
6/1/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.60	41.00	229.60
6/1/2022	Ivrol Hines	Perform pre-production validations of J&J documents.	9.20	41.00	377.20
6/1/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/1/2022	Jordan Sprenger-Wilson	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.20	41.00	131.20
6/1/2022	Ryan Ryan Dunn	Perform pre-production validations of J&J documents.	8.00	41.00	328.00
6/1/2022	Shannon Crawford	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.80	41.00	401.80
6/1/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/1/2022	Brandon Slone	Quality control review of J&J documents.	1.50	41.00	61.50
6/1/2022	Lucianna Capito Winters	Quality Control review of J&J documents.	3.00	41.00	123.00
6/1/2022	Marques Carter	Quality control review of J&J documents.	9.50	41.00	389.50
6/1/2022	Michael R. LeMaire	Quality control review of J&J documents.	2.00	41.00	82.00
6/1/2022	Thomas Ferrara	Quality control review of J&J documents.	1.60	41.00	65.60
6/1/2022	Yolanda Daniels	Quality control review of J&J documents.	9.80	41.00	401.80
6/1/2022	Jordan Sprenger-Wilson	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.90	41.00	200.90
6/1/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60
6/1/2022	Douglas Beach	Redact J&J TIFF documents.	5.30	41.00	217.30
6/1/2022	Justin Poppiti	Perform quality control of redacted TIFF documents.	4.00	41.00	164.00
6/1/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	5.60	41.00	229.60
6/1/2022	Lucianna Capito Winters	Perform quality control of redacted TIFF documents.	4.70	41.00	192.70

6/1/2022	Jerrold Smith	Redact J&J TIFF documents.	7.30	41.00	299.30
6/1/2022	Marvelle McIntyre-Hall	Redact J&J TIFF documents.	6.90	41.00	282.90
6/2/2022	Michael R. LeMaire	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.40	41.00	303.40
6/2/2022	Douglas Beach	Perform pre-production validations of J&J documents.	0.60	41.00	24.60
6/2/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/2/2022	Mark McSherry	Perform pre-production validations of J&J documents.	3.40	41.00	139.40
6/2/2022	Everett Gray	Privilege sweep of J&J documents.	3.00	41.00	123.00
6/2/2022	Andrew Burke	Privilege sweep of J&J documents.	1.00	41.00	41.00
6/2/2022	John Corcoran	Privilege sweep of J&J documents.	1.90	41.00	77.90
6/2/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/2/2022	Andrew Kline	Perform pre-production validations of J&J documents.	4.50	41.00	184.50
6/2/2022	Nicole McDonald	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.50	41.00	307.50
6/2/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/2/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/2/2022	Jill Cheek	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	1.00	41.00	41.00
6/2/2022	Jill Cheek	Perform pre-production validations of J&J documents.	4.90	41.00	200.90
6/2/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/2/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/2/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/2/2022	Nequisa Simmons	Perform pre-production validations of J&J documents.	8.10	41.00	332.10
6/2/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10

6/2/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/2/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.90	41.00	323.90
6/2/2022	Ivrol Hines	Perform pre-production validations of J&J documents.	9.90	41.00	405.90
6/2/2022	Jordan Sprenger-Wilson	Perform pre-production validations of J&J documents.	8.70	41.00	356.70
6/2/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/2/2022	Shannon Crawford	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.70	41.00	397.70
6/2/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/2/2022	Marques Carter	Quality control review of J&J documents.	9.20	41.00	377.20
6/2/2022	Thomas Ferrara	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/2/2022	Yolanda Daniels	Quality control review of J&J documents.	9.80	41.00	401.80
6/2/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60
6/2/2022	Ryan Ryan Dunn	Coordinate review processes.	8.00	85.00	680.00
6/2/2022	Justin Poppiti	Perform quality control of redacted TIFF documents.	7.00	41.00	287.00
6/2/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	7.50	41.00	307.50
6/2/2022	Jerrod Smith	Redact J&J TIFF documents.	6.20	41.00	254.20
6/2/2022	Thomas Ferrara	Redact J&J TIFF documents.	7.50	41.00	307.50
6/2/2022	Marvelle McIntyre-Hall	Redact J&J TIFF documents.	4.00	41.00	164.00
6/2/2022	Lucianna Capito Winters	Perform quality control of redacted TIFF documents.	8.40	41.00	344.40
6/3/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	1.40	41.00	57.40
6/3/2022	Michael R. LeMaire	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	2.20	41.00	90.20
6/3/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10

6/3/2022	Douglas Beach	Perform pre-production validations of J&J documents.	9.00	41.00	369.00
6/3/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/3/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/3/2022	Andrew Kline	Perform pre-production validations of J&J documents.	4.40	41.00	180.40
6/3/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/3/2022	Nicole McDonald	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.80	41.00	319.80
6/3/2022	Jerrod Smith	Review background materials and document review guidelines in preparation for review.	0.90	41.00	36.90
6/3/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/3/2022	Jill Cheek	Perform pre-production validations of J&J documents.	4.90	41.00	200.90
6/3/2022	Jill Cheek	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.50	41.00	20.50
6/3/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/3/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/3/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/3/2022	Nequisa Simmons	Perform pre-production validations of J&J documents.	9.80	41.00	401.80
6/3/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	7.90	41.00	323.90
6/3/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/3/2022	Ivrol Hines	Perform pre-production validations of J&J documents.	9.90	41.00	405.90
6/3/2022	Jordan Sprenger-Wilson	Perform pre-production validations of J&J documents.	6.10	41.00	250.10
6/3/2022	Lucianna Capito Winters	Quality Control review of J&J documents.	8.50	41.00	348.50
6/3/2022	Marques Carter	Quality control review of J&J documents.	7.70	41.00	315.70
6/3/2022	Michael R. LeMaire	Quality control review of J&J documents.	4.50	41.00	184.50

6/3/2022	Thomas Ferrara	Quality control review of J&J documents.	7.50	41.00	307.50
6/3/2022	Thomas Ferrara	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/3/2022	Yolanda Daniels	Quality control review of J&J documents.	9.80	41.00	401.80
6/3/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/3/2022	Riya Luthra	Generate and provide Daily Status Report.	0.30	23.00	6.90
6/3/2022	Brent D Green	Coordinate Privilege review.	0.50	85.00	42.50
6/3/2022	Britt Britt Miller	Confer and strategize with project team regarding status and next steps.	0.50	85.00	42.50
6/3/2022	Ryan Ryan Dunn	Coordinate review processes.	8.00	85.00	680.00
6/3/2022	Justin Poppiti	Perform quality control of redacted TIFF documents.	6.50	41.00	266.50
6/3/2022	Jerrold Smith	Redact J&J TIFF documents.	5.70	41.00	233.70
6/3/2022	Marvelle McIntyre-Hall	Redact J&J TIFF documents.	6.70	41.00	274.70
6/3/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	7.00	41.00	287.00
6/6/2022	Michael R. LeMaire	Quality control review of J&J documents.	8.40	41.00	344.40
6/6/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/6/2022	Michael R. LeMaire	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	2.40	41.00	98.40
6/6/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/6/2022	Douglas Beach	Perform pre-production validations of J&J documents.	9.00	41.00	369.00
6/6/2022	Lucianna Capito Winters	Quality control review of J&J documents.	7.40	41.00	303.40
6/6/2022	Heather Coe	Privilege sweep of J&J documents.	6.90	41.00	282.90
6/6/2022	Andrew Kline	Perform pre-production validations of J&J documents.	3.30	41.00	135.30
6/6/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10

6/6/2022	Jill Cheek	Perform pre-production validations of J&J documents.	7.60	41.00	311.60
6/6/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/6/2022	Thomas Ferrara	Quality control review of J&J documents.	6.50	41.00	266.50
6/6/2022	Yolanda Daniels	Quality control review of J&J documents.	9.10	41.00	373.10
6/6/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/6/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/6/2022	Nequisa Simmons	Perform pre-production validations of J&J documents.	7.00	41.00	287.00
6/6/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	6.40	41.00	262.40
6/6/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/6/2022	Ivrol Hines	Perform pre-production validations of J&J documents.	6.80	41.00	278.80
6/6/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/6/2022	Jordan Sprenger-Wilson	Perform pre-production validations of J&J documents.	8.90	41.00	364.90
6/6/2022	Ryan Ryan Dunn	Perform pre-production validations of J&J documents.	5.00	41.00	205.00
6/6/2022	Thomas Ferrara	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/6/2022	Marques Carter	Perform pre-production validations of J&J documents.	16.70	41.00	684.70
6/6/2022	Nicole McDonald	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	5.20	41.00	213.20
6/6/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/6/2022	Shannon Crawford	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	9.80	41.00	401.80
6/6/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/6/2022	Riya Luthra	Generate and provide Daily Status Report.	0.30	23.00	6.90
6/6/2022	Ryan Ryan Dunn	Coordinate review processes.	9.00	85.00	765.00

6/6/2022	Justin Poppiti	Redact J&J TIFF documents.	0.50	41.00	20.50
6/6/2022	Justin Poppiti	Perform quality control of redacted TIFF documents.	7.00	41.00	287.00
6/6/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	7.50	41.00	307.50
6/6/2022	Jerrold Smith	Redact J&J TIFF documents.	5.00	41.00	205.00
6/6/2022	Marvelle McIntyre-Hall	Redact J&J TIFF documents.	7.50	41.00	307.50
6/6/2022	Nicole McDonald	Redact J&J TIFF documents.	6.40	41.00	262.40
6/6/2022	Brandon Slone	Redact J&J TIFF documents.	3.20	41.00	131.20
6/6/2022	Yolanda Daniels	Redact J&J TIFF documents.	0.70	41.00	28.70
6/7/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/7/2022	Michael R. LeMaire	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	3.60	41.00	147.60
6/7/2022	Michael R. LeMaire	Quality control review of J&J documents.	3.90	41.00	159.90
6/7/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/7/2022	Douglas Beach	Perform pre-production validations of J&J documents.	7.70	41.00	315.70
6/7/2022	Mark McSherry	Perform pre-production validations of J&J documents.	7.80	41.00	319.80
6/7/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/7/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/7/2022	Andrew Burke	Privilege sweep of J&J documents.	9.00	41.00	369.00
6/7/2022	Heather Coe	Privilege sweep of J&J documents.	9.00	41.00	369.00
6/7/2022	Andrew Kline	Perform pre-production validations of J&J documents.	3.50	41.00	143.50
6/7/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/7/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20

6/7/2022	Jerrold Smith	Perform pre-production validations of J&J documents.	7.50	41.00	307.50
6/7/2022	Jill Cheek	Perform pre-production validations of J&J documents.	7.80	41.00	319.80
6/7/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/7/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/7/2022	Yolanda Daniels	Quality control review of J&J documents.	4.60	41.00	188.60
6/7/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/7/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.90	41.00	36.90
6/7/2022	Ivrol Hines	Perform pre-production validations of J&J documents.	9.50	41.00	389.50
6/7/2022	Jordan Sprenger-Wilson	Perform pre-production validations of J&J documents.	8.40	41.00	344.40
6/7/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/7/2022	Anthony Amos	Perform pre-production validations of J&J documents.	-0.20	41.00	-8.20
6/7/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/7/2022	Nequisa Simmons	Perform pre-production validations of J&J documents.	4.90	41.00	200.90
6/7/2022	Marques Carter	Quality control review of J&J documents.	8.00	41.00	328.00
6/7/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/7/2022	Nicole McDonald	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.90	41.00	200.90
6/7/2022	Shannon Crawford	Perform pre-production validations of J&J documents.	7.80	41.00	319.80
6/7/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/7/2022	Shannon Crawford	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	2.00	41.00	82.00
6/7/2022	Lucianna Capito Winters	Quality control review of J&J documents.	7.80	41.00	319.80
6/7/2022	Thomas Ferrara	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20

6/7/2022	Thomas Ferrara	Quality control review of J&J documents.	5.70	41.00	233.70
6/7/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60
6/7/2022	Ryan Ryan Dunn	Prepare for and participate in meeting with counsel regarding status and next steps.	0.50	85.00	42.50
6/7/2022	Ryan Ryan Dunn	Coordinate review processes.	8.50	85.00	722.50
6/7/2022	Britt Britt Miller	Prepare for and participate in meeting with counsel, J&J and Lighthouse regarding status and next steps.	0.50	85.00	42.50
6/7/2022	Antwaneisha E Gray	Communicate with management team regarding J&J document review	1.50	85.00	127.50
6/7/2022	Antwaneisha E Gray	Coordinate review processes.	1.50	85.00	127.50
6/7/2022	Marques Carter	Communicate with counsel regarding status of project deliverables.	0.50	85.00	42.50
6/7/2022	Justin Poppiti	Redact J&J TIFF documents.	3.00	41.00	123.00
6/7/2022	Justin Poppiti	Perform quality control of redacted TIFF documents.	4.00	41.00	164.00
6/7/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	7.00	41.00	287.00
6/7/2022	Andy A Reynolds	Advisory Board participation in weekly telephone conference with J&J, counsel and Lighthouse	0.50	230.00	115.00
6/8/2022	Michael R. LeMaire	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.70	41.00	192.70
6/8/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	0.70	41.00	28.70
6/8/2022	Michael R. LeMaire	Quality control review of J&J documents.	3.20	41.00	131.20
6/8/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/8/2022	Douglas Beach	Perform pre-production validations of J&J documents.	7.60	41.00	311.60
6/8/2022	Mark McSherry	Perform pre-production validations of J&J documents.	7.80	41.00	319.80
6/8/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/8/2022	Everett Gray	Privilege sweep of J&J documents.	8.00	41.00	328.00
6/8/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20

6/8/2022	Andrew Burke	Privilege sweep of J&J documents.	9.00	41.00	369.00
6/8/2022	John Corcoran	Privilege sweep of J&J documents.	7.80	41.00	319.80
6/8/2022	Heather Coe	Privilege sweep of J&J documents.	7.70	41.00	315.70
6/8/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/8/2022	Andrew Kline	Perform pre-production validations of J&J documents.	4.50	41.00	184.50
6/8/2022	Jerrod Smith	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/8/2022	Jerrod Smith	Perform pre-production validations of J&J documents.	7.50	41.00	307.50
6/8/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/8/2022	Jill Cheek	Perform pre-production validations of J&J documents.	7.80	41.00	319.80
6/8/2022	Thomas Ferrara	Perform pre-production validations of J&J documents.	7.50	41.00	307.50
6/8/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/8/2022	Yolanda Daniels	Quality control review of J&J documents.	7.10	41.00	291.10
6/8/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/8/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	8.40	41.00	344.40
6/8/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/8/2022	Ivrol Hines	Perform pre-production validations of J&J documents.	9.40	41.00	385.40
6/8/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/8/2022	Jordan Sprenger-Wilson	Perform pre-production validations of J&J documents.	7.10	41.00	291.10
6/8/2022	Ryan Ryan Dunn	Perform pre-production validations of J&J documents.	2.00	41.00	82.00
6/8/2022	Marques Carter	Quality control review of J&J documents.	9.10	41.00	373.10
6/8/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20

6/8/2022	Nicole McDonald	Privilege sweep of J&J documents.	7.10	41.00	291.10
6/8/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/8/2022	Nequisa Simmons	Perform pre-production validations of J&J documents.	9.80	41.00	401.80
6/8/2022	Shannon Crawford	Perform pre-production validations of J&J documents.	6.90	41.00	282.90
6/8/2022	Shannon Crawford	Privilege sweep of J&J documents.	2.00	41.00	82.00
6/8/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/8/2022	Lucianna Capito Winters	Quality control review of J&J documents.	7.30	41.00	299.30
6/8/2022	Thomas Ferrara	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/8/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60
6/8/2022	Ryan Ryan Dunn	Coordinate review processes.	3.00	85.00	255.00
6/8/2022	Britt Britt Miller	Confer and strategize with project team regarding status and next steps.	0.50	85.00	42.50
6/8/2022	Justin Poppiti	Redact J&J TIFF documents.	8.00	41.00	328.00
6/8/2022	Marvelle McIntyre-Hall	Redact J&J TIFF documents.	7.40	41.00	303.40
6/9/2022	Ryan Ryan Dunn	Quality control review of J&J documents.	4.00	41.00	164.00
6/9/2022	Ryan Ryan Dunn	Perform pre-production validations of J&J documents.	2.50	41.00	102.50
6/9/2022	Michael R. LeMaire	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.20	41.00	172.20
6/9/2022	Michael R. LeMaire	Quality control review of J&J documents.	6.60	41.00	270.60
6/9/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/9/2022	Douglas Beach	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/9/2022	Douglas Beach	Perform pre-production validations of J&J documents.	5.10	41.00	209.10
6/9/2022	Mark McSherry	Perform pre-production validations of J&J documents.	3.90	41.00	159.90

6/9/2022	Mark McSherry	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/9/2022	Andrew Burke	Privilege sweep of J&J documents.	5.00	41.00	205.00
6/9/2022	Heather Coe	Privilege sweep of J&J documents.	0.90	41.00	36.90
6/9/2022	Andrew Kline	Perform pre-production validations of J&J documents.	3.70	41.00	151.70
6/9/2022	Andrew Kline	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/9/2022	Jerrod Smith	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/9/2022	Jerrod Smith	Perform pre-production validations of J&J documents.	7.30	41.00	299.30
6/9/2022	Jill Cheek	Perform pre-production validations of J&J documents.	3.80	41.00	155.80
6/9/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/9/2022	Jill Cheek	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.80	41.00	32.80
6/9/2022	Thomas Ferrara	Perform pre-production validations of J&J documents.	7.00	41.00	287.00
6/9/2022	Thomas Ferrara	Perform pre-production validations of J&J documents.	0.10	41.00	4.10
6/9/2022	Yolanda Daniels	Quality control review of J&J documents.	9.80	41.00	401.80
6/9/2022	Yolanda Daniels	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/9/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/9/2022	Marvelle McIntyre-Hall	Perform pre-production validations of J&J documents.	4.40	41.00	180.40
6/9/2022	Brandon Slone	Quality control review of J&J documents.	3.80	41.00	155.80
6/9/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	4.40	41.00	180.40
6/9/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/9/2022	Ivrol Hines	Perform pre-production validations of J&J documents.	8.60	41.00	352.60
6/9/2022	Jordan Sprenger-Wilson	Perform pre-production validations of J&J documents.	4.50	41.00	184.50

6/9/2022	Jordan Sprenger-Wilson	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/9/2022	Marques Carter	Quality control review of J&J documents.	6.00	41.00	246.00
6/9/2022	Nequisa Simmons	Perform pre-production validations of J&J documents.	8.70	41.00	356.70
6/9/2022	Nequisa Simmons	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/9/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/9/2022	Lucianna Capito Winters	Quality control review of J&J documents.	7.50	41.00	307.50
6/9/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60
6/9/2022	Ryan Ryan Dunn	Coordinate review processes.	5.00	85.00	425.00
6/9/2022	Marques Carter	Coordinate quality control workflow.	6.00	85.00	510.00
6/9/2022	Everett Gray	Quality control review of J&J documents for privilege.	8.00	44.00	352.00
6/9/2022	Andrew Burke	Quality control review of J&J documents for privilege	4.00	44.00	176.00
6/9/2022	John Corcoran	Quality control review of J&J documents for privilege.	8.10	44.00	356.40
6/9/2022	Heather Coe	Quality control review of J&J documents for privilege.	6.60	44.00	290.40
6/9/2022	Douglas Beach	Redact J&J TIFF documents.	4.40	41.00	180.40
6/9/2022	Justin Poppiti	Redact J&J TIFF documents.	5.50	41.00	225.50
6/9/2022	Jordan Sprenger-Wilson	Redact J&J TIFF documents.	3.00	41.00	123.00
6/9/2022	Shannon Crawford	Redact J&J TIFF documents.	7.90	41.00	323.90
6/9/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	5.00	41.00	205.00
6/9/2022	Rahul Midha	Perform quality control procedures on received data sources.	0.80	200.00	160.00
6/10/2022	Douglas Beach	Perform pre-production validations of J&J documents.	4.90	41.00	200.90
6/10/2022	Jill Cheek	Perform pre-production validations of J&J documents.	7.60	41.00	311.60

6/10/2022	Brandon Slone	Quality control review of J&J documents.	7.20	41.00	295.20
6/10/2022	Ivrol Hines	Perform pre-production validations of J&J documents.	0.80	41.00	32.80
6/10/2022	Michael R. LeMaire	Quality control review of J&J documents.	8.90	41.00	364.90
6/10/2022	Ryan Ryan Dunn	Quality control review of J&J documents.	8.00	41.00	328.00
6/10/2022	Marques Carter	Quality control review of J&J documents.	5.00	41.00	205.00
6/10/2022	Nequisa Simmons	Perform pre-production validations of J&J documents.	0.80	41.00	32.80
6/10/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/10/2022	Brandon Slone	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	1.20	41.00	49.20
6/10/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60
6/10/2022	Brent D Green	Coordinate Privilege review.	1.30	85.00	110.50
6/10/2022	Ryan Ryan Dunn	Coordinate review processes.	2.00	85.00	170.00
6/10/2022	Marques Carter	Coordinate quality control workflow.	3.00	85.00	255.00
6/10/2022	Everett Gray	Quality control review of J&J documents for privilege.	8.00	44.00	352.00
6/10/2022	Andrew Burke	Quality control review of J&J documents for privilege	4.00	44.00	176.00
6/10/2022	John Corcoran	Quality control review of J&J documents for privilege.	7.90	44.00	347.60
6/10/2022	Nicole McDonald	Quality control review of J&J documents for privilege.	7.90	44.00	347.60
6/10/2022	Justin Poppiti	Redact J&J native documents.	7.00	41.00	287.00
6/10/2022	Heather Coe	Redact J&J native documents.	6.90	41.00	282.90
6/10/2022	Jerrold Smith	Redact J&J TIFF documents	9.20	41.00	377.20
6/10/2022	Thomas Ferrara	Redact J&J TIFF documents.	6.80	41.00	278.80
6/10/2022	Marvelle McIntyre-Hall	Redact J&J TIFF documents.	6.90	41.00	282.90

6/10/2022	Shannon Crawford	Redact J&J TIFF documents.	3.10	41.00	127.10
6/10/2022	Yolanda Daniels	Redact J&J TIFF documents.	6.10	41.00	250.10
6/10/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	5.60	41.00	229.60
6/11/2022	Michael R. LeMaire	Quality control review of J&J documents.	4.70	41.00	192.70
6/11/2022	Marques Carter	Quality control review of J&J documents.	7.00	41.00	287.00
6/11/2022	Ryan Ryan Dunn	Coordinate quality control workflow.	5.00	85.00	425.00
6/11/2022	Antwaneisha E Gray	Communicate with management team regarding J&J document review	1.00	85.00	85.00
6/11/2022	Justin Poppiti	Redact J&J native documents.	4.00	41.00	164.00
6/12/2022	Michael R. LeMaire	Quality control review of J&J documents.	1.00	41.00	41.00
6/12/2022	Nicole McDonald	Quality control review of J&J documents for privilege.	6.60	44.00	290.40
6/13/2022	Michael R. LeMaire	Quality control review of J&J documents.	8.70	41.00	356.70
6/13/2022	Everett Gray	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/13/2022	Heather Coe	Perform pre-production validations of J&J documents.	8.00	41.00	328.00
6/13/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/13/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/13/2022	Jill Cheek	Perform pre-production validations of J&J documents.	7.60	41.00	311.60
6/13/2022	Thomas Ferrara	Perform pre-production validations of J&J documents.	5.20	41.00	213.20
6/13/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/13/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
6/13/2022	Brandon Slone	Perform pre-production validations of J&J documents.	7.00	41.00	287.00
6/13/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.70	41.00	28.70

6/13/2022	Marques Carter	Perform pre-production validations of J&J documents.	9.00	41.00	369.00
6/13/2022	Shannon Crawford	Perform pre-production validations of J&J documents.	7.80	41.00	319.80
6/13/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/13/2022	Ryan Ryan Dunn	Quality control review of J&J documents.	7.00	41.00	287.00
6/13/2022	Thomas Ferrara	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/13/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60
6/13/2022	Michael R. LeMaire	Confer and strategize with project team regarding status and next steps.	1.00	85.00	85.00
6/13/2022	Brent D Green	Coordinate Privilege review.	0.50	85.00	42.50
6/13/2022	Ryan Ryan Dunn	Coordinate review processes.	3.00	85.00	255.00
6/13/2022	Everett Gray	Quality control review of J&J documents for privilege.	7.80	44.00	343.20
6/13/2022	Andrew Burke	Quality control review of J&J documents for privilege	9.00	44.00	396.00
6/13/2022	John Corcoran	Quality control review of J&J documents for privilege.	8.80	44.00	387.20
6/13/2022	Nicole McDonald	Quality control review of J&J documents for privilege.	8.70	44.00	382.80
6/13/2022	Jerrold Smith	Redact J&J TIFF documents	7.00	41.00	287.00
6/13/2022	Marvelle McIntyre-Hall	Redact J&J TIFF documents.	7.50	41.00	307.50
6/13/2022	Shannon Crawford	Redact J&J native documents.	1.70	41.00	69.70
6/13/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	8.60	41.00	352.60
6/13/2022	Andy A Reynolds	Advisory Board communications with management team regarding the status of the review	1.10	230.00	253.00
6/14/2022	Michael R. LeMaire	Quality control review of J&J documents.	12.00	41.00	492.00
6/14/2022	Audrey Crawford-Turner	Review background materials and document review guidelines in preparation for review.	2.60	41.00	106.60
6/14/2022	Justin Poppiti	Perform pre-production validations of J&J documents.	6.00	41.00	246.00

6/14/2022	Kory Decker	Review background materials and document review guidelines in preparation for review.	0.70	41.00	28.70
6/14/2022	Kory Decker	Review background materials and document review guidelines in preparation for review.	1.00	41.00	41.00
6/14/2022	Heather Coe	Perform pre-production validations of J&J documents.	7.70	41.00	315.70
6/14/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/14/2022	Jerrold Smith	Perform pre-production validations of J&J documents.	0.10	41.00	4.10
6/14/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/14/2022	Jill Cheek	Perform pre-production validations of J&J documents.	7.90	41.00	323.90
6/14/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/14/2022	Brandon Slone	Perform pre-production validations of J&J documents.	8.90	41.00	364.90
6/14/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/14/2022	Morgan Kiederlen	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
6/14/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/14/2022	Jay Michael Breneman	Review background materials and document review guidelines in preparation for review.	3.00	41.00	123.00
6/14/2022	Marques Carter	Perform pre-production validations of J&J documents.	9.00	41.00	369.00
6/14/2022	Shannon Crawford	Perform pre-production validations of J&J documents.	8.90	41.00	364.90
6/14/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/14/2022	Orlando Woodson	Review background materials and document review guidelines in preparation for review.	0.60	41.00	24.60
6/14/2022	Ryan Ryan Dunn	Perform pre-production validations of J&J documents.	6.00	41.00	246.00
6/14/2022	Lucianna Capito Winters	Quality control review of J&J documents.	6.50	41.00	266.50
6/14/2022	Marques Carter	Communicate with counsel regarding status of project deliverables.	0.50	85.00	42.50
6/14/2022	Britt Britt Miller	Prepare for and participate in meeting with counsel, J&J and Lighthouse regarding status and next steps.	0.50	85.00	42.50

6/14/2022	Ryan Ryan Dunn	Prepare for and participate in meeting with counsel regarding status and next steps.	0.50	85.00	42.50
6/14/2022	Ryan Ryan Dunn	Coordinate review processes.	3.00	85.00	255.00
6/14/2022	Audrey Crawford-Turner	Quality control review of J&J documents for privilege.	5.70	44.00	250.80
6/14/2022	Everett Gray	Quality control review of J&J documents for privilege.	8.50	44.00	374.00
6/14/2022	Andrew Burke	Quality control review of J&J documents for privilege	9.00	44.00	396.00
6/14/2022	John Corcoran	Quality control review of J&J documents for privilege.	8.60	44.00	378.40
6/14/2022	Nicole McDonald	Quality control review of J&J documents for privilege.	8.50	44.00	374.00
6/14/2022	Morgan Kiederlen	Quality control review of J&J documents for privilege.	3.50	44.00	154.00
6/14/2022	Justin Poppiti	Redact J&J native documents.	2.50	41.00	102.50
6/14/2022	Kory Decker	Redact J&J TIFF documents.	7.20	41.00	295.20
6/14/2022	Jerrold Smith	Redact J&J TIFF documents	8.00	41.00	328.00
6/14/2022	Shannon Kathleen Reeves-Rich	Redact J&J TIFF documents.	7.50	41.00	307.50
6/14/2022	Marvelle McIntyre-Hall	Redact J&J TIFF documents.	4.80	41.00	196.80
6/14/2022	Monique Jiggetts	Redact J&J native documents.	0.50	41.00	20.50
6/14/2022	Jay Michael Breneman	Redact J&J TIFF documents.	6.10	41.00	250.10
6/14/2022	Orlando Woodson	Redact J&J TIFF documents.	7.20	41.00	295.20
6/14/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	2.90	41.00	118.90
6/14/2022	Andy A Reynolds	Advisory Board participation in weekly telephone conference with J&J, counsel and Lighthouse	0.70	230.00	161.00
6/15/2022	Michael R. LeMaire	Quality control review of J&J documents.	1.70	41.00	69.70
6/15/2022	Michael R. LeMaire	Privilege sweep of J&J documents.	5.30	41.00	217.30
6/15/2022	Michael R. LeMaire	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	1.10	41.00	45.10

6/15/2022	Justin Poppiti	Perform pre-production validations of J&J documents.	1.00	41.00	41.00
6/15/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/15/2022	Heather Coe	Perform pre-production validations of J&J documents.	8.10	41.00	332.10
6/15/2022	Nicole McDonald	Privilege sweep of J&J documents.	6.20	41.00	254.20
6/15/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/15/2022	Jerrold Smith	Perform pre-production validations of J&J documents.	5.60	41.00	229.60
6/15/2022	Jerrold Smith	Perform pre-production validations of J&J documents.	0.10	41.00	4.10
6/15/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/15/2022	Jill Cheek	Perform pre-production validations of J&J documents.	7.90	41.00	323.90
6/15/2022	Marvelle McIntyre-Hall	Perform pre-production validations of J&J documents.	6.90	41.00	282.90
6/15/2022	Marvelle McIntyre-Hall	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/15/2022	Brandon Slone	Perform pre-production validations of J&J documents.	7.70	41.00	315.70
6/15/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/15/2022	Marques Carter	Perform pre-production validations of J&J documents.	2.30	41.00	94.30
6/15/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/15/2022	Shannon Crawford	Perform pre-production validations of J&J documents.	9.00	41.00	369.00
6/15/2022	Ryan Ryan Dunn	Perform pre-production validations of J&J documents.	6.00	41.00	246.00
6/15/2022	Lucianna Capito Winters	Quality control review of J&J documents.	7.20	41.00	295.20
6/15/2022	Thomas Ferrara	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/15/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60
6/15/2022	Ryan Ryan Dunn	Coordinate review processes.	3.00	85.00	255.00

6/15/2022	Audrey Crawford-Turner	Quality control review of J&J documents for privilege.	8.40	44.00	369.60
6/15/2022	Everett Gray	Quality control review of J&J documents for privilege.	8.00	44.00	352.00
6/15/2022	Andrew Burke	Quality control review of J&J documents for privilege	9.00	44.00	396.00
6/15/2022	John Corcoran	Quality control review of J&J documents for privilege.	6.70	44.00	294.80
6/15/2022	Nicole McDonald	Quality control review of J&J documents for privilege.	3.60	44.00	158.40
6/15/2022	Morgan Kiederlen	Quality control review of J&J documents for privilege.	3.00	44.00	132.00
6/15/2022	Justin Poppiti	Redact J&J native documents.	6.50	41.00	266.50
6/15/2022	Kory Decker	Redact J&J TIFF documents.	9.00	41.00	369.00
6/15/2022	Jerrold Smith	Redact J&J TIFF documents	2.50	41.00	102.50
6/15/2022	Thomas Ferrara	Redact J&J TIFF documents.	5.90	41.00	241.90
6/15/2022	Brian Albrecht	Redact J&J native documents.	8.70	41.00	356.70
6/15/2022	Shannon Kathleen Reeves-Rich	Redact J&J TIFF documents.	8.20	41.00	336.20
6/15/2022	Orlando Woodson	Redact J&J TIFF documents.	8.50	41.00	348.50
6/15/2022	Jay Michael Breneman	Redact J&J TIFF documents.	7.70	41.00	315.70
6/15/2022	Monique Jiggetts	Redact J&J native documents.	1.10	41.00	45.10
6/15/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	8.50	41.00	348.50
6/15/2022	Danielle Fidurski	Advisory Board review of billing summary.	0.20	230.00	46.00
6/16/2022	Michael R. LeMaire	Privilege sweep of J&J documents.	9.20	41.00	377.20
6/16/2022	Michael R. LeMaire	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.80	41.00	32.80
6/16/2022	Marques Carter	Perform pre-production validations of J&J documents.	9.30	41.00	381.30
6/16/2022	Justin Poppiti	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30

6/16/2022	Justin Poppiti	Perform pre-production validations of J&J documents.	3.00	41.00	123.00
6/16/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
6/16/2022	John Corcoran	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/16/2022	Kory Decker	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
6/16/2022	Heather Coe	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
6/16/2022	Heather Coe	Perform pre-production validations of J&J documents.	2.70	41.00	110.70
6/16/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
6/16/2022	Jerrold Smith	Perform pre-production validations of J&J documents.	8.50	41.00	348.50
6/16/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
6/16/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
6/16/2022	Jill Cheek	Perform pre-production validations of J&J documents.	7.70	41.00	315.70
6/16/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
6/16/2022	Brandon Slone	Perform pre-production validations of J&J documents.	7.70	41.00	315.70
6/16/2022	Ryan Ryan Dunn	Perform pre-production validations of J&J documents.	3.20	41.00	131.20
6/16/2022	Orlando Woodson	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
6/16/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
6/16/2022	Shannon Crawford	Perform pre-production validations of J&J documents.	5.50	41.00	225.50
6/16/2022	Lucianna Capito Winters	Quality control review of J&J documents	2.50	41.00	102.50
6/16/2022	Lucianna Capito Winters	Perform pre-production validations of J&J documents.	4.50	41.00	184.50
6/16/2022	Thomas Ferrara	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/16/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60

6/16/2022	Ryan Ryan Dunn	Coordinate review processes.	5.00	85.00	425.00
6/16/2022	Ryan Ryan Dunn	Generate and provide transaction reporting.	1.00	85.00	85.00
6/16/2022	Audrey Crawford-Turner	Quality control review of J&J documents for privilege.	8.00	44.00	352.00
6/16/2022	Everett Gray	Quality control review of J&J documents for privilege.	8.50	44.00	374.00
6/16/2022	John Corcoran	Quality control review of J&J documents for privilege.	8.60	44.00	378.40
6/16/2022	Nicole McDonald	Quality control review of J&J documents for privilege.	6.70	44.00	294.80
6/16/2022	Morgan Kiederlen	Quality control review of J&J documents for privilege.	2.30	44.00	101.20
6/16/2022	Justin Poppiti	Redact J&J native documents.	3.00	41.00	123.00
6/16/2022	Justin Poppiti	Redact J&J TIFF documents.	1.70	41.00	69.70
6/16/2022	Kory Decker	Redact J&J TIFF documents.	9.60	41.00	393.60
6/16/2022	Heather Coe	Redact J&J TIFF documents.	3.10	41.00	127.10
6/16/2022	Thomas Ferrara	Redact J&J TIFF documents.	6.30	41.00	258.30
6/16/2022	Brian Albrecht	Redact J&J native documents.	9.60	41.00	393.60
6/16/2022	Shannon Kathleen Reeves-Rich	Redact J&J TIFF documents.	8.40	41.00	344.40
6/16/2022	Ryan Ryan Dunn	Redact J&J native documents.	1.00	41.00	41.00
6/16/2022	Orlando Woodson	Redact J&J TIFF documents.	9.20	41.00	377.20
6/16/2022	Shannon Crawford	Redact J&J TIFF documents.	3.20	41.00	131.20
6/16/2022	Jay Michael Breneman	Redact J&J TIFF documents.	8.10	41.00	332.10
6/16/2022	Andrew Burke	Perform quality control of redacted TIFF documents.	9.00	41.00	369.00
6/16/2022	Monique Jiggetts	Redact J&J native documents.	1.70	41.00	69.70
6/16/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	-1.00	41.00	-41.00

6/16/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	8.50	41.00	348.50
6/17/2022	Michael R. LeMaire	Review J&J documents for responsiveness, confidentiality, privilege and redaction.	0.30	41.00	12.30
6/17/2022	Michael R. LeMaire	Quality control review of J&J documents.	3.40	41.00	139.40
6/17/2022	Marques Carter	Perform pre-production validations of J&J documents.	6.00	41.00	246.00
6/17/2022	Orlando Woodson	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/17/2022	Lucianna Capito Winters	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/17/2022	John Corcoran	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/17/2022	Kory Decker	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/17/2022	Heather Coe	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/17/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/17/2022	Jill Cheek	Perform pre-production validations of J&J documents.	5.40	41.00	221.40
6/17/2022	Jill Cheek	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/17/2022	Thomas Ferrara	Perform pre-production validations of J&J documents.	6.10	41.00	250.10
6/17/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/17/2022	Brandon Slone	Perform pre-production validations of J&J documents.	7.90	41.00	323.90
6/17/2022	Ryan Ryan Dunn	Perform pre-production validations of J&J documents.	8.00	41.00	328.00
6/17/2022	Shannon Crawford	Perform pre-production validations of J&J documents.	6.50	41.00	266.50
6/17/2022	Lucianna Capito Winters	Perform pre-production validations of J&J documents.	1.70	41.00	69.70
6/17/2022	Lucianna Capito Winters	Quality control review of J&J documents.	6.00	41.00	246.00
6/17/2022	Thomas Ferrara	Review background materials and document review guidelines in preparation for review.	0.10	41.00	4.10
6/17/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60

6/17/2022	Michael R. LeMaire	Quality control review of J&J documents for privilege.	5.40	44.00	237.60
6/17/2022	Audrey Crawford-Turner	Quality control review of J&J documents for privilege.	8.30	44.00	365.20
6/17/2022	Everett Gray	Quality control review of J&J documents for privilege.	7.00	44.00	308.00
6/17/2022	John Corcoran	Quality control review of J&J documents for privilege.	7.10	44.00	312.40
6/17/2022	Nicole McDonald	Quality control review of J&J documents for privilege.	12.70	44.00	558.80
6/17/2022	Ryan Ryan Dunn	Redact privileged J&J TIFF documents.	3.20	44.00	140.80
6/17/2022	Morgan Kiederlen	Quality control review of J&J documents for privilege.	1.30	44.00	57.20
6/17/2022	Orlando Woodson	Redact J&J TIFF documents.	9.40	41.00	385.40
6/17/2022	Justin Poppiti	Redact J&J native documents.	8.00	41.00	328.00
6/17/2022	Kory Decker	Redact J&J TIFF documents.	5.20	41.00	213.20
6/17/2022	Heather Coe	Redact J&J native documents.	4.90	41.00	200.90
6/17/2022	Heather Coe	Redact J&J TIFF documents.	2.50	41.00	102.50
6/17/2022	Brian Albrecht	Redact J&J native documents.	2.50	41.00	102.50
6/17/2022	Shannon Kathleen Reeves-Rich	Redact J&J TIFF documents.	6.60	41.00	270.60
6/17/2022	Jay Michael Breneman	Redact J&J TIFF documents.	12.70	41.00	520.70
6/17/2022	Andrew Burke	Perform quality control of redacted TIFF documents	4.00	41.00	164.00
6/17/2022	Jerrold Smith	Redact J&J TIFF documents	7.10	41.00	291.10
6/17/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	6.00	41.00	246.00
6/18/2022	Brandon Slone	Privilege sweep of J&J documents.	5.00	41.00	205.00
6/18/2022	Marques Carter	Perform pre-production validations of J&J documents.	12.50	41.00	512.50
6/18/2022	Lucianna Capito Winters	Quality control review of J&J documents.	2.80	41.00	114.80

6/18/2022	Michael R. LeMaire	Quality control review of J&J documents for privilege.	9.00	44.00	396.00
6/18/2022	Nicole McDonald	Quality control review of J&J documents for privilege.	12.20	44.00	536.80
6/18/2022	Justin Poppiti	Redact J&J native documents.	5.00	41.00	205.00
6/18/2022	Heather Coe	Redact J&J native documents.	2.60	41.00	106.60
6/18/2022	Orlando Woodson	Redact J&J TIFF documents.	5.00	41.00	205.00
6/19/2022	Morgan Kiederlen	Quality control review of J&J documents for privilege.	5.20	44.00	228.80
6/19/2022	Nicole McDonald	Redact privileged J&J TIFF documents.	9.90	44.00	435.60
6/19/2022	Justin Poppiti	Redact J&J native documents.	4.00	41.00	164.00
6/20/2022	John Corcoran	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/20/2022	Thomas Ferrara	Perform pre-production validations of J&J documents.	7.90	41.00	323.90
6/20/2022	Yolanda Daniels	Quality control review of J&J documents.	1.80	41.00	73.80
6/20/2022	Brandon Slone	Perform pre-production validations of J&J documents.	9.50	41.00	389.50
6/20/2022	Michael R. LeMaire	Review background materials and document review guidelines in preparation for review.	0.20	41.00	8.20
6/20/2022	Michael R. LeMaire	Quality control review of J&J documents.	1.40	41.00	57.40
6/20/2022	Marques Carter	Perform pre-production validations of J&J documents.	19.00	41.00	779.00
6/20/2022	Shannon Crawford	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
6/20/2022	Shannon Crawford	Perform pre-production validations of J&J documents.	3.00	41.00	123.00
6/20/2022	Brandon Slone	Perform pre-production validations of J&J documents.	3.70	41.00	151.70
6/20/2022	Ryan Ryan Dunn	Perform pre-production validations of J&J documents.	18.50	41.00	758.50
6/20/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60
6/20/2022	Everett Gray	Quality control review of J&J documents for privilege.	8.00	44.00	352.00

6/20/2022	John Corcoran	Quality control review of J&J documents for privilege.	9.10	44.00	400.40
6/20/2022	Michael R. LeMaire	Quality control review of J&J documents for privilege.	10.00	44.00	440.00
6/20/2022	Michael R. LeMaire	Redact privileged J&J TIFF documents.	3.90	44.00	171.60
6/20/2022	Morgan Kiederlen	Quality control review of J&J documents for privilege.	5.90	44.00	259.60
6/20/2022	Audrey Crawford-Turner	Quality control review of J&J documents for privilege.	8.10	44.00	356.40
6/20/2022	Nicole McDonald	Redact privileged J&J TIFF documents.	4.40	44.00	193.60
6/20/2022	Nicole McDonald	Quality control review of J&J documents for privilege.	5.60	44.00	246.40
6/20/2022	Orlando Woodson	Redact J&J TIFF documents.	1.00	41.00	41.00
6/20/2022	Justin Poppiti	Redact J&J native documents.	8.00	41.00	328.00
6/20/2022	Kory Decker	Redact J&J TIFF documents.	5.00	41.00	205.00
6/20/2022	Heather Coe	Redact J&J native documents.	8.30	41.00	340.30
6/20/2022	Jill Cheek	Redact J&J TIFF documents.	5.80	41.00	237.80
6/20/2022	Yolanda Daniels	Redact J&J TIFF documents.	7.00	41.00	287.00
6/20/2022	Marvelle McIntyre-Hall	Redact J&J TIFF documents.	7.90	41.00	323.90
6/20/2022	Shannon Crawford	Redact J&J TIFF documents.	5.70	41.00	233.70
6/20/2022	Lucianna Capito Winters	Perform quality control of redacted TIFF documents.	7.40	41.00	303.40
6/20/2022	Andrew Burke	Perform quality control of redacted TIFF documents	9.00	41.00	369.00
6/20/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	8.00	41.00	328.00
6/21/2022	Marques Carter	Perform pre-production validations of J&J documents.	19.50	41.00	799.50
6/21/2022	Thomas Ferrara	Perform pre-production validations of J&J documents.	4.20	41.00	172.20
6/21/2022	Brandon Slone	Perform pre-production validations of J&J documents.	13.70	41.00	561.70

6/21/2022	Ryan Ryan Dunn	Perform pre-production validations of J&J documents.	16.00	41.00	656.00
6/21/2022	Shannon Crawford	Privilege sweep of J&J documents.	3.00	41.00	123.00
6/21/2022	Lucianna Capito Winters	Quality control review of J&J documents.	6.40	41.00	262.40
6/21/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60
6/21/2022	Marques Carter	Communicate with counsel regarding status of project deliverables.	0.50	85.00	42.50
6/21/2022	Antwaneisha E Gray	Communicate with management team regarding J&J document review	2.00	85.00	170.00
6/21/2022	Ryan Ryan Dunn	Prepare for and participate in meeting with counsel regarding status and next steps.	0.50	85.00	42.50
6/21/2022	Christopher Brown	Coordinate Privilege review.	10.30	85.00	875.50
6/21/2022	Britt Britt Miller	Prepare for and participate in meeting with counsel, J&J and Lighthouse regarding status and next steps.	0.50	85.00	42.50
6/21/2022	Michael R. LeMaire	Quality control review of J&J documents for privilege.	11.20	44.00	492.80
6/21/2022	Everett Gray	Quality control review of J&J documents for privilege.	8.00	44.00	352.00
6/21/2022	John Corcoran	Quality control review of J&J documents for privilege.	8.70	44.00	382.80
6/21/2022	Audrey Crawford-Turner	Quality control review of J&J documents for privilege.	7.90	44.00	347.60
6/21/2022	Morgan Kiederlen	Quality control review of J&J documents for privilege.	5.60	44.00	246.40
6/21/2022	Nicole McDonald	Quality control review of J&J documents for privilege.	5.60	44.00	246.40
6/21/2022	Nicole McDonald	Privilege consistency analytics of J&J documents	1.90	44.00	83.60
6/21/2022	Nicole McDonald	Redact privileged J&J TIFF documents.	3.90	44.00	171.60
6/21/2022	Marilyn H Tucker	Quality control review of J&J documents for privilege.	2.10	44.00	92.40
6/21/2022	Kory Decker	Redact J&J TIFF documents.	5.00	41.00	205.00
6/21/2022	Heather Coe	Redact J&J native documents.	5.30	41.00	217.30
6/21/2022	Jill Cheek	Redact J&J TIFF documents.	8.00	41.00	328.00

6/21/2022	Yolanda Daniels	Redact J&J TIFF documents.	9.90	41.00	405.90
6/21/2022	Marvelle McIntyre-Hall	Redact J&J TIFF documents.	6.70	41.00	274.70
6/21/2022	Justin Poppiti	Redact J&J native documents.	7.00	41.00	287.00
6/21/2022	Shannon Crawford	Redact J&J TIFF documents.	4.70	41.00	192.70
6/21/2022	Andrew Burke	Perform quality control of redacted TIFF documents.	8.10	41.00	332.10
6/21/2022	Anthony Amos	Perform quality control of redacted TIFF documents.	6.40	41.00	262.40
6/21/2022	Andy A Reynolds	Advisory Board participation in weekly telephone conference with J&J, counsel and Lighthouse	0.50	230.00	115.00
6/22/2022	Michael R. LeMaire	Quality control review of J&J documents.	3.10	41.00	127.10
6/22/2022	Brandon Slone	Perform pre-production validations of J&J documents.	3.60	41.00	147.60
6/22/2022	Marques Carter	Perform pre-production validations of J&J documents.	7.00	41.00	287.00
6/22/2022	Jerrold Smith	Review background materials and document review guidelines in preparation for review.	0.70	41.00	28.70
6/22/2022	Ryan Ryan Dunn	Perform pre-production validations of J&J documents.	12.00	41.00	492.00
6/22/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60
6/22/2022	Ryan Ryan Dunn	Coordinate review processes.	4.00	85.00	340.00
6/22/2022	Christopher Brown	Coordinate review processes.	6.00	85.00	510.00
6/22/2022	Christopher Brown	Coordinate review processes.	0.10	85.00	8.50
6/22/2022	John Corcoran	Quality control review of J&J documents for privilege.	8.70	44.00	382.80
6/22/2022	Michael R. LeMaire	Quality control review of J&J documents for privilege.	1.80	44.00	79.20
6/22/2022	Michael R. LeMaire	Prepare the J&J privilege log.	3.70	44.00	162.80
6/22/2022	Jeff Carbia	Quality control review of J&J documents for privilege.	1.50	44.00	66.00
6/22/2022	Audrey Crawford-Turner	Prepare the J&J privilege log.	8.00	44.00	352.00

6/22/2022	Everett Gray	Prepare the J&J privilege log.	8.00	44.00	352.00
6/22/2022	John Corcoran	Quality control review of J&J documents for privilege.	-8.70	44.00	-382.80
6/22/2022	John Corcoran	Prepare the J&J privilege log.	8.10	44.00	356.40
6/22/2022	Brandon Slone	Prepare the J&J privilege log.	2.00	44.00	88.00
6/22/2022	Morgan Kiederlen	Privilege consistency analytics of J&J documents	4.20	44.00	184.80
6/22/2022	Nicole McDonald	Quality control review of J&J documents for privilege.	10.00	44.00	440.00
6/23/2022	Michael R. LeMaire	Quality control review of J&J documents.	0.50	41.00	20.50
6/23/2022	Riya Luthra	Generate and provide Daily Status Report.	0.20	23.00	4.60
6/23/2022	Brent D Green	Coordinate Privilege review.	1.30	85.00	110.50
6/23/2022	Ryan Ryan Dunn	Coordinate review processes.	4.00	85.00	340.00
6/23/2022	Michael R. LeMaire	Prepare the J&J privilege log.	8.60	44.00	378.40
6/23/2022	Audrey Crawford-Turner	Prepare the J&J privilege log.	8.00	44.00	352.00
6/23/2022	Everett Gray	Prepare the J&J privilege log.	7.00	44.00	308.00
6/23/2022	John Corcoran	Prepare the J&J privilege log.	8.00	44.00	352.00
6/23/2022	Brandon Slone	Prepare the J&J privilege log.	7.50	44.00	330.00
6/23/2022	Sona Khurana	Perform quality control procedures on received data sources.Perform JNJ QC On Volume JUNGE_JANSEEN_003	0.80	200.00	160.00
6/24/2022	Brent D Green	Coordinate Privilege review.	0.50	85.00	42.50
6/24/2022	Ryan Ryan Dunn	Coordinate review processes.	8.00	85.00	680.00
6/24/2022	Audrey Crawford-Turner	Prepare the J&J privilege log.	6.00	44.00	264.00
6/24/2022	Everett Gray	Prepare the J&J privilege log.	7.00	44.00	308.00
6/24/2022	John Corcoran	Prepare the J&J privilege log.	6.00	44.00	264.00

6/24/2022	Brandon Slone	Prepare the J&J privilege log.	7.00	44.00	308.00
6/24/2022	Aashish Qusba	Perform quality control procedures on JUNGE_JANSSEN_004	1.40	200.00	280.00
6/27/2022	Ryan Ryan Dunn	Coordinate review processes.	3.50	85.00	297.50
6/27/2022	Everett Gray	Prepare the J&J privilege log.	5.50	44.00	242.00
6/27/2022	John Corcoran	Prepare the J&J privilege log.	7.60	44.00	334.40
6/27/2022	Brandon Slone	Prepare the J&J privilege log.	8.00	44.00	352.00
6/27/2022	Nicole McDonald	Prepare the J&J privilege log.	3.30	44.00	145.20
6/27/2022	Ryan Ryan Dunn	Prepare the J&J privilege log.	3.00	44.00	132.00
6/27/2022	Audrey Crawford-Turner	Prepare the J&J privilege log.	4.00	44.00	176.00
6/28/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	0.30	41.00	12.30
6/28/2022	Brent D Green	Coordinate Privilege review.	1.40	85.00	119.00
6/28/2022	Ryan Ryan Dunn	Coordinate review processes.	3.50	85.00	297.50
6/28/2022	Ryan Ryan Dunn	Prepare for and participate in meeting with counsel regarding status and next steps.	0.20	85.00	17.00
6/28/2022	Marques Carter	Communicate with counsel regarding status of project deliverables.	0.30	85.00	25.50
6/28/2022	Christopher Brown	Coordinate Privilege Log workflow.	6.20	85.00	527.00
6/28/2022	Britt Britt Miller	Prepare for and participate in meeting with counsel, J&J and Lighthouse regarding status and next steps.	0.30	85.00	25.50
6/28/2022	Everett Gray	Prepare the J&J privilege log.	8.30	44.00	365.20
6/28/2022	John Corcoran	Prepare the J&J privilege log.	8.00	44.00	352.00
6/28/2022	Brandon Slone	Prepare the J&J privilege log.	7.90	44.00	347.60
6/28/2022	Nicole McDonald	Prepare the J&J privilege log.	5.50	44.00	242.00
6/28/2022	Ryan Ryan Dunn	Prepare the J&J privilege log.	3.80	44.00	167.20

6/28/2022	Andy A Reynolds	Advisory Board participation in weekly telephone conference with J&J, counsel and Lighthouse	0.30	230.00	69.00
6/29/2022	Morgan Kiederlen	Review background materials and document review guidelines in preparation for review.	0.40	41.00	16.40
6/29/2022	Brent D Green	Coordinate Privilege review.	1.50	85.00	127.50
6/29/2022	Christopher Brown	Coordinate Privilege Log workflow.	5.40	85.00	459.00
6/29/2022	Christopher Brown	Coordinate Privilege Log workflow.	3.20	85.00	272.00
6/29/2022	Jeff Carbia	Prepare the J&J privilege log.	5.20	44.00	228.80
6/29/2022	Everett Gray	Prepare the J&J privilege log.	7.50	44.00	330.00
6/29/2022	John Corcoran	Prepare the J&J privilege log.	9.00	44.00	396.00
6/29/2022	Nicole McDonald	Prepare the J&J privilege log.	6.20	44.00	272.80
6/29/2022	Brandon Slone	Prepare the J&J privilege log.	8.10	44.00	356.40
6/29/2022	Morgan Kiederlen	Prepare the J&J privilege log.	4.30	44.00	189.20
6/30/2022	Brent D Green	Coordinate Privilege review.	1.10	85.00	93.50
6/30/2022	Ryan Ryan Dunn	Coordinate review processes.	1.50	85.00	127.50
6/30/2022	Christopher Brown	Coordinate Privilege Log workflow.	9.20	85.00	782.00
6/30/2022	Ryan Ryan Dunn	Prepare the J&J privilege log.	2.50	44.00	110.00
6/30/2022	Everett Gray	Prepare the J&J privilege log.	7.80	44.00	343.20
6/30/2022	John Corcoran	Prepare the J&J privilege log.	7.70	44.00	338.80
6/30/2022	Nicole McDonald	Prepare the J&J privilege log.	6.00	44.00	264.00
6/30/2022	Brandon Slone	Prepare the J&J privilege log.	6.50	44.00	286.00
6/30/2022	Seconded Resource Onsite eDiscovery Project Mgt-Onshore	Seconded Resource Onsite eDiscovery Project Mgt-Onshore	1.00	570.63	570.63
7/1/2022	Brent D Green	Coordinate Privilege review.	1.90	85.00	161.50

7/7/2022	Andy A Reynolds	Prepare for and participate in discussion with counsel regarding document review project estimate.	1.30	230.00	299.00
7/8/2022	Britt Britt Miller	Prepare privilege log searches at the request of outside counsel.	1.20	60.00	72.00
7/12/2022	Britt Britt Miller	Coordinate production processes.	1.50	85.00	127.50
7/12/2022	Britt Britt Miller	Prepare for and participate in teleconference with counsel regarding J&J document review.	1.30	85.00	110.50
7/12/2022	Marques Carter	Coordinate deliverables and action items in accordance with project plan.	0.40	85.00	34.00
7/13/2022	Britt Britt Miller	Perform pre-production validations of J&J documents.	2.10	41.00	86.10
7/13/2022	Britt Britt Miller	Communicate with counsel regarding J&J document review.	0.20	85.00	17.00
7/13/2022	Britt Britt Miller	Coordinate production processes.	3.10	85.00	263.50
7/13/2022	Britt Britt Miller	Communicate with counsel and Lighthouse regarding production metrics request.	0.50	85.00	42.50
7/13/2022	Marques Carter	Confer and strategize with project team regarding status and next steps.	0.40	85.00	34.00
7/14/2022	Britt Britt Miller	Communicate with counsel and Lighthouse regarding production metrics request.	0.30	85.00	25.50
7/14/2022	Britt Britt Miller	Coordinate production processes.	0.60	85.00	51.00
7/14/2022	Andy A Reynolds	Advisory Board participation in telephone conference with counsel regarding the status of the project	0.50	230.00	115.00
7/15/2022	Gerrit Smith	Review background materials and document review guidelines in preparation for review.	1.10	41.00	45.10
7/15/2022	Nicole McDonald	Review background materials and document review guidelines in preparation for review.	1.20	41.00	49.20
7/15/2022	Wythe Hammill	Review background materials and document review guidelines in preparation for review.	1.00	41.00	41.00
7/15/2022	Brandon Slone	Review background materials and document review guidelines in preparation for review.	1.00	41.00	41.00
7/15/2022	Ashok Singh	Coordinate Privilege Log workflow.	1.50	23.00	34.50
7/15/2022	Mridusmita Baruah	Coordinate Privilege Log workflow.	1.00	23.00	23.00
7/15/2022	Britt Britt Miller	Coordinate team calibration and training.	1.10	85.00	93.50
7/15/2022	Britt Britt Miller	Coordinate privilege downgrade review processes.	3.20	85.00	272.00

7/15/2022	Britt Britt Miller	Communicate with counsel and Lighthouse regarding production metrics request.	0.60	85.00	51.00
7/15/2022	Gerrit Smith	Prepare the J&J privilege log.	4.00	44.00	176.00
7/15/2022	Nicole McDonald	Prepare the J&J privilege log.	5.40	44.00	237.60
7/15/2022	Wythe Hammill	Prepare the J&J privilege log.	5.00	44.00	220.00
7/15/2022	Brandon Slone	Prepare the J&J privilege log.	3.00	44.00	132.00
7/15/2022	Anand Kulshrestha	Prepare the J&J privilege log.	2.00	23.00	46.00
7/15/2022	Anand Kulshrestha	Prepare the J&J privilege log.	2.80	23.00	64.40
7/15/2022	Puneet Kumar	Prepare the J&J privilege log.	3.30	23.00	75.90
7/15/2022	Puneet Kumar	Prepare the J&J privilege log.	2.00	23.00	46.00
7/15/2022	Sumit kumar	Prepare the J&J privilege log.	3.30	23.00	75.90
7/15/2022	Sumit kumar	Prepare the J&J privilege log.	2.00	23.00	46.00
7/15/2022	Prajakta Jayadeo Ramteke	Prepare the J&J privilege log.	3.30	23.00	75.90
7/15/2022	Prajakta Jayadeo Ramteke	Prepare the J&J privilege log.	2.90	23.00	66.70
7/15/2022	Ashok Singh	Prepare the J&J privilege log.	3.80	23.00	87.40
7/15/2022	Mridusmita Baruah	Prepare the J&J privilege log.	4.50	23.00	103.50
7/15/2022	Manisha Singh	Prepare the J&J privilege log.	3.00	23.00	69.00
7/15/2022	Manisha Singh	Prepare the J&J privilege log.	3.50	23.00	80.50
7/15/2022	Anubhav Massey	Prepare the J&J privilege log.	4.00	23.00	92.00
7/15/2022	Anubhav Massey	Prepare the J&J privilege log.	1.60	23.00	36.80
7/15/2022	Prajakta Jayadeo Ramteke	Prepare the J&J privilege log.	-0.50	23.00	-11.50
7/15/2022	Joel Sebastian	Prepare the J&J privilege log.	5.00	23.00	115.00

7/15/2022	Andy A Reynolds	Advisory Board participation in telephone conference with counsel regarding the status of the project	1.00	230.00	230.00
7/15/2022	Srishti Singh	Perform quality control procedures on received data sources JUNGE_JANSSEN_005 .	0.60	200.00	120.00
7/16/2022	Justin Poppiti	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
7/16/2022	Wythe Hammill	Review background materials and document review guidelines in preparation for review.	0.50	41.00	20.50
7/16/2022	Britt Britt Miller	Coordinate privilege downgrade review processes.	1.10	85.00	93.50
7/16/2022	Justin Poppiti	Prepare the J&J privilege log.	1.50	44.00	66.00
7/16/2022	Wythe Hammill	Prepare the J&J privilege log.	9.00	44.00	396.00
7/16/2022	Brandon Slone	Prepare the J&J privilege log.	8.00	44.00	352.00
7/16/2022	Nicole McDonald	Prepare the J&J privilege log.	9.00	44.00	396.00
7/16/2022	Britt Britt Miller	Prepare the J&J privilege log.	1.90	44.00	83.60
7/16/2022	Joel Sebastian	Prepare the J&J privilege log.	5.00	23.00	115.00
7/16/2022	Joel Sebastian	Prepare the J&J privilege log.	-5.00	23.00	-115.00
7/16/2022	Andy A Reynolds	Advisory Board oversee privilege review work, including communications with counsel regarding same	5.00	230.00	1,150.00
7/17/2022	Britt Britt Miller	Communicate with counsel and Lighthouse regarding production metrics request.	0.30	85.00	25.50
7/17/2022	Britt Britt Miller	Coordinate privilege downgrade review processes.	0.40	85.00	34.00
7/17/2022	Gerrit Smith	Prepare the J&J privilege log.	6.80	44.00	299.20
7/17/2022	Nicole McDonald	Prepare the J&J privilege log.	6.90	44.00	303.60
7/17/2022	Wythe Hammill	Prepare the J&J privilege log.	9.50	44.00	418.00
7/17/2022	Brandon Slone	Prepare the J&J privilege log.	6.30	44.00	277.20
7/17/2022	Britt Britt Miller	Prepare the J&J privilege log.	2.30	44.00	101.20
7/17/2022	Justin Poppiti	Prepare the J&J privilege log.	3.50	44.00	154.00

7/17/2022	Andy A Reynolds	Advisory Board oversee privilege review work, including communications with counsel regarding same	3.50	230.00	805.00
7/18/2022	Britt Britt Miller	Communicate with counsel and Lighthouse regarding production metrics request.	0.30	85.00	25.50
7/18/2022	Britt Britt Miller	Coordinate privilege downgrade review processes.	0.80	85.00	68.00
7/18/2022	Wythe Hammill	Prepare the J&J privilege log.	2.50	44.00	110.00
7/18/2022	Britt Britt Miller	Prepare the J&J privilege log.	4.60	44.00	202.40
7/21/2022	Britt Britt Miller	Prepare for and participate in teleconference with outside counsel regarding privilege challenges.	0.40	85.00	34.00
7/22/2022	Britt Britt Miller	Prepare for and participate in teleconference with outside counsel regarding privilege challenges.	0.80	85.00	68.00
7/22/2022	Britt Britt Miller	Prepare the J&J privilege log.	3.20	44.00	140.80
7/23/2022	Britt Britt Miller	Communicate with counsel regarding privilege log challenges and privilege downgrade review	0.30	85.00	25.50
7/23/2022	Britt Britt Miller	Coordinate privilege downgrade review processes.	0.50	85.00	42.50
7/23/2022	Britt Britt Miller	Prepare the J&J privilege log.	2.50	44.00	110.00
7/24/2022	Britt Britt Miller	Communicate with counsel regarding privilege log challenges and privilege downgrade review	0.40	85.00	34.00
7/24/2022	Britt Britt Miller	Coordinate privilege downgrade review processes.	0.30	85.00	25.50
7/24/2022	Britt Britt Miller	Prepare the J&J privilege log.	2.10	44.00	92.40
7/25/2022	Britt Britt Miller	Communicate with counsel regarding privilege log challenges and privilege downgrade review	0.50	85.00	42.50
7/25/2022	Britt Britt Miller	Coordinate privilege downgrade review processes.	1.20	85.00	102.00
7/25/2022	Britt Britt Miller	Prepare the J&J privilege log.	4.30	44.00	189.20
7/26/2022	Britt Britt Miller	Coordinate privilege downgrade production processes.	2.30	85.00	195.50
7/26/2022	Britt Britt Miller	Communicate with counsel regarding privilege log challenges and privilege downgrade review	0.40	85.00	34.00
7/26/2022	Britt Britt Miller	Prepare the J&J privilege log.	2.60	44.00	114.40
7/27/2022	Britt Britt Miller	Identify contact information for privilege log entries at the request of outside counsel	1.30	60.00	78.00

7/28/2022	Britt Britt Miller	Compile privilege log metrics at the request of outside counsel for preparation of response to privilege challenge.	1.20	60.00	72.00
7/29/2022	Andy A Reynolds	Prepare the J&J privilege log.	2.30	44.00	101.20
7/29/2022	Andy A Reynolds	Advisory Board communications with counsel regarding the status of the privilege log project	0.90	230.00	207.00
7/30/2022	Andy A Reynolds	Prepare the J&J privilege log.	5.20	44.00	228.80
7/30/2022	Andy A Reynolds	Advisory Board preparation of revised cost estimate and related communication	1.50	230.00	345.00
7/30/2022	Britt Britt Miller	Prepare searches of potential deponent's documents at the request of outside counsel.	1.10	60.00	66.00
7/31/2022	Seconded Resource Onsite eDiscovery Project Mgt-Onshore	Seconded Resource Onsite eDiscovery Project Mgt-Onshore	1.00	117.26	117.26
8/2/2022	Britt Britt Miller	Prepare searches for deponents's documents at the request of outside counsel	2.10	60.00	126.00
8/3/2022	Britt Britt Miller	Draft review project estimate.	0.60	85.00	51.00
8/3/2022	Britt Britt Miller	Prepare searches for deponents's documents at the request of outside counsel	0.40	60.00	24.00
8/4/2022	Britt Britt Miller	Prepare searches for deponents's documents at the request of outside counsel	0.50	60.00	30.00
8/5/2022	Britt Britt Miller	Prepare document export searches for inclusion in deposition binders	1.50	60.00	90.00

EXHIBIT E

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

JULIA JUNGE and RICHARD JUNGE, on behalf of
themselves and a class of similarly situated investors,

Plaintiffs,

v.

GERON CORPORATION and JOHN A. SCARLETT,

Defendants.

Case No.: 3:20-cv-00547-WHA

(Consolidated with Case No. 3:20-cv-01163-WHA)

(Related Cases:

No. 3:20-cv-02823-WHA

No. 3:22-mc-80051-WHA)

**NOTICE OF (I) PROPOSED SETTLEMENT AND PLAN OF
ALLOCATION; (II) SETTLEMENT FAIRNESS HEARING;
AND (III) MOTION FOR ATTORNEYS' FEES AND
LITIGATION EXPENSES AND SERVICE AWARDS TO LEAD PLAINTIFFS**

**To: All persons who purchased Geron Corporation (“Geron”) common stock during the period from
March 19, 2018, to September 26, 2018, inclusive (the “Class Period”), and who were damaged thereby
(the “Class”).**

A Federal Court authorized this Notice. This is not a solicitation from a lawyer.

NOTICE OF SETTLEMENT: This Notice has been sent to you pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Northern District of California (the “Court”). Please be advised that Lead Plaintiffs and Class Representatives Julia Junge and Richard Junge (“Lead Plaintiffs”), on behalf of themselves and the Court-certified Class (as defined in ¶30 below), have reached a proposed settlement of the above-captioned securities class action lawsuit (“Action”) for a total of \$24,000,000 (\$17,000,000 in cash and \$7,000,000 in either Settlement Stock and/or cash, at Geron’s option) that, if approved, will resolve all claims in the Action (the “Settlement”).¹ The terms and provisions of the Settlement are contained in the Stipulation and Agreement of Settlement, dated September 2, 2022 (the “Stipulation”). The Court has given preliminary approval to the Settlement, but has invited your comments and objections and would like to take into account the Class members’ views of the Settlement before making a final decision on March 30, 2023.

This Notice is directed to you because you may be a member of the Class (*i.e.*, you purchased Geron common stock during the Class Period). If you do not meet the Class definition, or if you previously excluded yourself from the Class in connection with the Notice of Pendency of Class Action that was mailed to potential Class Members beginning in May 2022 (the “Original Class Notice”), this Notice does not apply to you. A list of the persons and entities who previously requested exclusion from the Class is available at www.GeronSecuritiesLitigation.com.

PLEASE READ THIS NOTICE CAREFULLY. This Notice explains important rights you may have, including the possible receipt of a payment from the Settlement. If you are a member of the Class, your legal rights will be affected even if you do nothing in response to this Notice.

If you have any questions about this Notice, the proposed Settlement, or your eligibility to receive a payment from the Settlement, please DO NOT contact the Court, Defendants, or Defendants’ Counsel. All questions should be directed to Lead Counsel or the Claims Administrator (see ¶98 below).

¹ No Settlement Stock will be issued to Class Members. Rather, Settlement Stock will be sold and the proceeds maintained as part of the Settlement Fund for distribution as ordered by the Court.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

1. **Description of the Action and the Class:** This Notice relates to a proposed settlement of claims in a pending consolidated securities class action (the “Action”) brought by investors alleging, among other things, that Geron and its Chief Executive Officer Dr. John A. Scarlett (“Dr. Scarlett” and, together with Geron, “Defendants”) violated the federal securities laws by making false and misleading statements concerning Geron’s single drug in development during the Class Period, imetelstat, and the results of a Phase 2 clinical trial concerning that drug known as IMbark. The Action also alleges that Geron and certain Company insiders sold Geron common stock at inflated prices during the Class Period while in possession of material, non-public information concerning the results from IMbark. A more detailed description of the Action is set forth in ¶¶11-29 below. The proposed Settlement, if approved by the Court, will settle claims of the Class, as defined in ¶30 below. Only persons or entities who purchased Geron common stock during the Class Period may be Class Members.

2. **Statement of the Class’s Recovery:** Subject to Court approval, Lead Plaintiffs, on behalf of themselves and the Class, have agreed to settle the Action in exchange for \$24,000,000 (the “Settlement Amount”), which shall be paid by Geron or on its behalf by the Company’s insurance carriers in the form of \$17,000,000 in cash and, at Geron’s option, either an additional \$7,000,000 in cash and/or Settlement Stock (which shall be sold and the proceeds included in the Settlement Fund, and to be deposited into an Escrow Account). The Net Settlement Fund (i.e., the Settlement Amount plus any and all interest earned thereon (the “Settlement Fund”) less (i) any Taxes; (ii) any Notice and Administration Costs; (iii) any Litigation Expenses awarded by the Court; (iv) any attorneys’ fees awarded by the Court; (v) any service awards to the Lead Plaintiffs; and (vi) any other costs or fees approved by the Court) will be distributed in accordance with a plan of allocation that is approved by the Court. The proposed plan of allocation (the “Plan of Allocation”) is set forth at pages 11 to 14 of this Notice. The Plan of Allocation will determine how the Net Settlement Fund shall be allocated among members of the Class.

3. **Estimate of Average Amount of Recovery Per Share:** Based on Lead Plaintiffs’ damages expert’s estimate of the number of shares of Geron common stock purchased during the Class Period that may have been affected by the conduct at issue in the Action, and assuming that all Class Members elect to participate in the Settlement, the estimated average recovery (before the deduction of any Court-approved fees, expenses, and costs as described herein) is \$0.17 per affected share. Class Members should note, however, that the foregoing average recovery is only an estimate. Some Class Members may recover more or less than the estimated amount depending on, among other factors, when and at what prices they purchased or sold their shares, and the total number and value of valid Claim Forms submitted. Distributions to Class Members will be made based on the Plan of Allocation set forth at pages 11 to 14 or such other plan of allocation as may be ordered by the Court.

4. **Average Amount of Damages Per Share:** The Parties do not agree on the average amount of damages per share of Geron common stock that would be recoverable if Lead Plaintiffs were to prevail in the Action. Among other things, Defendants deny the assertion that they violated the federal securities laws or that any damages were suffered by any members of the Class as a result of their alleged conduct.

5. **Attorneys’ Fees and Expenses Sought and Service Awards to Lead Plaintiffs:** Lead Counsel, which has been prosecuting the Action on a wholly contingent basis, has not received any payment of attorneys’ fees for their representation of the Class and have advanced the funds to pay expenses necessarily incurred to prosecute the Action. Lead Counsel will apply to the Court for an award of attorneys’ fees in an amount not to exceed 18% of the Settlement Fund, or \$4.32 million, plus interest. In addition, Lead Counsel will apply for payment of Litigation Expenses in connection with the institution, prosecution, and resolution of the Action in an amount not to exceed \$1,140,000. In addition, Lead Plaintiffs will apply for service awards (including any lost wages) in the total amount of \$12,500. Any fees, expenses and service awards approved by the Court will be paid from the Settlement Fund. Class Members are not personally liable for any such fees, awards or expenses. The estimated average cost for such fees, awards and Litigation Expenses, if the Court approves Lead Counsel’s fee and expense application, including the service awards to the Lead Plaintiffs, is \$0.04 per affected share.

6. **Identification of Attorneys’ Representatives:** Lead Plaintiffs and the Class are represented by Laurence D. King of Kaplan Fox & Kilsheimer LLP, 1999 Harrison Street, Suite 1560, Oakland, CA 94612, email lking@kaplanfox.com, and Jeffrey P. Campisi of Kaplan Fox & Kilsheimer LLP, 850 Third Avenue, New York, NY 10022, email jcampisi@kaplanfox.com. The contact phone for Mr. King and Mr. Campisi is 1-800-290-1952.

7. **Reasons for the Settlement:** Lead Plaintiffs’ principal reason for entering into the Settlement is the substantial and certain recovery for the Class without the risk or the delays inherent in further litigation. The substantial recovery provided under the Settlement must be considered against the significant risk that a smaller recovery—or indeed no recovery at all—might be achieved after a contested summary judgment motion, a trial of the Action, and the likely appeals that would follow a trial. This process could be expected to last several years. Defendants, who deny all allegations of wrongdoing, are entering into the Settlement solely to eliminate the uncertainty, burden, and expense of further protracted litigation.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

YOUR LEGAL RIGHTS AND OPTIONS IN THE SETTLEMENT:

<p>SUBMIT A CLAIM FORM POSTMARKED BY, OR SUBMITTED ONLINE, NO LATER THAN FEBRUARY 16, 2023 AT MIDNIGHT PACIFIC TIME.</p> <p>See ¶48 below for details.</p>	<p>This is the only way to be eligible to receive a payment from the Settlement Fund. If you are a Class Member, you will be bound by the Settlement as approved by the Court and you will give up any Released Plaintiffs' Claims (defined in ¶41 below) that you have against Defendants and Defendants' Released Parties (defined in ¶44 below), so it is in your interest to submit a Claim Form.</p>
<p>EXCLUDE YOURSELF FROM THE CLASS BY SUBMITTING A WRITTEN REQUEST FOR EXCLUSION SO THAT IT IS RECEIVED BY NO LATER THAN MARCH 9, 2023 AT MIDNIGHT PACIFIC TIME.</p> <p>TO BE TIMELY RECEIVED, THE WRITTEN REQUEST FOR EXCLUSION MUST EITHER BE MAILED TO THE CLAIMS ADMINISTRATOR WITH A POSTMARK BY MARCH 9, 2023 AT MIDNIGHT PACIFIC TIME, OR BE SUBMITTED ONLINE BY THAT SAME TIME TO THE WEBSITE HOSTED FOR THIS ACTION BY THE CLAIMS ADMINISTRATOR.</p>	<p>If you exclude yourself from the Class, you will not be eligible to receive any payment from the Settlement Fund or object to the Settlement. This is the only option that may allow you to ever be part of any other lawsuit against Defendants or Defendants' Released Parties concerning the Released Plaintiffs' Claims.</p>
<p>OBJECT TO THE SETTLEMENT BY SUBMITTING A WRITTEN OBJECTION SO THAT IT IS RECEIVED BY THE COURT BY NO LATER THAN MARCH 9, 2023 AT MIDNIGHT PACIFIC TIME. RECEIPT BY THE COURT MEANS THE WRITTEN OBJECTION IS FILED ON THE DOCKET OR MAILED WITH THE DATE POSTMARKED BY MIDNIGHT PACIFIC TIME ON MARCH 9, 2023. THIS NOTICE AT ¶¶84-85 PROVIDES INFORMATION ON HOW TO FILE THE OBJECTIONS OR, AT YOUR OPTION, WHERE TO MAIL THE OBJECTIONS (THE "FILING OPTIONS").</p>	<p>If you do not like the proposed Settlement, the proposed Plan of Allocation, and/or the request for attorneys' fees and Litigation Expenses and service awards to Lead Plaintiffs, you may write to the Court and explain why you do not like them. You cannot object to the Settlement, the Plan of Allocation, or the fee and expense request unless you are a Class Member and do not request exclusion. If you object, you will still be bound by the orders of the Court, even if your objection is overruled. If you object, you may still submit a Claim Form and will be eligible for a payment from the Settlement, if the Settlement is approved.</p>

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

<p>GO TO A HEARING ON MARCH 30, 2023 AT 11:00 A.M. PACIFIC TIME, AND FILE A NOTICE OF INTENTION TO APPEAR SO THAT IT IS RECEIVED BY NO LATER THAN MARCH 9, 2023. THE FILING OPTIONS DESCRIBED AT ¶¶90-91 (See ¶84 below for details) PROVIDE YOU WITH THE INFORMATION ON HOW TO SUBMIT YOUR NOTICE.</p>	<p>Filing a written objection and notice of intention to appear by March 9, 2023 at midnight (Pacific Time) allows you to speak in Court, at the discretion of the Court, about the fairness of the proposed Settlement, the Plan of Allocation, and/or the request for attorneys’ fees and Litigation Expenses and service awards to Lead Plaintiffs. In the Court’s discretion, the March 30, 2023 hearing may be conducted by telephone or video conference (see ¶¶83, 90-91 below). If you submit a written objection, you may (but you do not have to) participate in the hearing and, at the discretion of the Court, speak to the Court about your objection.</p>
<p>DO NOTHING.</p>	<p>If you are a member of the Class and you do not submit a valid Claim Form, you will not be eligible to receive any payment from the Settlement Fund. You will, however, remain a member of the Class, which means that you give up your right to sue about the claims that are resolved by the Settlement and you will be bound by any judgment(s) or orders entered by the Court in the Action.</p>

WHAT THIS NOTICE CONTAINS

WHY DID I GET THIS NOTICE? PAGE 4

WHAT IS THIS CASE ABOUT? PAGE 5

HOW DO I KNOW IF I AM AFFECTED BY THE SETTLEMENT? PAGE 7
WHO IS INCLUDED IN THE CLASS?

WHAT ARE LEAD PLAINTIFFS’ REASONS FOR THE SETTLEMENT? PAGE 7

WHAT MIGHT HAPPEN IF THERE WERE NO SETTLEMENT? PAGE 8

HOW ARE CLASS MEMBERS AFFECTED BY THE ACTION AND THE SETTLEMENT? PAGE 8

HOW DO I PARTICIPATE IN THE SETTLEMENT? WHAT DO I NEED TO DO? PAGE 10

HOW MUCH WILL MY PAYMENT BE? PAGE 10
THE PROPOSED PLAN OF ALLOCATION

WHAT PAYMENT ARE THE ATTORNEYS FOR THE CLASS SEEKING? PAGE 14
HOW WILL THE LAWYERS BE PAID?

WHAT IF I DO NOT WANT TO BE A MEMBER OF THE CLASS? HOW DO I EXCLUDE MYSELF? PAGE 14

WHEN AND WHERE WILL THE COURT DECIDE WHETHER TO APPROVE THE SETTLEMENT? PAGE 15
DO I HAVE TO COME TO THE HEARING?
MAY I SPEAK AT THE HEARING IF I DON’T LIKE THE SETTLEMENT?

WHAT IF I BOUGHT SHARES ON SOMEONE ELSE’S BEHALF? PAGE 16

CAN I SEE THE COURT FILE? WHOM SHOULD I CONTACT IF I HAVE QUESTIONS? PAGE 17

WHY DID I GET THIS NOTICE?

8. The Court directed that this Notice be mailed to you because you or someone in your family or an investment account for which you serve as a custodian may have purchased Geron common stock during the Class Period. The Court has directed us to send you this Notice because, as a potential Class Member, you have a right to know about your options before the Court rules on the proposed Settlement. If the Court approves the Settlement and the Plan of Allocation (or some other plan of allocation), the Claims Administrator selected by Lead Plaintiffs and approved by the Court will make payments pursuant to the Settlement after any objections and appeals are resolved.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

9. The purpose of this Notice is to inform you of the terms of the proposed Settlement of the Action and of a hearing to be held by the Court to consider the fairness, reasonableness, and adequacy of the Settlement and the proposed Plan of Allocation, as well as the motion by Lead Counsel for an award of attorneys' fees and payment of Litigation Expenses, and the requested service awards to the Lead Plaintiffs (the "Settlement Fairness Hearing"). See ¶¶81-85 below for details about the Settlement Fairness Hearing, including the date and location of the hearing.

10. The issuance of this Notice is not an expression of any opinion by the Court concerning the merits of any claim in the Action, and the Court still must decide whether to approve the Settlement. If the Court approves the Settlement and a plan of allocation, then payments to Authorized Claimants will be made after any appeals are resolved and after the completion of all claims processing. Please be patient, as this process can take some time to complete.

WHAT IS THIS CASE ABOUT?

11. Geron is a clinical stage biopharmaceutical company. During the Class Period, Geron's common stock traded on the Nasdaq under the symbol GERN.

12. Beginning on January 23, 2020, two related securities class actions brought on behalf of investors in Geron common stock were filed in the United States District Court for the Northern District of California (the "Court"). On May 14, 2020, the Court entered an Order appointing Julia Junge and Richard Junge as Lead Plaintiffs pursuant to the Private Securities Litigation Reform Act of 1995, consolidating all related actions, and inviting applications for Lead Counsel. On July 27, 2020, the Court entered an Order approving Lead Plaintiffs' selection of Kaplan Fox & Kilsheimer LLP ("Kaplan Fox") as Lead Counsel.

13. On August 20, 2020, Lead Plaintiffs filed a Consolidated Class Action Complaint For Violations of the Federal Securities Laws ("Consolidated Complaint") against Geron and Dr. Scarlett. On October 1, 2020, Defendants filed a motion to dismiss the Consolidated Complaint. On October 12, 2020, the Court entered a Stipulation and Order that permitted the Lead Plaintiffs to submit a further amended complaint pursuant to Rule 15 of the Federal Rules of Civil Procedure and set a briefing schedule for any motion(s) to dismiss in response thereto.

14. On October 22, 2020, Lead Plaintiffs filed the operative complaint in the Action, the Amended Consolidated Class Action Complaint for Violations of the Federal Securities Laws (the "Amended Complaint") against Geron and Dr. Scarlett. The Amended Complaint asserts claims against Geron and Dr. Scarlett under Section 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") and Rule 10b-5 promulgated thereunder, and against Dr. Scarlett under Section 20(a) of the Exchange Act. Among other things, the Amended Complaint alleges that, during the period from March 19, 2018, to September 26, 2018, inclusive (the "Class Period"), Defendants made materially false and misleading statements concerning the Company's single drug in development, imetelstat, and the results of a Phase 2 clinical trial known as the IMbark study², and that Geron and certain Company insiders sold Geron common stock at inflated prices while in possession of material, non-public information concerning the results from in the IMbark study. The Amended Complaint further alleges that Defendants' misstatements caused the price of Geron common stock to be inflated during the Class Period and to decline when the alleged truth emerged through a corrective disclosure on September 27, 2018, resulting in financial losses to those who purchased Geron common stock at the allegedly inflated price.

15. On November 23, 2020, Defendants filed a motion to dismiss the Amended Complaint. On December 10, 2020, Lead Plaintiffs filed their opposition to Defendants' motion to dismiss the Amended Complaint. On December 17, 2020, Defendants filed their reply in support of the motion to dismiss the Amended Complaint. On February 8, 2021, the Court heard oral argument on Defendants' motion to dismiss the Amended Complaint.

16. On April 12, 2021, the Court granted in part, and denied in part, Defendants' motion to dismiss (the "April 12 Order"), sustaining certain claims against Defendants under Section 10(b) of the Exchange Act and the Section 20(a) control person claim under the Exchange Act against Dr. Scarlett. On April 29, 2021, Lead Plaintiffs notified the Court that they elected to stand on the Amended Complaint and not file a further amendment in response to the April 12 Order.

² The IMbark study was designed to examine the use of imetelstat for the treatment of Myelofibrosis ("MF").

17. On May 13, 2021, Defendants filed their Answer to the Amended Complaint.

18. On May 18, 2021, the Parties conducted their Fed. R. Civ. P. Rule 26 conference, after which discovery commenced in the Action. To date, Lead Plaintiffs have produced over 2,000 pages of documents to Defendants, and Defendants and third parties have produced more than 426,000 pages of documents (not including pages produced in native format, e.g., PowerPoint and Microsoft Excel files) to Lead Plaintiffs. Lead Plaintiffs deposed 10 fact or expert witnesses and Defendants deposed both of the Lead Plaintiffs and Lead Plaintiffs' class certification expert.

19. On August 26, 2021, the Court held an Initial Case Management Conference.

20. On August 27, 2021, the Court entered a Case Management Order, which set the initial trial schedule for the Action.

21. On September 30, 2021, Lead Plaintiffs filed a motion for class certification. Between then and November 4, 2021, the parties produced documents, deposed each other's experts on class certification issues, Defendants deposed the Lead Plaintiffs, Defendants filed their opposition brief, and Lead Plaintiffs filed their reply brief. Following full briefing on the motion, on April 2, 2022, the Court issued an Order certifying the Class, appointing Lead Plaintiffs as Class Representatives for the certified Class, and appointing Lead Counsel Kaplan Fox as Class Counsel for the certified Class.

22. On May 3, 2022, the Court approved the Original Class Notice to notify the Class of, among other things: (i) the Action pending against Defendants; (ii) the Court's certification of the Action to proceed as a class action on behalf of the Class; and (iii) their right to request to be excluded from the Class, the effect of remaining in the Class or requesting exclusion, and the requirements for requesting exclusion. The deadline for requesting exclusion from the Class pursuant to the Original Class Notice was July 22, 2022. A list of the persons and entities who requested exclusion pursuant to the Original Class Notice is available at www.GeronSecuritiesLitigation.com.

23. On April 28, 2022, the Court entered the Joint Stipulation and Order Requesting Referral to Magistrate Judge for Settlement Conference. On April 29, 2022, the Court referred the Parties to Magistrate Judge Donna M. Ryu ("Judge Ryu") for purposes of overseeing mediation/settlement discussions between the Parties.

24. On May 2, 2022, Judge Ryu issued a Notice of Settlement and Settlement Conference Order, setting a Zoom settlement conference for May 31, 2022.

25. On May 31, 2022, the Parties held a settlement conference session, via Zoom, which was also attended by Geron's insurance carriers, but did not reach an agreement to settle the Action. Following the May 31, 2022, settlement conference with Judge Ryu, the Parties continued their discussions for several weeks but were unable to reach an agreement to settle the Action. During this period, the Parties continued to prepare to submit opening expert reports. Lead Plaintiffs also continued to pursue discovery from non-party Janssen Biotech, Inc. ("Janssen"), as documented during a July 14, 2022, Status Conference with the Court.

26. On July 20, 2022, the Parties participated in a call with Judge Ryu concerning the status of potential settlement discussions, and also had scheduled a second settlement conference, via Zoom, with Judge Ryu on August 12, 2022.

27. During the August 12, 2022 settlement conference supervised by Judge Ryu, which was, again, also attended by Geron's insurance carriers, the Parties reached an agreement in principle to settle the Action that was subsequently memorialized in a term sheet (the "Term Sheet") executed on August 19, 2022. The Term Sheet sets forth, among other things, the Parties' agreement to settle and release all claims against Defendants' Released Parties in return for a payment of \$24 million, to be paid by Defendants and/or their insurers, consisting of \$17 million in cash for the benefit of the Class, plus \$7 million in Settlement Stock (as defined in the Stipulation) and/or cash at Geron's option, subject to certain terms and conditions and the execution of a customary "long form" stipulation and agreement of settlement and related papers. The Stipulation is the agreement of the Parties that will be presented for approval to the Court at the Settlement Fairness Hearing.

28. On September 2, 2022, the Parties entered into the Stipulation, which sets forth the terms and conditions of the Settlement. The Stipulation is available at www.GeronSecuritiesLitigation.com. Lead Plaintiffs and Geron also entered into a confidential Supplemental Agreement, which gives Geron the right to terminate the Settlement if valid requests for exclusion are received from persons and entities entitled to be members of the Class in an amount that exceeds an amount agreed to by Lead Plaintiffs and Geron.

29. On September 2, 2022, Lead Plaintiffs moved for preliminary approval of the Settlement, and on October 13, 2022, the Court preliminarily approved the Settlement, authorized this Notice to be disseminated to Class Members, and scheduled the Settlement Fairness Hearing to consider whether to grant final approval to the Settlement.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

**HOW DO I KNOW IF I AM AFFECTED BY THE SETTLEMENT?
WHO IS INCLUDED IN THE CLASS?**

30. If you are a member of the Class, you are subject to the Settlement unless you timely request to be excluded from the Class. The Class means the class certified in the Court’s Order on Motion for Class Certification dated April 2, 2022 (ECF No. 206). The Class consists of:

all persons who purchased Geron common stock during the period from March 19, 2018, to September 26, 2018, inclusive (the “Class Period”), and who were damaged thereby.

Excluded from the Class by definition are the Defendants, directors and officers of Geron, and their families and affiliates. Also excluded from the Class are (i) all persons and entities who excluded themselves by previously submitting a request for exclusion from the Class in response to the Original Class Notice; (ii) all persons and entities who exclude themselves from the Class by submitting a request for exclusion in response to this Settlement Notice that is accepted by the Court. See “What If I Do Not Want To Be A Member Of The Class? How Do I Exclude Myself,” below. If you previously requested exclusion from the Class, you do not need to do so again. A list of all persons or entities who previously submitted a request for exclusion from the Class is available at www.GeronSecuritiesLitigation.com.

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

If you are a Class Member and you wish to be eligible to receive a payment from the Settlement, you are required to submit the Claim Form that is being distributed with this Notice, and the required supporting documentation as set forth therein, sent by First-Class U.S. Mail to the Claims Administrator, and postmarked no later than midnight Pacific Time on February 16, 2023, or submitted online no later than midnight Pacific Time on February 16, 2023 to the Claims Administrator at www.GeronSecuritiesLitigation.com.

WHAT ARE LEAD PLAINTIFFS’ REASONS FOR THE SETTLEMENT?

31. Lead Plaintiffs and Lead Counsel believe that the claims asserted against Defendants have merit. They recognize, however, the expense and length of continued proceedings necessary to pursue their claims against Defendants through the Court’s ruling on summary judgment, pre-trial motions, a trial, and appeals, as well as the very substantial risks they would face in establishing liability and damages. For example, Defendants have maintained throughout the Action that Lead Plaintiffs will face challenges in proving scienter—*i.e.*, that Defendants knowingly or recklessly deceived investors. Defendants maintain that Defendant Dr. Scarlett’s lack of stock sales during the Class Period supports the inference that he did not act knowingly or recklessly, and that the stock sales by the Company and other insiders do not support a showing of scienter.

32. Defendants also assert that Defendants’ failure to reveal the actual results of the IMbark trial data are not actionable securities fraud because the data was not objectively adverse, but open to subjective interpretation. Defendants assert that the IMbark study’s reporting of metrics on spleen volume response (*i.e.*, a reduction in spleen size, an adverse physical impact of MF) and total symptom score (*i.e.*, a reduction in symptoms of those suffering from MF) did not have to meet any statistical threshold for imetelstat to advance in its clinical development from Phase 2 (the level of the IMbark study) to Phase 3 or to enable FDA approval of imetelstat. This dispute has been and would continue to be a core dispute between the Parties at summary judgment or trial, and potentially a battle of the experts issue with an unpredictable outcome before a jury. Defendants also assert that Lead Plaintiffs would be unable to prove that Defendants knew of Janssen’s decision to terminate in advance of its public announcement, or that Janssen’s decision was based on the IMbark study results.

33. Defendants assert that Geron’s announcement of the clinical trial data on the IMbark study at the end of the Class Period was issued at the same time as the announcement that Geron’s collaboration partner in the study, Janssen, announced a decision to discontinue the collaboration, and that therefore it is uncertain what, if any, portion of the resulting stock decline may be attributed to the disclosure of the allegedly adverse IMbark study data, presenting challenges to proof of loss causation and damages.

34. In light of these risks, the amount of the Settlement, and the immediacy of recovery to the Class, Lead Plaintiffs and Lead Counsel believe that the proposed Settlement is fair, reasonable, and adequate, and in the best interests of the Class. Lead Plaintiffs and Lead Counsel believe that the Settlement provides a substantial benefit to the Class, namely \$24,000,000 (less the various deductions described in this Notice), as compared to the risk that the claims in the Action would produce a smaller recovery, or no recovery, after summary judgment, trial, and appeals, possibly years in the future.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

35. Defendants have vigorously denied and continue to deny each and all of the claims asserted against them in the Action and deny that the Class was harmed or suffered any damages as a result of the conduct alleged in the Action. Defendants expressly have denied and continue to deny all charges of wrongdoing or liability against them arising out of any of the conduct, statements, acts, or omissions alleged, or that could have been alleged, in the Action. Defendants have agreed to the Settlement solely to eliminate the burden and expense of continued litigation. Accordingly, the Settlement may not be construed as an admission of any wrongdoing by Defendants.

WHAT MIGHT HAPPEN IF THERE WERE NO SETTLEMENT?

36. If there were no Settlement and Lead Plaintiffs failed to establish any essential legal or factual element of their claims against Defendants, neither Lead Plaintiffs nor the other members of the Class would recover anything from Defendants. Also, if Defendants were successful in proving any of their defenses, either at summary judgment, at trial, or on appeal, the Class could recover substantially less than the amount provided in the Settlement, or nothing at all.

HOW ARE CLASS MEMBERS AFFECTED BY THE ACTION AND THE SETTLEMENT?

37. As a Class Member, you are represented by Lead Plaintiffs and Lead Counsel, unless you enter an appearance through counsel of your own choice at your own expense. You are not required to retain your own counsel, but if you choose to do so, such counsel must file a notice of appearance on your behalf as provided in the section entitled, “When And Where Will The Court Decide Whether To Approve The Settlement?,” below.

38. If you are a Class Member and do not wish to remain a Class Member, you must exclude yourself from the Class by following the instructions in the section entitled, “What If I Do Not Want To Be A Member Of The Class? How Do I Exclude Myself?,” below. If you exclude yourself, you will not be able to receive a payment from the Settlement and you will not be able to object to the Settlement.

39. If you are a Class Member and you wish to object to the Settlement, the Plan of Allocation, and/or Lead Counsel’s application for attorneys’ fees and Litigation Expenses or the service awards for Lead Plaintiffs, and if you do not exclude yourself from the Class, you may present your objections by following the instructions in the section entitled, “When And Where Will The Court Decide Whether To Approve The Settlement?,” below.

40. If you are a Class Member and you do not exclude yourself from the Class, you will be bound by any orders issued by the Court. Even if you object and your objection is overruled by the Court, you will still be bound by any orders issued by the Court. If the Settlement is approved, the Court will enter a judgment (the “Judgment”). The Judgment will dismiss with prejudice the claims in the Action against Defendants and will provide that, upon the Effective Date of the Settlement, Lead Plaintiffs and each of the other Class Members, on behalf of themselves will have fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all of the Released Plaintiffs’ Claims (as defined in ¶41 below) against Defendants and Defendants’ Released Parties (as defined in ¶44 below), whether or not such Class Member executes and delivers a Claim or objects to the Settlement, and will forever be barred and enjoined from prosecuting, commencing, instituting, or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum, asserting any or all of the Released Plaintiffs’ Claims against any of the Defendants’ Released Parties. This Release shall not apply to any of the Excluded Plaintiffs’ Claims.

41. As defined in the Stipulation and used in this Notice, “Released Plaintiffs’ Claims” means all claims, including Unknown Claims, that were actually asserted against Defendants in the Amended Complaint, or that arise out of, are based upon, or relate to the allegations, transactions, acts, facts, events, matters, occurrences, representations, or omissions asserted in the Amended Complaint and concern claims or causes of action relating to the allegations, transactions, acts, facts, events, matters, occurrences, representations, or omissions alleged in the Amended Complaint that could have been asserted, but were not actually asserted against Defendants in the Amended Complaint. Released Plaintiffs’ Claims do not include any of the following claims: (i) claims relating to the enforcement of the Settlement; (ii) claims asserted in any pending derivative action, including, without limitation, claims asserted in *In re Geron Corporation Stockholder Derivative Action*, Master File No. 3:20-cv-02823-WHA (N.D. Cal.); *In re Geron Corporation Stockholder Derivative Litigation*, Case No. 1:20-cv-1207 (D. Del.); *In re Geron Corporation Stockholder Derivative Litigation*, Consolidated C.A. No. 2020-0684-SG (Del. Ch.); *Penney v. Scarlett*, Case No. 21CIV03165 (San Mateo Cty. Sup. Ct.) and any related or consolidated cases; (iii) claims of the persons or entities who submitted a request for exclusion from the Class by July 22, 2022, or whose late notice to be excluded from the Class has been accepted by the Court, in connection with the Original Class Notice (as set forth in Appendix 1 to the Stipulation); and (iv) claims of any persons or entities who submit a request for exclusion from the Class in connection with the Settlement Notice (“Excluded Plaintiffs’ Claims”).

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

42. As defined in the Stipulation and used in this Notice, “Released Defendants’ Claims” means all claims and causes of action of every nature and description, whether known claims or Unknown Claims, whether arising under federal, state, common or foreign law, that arise out of or relate in any way to the institution, prosecution, or settlement of the claims asserted in the Action against Defendants. Released Defendants’ Claims do not include any of the following claims: (i) claims relating to the enforcement of the Settlement; (ii) claims against the persons or entities who submitted a request for exclusion from the Class by July 22, 2022, or whose late notice to be excluded from the Class has been accepted by the Court, in connection with the Original Class Notice (as set forth in Appendix 1 to the Stipulation); or (iii) claims against any persons or entities who submit a request for exclusion from the Class in connection with the Settlement Notice (“Excluded Defendants’ Claims”).

43. As defined in the Stipulation and used in this Notice, “Plaintiffs’ Released Parties” means Lead Plaintiffs and Class Representatives, Lead Counsel and Class Counsel, and the members of the Class.

44. As defined in the Stipulation and used in this Notice, “Defendants’ Released Parties” means Defendants and their Related Parties.

45. As defined in the Stipulation and used in this Notice, “Unknown Claims” means any Released Plaintiffs’ Claims which Lead Plaintiffs or any other Class Member does not know or suspect to exist in his, her, or its favor at the time of the release of such claims, and any Released Defendants’ Claims which any Defendant does not know or suspect to exist in his, her, or its favor at the time of the release of such claims, which, if known by him, her, or it, might have affected his, her, or its decision(s) with respect to this Settlement, including, but not limited to, whether or not to object to the Settlement or the Released Claims. With respect to any and all Released Claims, the Parties stipulate and agree that, upon the Effective Date of the Settlement, Lead Plaintiffs and Defendants shall expressly waive, and each of the Class Members and Defendants’ Related Parties shall be deemed to have, and by operation of the Judgment shall have, expressly waived, the provisions, rights and benefits conferred by any law of any state or territory of the United States, or principle of common law or foreign law, which is similar, comparable, or equivalent to California Civil Code Section 1542, which provides:

A general release does not extend to claims that the creditor or releasing party does not know or suspect to exist in his or her favor at the time of executing the release and that, if known by him or her, would have materially affected his or her settlement with the debtor or released party.

Unknown Claims are limited to those that Lead Plaintiffs or any other Class Member or Defendants (i) asserted in the Amended Complaint or Action or (ii) arise out of or relate to the allegations, transactions, facts, events, matters, occurrences, representations, or omissions asserted in the Amended Complaint or Action and concern claims or causes of action of or by Lead Plaintiffs or any other Class Member who purchased or otherwise acquired Geron common stock during the Class Period and were allegedly damaged thereby. Lead Plaintiffs and any other Class Member, and Defendants may hereafter discover facts in addition to or different from those that he, she, it or their counsel now knows or believes to be true with respect to the subject matter of Released Plaintiffs’ Claims and Released Defendants’ Claims, but they stipulate and agree that, upon the Effective Date of the Settlement, they shall expressly waive and by operation of the Judgment shall have, fully, finally, and forever settled and released any and all Unknown Claims. The Parties acknowledge, and each of the Class Members and Defendants’ Related Parties shall be deemed by operation of law to have acknowledged, that the foregoing waiver was separately bargained for and is a key element of the Settlement.

46. In addition to the provisions noted at ¶¶40-45 above, the Judgment will also provide that, upon the Effective Date of the Settlement, Defendants, on behalf of themselves and their Related Parties, will have fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all Released Defendants’ Claims (as defined in ¶42) against Lead Plaintiffs and Plaintiffs’ Released Parties (as defined in ¶43), and will forever be barred and enjoined from prosecuting, commencing, instituting, or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum, asserting any or all of the Released Defendants’ Claims against any of the Plaintiffs’ Released Parties. This Release shall not apply to any of the Excluded Defendants’ Claims.

47. The Judgment will also provide that, no person or entity shall have any claim against Lead Plaintiffs, Lead Counsel, the Claims Administrator, or any other agent designated by Lead Counsel, or Defendants’ Released Parties and/or their respective counsel, arising from distributions made substantially in accordance with the Stipulation, the Plan of Allocation approved by the Court, or any order of the Court. Lead Plaintiffs and Defendants, and their respective counsel, and all other Releasees shall have no liability whatsoever for the acceptance, holding and/or sale of the Settlement Stock, the investment or distribution of the Settlement Fund (of which the Settlement Stock or its liquidated value is a part) or the Net Settlement Fund, the Plan of Allocation, or the determination, administration, calculation, or payment of any claim or nonperformance of the Claims Administrator, the payment or withholding of taxes (including interest and penalties) owed by the Settlement Fund, or any losses incurred in connection therewith.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

HOW DO I PARTICIPATE IN THE SETTLEMENT? WHAT DO I NEED TO DO?

48. To be eligible for a payment from the Settlement, you must be a member of the Class and you must timely complete and return the **Claim Form with adequate supporting documentation by no later than midnight Pacific Time on February 16, 2023 by First-Class U.S. Mail** to the Claims Administrator at the address listed below (*postmarked by due date*), or submit the **Claim Form and supporting documentation online at www.GeronSecuritiesLitigation.com, by no later than midnight Pacific Time on February 16, 2023**. You may submit your Claim Form any time before the deadline.

49. A Claim Form is included with this Notice, or you may obtain one from the website maintained by the Claims Administrator for the Settlement, www.GeronSecuritiesLitigation.com. You may also request that a Claim Form be mailed to you by calling the Claims Administrator toll free at 1-844-754-5537 or by emailing the Claims Administrator at info@GeronSecuritiesLitigation.com. **Please retain all records of your ownership of and transactions in Geron common stock, as they will be needed to document your Claim.** The Parties and Claims Administrator do not have information about your transactions in Geron common stock. If you do not submit a timely and valid Claim Form, you will not be eligible to share in the Net Settlement Fund.

HOW MUCH WILL MY PAYMENT BE?

50. At this time, it is not possible to make any determination as to how much money any individual Class Member may receive from the Settlement. As noted above, recovery will be impacted by the total number of valid Claim Forms submitted by Authorized Claimants, and among other factors, when and at what prices you purchased or sold your shares.

51. Pursuant to the Settlement, Geron has agreed to pay or cause to be paid a total of \$24,000,000 (the "Settlement Amount"), payable in two parts, the first being a payment of \$17 million in cash and the second being a payment of \$7 million which, at Geron's option, may be paid in cash and/or Settlement Stock as provided in the Stipulation. The Settlement Amount will be deposited into an Escrow Account. The Settlement Amount plus any interest earned thereon is referred to as the "Settlement Fund." If the Settlement is approved by the Court and the Effective Date occurs, the Net Settlement Fund will be distributed to Class Members who submit valid Claim Forms, in accordance with the proposed Plan of Allocation or such other plan of allocation as the Court may approve.

52. The Net Settlement Fund will not be distributed unless and until the Court has approved the Settlement and a plan of allocation, and the time for any petition for rehearing, appeal, or review, whether by certiorari or otherwise, has expired.

53. Neither Defendants nor any other person or entity that paid any portion of the Settlement Amount on their behalf are entitled to get back any portion of the Settlement Fund once the Judgment approving the Settlement becomes Final. Defendants shall not have any liability, obligation, or responsibility for the administration of the Settlement, the disbursement of the Net Settlement Fund, any actions of the Escrow Agent, or the Plan of Allocation.

54. Approval of the Settlement is independent from approval of a plan of allocation. Any determination with respect to a plan of allocation will not affect the Settlement, if approved.

55. Unless the Court otherwise orders, any Class Member who or which fails to submit a Claim Form by the deadline shall be fully and forever barred from receiving payments pursuant to the Settlement but will in all other respects remain a member of the Class and be subject to the provisions of the Stipulation, including the terms of any Judgment entered and the Releases given. This means that each Class Member releases the Released Plaintiffs' Claims (as defined in ¶41 above) against the Defendants' Released Parties (as defined in ¶44 above) and will be barred and enjoined from prosecuting any of the Released Plaintiffs' Claims against any of the Defendants' Released Parties whether or not such Class Member submits a Claim Form.

56. The Court has reserved jurisdiction to allow, disallow, or adjust on equitable grounds the Claim of any Class Member. Each Claimant shall be deemed to have submitted to the jurisdiction of the Court with respect to his, her, or its Claim Form.

57. Only members of the Class will be eligible to share in the distribution of the Net Settlement Fund. Persons and entities that are excluded from the Class by definition or that previously excluded themselves from the Class pursuant to request or who now exclude themselves from the Class by request will not be eligible for a payment and should not submit Claim Forms. The only security that is included for Class Members to submit a claim on in the Settlement is Geron common stock.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

PROPOSED PLAN OF ALLOCATION

58. The objective of the Plan of Allocation set forth below is to equitably distribute Settlement proceeds to those Authorized Claimants who allegedly suffered economic losses as a proximate result of the wrongdoing set forth in the Amended Complaint. The Plan of Allocation generally measures the amount of loss that Authorized Claimants can claim for purposes of making *pro rata* allocations of the Settlement proceeds. To design this Plan, Class Counsel has conferred with their damages expert. However, the Plan of Allocation is not a formal damages analysis. The calculations made pursuant to the Plan of Allocation are not intended to be estimates of the amounts that Authorized Claimants might have been able to recover after a trial. Nor are the calculations pursuant to the Plan of Allocation intended to be estimates of the amounts that will be paid to Authorized Claimants pursuant to the Settlement. The calculations made pursuant to the Plan of Allocation are only a method to weigh the claims of Authorized Claimants against one another for the purposes of making *pro rata* allocations of the Settlement proceeds.

59. For losses to be compensable damages under the federal securities laws, the disclosure of the allegedly misrepresented information must be the cause of the investor's loss and inflation paid at the time of purchase must exceed the inflation at time of sale. In this case, Lead Plaintiffs alleged that Defendants made false statements and omitted material facts during the period between March 19, 2018, through and including September 26, 2018, which had the effect of artificially inflating the prices of Geron common stock. Lead Plaintiffs alleged that artificial inflation was removed from Geron's common stock on September 27, 2018, and September 28, 2018, in reaction to information disclosed on September 27, 2018 (prior to market hours).

60. In order to have a "Recognized Loss Amount" under the Plan of Allocation, the security must have been purchased during the Class Period and held through at least until September 27, 2018, the date where the alleged new corrective information was released to the market that resulted in a statistically significant change in market price of Geron's common stock.

CALCULATION OF RECOGNIZED LOSS AMOUNTS

61. A Recognized Loss Amount will be calculated by the Claims Administrator as set forth below for each purchase of Geron common stock from March 19, 2018, through and including September 26, 2018, that is listed in the Claim Form and for which adequate documentation is provided. To the extent that a calculation of a Recognized Loss Amount results in a negative number, that number shall be set to zero.

62. For each share of Geron common stock purchased from March 19, 2018, through and including September 26, 2018, and:

- A. Sold before September 27, 2018, the Recognized Loss Amount for each such share shall be zero.
- B. Sold on September 27, 2018, the Recognized Loss Amount for each such share shall be *the least of*:
 - (i) \$2.46; or
 - (ii) the purchase price of each such share multiplied by 0.45; or
 - (iii) the actual purchase price of each such share *minus* the closing price on September 27, 2018, as set forth in Table 1 below; or
 - (iv) the actual purchase price *minus* the actual sale price.
- C. Sold during the period from September 28, 2018, through and including December 24, 2018, the Recognized Loss Amount for each such share shall be *the least of*:
 - (i) \$2.81; or
 - (ii) the purchase price of each such share multiplied by 0.45; or
 - (iii) the actual purchase price of each such share *minus* the average closing price from September 27, 2018, up to the date of sale as set forth in Table 1 below; or
 - (iv) the actual purchase price *minus* the actual sale price.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

- D. Held as of the close of trading on December 24, 2018, the Recognized Loss Amount for each such share shall be *the least of*:
- (i) \$2.81; or
 - (ii) the purchase price of each such share multiplied by 0.45; or
 - (iii) the actual purchase price of each such share *minus* \$1.57.³

ADDITIONAL PROVISIONS

63. **FIFO Matching:** If a Claimant has more than one purchase or sale of Geron common stock during the Class Period, all purchases and sales shall be matched on a First In, First Out (“FIFO”) basis. Class Period sales will be matched first against any holdings at the beginning of the Class Period, and then against purchases in chronological order, beginning with the earliest purchase made during the Class Period.

64. **Calculation of Claimant’s “Recognized Claim”:** A Claimant’s “Recognized Claim” will be the sum of his, her, or its Recognized Loss Amounts as calculated above.

65. **Purchase/Sale Dates and Prices:** Purchases and sales of Geron common stock shall be deemed to have occurred on the “contract” or “trade” date as opposed to the “settlement” or “payment” date. All purchase and sale prices shall exclude any fees, taxes, and commissions. The receipt or grant of Geron common stock by gift, inheritance or operation of law during the Class Period shall not be deemed a purchase or sale for the calculation of a Claimant’s Recognized Loss Amount pursuant to the calculations set forth above, and such receipt or grant shall not be deemed an assignment of any claim relating to the purchase or sale of such Geron Securities, unless (i) the donor or decedent purchased such securities during the Class Period; (ii) the instrument of gift or assignment specifically provides that it is intended to transfer such rights; and (iii) no Claim Form was submitted by or on behalf of the donor, on behalf of the decedent, or by anyone else with respect to such Geron Securities.

66. **Short Sales:** With respect to the calculation of a Claimant’s Recognized Loss Amount, the date of covering a short sale is deemed to be the date of purchase of the stock, and the date of a short sale is deemed to be the date of sale. In accordance with the Plan of Allocation, however, the Recognized Loss Amount on short sales, including purchases covering short sales, during the Class Period is zero. In the event that a Claimant has an opening short position in Geron common stock, the earliest Class Period purchases shall be matched against such opening short position and not be entitled to a recovery until that short position is fully covered.

67. **Eligible Securities:** Geron common stock is the only security eligible for recovery under the Plan of Allocation. With respect to Geron common stock purchased or sold through the exercise of an option, the purchase/sale date of the Geron common stock will be the exercise date of the option and the purchase/sale price will be the exercise price of the option.

68. **Determination of Distribution Amount:** If the sum total of Recognized Claims of all Authorized Claimants who are entitled to receive payment out of the Net Settlement Fund is greater than the Net Settlement Fund, each Authorized Claimant shall receive his, her, or its *pro rata* share of the Net Settlement Fund. The *pro rata* share will be the Authorized Claimant’s Recognized Claim divided by the total of Recognized Claims of all Authorized Claimants, multiplied by the total amount in the Net Settlement Fund.

69. If the Net Settlement Fund exceeds the sum total amount of the Recognized Claims of all Authorized Claimants entitled to receive payment out of the Net Settlement Fund, the excess amount in the Net Settlement Fund will be distributed *pro rata* to all Authorized Claimants entitled to receive payment.

70. If an Authorized Claimant’s Distribution Amount calculates to less than \$10.00, no distribution will be made to that Authorized Claimant.

71. After the initial distribution of the Net Settlement Fund, the Claims Administrator will make reasonable and diligent efforts to have Authorized Claimants cash their distribution checks. To the extent any monies remain in the Net Settlement Fund nine (9) months after the initial distribution, if Class Counsel, in consultation

³ Pursuant to Section 21(D)(e)(1) of the PSLRA, “in any private action arising under this title in which the plaintiff seeks to establish damages by reference to the market price of a security, the award of damages to the plaintiff shall not exceed the difference between the purchase or sale price paid or received, as appropriate, by the plaintiff for the subject security and the mean trading price of that security during the 90-day look-back period beginning on the date on which the information correcting the misstatement or omission that is the basis for the action is disseminated to the market.” Consistent with the requirements of the PSLRA, Recognized Loss Amounts are reduced to an appropriate extent by taking into account the closing prices of Geron common stock during the 90- day look-back period, September 27, 2018, through December 24, 2018. The mean (average) closing price for Geron common stock during this 90-day look-back period was \$1.57.

with the Claims Administrator, determine that it is cost-effective to do so, the Claims Administrator will conduct a re-distribution of the funds remaining after payment of any unpaid fees and expenses incurred in administering the Settlement, including for such re-distribution, to Authorized Claimants who have cashed their initial distributions and who would receive at least \$10.00 from such re-distribution. Additional re-distributions to Authorized Claimants who have cashed their prior checks and who would receive at least \$10.00 on such additional re-distributions may occur thereafter if Class Counsel, in consultation with the Claims Administrator, determine that additional re-distributions, after the deduction of any additional fees and expenses incurred in administering the Settlement, including for such re-distributions, would be cost-effective.

72. The Plan of Allocation set forth herein is the plan that is being proposed by Lead Plaintiffs and Class Counsel to the Court for approval. The Court may approve this Plan of Allocation as proposed or it may modify the Plan without further notice to the Settlement Class. Any orders regarding a modification of the Plan of Allocation will be posted to the website for this Settlement, www.GeronSecuritiesLitigation.com.

TABLE 1

Geron Common Stock Closing Price and Average Closing Price September 27, 2018 – December 24, 2018

Date	Closing Price	Average Closing Price Between September 27, 2018 and Date Shown	Date	Closing Price	Average Closing Price Between September 27, 2018 and Date Shown
9/27/2018	\$2.31	\$2.31	11/9/2018	\$1.65	\$1.70
9/28/2018	\$1.76	\$2.04	11/12/2018	\$1.57	\$1.70
10/1/2018	\$1.56	\$1.88	11/13/2018	\$1.56	\$1.69
10/2/2018	\$1.71	\$1.84	11/14/2018	\$1.51	\$1.69
10/3/2018	\$1.82	\$1.83	11/15/2018	\$1.57	\$1.68
10/4/2018	\$1.76	\$1.82	11/16/2018	\$1.59	\$1.68
10/5/2018	\$1.83	\$1.82	11/19/2018	\$1.54	\$1.68
10/8/2018	\$1.84	\$1.82	11/20/2018	\$1.52	\$1.67
10/9/2018	\$1.73	\$1.81	11/21/2018	\$1.58	\$1.67
10/10/2018	\$1.72	\$1.80	11/23/2018	\$1.53	\$1.67
10/11/2018	\$1.66	\$1.79	11/26/2018	\$1.53	\$1.66
10/12/2018	\$1.69	\$1.78	11/27/2018	\$1.48	\$1.66
10/15/2018	\$1.66	\$1.77	11/28/2018	\$1.55	\$1.66
10/16/2018	\$1.84	\$1.78	11/29/2018	\$1.55	\$1.66
10/17/2018	\$1.76	\$1.78	11/30/2018	\$1.61	\$1.65
10/18/2018	\$1.71	\$1.77	12/3/2018	\$1.62	\$1.65
10/19/2018	\$1.67	\$1.77	12/4/2018	\$1.50	\$1.65
10/22/2018	\$1.64	\$1.76	12/6/2018	\$1.55	\$1.65
10/23/2018	\$1.64	\$1.75	12/7/2018	\$1.49	\$1.65
10/24/2018	\$1.51	\$1.74	12/10/2018	\$1.41	\$1.64
10/25/2018	\$1.56	\$1.73	12/11/2018	\$1.40	\$1.64
10/26/2018	\$1.52	\$1.72	12/12/2018	\$1.45	\$1.63
10/29/2018	\$1.48	\$1.71	12/13/2018	\$1.39	\$1.63
10/30/2018	\$1.50	\$1.70	12/14/2018	\$1.36	\$1.62
10/31/2018	\$1.53	\$1.70	12/17/2018	\$1.19	\$1.62

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

11/1/2018	\$1.85	\$1.70		12/18/2018	\$1.16	\$1.61
11/2/2018	\$1.67	\$1.70		12/19/2018	\$1.08	\$1.60
11/5/2018	\$1.77	\$1.70		12/20/2018	\$1.03	\$1.59
11/6/2018	\$1.65	\$1.70		12/21/2018	\$0.98	\$1.58
11/7/2018	\$1.72	\$1.70		12/24/2018	\$0.99	\$1.57
11/8/2018	\$1.68	\$1.70				

**WHAT PAYMENT ARE THE ATTORNEYS FOR THE CLASS SEEKING?
HOW WILL THE LAWYERS BE PAID?**

73. Lead Counsel has not received any payment for its services in pursuing claims against Defendants on behalf of the Class, nor has it been paid for its litigation expenses. Before final approval of the Settlement, Lead Counsel will apply to the Court for an award of attorneys' fees in an amount not to exceed 18% of the Settlement Fund, or \$4.32 million, plus interest. At the same time, Lead Counsel also intends to apply for payment of Litigation Expenses in an amount not to exceed \$1,140,000. Lead Counsel will file its motion for attorneys' fees and expenses by **February 2, 2023**. The Court will determine the amount of any award of attorneys' fees or Litigation Expenses. Such sums as may be approved by the Court will be paid solely from the Settlement Fund. Class Members are not personally liable for any such fees or expenses. Similarly, Lead Plaintiffs may each apply for a service award, subject to Court approval. Lead Plaintiff Julia Junge may seek up to \$10,000, and Lead Plaintiff Richard Junge may seek up to \$2,500.

**WHAT IF I DO NOT WANT TO BE A MEMBER OF THE CLASS?
HOW DO I EXCLUDE MYSELF?**

74. Each Class Member will be bound by all determinations and judgments in this Action, whether favorable or unfavorable, unless such person or entity mails by First-Class U.S. Mail a written request for exclusion addressed to: *Geron Securities Litigation*, EXCLUSIONS, c/o Epiq Class Action & Claims Solutions, P.O. Box 4574, Portland, OR 97208-4574. The request for exclusion must be **postmarked by no later than March 9, 2023 at midnight Pacific Time**. Class Members may also submit their exclusion request **online by no later than March 9, 2023** at midnight Pacific Time to the Claims Administrator at www.GeronSecuritiesLitigation.com. You will not be able to exclude yourself from the Class **after midnight Pacific Time on March 9, 2023**.

75. You do not need to request exclusion from the Class again if you previously submitted a request for exclusion in response to the Original Class Notice (which was initially distributed in May 2022). A list of persons and entities who previously requested exclusion from the Class in response to the Original Class Notices is available at www.GeronSecuritiesLitigation.com.

76. Each request for exclusion must: (i) state the name, address, telephone number and e-mail address (if e-mail address is available) of the person or entity requesting exclusion, and in the case of entities, the name and telephone number of the appropriate contact person; (ii) state that such person or entity requests exclusion from *Julia Junge and Richard Junge v. Geron Corp. and John A. Scarlett*, Case No. 3:20-cv-00547-WHA (N.D. Cal.); (iii) state whether the shares owned by the person requesting exclusion were owned in street name and, if so, by whom; (iv) and provide documents sufficient to prove membership in the Class, including documents showing the number of shares of publicly-traded Geron common stock that the person or entity requesting exclusion (A) owned as of the opening of trading on March 19, 2018, and (B) purchased and/or sold during the Class Period (*i.e.*, from March 19, 2018, to September 26, 2018, inclusive). Documentation establishing membership in the Class must consist of copies of brokerage confirmation slips or monthly brokerage account statements, or an authorized statement from the broker for the person or entity requesting exclusion and containing the transactional and holding information found in a broker confirmation slip or account statement; and (v) the exclusion request must be signed by the person or entity requesting exclusion or an authorized representative.

77. A request for exclusion shall not be valid and effective unless it provides all the information called for in ¶76 and is sent in the manner and within the time stated above, or is otherwise accepted by the Court.

78. If you do not want to be part of the Class, you must follow these instructions for exclusion even if you have pending, or later file, another lawsuit, arbitration, or other proceeding relating to any Released Plaintiffs' Claims against any of the Defendants' Released Parties. Excluding yourself from the Class is the only option that allows you to be part of any other current or future lawsuit against Defendants or any of the other Defendants' Released Parties concerning the Released Plaintiffs' Claims. Please note: If you decide to exclude yourself from the Class, Defendants and Defendants' Released Parties will have the right to assert any and all defenses they may have to any claims that you may seek to assert.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

79. If you ask to be excluded from the Class, you will not be eligible to receive any payment out of the Net Settlement Fund and you will not be able to submit an objection to the Settlement, the Plan of Allocation, or Lead Counsel's motion for attorneys' fees and expenses or payment of service awards to the Lead Plaintiffs.

80. Lead Plaintiffs and Defendants have entered into a confidential Supplemental Agreement, which gives Defendants the right to terminate the Settlement if valid requests for exclusion are received from persons and entities entitled to be members of the Class in an amount that exceeds an amount agreed to by Lead Plaintiffs and Defendants.

**WHEN AND WHERE WILL THE COURT DECIDE WHETHER TO APPROVE THE SETTLEMENT?
DO I HAVE TO COME TO THE HEARING?
MAY I SPEAK AT THE HEARING IF I DON'T LIKE THE SETTLEMENT?**

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

82. **Please Note:** The date and time of the Settlement Fairness Hearing may change without further written notice to the Class. In addition, the Court may decide to conduct the Settlement Fairness Hearing by video or telephonic conference, or otherwise allow Class Members to appear at the hearing by phone or video, without further written notice to the Class. **In order to determine whether the date and time of the Settlement Fairness Hearing have changed, or whether Class Members must or may participate by phone or video, it is important that you monitor the Court's docket and the Settlement website, www.GeronSecuritiesLitigation.com, before making any plans to attend the Settlement Fairness Hearing. Any updates regarding the hearing, including any changes to the date or time of the hearing or updates regarding in person or telephonic appearances at the hearing, will be posted to the Settlement website, www.GeronSecuritiesLitigation.com. Also, if the Court requires or allows Class Members to participate in the Settlement Fairness Hearing by telephone or video conference, the information needed to access the conference will be posted to www.GeronSecuritiesLitigation.com.**

83. The Settlement Fairness Hearing will be held on **March 30, 2023 at 11:00 a.m. Pacific time**, before the Honorable William Alsup either in person at the United States District Court for the Northern District of California, San Francisco Courthouse, Courtroom 12 – 19th Floor, 450 Golden Gate Avenue, San Francisco, CA 94102, or by telephone or videoconference (in the discretion of the Court). At the hearing, the Court will determine, among other things, (i) whether the proposed Settlement on the terms and conditions provided for in the Stipulation is fair, reasonable, and adequate to the Class, and should be finally approved by the Court; (ii) whether the Action should be dismissed with prejudice against Defendants and the Releases specified and described in the Stipulation (and in this Notice) should be granted; (iii) whether the proposed Plan of Allocation should be approved as fair and reasonable; (iv) whether Lead Counsel's motion for attorneys' fees and Litigation Expenses should be approved and service awards should be paid to Lead Plaintiffs; and (v) any other matters that may properly be brought before the Court in connection with the Settlement. The Court reserves the right to approve the Settlement, the Plan of Allocation, and Lead Counsel's motion for attorneys' fees and Litigation Expenses and service awards to Lead Plaintiffs; and/or consider any other matter related to the Settlement at or after the Settlement Fairness Hearing without further notice to the members of the Class.

84. Any Class Member who or which does not request exclusion may object to the Settlement, the proposed Plan of Allocation, or Lead Counsel's motion for attorneys' fees and Litigation Expenses and service awards to Lead Plaintiffs. Objections must be in writing. To object, the Court must receive your written objection, together with copies of all other papers and briefs supporting the objection, **by no later than March 9, 2023 at midnight Pacific Time (the "Objection Deadline")**. You have three options ("Filing Options") to meet the Objection Deadline, you may file the objections electronically on the docket for the Action, you may visit any location of the Court during business hours of the Clerk's Office to file the objections (the hours and locations are available at <https://cand.uscourts.gov>), or you may mail (postmarked by the Objection Deadline) a copy of the objections to the Clerk's Office at the United States District Court for the Northern District of California at this address:

Clerk's Office

United States District Court Northern District of California Class Action Clerk
Phillip Burton Federal Building &
U.S. Courthouse
450 Golden Gate Avenue
San Francisco, CA 94102

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

85. Any objection must (i) identify the case name and docket number, *Julia Junge and Richard Junge v. Geron Corp. and John A. Scarlett*, Case No. 3:20-cv-00547-WHA (N.D. Cal.); (ii) state the name, address, telephone number and e-mail address (if e-mail address is available) of the person or entity objecting and must be signed by the objector; (iii) state whether the objector is represented by counsel and, if so, the name, address, and telephone number of the objector's counsel; (iv) contain a statement of the Class Member's objection or objections, and the specific reasons for each objection, including any legal and evidentiary support the Class Member wishes to bring to the Court's attention and whether the objection applies only to the objector, to a specific subset of the Class, or to the entire Class; and (v) include documents sufficient to prove membership in the Class, including documents showing the number of shares of publicly-traded Geron common stock that the objector (A) owned as of the opening of trading on March 19, 2018 and (B) purchased and/or sold during the Class Period (i.e., from March 19, 2018, to September 26, 2018, inclusive). Documentation establishing membership in the Class must consist of copies of brokerage confirmation slips or monthly brokerage account statements, or an authorized statement from the objector's broker containing the transactional and holding information found in a broker confirmation slip or account statement.

86. Lead Plaintiffs and Lead Counsel will file their detailed motion papers in support of final approval of the Settlement and approval of attorneys' fees and Litigation Expenses and service awards for the Lead Plaintiffs on **February 2, 2023**. Those papers will be made available on www.GeronSecuritiesLitigation.com if you wish to review them before submitting an objection.

87. You may not object to the Settlement, the Plan of Allocation, or Lead Counsel's motion for attorneys' fees and Litigation Expenses and for service awards for Lead Plaintiffs if you previously excluded yourself or now exclude yourself from the Class or if you are not a member of the Class.

88. If you submit an objection, you will still be bound by the Court's orders in the Action even if the Court overrules your objection. You may submit a Claim Form and be eligible to receive a payment in the Settlement even if you submit an objection.

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

90. If you wish to be heard orally at the hearing in opposition to the approval of the Settlement, the Plan of Allocation, or Lead Counsel's motion for attorneys' fees and Litigation Expenses, assuming you timely file a written objection as described above, you must also file a notice of appearance, which may be done under any of the three Filing Options listed for filing the objections set forth in ¶84 above so that it is filed and/or postmarked **on or before March 9, 2023 at midnight Pacific Time**. Persons who intend to object and desire to present evidence at the Settlement Fairness Hearing must include in their written objection or notice of appearance the identity of any witnesses they may call to testify and exhibits they intend to introduce into evidence at the hearing. It is within the Court's discretion to allow appearances at the Settlement Fairness Hearing either in person or by telephone or videoconference, with or without the filing of written objections.

91. You are not required to hire an attorney to represent you in making written objections or in appearing at the Settlement Fairness Hearing. However, if you decide to hire an attorney, it will be at your own expense, and that attorney must file a notice of appearance with the Court so that the notice is **filed and/or postmarked on or before March 9, 2023 at midnight Pacific Time**.

92. The Settlement Fairness Hearing may be adjourned by the Court without further written notice to the Class. If you plan to attend the hearing, you should confirm the date and time with Lead Counsel.

93. Unless the Court orders otherwise, any Class Member who does not object in the manner described above will be deemed to have waived any objection and shall be forever foreclosed from making any objection to the proposed Settlement, the proposed Plan of Allocation, or Lead Counsel's motion for attorneys' fees and Litigation Expenses. Class Members do not need to appear at the Settlement Fairness Hearing or take any other action to indicate their approval.

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

94. **If you previously provided the names and addresses of persons on whose behalf you purchased Geron common stock during the period from March 19, 2018, to September 26, 2018, inclusive, in connection with the Original Class Notice (disseminated in or around May 2022), and (i) those names and addresses remain current and (ii) you have no additional names and addresses for potential Class Members to provide to**

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

the Claims Administrator, you need do nothing further at this time. The Claims Administrator will mail a copy of this Settlement Notice and the Claim Form (the “Settlement Notice Packet”) to the beneficial owners whose names and addresses were previously provided in connection with the Class Notices.

95. If you elected to mail the Original Class Notice directly to beneficial owners, you were advised that you must retain the mailing records for use in connection with any further notices that may be provided in the Action. If you elected this option, the Claims Administrator will forward the same number of Settlement Notice Packets to you to send to the beneficial owners. You must mail the Settlement Notice Packets to the beneficial owners no later than **seven (7) calendar days after receipt** of the Settlement Notice Packets.

96. If you have additional name and address information, if the name and address information of certain of your beneficial owners has changed, or if you need additional copies of the Settlement Notice Packet, or have not already provided information regarding persons on whose behalf you purchased Geron common stock during the period from March 19, 2018, to September 26, 2018, inclusive, in connection with the Original Class Notice, then the Court has ordered that you must, by **seven (7) calendar days after receipt** of the Settlement Notice Packets, either: (i) send a list of the names and addresses of such beneficial owners to the Claims Administrator at Geron Securities Litigation, c/o Epiq Class Action & Claims Solutions, P.O. Box 4574, Portland, OR 97208-4574, in which event the Claims Administrator shall promptly mail the Settlement Notice Packet to such beneficial owners; or (ii) request from Epiq sufficient copies of the Settlement Notice Packet to forward to all such beneficial owners, which you must then mail to the beneficial owners **no later than seven (7) calendar days after receipt, and no later than November 30, 2022**. As stated above, if you have already provided this information in connection with the Original Class Notice, unless that information has changed (*e.g.*, the beneficial owner has changed address), it is unnecessary to provide such information again.

97. Upon full and timely compliance with these directions, such nominees may seek reimbursement of their reasonable expenses actually incurred, by providing the Claims Administrator with proper documentation supporting the expenses for which reimbursement is sought. Copies of this Notice and the Claim Form may also be obtained from the Settlement website, www.GeronSecuritiesLitigation.com, by calling the Claims Administrator toll-free at 1-844-754-5537, or by emailing the Claims Administrator at info@GeronSecuritiesLitigation.com.

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

98. This Notice contains only a summary of the terms of the proposed Settlement. For the precise terms and conditions of the Settlement or to obtain additional information, you may find the Stipulation and other relevant documents at www.GeronSecuritiesLitigation.com, by contacting Lead Counsel at the address below, by accessing the Court docket in this case, for a fee, through the Court’s Public Access to Court Electronic Records (PACER) system at <https://ecf.cand.uscourts.gov>, or by visiting the office of the Clerk of the Court for the United States District Court for the Northern District of California, 450 Golden Gate Avenue, San Francisco, CA 94102, between 9:00 a.m. and 4:00 p.m., Monday through Friday, excluding Court holidays. Please note, when searching on PACER, the Action originally was named *Tollen v. Geron Corp., et al.*, Case No. 3:20-cv-00547-WHA, as that may assist in your search. Lead Counsel will post the Settlement Notice and Claim Form on www.kaplanfox.com through the date of the Settlement Fairness Hearing.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

All inquiries concerning this Notice and the Claim Form should be directed to:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
Info@GeronSecuritiesLitigation.com
1-844-754-5537

Laurence D. King, Esq.
KAPLAN FOX & KILSHEIMER LLP
1999 Harrison Street, Suite 1560
Oakland, CA 94612
1-800-290-1952
lking@kaplanfox.com

Jeffrey P. Campisi, Esq.
KAPLAN FOX & KILSHEIMER LLP
850 Third Avenue, 14th Floor
New York, NY 10022
1-800-290-1952
jcampisi@kaplanfox.com

DO NOT CALL OR WRITE THE COURT, THE OFFICE OF THE CLERK OF THE COURT, DEFENDANTS, OR DEFENDANTS' COUNSEL REGARDING THIS SETTLEMENT OR THE CLAIM PROCESS. BY ORDER OF THE COURT:

Dated: October 13, 2022

By Order of the Court
United States District Court
Northern District of California

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

EXHIBIT F

Geron Securities Litigation
Toll-Free Number: 1-844-754-5537
Email: info@GeronSecuritiesLitigation.com
Website: www.GeronSecuritiesLitigation.com

PROOF OF CLAIM AND RELEASE FORM

To be eligible to receive money from the Net Settlement Fund in connection with the Settlement of this Action, you must complete and sign this Proof of Claim and Release Form (“Claim Form”) and mail it by First-Class Mail to the address below, or submit it online at www.GeronSecuritiesLitigation.com, with supporting documentation, **postmarked if mailed (or if submitted online, received by the Claims Administrator) by no later than midnight Pacific Time on February 16, 2023. You may submit your Claim Form any time before the deadline.**

Mail to:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
1-844-754-5537

Failure to submit your Claim Form by the deadline will subject your claim to rejection and may preclude you from being eligible to receive a payment from the Settlement.

Do not mail or deliver your Claim Form to the Court, Lead Counsel, Defendants’ Counsel, or any of the Parties to the Action. Submit your Claim Form only to the Claims Administrator (Epiq Class Action & Claims Solutions) at the address (or website address online) set forth above.

TABLE OF CONTENTS

PAGE #

PART I – CLAIMANT INFORMATION.....	2
PART II – SCHEDULE OF TRANSACTIONS IN GERON COMMON STOCK.....	3
PART III – RELEASE OF CLAIMS AND SIGNATURE	4
INSTRUCTIONS AND CHECKLIST.....	6

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

PART I – CLAIMANT INFORMATION

The Claims Administrator will use this information for all communications regarding this Claim Form. If this information changes, you **MUST** notify the Claims Administrator in writing at the address above. Complete names of all persons and entities must be provided.

Beneficial Owner's First Name	MI	Beneficial Owner's Last Name
<input type="text"/>	<input type="text"/>	<input type="text"/>

Joint Beneficial Owner's First Name	MI	Joint Beneficial Owner's Last Name
<input type="text"/>	<input type="text"/>	<input type="text"/>

If this claim is submitted for an IRA, and if you would like any check that you **MAY** be eligible to receive made payable to the IRA, please include your name and "IRA" in the "Entity Name" box below (e.g., John Jones IRA).

Entity Name (if Beneficial Owner is not an individual)

Representative or Custodian Name if applicable (*executor, administrator, trustee, c/o, etc.*), (if different from Beneficial Owner[s] listed above)

Address 1 (street name and number)

Address 2 (apartment, unit or box number)

City	State	Zip or Foreign Postal Code
<input type="text"/>	<input type="text"/>	<input type="text"/> - <input type="text"/>

Country

Last four digits of Social Security Number or Taxpayer Identification Number

Telephone Number (Day)	Telephone Number (Evening)
<input type="text"/> - <input type="text"/> - <input type="text"/>	<input type="text"/> - <input type="text"/> - <input type="text"/>

Email address (Email address is not required, but if you provide it you authorize the Claims Administrator to use it in providing you with information relevant to this claim)

Account Number (where securities were traded)

Type of Beneficial Owner: Specify one of the following:

<input type="checkbox"/> Individual	<input type="checkbox"/> IRA/401K	<input type="checkbox"/> Estate
<input type="checkbox"/> Joint	<input type="checkbox"/> Pension Plan	<input type="checkbox"/> Trust
<input type="checkbox"/> Corporation	<input type="checkbox"/> Partnership	<input type="checkbox"/> UGMA Custodian
<input type="checkbox"/> Other (describe: _____)		

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

PART II – SCHEDULE OF TRANSACTIONS IN GERON COMMON STOCK

Please provide the requested information on your holdings and trading of Geron common stock. During the Class Period, Geron common stock traded on the Nasdaq under the symbol GERN, CUSIP: 374163103. Please include proper documentation with your Claim Form as described in the Instructions, ¶¶4 & 13 on pages 6-7 below.

1. HOLDINGS AS OF MARCH 19, 2018 – State the total number of shares of Geron common stock held as of the opening of trading on March 19, 2018. (Must be documented.) If none, write “zero” or “0.”

--	--	--	--	--	--	--	--

2. PURCHASES FROM MARCH 19, 2018, THROUGH SEPTEMBER 26, 2018 – Separately list each purchase of Geron common stock from after the opening of trading on March 19, 2018, through and including the close of trading on September 26, 2018. (Must be documented.)

Date of Purchase (List Chronologically) (Month/Day/Year)	Number of Shares Purchased	Purchase Price per Share	Confirm Proof of Purchase Enclosed																						
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<input type="checkbox"/>
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<input type="checkbox"/>
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<input type="checkbox"/>
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<input type="checkbox"/>

3. PURCHASES FROM SEPTEMBER 27, 2018 THROUGH DECEMBER 24, 2018 – State the total number of shares of Geron common stock purchased from after the opening of trading on September 27, 2018, through the close of trading on December 24, 2018. If none, write “zero” or “0.”

--	--	--	--	--	--	--	--

4. SALES FROM MARCH 19, 2018 THROUGH DECEMBER 24, 2018 – Separately list each sale of Geron common stock from after the opening of trading on March 19, 2018, through and including the close of trading on December 24, 2018. (Must be documented.)

IF NONE, CHECK HERE

Date of Sale (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Sale Price Per Share	Confirm Proof of Sale Enclosed																						
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<input type="checkbox"/>
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<input type="checkbox"/>
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<input type="checkbox"/>
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<input type="checkbox"/>

5. HOLDINGS AS OF DECEMBER 24, 2018 – State the total number of shares of Geron common stock held as of the close of trading on December 24, 2018. (Must be documented.) If none, write “zero” or “0.”

Confirm Proof of Position Enclosed

--	--	--	--	--	--	--	--

IF YOU NEED ADDITIONAL SPACE, ATTACH EXTRA SCHEDULES IN THE SAME FORMAT. PRINT THE BENEFICIAL OWNER’S FULL NAME AND LAST FOUR DIGITS OF THEIR SOCIAL SECURITY/TAXPAYER IDENTIFICATION NUMBER ON EACH ADDITIONAL PAGE. IF YOU DO ATTACH EXTRA SCHEDULES, CHECK THIS BOX.

PART III - RELEASE OF CLAIMS AND SIGNATURE

**YOU MUST ALSO READ THE RELEASE AND CERTIFICATION BELOW
AND SIGN ON PAGE 5 OF THIS CLAIM FORM.**

I (we) hereby acknowledge that, pursuant to the terms set forth in the Stipulation, without further action by anyone, upon the Effective Date of the Settlement, I (we), on behalf of myself (ourselves) shall be deemed to have, and by operation of law and of the judgment shall have, fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all of the Released Plaintiffs' Claims against Defendants and Defendants' Released Parties, and shall forever be barred and enjoined from prosecuting, commencing, instituting, or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum, asserting any or all of the Released Plaintiffs' Claims against any of the Defendants' Released Parties. This release shall not apply to any of the Excluded Plaintiffs' Claims.

CERTIFICATION

By signing and submitting this Claim Form, the claimant(s) or the person(s) who represent(s) the claimant(s) agree(s) to the release above and certifies (certify) as follows:

1. that I (we) have read and understand the contents of the Settlement Notice and this Claim Form, including the releases provided for in the Settlement and the terms of the Plan of Allocation;
2. that the claimant(s) is a (are) Class Member(s), as defined in the Settlement Notice, and is (are) not excluded by definition from the Class as set forth in the Settlement Notice;
3. that the claimant(s) did not submit a request for exclusion from the Class;
4. that I (we) own(ed) the Geron common stock identified in the Claim Form and have not assigned the claim against any of the Defendants or Defendants' Released Parties to another, or that, in signing and submitting this Claim Form, I (we) have the authority to act on behalf of the owner(s) thereof;
5. that the claimant(s) has (have) not submitted any other claim covering the same purchases of Geron common stock and knows (know) of no other person having done so on the claimant's (claimants') behalf;
6. that the claimant(s) submit(s) to the jurisdiction of the Court with respect to claimant's (claimants') claim and for purposes of enforcing the releases set forth herein;
7. that I (we) agree to furnish such additional information with respect to this Claim Form as Lead Counsel, the Claims Administrator, or the Court may require;
8. that the claimant(s) waive(s) the right to trial by jury, to the extent it exists, and agree(s) to the determination by the Court of the validity or amount of this claim, and waives any right of appeal or review with respect to such determination;
9. that I (we) acknowledge that the claimant(s) will be bound by and subject to the terms of any judgment(s) that may be entered in the Action; and
10. that the claimant(s) is (are) NOT subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code because (i) the claimant(s) is (are) exempt from backup withholding or (ii) the claimant(s) has (have) not been notified by the IRS that he, she, or it is subject to backup withholding as a result of a failure to report all interest or dividends or (iii) the IRS has notified the claimant(s) that he, she, or it is no longer subject to backup withholding. **If the IRS has notified the claimant(s) that he, she, it, or they is (are) subject to backup withholding, please strike out the language in the preceding sentence indicating that the claim is not subject to backup withholding in the certification above.**

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION PROVIDED BY ME (US) ON THIS CLAIM FORM IS TRUE, CORRECT, AND COMPLETE, AND THAT THE DOCUMENTS SUBMITTED HEREWITH ARE TRUE AND CORRECT COPIES OF WHAT THEY PURPORT TO BE.

Signature of claimant

Date: - -
MM DD YYYY

Print claimant name here

Signature of joint claimant, if any

Date: - -
MM DD YYYY

Print joint claimant name here

If the claimant is other than an individual, or is not the person completing this form, the following also must be provided:

Signature of person signing on behalf of claimant

Date: - -
MM DD YYYY

Print name of person signing on behalf of claimant

Print name of person signing on behalf of claimant

Capacity of person signing on behalf of claimant, if other than an individual, e.g., executor, president, trustee, custodian, etc. (Must provide evidence of authority to act on behalf of claimant – see ¶7 in the Instructions and Checklist of this Claim Form.)

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

INSTRUCTIONS AND CHECKLIST

1. **Submission of this Claim Form does not guarantee that you will be eligible to receive a payment from the Settlement. The distribution of the Net Settlement Fund will be governed by the Plan of Allocation set forth in the Settlement Notice, if it is approved by the Court, or by such other plan of allocation as the Court approves.**

2. Use the Schedule of Transactions on page 3 of this Claim Form to supply all required details of your transaction(s) in, and holdings of, common stock of Geron Corporation (“Geron”). On this schedule, provide all of the requested information with respect to your holdings, purchases, and sales of Geron common stock (including free transfers and deliveries), whether such transactions resulted in a profit or a loss. **Failure to report all transaction and holding information during the requested time period may result in the rejection of your claim.**

3. **Please note:** Only publicly traded Geron common stock purchased during the Class Period (i.e., from March 19, 2018, through September 26, 2018, inclusive) is eligible to receive a payment under the Settlement. However, sales of Geron common stock during the period from September 27, 2018, through and including the close of trading on December 24, 2018, will be used for purposes of calculating your claim under the Plan of Allocation. Therefore, in order for the Claims Administrator to be able to balance your claim, the requested purchase and sale information during this period must also be provided.

4. You are required to submit genuine and sufficient documentation for all of your transactions in and holdings of Geron common stock as set forth in the Schedule of Transactions on page 3 of this Claim Form. Documentation may consist of copies of brokerage confirmation slips or monthly brokerage account statements, or an authorized statement from your broker containing the transactional and holding information found in a broker confirmation slip or account statement. The Parties and the Claims Administrator do not independently have information about your investments in Geron common stock. **IF SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN COPIES OF THE DOCUMENTS OR EQUIVALENT DOCUMENTS FROM YOUR BROKER. FAILURE TO SUPPLY THIS DOCUMENTATION MAY RESULT IN THE REJECTION OF YOUR CLAIM. DO NOT SEND ORIGINAL DOCUMENTS. Please keep a copy of all documents that you send to the Claims Administrator. Also, do not highlight any portion of the Claim Form or any supporting documents.**

5. Use Part I of this Claim Form entitled “CLAIMANT INFORMATION” to identify the beneficial owner(s) of the Geron common stock. The complete name(s) of the beneficial owner(s) must be entered. If there were joint beneficial owners, each must sign this Claim Form and their names must appear as “Claimants” in Part I of this Claim Form.

6. **If you purchased Geron common stock in more than one account, a Claim should be submitted for each account.** Separate Claim Forms should be submitted for each account or separate legal entity (e.g., an individual should not combine his or her IRA holdings and transactions with holdings and transactions made solely in the individual’s name). Generally, a single Claim Form should be submitted on behalf of one legal entity including all holdings and transactions made by that entity on one Claim Form. However, if a single person or legal entity had multiple accounts that were separately managed, separate Claims may be submitted for each such account. The Claims Administrator reserves the right to request information on all the holdings and transactions in Geron common stock made on behalf of a single beneficial owner.

7. Agents, executors, administrators, guardians, and trustees must complete and sign the Claim Form on behalf of persons represented by them, and they must:

- (a) expressly state the capacity in which they are acting;
- (b) identify the name, account number, last four digits of the Social Security Number (or taxpayer identification number), address, and telephone number of the beneficial owner of (or other person or entity on whose behalf they are acting with respect to) the Geron common stock; and
- (c) furnish herewith evidence of their authority to bind to the Claim Form the person or entity on whose behalf they are acting. (Authority to complete and sign a Claim Form cannot be established by stockbrokers demonstrating only that they have discretionary authority to trade securities in another person’s accounts.)

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

8. By submitting a signed Claim Form, you will be swearing that you:
- (a) owned the Geron common stock you have listed in the Claim Form; or
 - (b) are expressly authorized to act on behalf of the owner thereof

9. By submitting a signed Claim Form, you will be swearing to the truth of the statements contained therein and the genuineness of the documents attached thereto, subject to penalties of perjury under the laws of the United States of America. The making of false statements, or the submission of forged or fraudulent documentation, will result in the rejection of your claim and may subject you to civil liability or criminal prosecution.

10. If the Court approves the Settlement, payments to eligible Authorized Claimants pursuant to the Plan of Allocation (or such other plan of allocation as the Court approves) will be made after any appeals are resolved, and after the completion of all claims processing. The claims process will take substantial time to complete fully and fairly. Please be patient.

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

12. If you have questions concerning the Claim Form, or need additional copies of the Claim Form or the Settlement Notice, you may contact the Claims Administrator, Epiq, at the above address, by email at info@GeronSecuritiesLitigation.com, or by toll-free phone at 1-844-754-5537, or you can visit the Settlement website, www.GeronSecuritiesLitigation.com, where copies of the Claim Form and Settlement Notice are available for downloading.

13. **NOTICE REGARDING ELECTRONIC FILES:** Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. To obtain the **mandatory** electronic filing requirements and file layout, you may visit the Settlement website at www.GeronSecuritiesLitigation.com or you may email the Claims Administrator's electronic filing department at info@GeronSecuritiesLitigation.com. **Any file not in accordance with the required electronic filing format will be subject to rejection.** The **complete** name of the beneficial owner of the securities must be entered where called for (see ¶5 above). No electronic files will be considered to have been submitted unless the Claims Administrator issues an email to that effect. **Do not assume that your file has been received until you receive this email. If you do not receive such an email within 10 days of your submission, you should contact the electronic filing department at info@GeronSecuritiesLitigation.com to inquire about your file and confirm it was received.**

IMPORTANT: PLEASE NOTE

YOUR CLAIM IS NOT DEEMED FILED UNTIL YOU RECEIVE AN ACKNOWLEDGEMENT POSTCARD. THE CLAIMS ADMINISTRATOR WILL ACKNOWLEDGE RECEIPT OF YOUR CLAIM FORM WITHIN 60 DAYS OF YOUR SUBMISSION. IF YOU DO NOT RECEIVE AN ACKNOWLEDGEMENT POSTCARD WITHIN 60 DAYS, CONTACT THE CLAIMS ADMINISTRATOR TOLL FREE AT 1-844-754-5537.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

REMINDER CHECKLIST

1. Sign the above release and certification. If this Claim Form is being made on behalf of joint claimants, then both must sign.
2. Attach only *copies* of acceptable supporting documentation as these documents will not be returned to you.
3. Do not highlight any portion of the Claim Form or any supporting documents.
4. Keep copies of the completed Claim Form and documentation for your own records.
5. The Claims Administrator will acknowledge receipt of your Claim Form by mail, within 60 days of your submission. Your claim is not deemed filed until you receive an acknowledgement postcard. **If you do not receive an acknowledgement postcard within 60 days, please call the Claims Administrator toll free at 1- 844-754-5537.**
6. If your address changes in the future, or if this Claim Form was sent to an old or incorrect address, you must send the Claims Administrator written notification of your new address. If you change your name, inform the Claims Administrator.
7. If you have any questions or concerns regarding your claim, contact the Claims Administrator at the address below, by email at info@GeronSecuritiesLitigation.com, or by toll-free phone at 1-844-754-5537, or you may visit www.GeronSecuritiesLitigation.com. **DO NOT** call Geron or its counsel with questions regarding your claim.

THIS CLAIM FORM MUST BE MAILED TO THE CLAIMS ADMINISTRATOR BY FIRST-CLASS MAIL OR SUBMITTED ONLINE AT WWW.GERONSECURITIESLITIGATION.COM, POSTMARKED (OR RECEIVED) BY NO LATER THAN MIDNIGHT PACIFIC TIME ON FEBRUARY 16, 2023. IF MAILED, THE CLAIM FORM SHOULD BE ADDRESSED AS FOLLOWS:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
1-844-754-5537

A Claim Form received by the Claims Administrator shall be deemed to have been submitted when posted, if a postmark date before the deadline is indicated on the envelope and it is mailed First Class, and addressed in accordance with the above instructions. In all other cases, a Claim Form shall be deemed to have been submitted when received online by the Claims Administrator by the deadline.

You should be aware that it will take a significant amount of time to fully process all of the Claim Forms. Please be patient and notify the Claims Administrator of any change of address.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

EXHIBIT G

Table of mutual fund performance data including columns for Fund Name, YTD Return, 1-Year Return, 3-Year Return, 5-Year Return, and 10-Year Return. Funds listed include various equity, bond, and specialty funds.

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
JULIA JUNG and RICHARD JUNG, on behalf of themselves and a class of similarly situated investors,
Plaintiffs,

v.
GERON CORPORATION and JOHN A. SCARLETT,
Defendants.

SUMMARY NOTICE OF (i) PROPOSED SETTLEMENT AND PLAN OF ALLOCATION;
(ii) SETTLEMENT FAIRNESS HEARING; AND (iii) MOTION FOR ATTORNEYS' FEES
AND LITIGATION EXPENSES AND SERVICE AWARDS TO LEAD PLAINTIFFS

To: All persons who purchased Geron Corporation ("Geron") common stock during the period from March 20, 2018, inclusive (the "Class Period"), and who were damaged thereby (the "Class").

PLEASE READ THIS NOTICE CAREFULLY. YOUR RIGHTS WILL BE AFFECTED BY THE SETTLEMENT OF A CLASS ACTION LAWSUIT PENDING IN THIS COURT.

YOU ARE HEREBY NOTIFIED, pursuant to Rule 23 of the Federal Rules of Civil Procedure and Order of the United States District Court for the Northern District of California, that the Court-appointed Lead Plaintiffs and Class Representatives, Julia Jung and Richard Jung, on behalf of themselves and the Court-certified Class in the above-captioned securities class action (the "Action"), have reached a proposed settlement of the Action with defendants Geron Corporation ("Geron") and John A. Scarlett ("Scarlett"), and together with Geron, the "Defendants," for \$24,000,000 (\$17,000,000 in cash, and \$7,000,000 in Settlement Stock and/or cash, at Geron's option). The Court has given preliminary approval to the Settlement, but has invited your comments and objections and would like to take into account the Class members' views of the Settlement before making a final decision on March 30, 2023. If the Settlement is approved by the Court, it will resolve and dismiss with prejudice all claims in the Action.

A Settlement Fairness Hearing will be held on March 30, 2023 at 11:00 a.m. Pacific Time, before the Honorable William Alsup, either in person at the United States District Court for the Northern District of California, San Francisco Courthouse, Courtroom 12, 19th Floor, 450 Golden Gate Avenue, San Francisco, CA 94102, or by telephone or videoconference (in the discretion of the Court) to determine: (i) whether the proposed Settlement should be approved as fair, reasonable, and adequate; (ii) whether the Action should be dismissed with prejudice against Defendants, and the Releases specified and described in the Stipulation and Agreement of Settlement ("Stipulation") dated September 2, 2022 should be granted; (iii) whether the proposed Plan of Allocation should be approved as fair and reasonable; and (iv) whether Lead Counsel's application for an award of attorneys' fees and payment of Litigation Expenses should be approved, as well as the application for service awards to the Lead Plaintiffs.

Lead Counsel Kaplan Fox & Kilsheimer LLP (also serving as Court-appointed Class Counsel), has been prosecuting the Action on a wholly contingent basis, has not received any payment of attorneys' fees for their representation of the Class and has advanced the funds to pay Litigation Expenses necessary incurred to prosecute the Action. Lead Counsel will apply to the Court for an award of attorneys' fees in an amount not to exceed 18% of the Settlement Fund, or \$432 million, plus interest. In addition, Lead Counsel will apply for payment of Litigation Expenses in connection with the institution, prosecution, and resolution of the Action in an amount not to exceed \$1,140,000. Lead Counsel will also apply for up to \$125,000 in total service award payments for the Lead Plaintiffs. Any fees, Litigation Expenses and/or service awards approved by the Court will be paid solely from the Settlement Fund. Class members are not personally liable for any such fees, Litigation Expenses or service awards. The estimated average cost for such fees, awards and expenses, if the Court approves Lead Counsel's fee and expense application, including the service awards to the Lead Plaintiffs, is \$0.04 per affected share. Based on Lead Plaintiffs' damages expert's estimate of the number of shares of Geron common stock purchased during the Class Period that may have been affected by the conduct at issue in the Action, and assuming that all Class Members elect to participate in the Settlement, the estimated average recovery (before the deduction of any Court-approved fees, Litigation Expenses, awards and costs as described herein) is \$0.17 per affected share.

If you purchased Geron common stock during the Class Period and are a member of the Class, your rights will be affected by the pending Settlement of the Action, and you may be entitled to a payment from the Net Settlement Fund. If you have not yet received the full printed Notice of (i) Proposed Settlement and Plan of Allocation; (ii) Settlement Hearing; and (iii) Motion for Attorneys' Fees and Litigation Expenses and Service Awards to Lead Plaintiffs (the "Settlement Notice") and the Claim Form, you may obtain copies of these documents by contacting the Claims Administrator at Geron Securities Litigation, c/o Equity Class Action & Claims Solutions, P.O. Box 4574, Portland, OR 97208-4574, 1-844-754-5537, or info@GeronSecuritiesLitigation.com. Copies of the Settlement Notice and Claim Form can also be downloaded from the website for the Action, www.GeronSecuritiesLitigation.com. The Settlement Notice and Claim Form may also be viewed on www.kaplanfox.com through the date of the Settlement Fairness Hearing.

If you are a Class Member, in order to be eligible to receive a payment under the proposed Settlement, you must submit a Claim Form either online to the Claims Administrator at www.GeronSecuritiesLitigation.com or send it by First-Class U.S. mail (and if mailed, postmarked) by no later than midnight Pacific Time on February 16, 2023, in accordance with the instructions set forth in the Settlement Notice. If you are a Class Member and

Case No. 3:20-cv-00547-WHA
(Consolidated with Case No. 3:20-cv-01163-WHA)

(Related Cases)
Case No. 3:20-cv-02823-WHA
Case No. 3:20-cv-00093-WHA

By: LAURENCE D. KING, Esq.
KAPLAN FOX & KILSHEIMER LLP
1909 Harrison Street
Suite 1500
Oakland, CA 94612
1-800-290-1952
King@kaplanfox.com

By: JEFFREY P. CAMPISI, Esq.
KAPLAN FOX & KILSHEIMER LLP
850 Third Avenue
14th Floor
New York, NY 10022
1-800-290-1952
jcampisi@kaplanfox.com

By Order of the Court
United States District Court
Northern District of California

Questions?
Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

*Certain persons and entities are excluded from the Class by definition and others are excluded pursuant to request. The full definition of the Class, including a complete description of who is excluded from the Class, is set forth in the Settlement Notice referred to herein.

*No Settlement Stock will be issued to Class Members. Rather, Settlement Stock will be sold and the proceeds maintained as part of the Settlement Fund for distribution as ordered by the Court.

*All capitalized terms herein have the same meaning as set forth in the Stipulation.

INVESTOR'S BUSINESS DAILY

STOCK MARKET CHEAT SHEET

FREE WEBINAR

November 9

11:30am PT / 2:30pm ET

www.investors.com/webinar

© 2022 Investor's Business Daily, LLC. Investor's Business Daily, LLC, Leadboard and corresponding logos are registered trademarks owned by Investor's Business Daily, LLC.



INSIDER TRADING SPOTLIGHT

Trading by 'insiders' of a corporation, such as a company's CEO, vice president or director, potentially conveys new information about the prospects of a company. Insiders are required to report large trades to the SEC within two business days. Here's a look at the biggest individual trades by insiders, based on data received by Refinitiv on November 4, and year-to-date stock performance of the company.

Biggest weekly individual trades

Table with columns: Date(s), Company, Symbol, Insider, Title, No. of shares trans (000), Price range (\$), % of net assets (000%), Close (\$), YTD (%)

Sellers

Table with columns: Date(s), Company, Symbol, Insider, Title, No. of shares trans (000), Price range (\$), % of net assets (000%), Close (\$), YTD (%)

Buying and selling by sector

Table with columns: Sector, Buying, Selling, Sector, Buying, Selling

BUSINESS & FINANCE



Warehousing and storage companies dropped 20,000 jobs from September to October.

Logistics Companies' Hiring Spree Loses Steam

By Liz Young

The hiring frenzy in logistics driven by pandemic-fueled shipping appears to be cooling off. Operators of warehouses, trucking fleets and other freight businesses say they are pausing their payroll growth as the supply-chain disruptions that led to tens of thousands of new jobs recede.

Mr. Biesterfeld said, speaking in on an earnings conference call Wednesday, said: "As supply chains ease, it'll allow us and afford us the opportunity to make some difficult personnel decisions there in order to take cost out of the model."

month froze hiring in its retail division. The e-commerce giant said it would pause corporate hiring for months amid signs of a broader economic slowdown.

ADVERTISEMENT

The Marketplace

To advertise: 800-366-3975 or WSJ.com/classifieds

CLASS ACTION

UNITED STATES DISTRICT COURT NORTHERN DISTRICT OF CALIFORNIA. JULIA JUNGHE and RICHARD JUNGHE, on behalf of themselves and a class of similarly situated investors, v. Plaintiffs, GERON CORPORATION and JOHN A. SCARLETT, Defendants. SUMMARY NOTICE OF (i) PROPOSED SETTLEMENT AND PLAN OF ALLOCATION, (ii) SETTLEMENT FAIRNESS HEARING, AND (iii) MOTION FOR ATTORNEYS' FEES AND LITIGATION EXPENSES AND SERVICE AWARDS TO LEAD PLAINTIFFS.

BUSINESS OPPORTUNITIES

For Sale 4-SWECO GyraMax Big Max Brand New - Model GQD 5412 Gyrotary Sifter with 1000 Tractor 940-595-3210

NOTICE OF SALE

NOTICE OF SALE SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF NEW YORK. KENNETH ROSENBERG, Plaintiff v. CHRIS TRELIER and STEVEN ROSENBLUM, Defendants. Pursuant to the Interlocutory Order and Judgment of the Hon. Melissa A. Conroy, J.S.C. entered on 08/25/2022 in the Supreme Court of New York, County of New York, the undersigned hereby will sell at public auction on October 4 and 5, 2022, at the lobby of the New York County Supreme Courthouse, 60 Centre Street, New York, New York or such other place as may be ordered on the date of sale, the contents in following:

DISNEY IS EXPECTED TO POST PER-SHARE EARNINGS OF 55 CENTS.

THE TICKER MARKET EVENTS COMING THIS WEEK. Monday Consumer Credit Aug. previous up \$32.2 bil. Sept. expected na. Earnings expected Estimate/Year Ago Activision Blizzard 0.50/0.72 Diamondback Energy 6.45/29.4 Franco-Nevada 0.85/0.87 International Flavors & Fragrances 1.32/1.47 Telle-Two Interactive Software 1.37/1.63 Welltower 0.16/0.42 Tuesday Earnings expected Estimate/Year Ago Constellation Energy 0.67/n.a. DuPont de Nemours 0.79/1.15 GlobalFoundries 0.62/0.07 Lucid Group (0.31)/0.43 Occidental Petroleum 2.48/0.87 Walt Disney 0.55/0.37

THE WALL STREET JOURNAL THE MARKETPLACE ADVERTISE TODAY (800) 366-3975 For more information visit: wsj.com/classifieds

Lead Plaintiffs and Class Representatives Julia Junge and Richard Junge Announce Proposed Settlement in the Geron Securities Litigation

NEWS PROVIDED BY

Julia Junge and Richard Junge →

Nov 07, 2022, 09:00 ET

SAN FRANCISCO, Nov. 7, 2022 /PRNewswire/ --

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

JULIA JUNGE and RICHARD JUNGE, on behalf of
themselves and a class of similarly situated investors,

Plaintiffs,

v.

GERON CORPORATION and JOHN A. SCARLETT,

Defendants.

Case No.: 3:20-cv-00547-WHA

(Consolidated with Case
No. 3:20-cv-01163-WHA)

(Related Cases:

No. 3:20-cv-02823-WHA
No. 3:22-mc-80051-WHA)

**SUMMARY NOTICE OF (I) PROPOSED SETTLEMENT AND PLAN OF ALLOCATION; (II)
SETTLEMENT FAIRNESS HEARING; AND (III) MOTION FOR ATTORNEYS' FEES AND
LITIGATION EXPENSES AND SERVICE AWARDS TO LEAD PLAINTIFFS**

To: All persons who purchased Geron Corporation ("Geron") common stock during the period from March 19, 2018, to September 26, 2018, inclusive (the "Class Period"), and who were damaged thereby (the "Class").¹

PLEASE READ THIS NOTICE CAREFULLY, YOUR RIGHTS WILL BE AFFECTED BY THE SETTLEMENT OF A CLASS ACTION LAWSUIT PENDING IN THIS COURT.

YOU ARE HEREBY NOTIFIED, pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Northern District of California, that the Court-appointed Lead Plaintiffs and Class Representatives, Julia Junge and Richard Junge, on behalf of themselves and the Court-certified Class in the above-captioned securities class action (the "Action"), have reached a proposed settlement of the Action with defendants Geron Corporation ("Geron") and John A. Scarlett ("Scarlett", and together with Geron, the "Defendants") for \$24,000,000 (\$17,000,000 in cash, and \$7,000,000 in Settlement Stock and/or cash, at Geron's option).² The Court has given preliminary approval to the Settlement, but has invited your comments and objections and would like to take into account the Class members' views of the Settlement before making a final decision on March 30, 2023. If the Settlement is approved by the Court, it will resolve and dismiss with prejudice all claims in the Action.

A Settlement Fairness Hearing will be held on **March 30, 2023 at 11:00 a.m. Pacific Time**, before the Honorable William Alsup, either in person at the United States District Court for the Northern District of California, San Francisco Courthouse, Courtroom 12 - 19th Floor, 450 Golden Gate Avenue, San Francisco, CA 94102, or by telephone or videoconference (in the discretion of the Court) to determine: (i) whether the proposed Settlement should be approved as fair, reasonable, and adequate; (ii) whether the Action should be dismissed with prejudice against Defendants, and the Releases specified and described in the Stipulation and Agreement of Settlement ("Stipulation") dated September 2, 2022 should be granted³; (iii) whether the proposed Plan of Allocation should be approved as fair and reasonable; and (iv) whether Lead Counsel's application for an award of attorneys' fees and payment of Litigation Expenses should be approved, as well as the application for service awards to the Lead Plaintiffs.

Lead Counsel Kaplan Fox & Kilsheimer LLP (also serving as Court-appointed Class Counsel), has been prosecuting the Action on a wholly contingent basis, has not received any payment of attorneys' fees for their representation of the Class and have advanced the funds to pay Litigation Expenses necessarily incurred to prosecute the Action. Lead Counsel will apply to the Court for an award of attorneys' fees in an amount not to exceed 18% of the Settlement Fund, or \$4.32 million, plus interest. In addition, Lead Counsel will apply for payment of Litigation Expenses in connection with the institution, prosecution, and resolution of the Action in an amount not to exceed \$1,140,000. Lead Counsel will also apply for up to \$12,500 in total service award payments for the Lead Plaintiffs. Any fees, Litigation Expenses and/or service awards approved by the Court will be paid solely from the Settlement Fund. Class Members are not personally liable for any such fees, Litigation Expenses or service awards. The estimated average cost for such fees, awards and expenses, if the Court approves Lead Counsel's fee and expense application, including the service awards to the Lead Plaintiffs, is \$0.04 per affected share. Based on Lead Plaintiffs' damages expert's estimate of the number of shares of Geron common stock purchased during the Class Period that may have been affected by the conduct at issue in the Action, and assuming that all Class Members elect to participate in the Settlement, the estimated average recovery (before the deduction of any Court-approved fees, Litigation Expenses, awards and costs as described herein) is \$0.17 per affected share.

If you purchased Geron common stock during the Class Period and are a member of the Class, your rights will be affected by the pending Settlement of the Action, and you may be entitled to a payment from the Net Settlement Fund. If you have not yet received the full printed Notice of (I) Proposed Settlement and Plan of Allocation; (II) Settlement Hearing; and (III) Motion for Attorneys' Fees and Litigation Expenses and Service Awards to Lead Plaintiffs (the "Settlement Notice") and the Claim Form, you may obtain copies of these documents by contacting the Claims Administrator at Geron Securities Litigation, c/o Epiq Class Action & Claims Solutions, P.O. Box 4574, Portland, OR 97208-4574, 1-844-754-5537, or at info@GeronSecuritiesLitigation.com. Copies of the Settlement Notice and Claim Form can also be downloaded from the website for the Action, www.GeronSecuritiesLitigation.com. The Settlement Notice and Claim Form may also be viewed on www.kaplanfox.com through the date of the Settlement Fairness Hearing.

If you are a Class Member, in order to be eligible to receive a payment under the proposed Settlement, you must submit a Claim Form either **online to the Claims Administrator at www.GeronSecuritiesLitigation.com or send it by First-Class U.S. mail (and if mailed, postmarked) by no later than midnight Pacific Time on February 16, 2023, in accordance with the instructions** set forth in the Settlement Notice. If you are a Class Member and do not submit a Claim Form with all required information and supporting documentation, you will not be eligible to share in the distribution of the Net Settlement Fund, but you will nevertheless be bound by any judgments or orders entered by the Court in the Action, including the Releases specified and described in the Stipulation and Settlement Notice.

If you are a member of the Class and wish to exclude yourself from the Class, you must submit a request for exclusion and submit it either **online to the Claims Administrator at www.GeronSecuritiesLitigation.com or send it by First-Class U.S. mail (and if mailed, postmarked) by no later than March 9, 2023 at midnight Pacific Time, in accordance with the instructions** set forth in the Settlement Notice, unless you have previously submitted a request for exclusion in response to the Original Class Notice. If you properly exclude yourself from the Class, you will not be bound by any judgments or orders entered by the Court in the Action and you will not be eligible to share in the proceeds of the Settlement or to object to the Settlement.

Any objections to the proposed Settlement, the proposed Plan of Allocation, and/or Class Counsel's application for attorneys' fees and payment of Litigation Expenses or service awards to Lead Plaintiffs, must be received by the Court no later than **March 9, 2023 at midnight Pacific Time (the "Objection Deadline")**, in accordance with the instructions set forth in the Settlement Notice, which provides options available at the Court for Class Members to file the objections electronically on the docket for the Action by the Objection Deadline, to visit locations of the Court to file the objections by the Objection Deadline, or to mail the objections to a designated contact point and address at the Court, with the mailing postmarked by the Objection Deadline.

Please do not contact the Court, the Clerk's office, Defendants, or Defendants' Counsel regarding this notice. All questions about this notice, the proposed Settlement, or your eligibility to participate in the Settlement should be directed to the Claims Administrator or Class Counsel.

Please note that the Court may change the date and time of the Settlement Fairness Hearing without further notice to the Class, and Class Members should check www.GeronSecuritiesLitigation.com or the Court's PACER website to confirm that the hearing date has not been changed. Information and further guidance on how to access the Court's case docket or PACER is contained in the Settlement Notice. You may also visit Judge Alsup's webpage on the Northern District of California website at <https://www.cand.uscourts.gov/judges/alsup-william-wha/>, where there is a link to view the schedule for upcoming hearings and other information.

Requests for the Settlement Notice and Claim Form should be made to:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
1-844-754-5537

Inquiries, other than requests for the Settlement Notice and Claim Form should be made to Lead/ Class Counsel:

Laurence D. King, Esq.
KAPLAN FOX & KILSHEIMER LLP
1999 Harrison Street, Suite 1560
Oakland, CA 94612
1-800-290-1952
lking@kaplanfox.com

Jeffrey P. Campisi, Esq.
KAPLAN FOX & KILSHEIMER LLP
850 Third Avenue, 14th Floor
New York, NY 10022
1-800-290-1952
jcampisi@kaplanfox.com

By Order of the Court

United States District Court

Northern District of California

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

- ¹ Certain persons and entities are excluded from the Class by definition and others are excluded pursuant to request. The full definition of the Class, including a complete description of who is excluded from the Class, is set forth in the Settlement Notice referred to herein.
- ² No Settlement Stock will be issued to Class Members. Rather, Settlement Stock will be sold and the proceeds maintained as part of the Settlement Fund for distribution as ordered by the Court.
- ³ All capitalized terms herein have the same meaning as set forth in the Stipulation.

SOURCE Julia Junge and Richard Junge

Contact: www.GeronSecuritiesLitigation.com

SOURCE Julia Junge and Richard Junge

EXHIBIT H

KAPLAN FOX & KILSHEIMER LLP

Laurence D. King (SBN 206423)
Kathleen A. Herkenhoff (SBN 168562)
Blair E. Reed (SBN 316791)
1999 Harrison Street, Suite 1560
Oakland, CA 94612
Telephone: (415) 772-4700
Facsimile: (415) 772-4707
lking@kaplanfox.com
kherkenhoff@kaplanfox.com
breed@kaplanfox.com

KAPLAN FOX & KILSHEIMER LLP

Robert N. Kaplan (admitted *pro hac vice*)
Jeffrey P. Campisi (admitted *pro hac vice*)
Jason A. Uris (admitted *pro hac vice*)
850 Third Avenue, 14th Floor
New York, NY 10022
Telephone: (212) 687-1980
Facsimile: (212) 687-7714
rkaplan@kaplanfox.com
jcampisi@kaplanfox.com
juris@kaplanfox.com

*Class Counsel for Lead Plaintiffs Julia Junge and
Richard Junge and the Proposed Class*

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

JULIA JUNGE and RICHARD JUNGE, on
behalf of themselves and a class of similarly
situated investors,

Plaintiffs,

v.

GERON CORPORATION and JOHN A.
SCARLETT,

Defendants.

Case No. 3:20-cv-00547-WHA (DMR)

Class Action
(Consolidated with Case No. 3:20-cv-
01163-WHA)

(Related to Case No. 3:20-cv-02823-WHA;
3:22-mc-80051-WHA)

**DECLARATION OF JESSIE MAHN
REGARDING: (I) MAILING OF
SETTLEMENT NOTICE AND
PROOF OF CLAIM AND RELEASE
FORM; (II) PUBLICATION OF
SUMMARY NOTICE; (III) CALL
CENTER SERVICES; (IV) THE
SETTLEMENT WEBSITE; AND (V)
REQUESTS FOR
EXCLUSION, OBJECTIONS AND
CLAIMS RECEIVED TO DATE**

DECLARATION OF JESSIE MAHN REGARDING (I) MAILING OF SETTLEMENT NOTICE AND PROOF OF CLAIM
AND RELEASE FORM; (II) PUBLICATION OF SUMMARY NOTICE; (III) CALL CENTER SERVICES; (IV) THE
SETTLEMENT WEBSITE; AND (V) REQUESTS FOR EXCLUSION, OBJECTIONS AND CLAIMS RECEIVED TO DATE
- CASE No. 3:20-cv-00547-WHA

1 I, Jessie Mahn, declare as follows:

2 1. I am a Project Manager for Epiq Class Action and Claims Solutions, Inc. (“Epiq”). I
3 provide this declaration in connection with Lead Plaintiffs’ motion for final approval in the above-
4 captioned action (the “Action”) against Defendants Geron Corporation (“Geron”) and John A. Scarlett.
5 The following statements are based on my personal knowledge and information provided by other Epiq
6 employees working under my supervision, and if called on to do so, I could and would testify competently
7 thereto.¹

8 2. I submit this Declaration in order to provide the Court and the Parties to the Settlement
9 with information regarding, among other things, the mailing of the Court-approved Settlement Notice of
10 (I) Settlement and Plan of Allocation; (II) Settlement Fairness Hearing; and (III) Motion for Attorneys’
11 Fees and Litigation Expenses and Service Awards to Lead Plaintiffs (the “Settlement Notice”) and the
12 Proof of Claim and Release Form (together, the “Settlement Notice Packet”), as well as the publication
13 and transmission of the Summary Notice of (I) Settlement and Plan of Allocation; (II) Settlement
14 Fairness Hearing; and (III) Motion for Attorneys’ Fees and Litigation Expenses and Service Awards to
15 Lead Plaintiffs (the “Summary Settlement Notice”), and updating and expanding the pre-existing website
16 used for this Action (www.GeronSecuritiesLitigation.com) and toll-free number dedicated to the Action,
17 in accordance with the October 17, 2022 Order Setting Schedule in Advance of March 30, 2023
18 Settlement Fairness Hearing (ECF No. 259) (the “Scheduling Order”).

19 3. The work described below was supervised by me. I was supported by members of a team
20 of Epiq professionals dedicated to this Action, including Susanna Webb, Project Manager; Nicholas
21 Schmidt, Client Services Manager; and Stephen Donaldson, Client Services Manager.

22
23
24 ¹ Capitalized terms that are not otherwise defined herein shall have the same meaning as set forth in
25 the Stipulation and Agreement of Settlement dated September 2, 2022 (the “Stipulation” or
26 “Settlement”) (ECF No. 247). Unless otherwise noted, all emphasis is added, and all internal
citations and quotation marks are omitted.

1 **I. MAILING OF THE SETTLEMENT NOTICE AND PROOF OF CLAIM AND**
2 **RELEASE FORM**

3 4. Pursuant to the Scheduling Order, Epiq was authorized to act as the Claims Administrator
4 in connection with the Settlement of the Action. By definition, the members of the Class are all persons
5 who purchased Geron common stock during the period from March 19, 2018, to September 26, 2018,
6 inclusive (the “Class Period”), and who were damaged thereby. Excluded from the Class are Defendants,
7 directors and officers of Geron, and their Families and affiliates. Also excluded from the Class are: (i)
8 the persons and entities who excluded themselves by submitting a request for exclusion from the Class
9 by July 22, 2022, or whose late notice to be excluded from the Class has been accepted by the Court, in
10 connection with the Original Class Notice (as set forth on Appendix 1 to the Stipulation); and (ii) any
11 persons or entities who exclude themselves by submitting a request for exclusion in connection with the
12 Settlement Notice. The Settlement Notice Packet includes information on the documentation and
13 information required for requests for exclusion. A true and correct copy of the Settlement Notice Packet
14 is attached hereto as Exhibit A.

15 5. Prior to serving as the Claims Administrator for the Settlement, Epiq had been appointed
16 by the Court in May 2022 to serve as the administrator to disseminate notice to the Class of the April 2,
17 2022, order certifying the Class (the “Original Class Notice”). ECF Nos. 206, 216, 221.

18 6. In connection with its role to disseminate the Original Class Notice, on May 17, 2022,
19 Epiq received from Geron the names and addresses of 31 potential members of the Class (the “Transfer
20 List”). Epiq has previously provided this Court with a declaration concerning its mailing, publication
21 and/or dissemination of the Original Class Notice in ECF No. 244-1.

22 7. In connection now with its role as the Claims Administrator for the Settlement, Epiq
23 therefore already had in its possession the Transfer List.

24 8. As set forth below, during the period starting on October 28, 2022 (the “Notice Date”)
25 through January 31, 2023, a total of 145,486 copies of the Settlement Notice and Claim Form have been
26

1 sent to potential Class Members and their nominees by first class U.S. mail, postage pre-paid or by email
2 based on information known to Epiq directly from its own work and from information reported to it by
3 nominees, and from the Transfer List. 139,566 Settlement Notice Packets were sent by U.S. mail to
4 potential Class Members and 5,920 Settlement Notice Packets have been emailed to potential Class
5 Members.

6 **a. Epiq’s Dissemination of the Settlement Notice Packets on the Notice Date**

7 9. As of the Notice Date, in addition to the 31 names on the Transfer List, Epiq had 79,653
8 unique names and addresses of potential Class Members from individuals, Class Counsel, or brokerage
9 firms, banks, institutions, and other nominees and 191 email addresses of potential Class Members.

10 10. Before mailing the Settlement Notice Packets on the Notice Date, Epiq performed address
11 research on the 79,653 unique names and addresses of potential Class Members. Epiq obtained 8,535
12 updated addresses from the National Change of Address (“NCOA”) database and 59 updated addresses
13 from Transunion’s databases.

14 11. On the Notice Date, Epiq caused the Settlement Notice Packet to be sent via e-mail to 191
15 potential Class Members with valid email addresses. Epiq received 102 email addresses from nominees
16 during the Notice of Pendency phase of the case. Epiq received an additional 89 unique e-mail addresses
17 of potential Class Members from Class Counsel. 185 of the e-mails were delivered, and six were rejected.
18 Epiq sent these rejected records to Class Counsel who provided updated email addresses for three
19 records, and mailing addresses for the other three records. Epiq promptly e-mailed or mailed the
20 Settlement Notice Packets to these updated email and physical addresses.

21 12. In total, on the Notice Date, Epiq mailed 79,684 copies of the Settlement Notice Packet
22 and emailed 191 Settlement Notice Packets for a total of 79,773 unique potential Class Members.

1 13. In addition, Epiq also caused additional Settlement Notice Packets to be mailed to 1,046
2 mailing records contained in its internal broker list.²

3 14. The Settlement Notice directed those who purchased Geron common stock during the
4 Class Period for the beneficial interest of a person or organization other than themselves to, within seven
5 (7) calendar days of receipt of the Settlement Notice Packet, either (a) provide Epiq with a list of the
6 names and last known addresses of all such beneficial owners or (b) request from Epiq sufficient copies
7 of the Settlement Notice Packet to forward to all such beneficial owners and, within seven (7) calendar
8 days or receipt of those copies and no later than November 30, 2022, mail the Settlement Notice Packet
9 to all such beneficial owners. The Settlement Website also contains a “Nominee Page” with information
10 and links readily accessible for the nominees. This Nominee Page, a true and correct printed copy of
11 which is attached as Exhibit B hereto, includes the following language:

12 For Nominees that purchased Geron common stock during the Class Period
13 for beneficial owners whose names and addresses were not previously
14 provided to the Claims Administrator or if a Nominee is aware of name and
15 address changes for beneficial owners whose names and addresses were
16 previously provided to the Claims Administrator, such Nominees shall, by
17 no later than SEVEN (7) CALENDAR DAYS AFTER RECEIPT OF THE
18 SETTLEMENT NOTICE PACKET, provide a list of the names and
19 addresses of all such beneficial owners to the Claims Administrator, or shall
20 request from Epiq sufficient copies of the Settlement Notice Packet to
21 forward to all such beneficial owners, which the Nominee shall, WITHIN

22 ² As in most class actions of this nature, the large majority of potential Class Members are expected
23 to be beneficial purchasers whose securities are held in “street name” – *i.e.*, the securities are
24 purchased by brokerage firms, banks, institutions, and other third-party nominees in the name of the
25 nominee, on behalf of the beneficial purchasers. Epiq maintains and updates a proprietary internal
26 list of the largest and most common banks, brokers, and other nominees. As of the Notice Date,
27 Epiq’s internal broker list contained 1,046 mailing records.

1 SEVEN (7) CALENDAR DAYS OF RECEIPT OF THE SETTLEMENT
2 NOTICE PACKETS from the Claims Administrator, and no later than
3 NOVEMBER 30, 2022, mail to the beneficial owners. The Claims
4 Administrator shall confirm in writing with each Nominee compliance with
5 the Order and promptly notify the Court of any noncompliance. If any court
6 ordered notices mailed are returned undeliverable, updated or alternative
7 contact information must be provided. Alternatively, an explanation in
8 writing to the Claims Administrator why alternative or updated contact
9 information is not available shall be provided.

10 **b. Epiq's Work After the Notice Date**

11 15. From October 28, 2022, through January 31, 2023, Epiq received an additional 3,911
12 names and addresses of potential Class Members from individuals or brokerage firms, banks, institutions,
13 and other nominees and four additional names and mailing addresses and seven additional email
14 addresses were provided by Class Counsel. Epiq has mailed and emailed the Settlement Notice Packet
15 to these potential Class Members.

16 16. Epiq has received requests from brokers and other nominee holders for 48,305 blank
17 Settlement Notice Packets to be forwarded by the nominees to their customers. All such requests have
18 been, and will continue to be, complied with, and addressed in a timely manner.

19 17. Epiq has received confirmation from the following nominees that of the 48,305 blank
20 Settlement Notice Packets Epiq mailed to nominees, 45,798 Settlement Notice Packets have been
21 confirmed to have been mailed to potential Class members. Broadridge confirmed on December 12,
22 2022, that they mailed 45,352 Settlement Notice Packets to potential Class Members. CIBC (Canadian
23 Imperial Bank of Commerce) confirmed on January 9, 2023, that they mailed 200 Settlement Notice
24 Packets. And Goldman Sachs confirmed on February 2, 2023, that they mailed 246 Settlement Notice
25
26
27

1 Packets to potential Class Members. Broadridge, CIBC, and Goldman Sachs confirmed that they
 2 requested 2,507 more blank Settlement Notice Packet than necessary to comply with the Notice.

3 18. In addition, on December 16, 2022, at Lead Counsel’s direction, Epiq sent an additional
 4 e-mail communication to 32 nominees who are on Epiq’s proprietary internal list to inquire on their status
 5 of mailing Settlement Notice Packets or needing further information. Specifically, Epiq followed up
 6 with these nominees and brokers because it had not yet heard from them and wanted to ensure that they
 7 each had received a Settlement Notice Packet or had requested the appropriate number of Settlement
 8 Notice Packets, that they were following the Settlement Notice’s specific instructions as regards
 9 nominees/brokers, and that they were communicating the notices to investors via e-mail, where possible.
 10 Attached hereto as Exhibit C is a true and correct copy of those e-mail communications. As a result of
 11 this outreach, four brokers responded advising that another 3rd party filer such as Broadridge or Pershing
 12 handles their notice mailings, three brokers responded confirming that they do not have any clients that
 13 fit the class definition, four sent updated records, two sent requests for blank claim packages to
 14 disseminate to their client and, two advised that they either will be filing on behalf of their beneficial
 15 owners or have filed claims on behalf of their beneficial owners. Eleven nominees did not respond,
 16 however Broadridge confirmed that they are being serviced by Broadridge and included in their blank
 17 Settlement Notice Packet request. Epiq has located new email addresses for the remaining six nominees
 18 who have not yet responded and sent emails following up again with these nominees.

19 19. As of January 31, 2023, Epiq mailed a total of 90,027 Settlement Notice Packets directly
 20 to 83,599 unique³ potential Class Members. As set forth above and below, Epiq e-mailed 5,920⁴ copies

21 _____
 22 ³ 6,428 revised addresses were received by Epiq from nominees who had originally provided invalid
 23 data during the Original Class Mailing. Settlement Notice Packets were mailed to these potential
 24 Class Members twice, first as part of the initial mailing on October 28, 2022, and second after
 receiving corrected mailing files from the nominees as explained in paragraph 22.

25 ⁴ See paragraph 26 regarding the 5,722 email addresses provided by Broadridge supplementing the
 26 mailing records they previously submitted during the Notice of Pendency Phase.

1 of the Settlement Notice Packet directly to potential Class Members.

2 20. As of January 31, 2023, 7,670 of the Settlement Notice Packets mailed by Epiq or
3 nominees have been returned as undeliverable to Epiq. Through the work described below, Epiq has
4 obtained updated records for 3,454 of the undeliverable Settlement Notice Packets. Epiq has undertaken
5 to re-mail undeliverable Settlement Notice Packets in the following manner.

6 21. First, from the Notice Date through January 31, 2023, Epiq has re-mailed 187 Settlement
7 Notice Packets to 187 persons whose original mailings were returned by the U.S. Postal Service
8 (“USPS”) and for whom updated addresses were provided to Epiq by the USPS. Epiq then searched
9 TransUnion’s databases for updated addresses for 6,830 Settlement Notice Packets returned
10 undeliverable and has re-mailed 188 Settlement Notice Packets where an updated address was available.

11 22. Second, on November 4, 2022, at Lead Counsel’s direction, Epiq sent e-mails to eight (8)
12 nominees associated with certain undeliverable or returned Settlement Notice Packets. True and correct
13 copies of the e-mails to these nominees are contained in Exhibit D hereto. One of these nominees,
14 Charles Schwab, accounts for the largest number of undeliverable mailings from the Original Class
15 Notice mailing. Of the total Original Class Notices returned as undeliverable, 5,470 were due to the
16 invalid addresses originally provided by Charles Schwab. The undeliverable mailings appear to be the
17 result of an error in the manner in which they provided mailing address data of potential Class Members
18 to Epiq. On November 25, 2022, Epiq re-mailed 6,103 Settlement Notice Packets to the corrected list
19 provided by Charles Schwab. As of January 31, 2023, only 116 of those 6,103 Settlement Notice Packets
20 have been returned as undeliverable.

21 23. In addition to Charles Schwab, three nominees also provided 325 updated records and
22 two nominees responded stating that they do not have any updated data to provide.

23 24. On January 13, 2023, Broadridge, one of the six nominees who responded, provided email
24 addresses for 5,722 records that they previously submitted during the Notice of Pendency phase. On
25 January 20, 2023, Epiq completed an email campaign of the Settlement Notice Packets to these 5,722
26

1 records. Of these 5,722 records, 230 emails were rejected or undeliverable. As of January 31, 2023, Epiq
2 remains awaiting updated records from the remaining two nominees.

3 **II. PUBLICATION OF THE SUMMARY SETTLEMENT NOTICE**

4 25. On October 28, 2022, Epiq caused the Settlement Notice Packet to be published by the
5 Depository Trust Corporation (“DTC”) on the DTC Legal Notice System (“LENS”), which enables
6 participating banks and brokers to review the notice and directly contact Epiq to obtain copies of the
7 notice for clients who may be Class members.

8 26. On November 7, 2022, Epiq caused the Summary Settlement Notice to be published in
9 the *Wall Street Journal*, *IBD Weekly (Investor's Business Daily)* and released via the PR Newswire.
10 Epiq’s Confirmation of Publication and copies of proof of publication of the Summary Notice in the *Wall*
11 *Street Journal*, *IBD Weekly (Investor’s Business Daily)* and over the PR Newswire are attached hereto
12 as Exhibit E.

13 **III. CONTACT CENTER SERVICES**

14 27. Epiq reserved a toll-free phone number for the Settlement, (844) 754-5537, and published
15 that toll-free number in the Settlement Notice Packet and on the Settlement Website.

16 28. The toll-free number became operational on October 28, 2022. The toll-free number
17 connects callers with an Interactive Voice Recording (“IVR”). The IVR provides potential Class
18 Members and others who call the toll-free telephone number access to additional information that has
19 been pre-recorded. The toll-free telephone line with pre-recorded information is available 24 hours a day,
20 7 days a week. Specifically, the pre-recorded message provides callers with a summary of the Settlement
21 and the option to select one of several more detailed recorded messages addressing frequently asked
22 questions. The IVR also allows callers to request that a copy of the Settlement Notice Packet be mailed
23 to them, or the caller may opt to speak live with a trained operator. Callers are able to speak to a live
24 operator regarding the status of the Settlement and/or obtain answers to questions they may have,
25 Monday through Friday from 9:00 a.m. to 9:00 p.m. Eastern Time (excluding official holidays).

1 29. As of January 31, 2023, Epiq has received a total of 563 incoming calls to the toll-free
2 number dedicated to this Settlement. Epiq has promptly responded to each telephone inquiry and will
3 continue to address potential Class Members' inquiries.

4 30. Additionally, Epiq maintains and monitors an email address established for this
5 Settlement, info@GeronSecuritiesLitigation.com, as well as a P.O. Box dedicated to this Settlement for
6 potential Class Members to submit questions and inquiries via mail and e-mail. As of January 31, 2023,
7 Epiq has received and responded to 943 e-mails and mailed correspondence. Of those that required or
8 requested a response, Epiq promptly responded.

9 31. All manner of requests were received by phone, email or by mail, including but not limited
10 to the following: requests for exclusion, inquiries regarding the settlement status, case information and
11 other claim filing inquiries, address update requests, claim packet mailing requests, and requests for
12 assistance with the claim filing process.

13 **IV. THE SETTLEMENT WEBSITE**

14 32. Epiq, in coordination with Lead Counsel, designed, implemented, and currently maintains
15 a website dedicated to the Action (www.GeronSecuritiesLitigation.com) (the "Settlement Website"). The
16 address for the Settlement Website is set forth in the Settlement Notice, Proof of Claim and Release
17 Form, and Summary Settlement Notice.

18 33. The website established for the Action in connection with the Notice of Pendency was
19 updated to reflect the proposed settlement on October 28, 2022 (the "Settlement Website"), and has been
20 and is accessible 24 hours a day, 7 days a week. Among other things, the Settlement Website includes
21 information regarding the Action and the Settlement, including the exclusion, objection, and claim-filing
22 deadlines and the date and time of the Court's Settlement Fairness Hearing. The Settlement Website also
23 includes a link to a claim filing module through which Class Members may submit their claims. In
24 addition, copies of the Settlement Notice, Proof of Claim and Release Form, Stipulation, Amended
25 Consolidated Class Action Complaint, Exclusion List (containing individuals who opted out during
26

1 Notice of Pendency phase), Scheduling Order, and other documents related to the Action are posted on
2 the Settlement Website and are available for downloading. All papers filed in support of the Motion for
3 Final Approval and Motion for an Award of Attorneys' Fees, Reimbursement of Litigation Expenses and
4 Awards to Lead Plaintiffs for Lost Wages under 15 U.S.C. § 78u-4(a)(4) will be posted on the Settlement
5 Website. Epiq will continue operating, maintaining and, as appropriate, updating the Settlement Website
6 until the conclusion of this administration.

7 34. As of January 31, 2023, there have been 6,421 unique visitors to the Settlement Website
8 and 23,628 pageviews. Additionally, of these 23,628 pageviews, 447 were of the downloadable claim
9 form as of January 31, 2023.

10 **V. CLAIM FILING**

11 35. The Settlement Notice, Summary Settlement Notice, IVR, and Settlement Website inform
12 potential Class Members that to be eligible to receive a payment from the Net Settlement Fund, potential
13 Class Members must submit a Proof of Claim and Release Form by mail postmarked no later than
14 midnight Pacific Time on February 16, 2023, or electronically no later than midnight Pacific time on
15 February 16, 2023, establishing that the potential Class Member is entitled to recovery. As is typical in
16 other claims administration matters of this kind, Epiq will collect and evaluate untimely claims received
17 after February 16, 2023, to report on the status of late claims if required by the Court.

18 36. As of January 31, 2023, Epiq has received 2,869 Proof of Claim and Release Forms from
19 potential Class Members and brokerage firms, banks, institutions, and other nominees.

20 **VI. REQUESTS FOR EXCLUSION AND OBJECTIONS**

21 37. The Settlement Notice, Summary Settlement Notice, IVR, and Settlement Website inform
22 Class Members that requests for exclusion from the Settlement Class must be postmarked no later than
23 midnight Pacific Time on March 9, 2023, or submitted online to Epiq no later than midnight Pacific Time
24 on March 9, 2023, at www.GeronSecuritiesLitigation.com.

1 38. For those Class Members who mail their requests for exclusion, the Settlement Notice,
2 Summary Settlement Notice, IVR and Settlement Website direct them to mail it by First-Class U.S. Mail
3 to *Geron Securities Litigation*, EXCLUSIONS, c/o Epiq Class Action & Claims Solutions, P.O. Box
4 4574, Portland, OR 97208-4574. Epiq monitors all mail delivered to this P.O. Box, as well as all
5 submissions submitted online to www.GeronSecuritiesLitigation.com.

6 39. As of January 31, 2023, Epiq has received 21 (twenty-one) requests for exclusion tied to
7 the Settlement (i.e. not the Notice of Pendency) by U.S. Mail and/or online at
8 www.GeronSecuritiesLitigation.com. Epiq has monitored and will continue to monitor all mail delivered
9 to this address.

10 40. To date, for those Class members who have sought to be excluded from of the Class in
11 response to the Settlement Notice and who have provided documentation concerning their transactions
12 in Geron common stock, the total number of shares of Geron Common Stock purchased during the Class
13 Period is 4,156 shares.

14 41. The Settlement Notice provides that deadline for the filing of requests for exclusions is
15 March 9, 2023. In connection with Lead Counsel's reply brief, which I understand will be filed on or
16 before March 23, 2023, Epiq will provide the Court with a list of requests for exclusion received by Epiq
17 in response to the Settlement Notice.

18 42. Additionally, after filing the Exclusion List in its Affidavit regarding the mailing of the
19 Original Class Notice, dated August 12, 2022 (ECF. No. 244-1), and prior to the Notice Date, Epiq
20 received three late requests for exclusion. The names associated with these three late requests for
21 exclusion to the Original Class Notice were included in the list in Appendix 1 to the Stipulation as
22 exclusion requests numbered 79 to 81. After the filing of the Stipulation on September 2, 2022, two
23 additional late requests for exclusion to the Original Class Notice were received by Epiq and were not
24 reported to Lead Counsel in time to be included in the list in Appendix 1 to the Stipulation. In connection
25
26
27

1 with Lead Counsel’s reply brief, Epiq will provide the Court with a list of requests for exclusion received
2 by Epiq in response to the Original Class Notice.

3 43. The Settlement Notice, Summary Settlement Notice, and Settlement Website also inform
4 Class Members that they may object to the Settlement, the proposed Plan of Allocation or Lead Counsel’s
5 motion for an award of attorneys’ fees and reimbursement of Litigation Expenses; the objection must be
6 in writing and filed with the Court such that they are received or filed on or before March 9, 2023.

7 44. Through 11:59 p.m. on January 31, 2023, Epiq has not been informed of any objections
8 to the Settlement, the Plan of Allocation, or Lead Counsel’s application for an award of attorneys’ fees,
9 reimbursement of Litigation Expenses and Awards to Lead Plaintiffs.

10 **V. FEES AND DISBURSEMENTS**

11 45. Epiq agreed to be the Claims Administrator in exchange for payment of its fees and out-
12 of-pocket expenses. Class Counsel received regular reports of and invoices for all the work Epiq
13 performed with respect to provision of notice and administration of the Settlement and authorized the
14 claims administration work performed herein.

15 46. Epiq’s invoices for the Notice of Pendency phase of this case totaled \$159,745.01. These
16 invoices are attached hereto as Exhibit F. Epiq confirms full receipt of payment for these invoices.

17 47. To date, Epiq has incurred a total of \$309,737.49 in fees and expenses for its work
18 performed on behalf of the Class during the period after the Court entered the scheduling order on
19 October 17, 2022, through December 31, 2022, for which it has not been paid. True and correct copies
20 of these invoices are attached as Exhibit G hereto.

1 48. In connection with Lead Plaintiffs' reply brief due to be filed on March 23, 2023, Epiq
2 will provide a supplemental declaration to provide the Court an update concerning the claims filed, any
3 further requests for exclusion and whether there are any objections.

4 I declare under penalty of perjury under the laws of the United States of America that the
5 foregoing is true and correct.

6 Executed this 2nd day of February 2023 at Seattle, Washington.


7 
8 _____
9 Jessie Mahn

EXHIBIT A

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

JULIA JUNGE and RICHARD JUNGE, on behalf of
themselves and a class of similarly situated investors,

Plaintiffs,

v.

GERON CORPORATION and JOHN A. SCARLETT,

Defendants.

Case No.: 3:20-cv-00547-WHA

(Consolidated with Case No. 3:20-cv-01163-WHA)

(Related Cases:

No. 3:20-cv-02823-WHA

No. 3:22-mc-80051-WHA)

**NOTICE OF (I) PROPOSED SETTLEMENT AND PLAN OF
ALLOCATION; (II) SETTLEMENT FAIRNESS HEARING;
AND (III) MOTION FOR ATTORNEYS' FEES AND
LITIGATION EXPENSES AND SERVICE AWARDS TO LEAD PLAINTIFFS**

**To: All persons who purchased Geron Corporation (“Geron”) common stock during the period from
March 19, 2018, to September 26, 2018, inclusive (the “Class Period”), and who were damaged thereby
(the “Class”).**

A Federal Court authorized this Notice. This is not a solicitation from a lawyer.

NOTICE OF SETTLEMENT: This Notice has been sent to you pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Northern District of California (the “Court”). Please be advised that Lead Plaintiffs and Class Representatives Julia Junge and Richard Junge (“Lead Plaintiffs”), on behalf of themselves and the Court-certified Class (as defined in ¶30 below), have reached a proposed settlement of the above-captioned securities class action lawsuit (“Action”) for a total of \$24,000,000 (\$17,000,000 in cash and \$7,000,000 in either Settlement Stock and/or cash, at Geron’s option) that, if approved, will resolve all claims in the Action (the “Settlement”).¹ The terms and provisions of the Settlement are contained in the Stipulation and Agreement of Settlement, dated September 2, 2022 (the “Stipulation”). The Court has given preliminary approval to the Settlement, but has invited your comments and objections and would like to take into account the Class members’ views of the Settlement before making a final decision on March 30, 2023.

This Notice is directed to you because you may be a member of the Class (*i.e.*, you purchased Geron common stock during the Class Period). If you do not meet the Class definition, or if you previously excluded yourself from the Class in connection with the Notice of Pendency of Class Action that was mailed to potential Class Members beginning in May 2022 (the “Original Class Notice”), this Notice does not apply to you. A list of the persons and entities who previously requested exclusion from the Class is available at www.GeronSecuritiesLitigation.com.

PLEASE READ THIS NOTICE CAREFULLY. This Notice explains important rights you may have, including the possible receipt of a payment from the Settlement. If you are a member of the Class, your legal rights will be affected even if you do nothing in response to this Notice.

If you have any questions about this Notice, the proposed Settlement, or your eligibility to receive a payment from the Settlement, please DO NOT contact the Court, Defendants, or Defendants’ Counsel. All questions should be directed to Lead Counsel or the Claims Administrator (see ¶98 below).

¹ No Settlement Stock will be issued to Class Members. Rather, Settlement Stock will be sold and the proceeds maintained as part of the Settlement Fund for distribution as ordered by the Court.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

1. **Description of the Action and the Class:** This Notice relates to a proposed settlement of claims in a pending consolidated securities class action (the “Action”) brought by investors alleging, among other things, that Geron and its Chief Executive Officer Dr. John A. Scarlett (“Dr. Scarlett” and, together with Geron, “Defendants”) violated the federal securities laws by making false and misleading statements concerning Geron’s single drug in development during the Class Period, imetelstat, and the results of a Phase 2 clinical trial concerning that drug known as IMbark. The Action also alleges that Geron and certain Company insiders sold Geron common stock at inflated prices during the Class Period while in possession of material, non-public information concerning the results from IMbark. A more detailed description of the Action is set forth in ¶¶11-29 below. The proposed Settlement, if approved by the Court, will settle claims of the Class, as defined in ¶30 below. Only persons or entities who purchased Geron common stock during the Class Period may be Class Members.

2. **Statement of the Class’s Recovery:** Subject to Court approval, Lead Plaintiffs, on behalf of themselves and the Class, have agreed to settle the Action in exchange for \$24,000,000 (the “Settlement Amount”), which shall be paid by Geron or on its behalf by the Company’s insurance carriers in the form of \$17,000,000 in cash and, at Geron’s option, either an additional \$7,000,000 in cash and/or Settlement Stock (which shall be sold and the proceeds included in the Settlement Fund, and to be deposited into an Escrow Account). The Net Settlement Fund (i.e., the Settlement Amount plus any and all interest earned thereon (the “Settlement Fund”) less (i) any Taxes; (ii) any Notice and Administration Costs; (iii) any Litigation Expenses awarded by the Court; (iv) any attorneys’ fees awarded by the Court; (v) any service awards to the Lead Plaintiffs; and (vi) any other costs or fees approved by the Court) will be distributed in accordance with a plan of allocation that is approved by the Court. The proposed plan of allocation (the “Plan of Allocation”) is set forth at pages 11 to 14 of this Notice. The Plan of Allocation will determine how the Net Settlement Fund shall be allocated among members of the Class.

3. **Estimate of Average Amount of Recovery Per Share:** Based on Lead Plaintiffs’ damages expert’s estimate of the number of shares of Geron common stock purchased during the Class Period that may have been affected by the conduct at issue in the Action, and assuming that all Class Members elect to participate in the Settlement, the estimated average recovery (before the deduction of any Court-approved fees, expenses, and costs as described herein) is \$0.17 per affected share. Class Members should note, however, that the foregoing average recovery is only an estimate. Some Class Members may recover more or less than the estimated amount depending on, among other factors, when and at what prices they purchased or sold their shares, and the total number and value of valid Claim Forms submitted. Distributions to Class Members will be made based on the Plan of Allocation set forth at pages 11 to 14 or such other plan of allocation as may be ordered by the Court.

4. **Average Amount of Damages Per Share:** The Parties do not agree on the average amount of damages per share of Geron common stock that would be recoverable if Lead Plaintiffs were to prevail in the Action. Among other things, Defendants deny the assertion that they violated the federal securities laws or that any damages were suffered by any members of the Class as a result of their alleged conduct.

5. **Attorneys’ Fees and Expenses Sought and Service Awards to Lead Plaintiffs:** Lead Counsel, which has been prosecuting the Action on a wholly contingent basis, has not received any payment of attorneys’ fees for their representation of the Class and have advanced the funds to pay expenses necessarily incurred to prosecute the Action. Lead Counsel will apply to the Court for an award of attorneys’ fees in an amount not to exceed 18% of the Settlement Fund, or \$4.32 million, plus interest. In addition, Lead Counsel will apply for payment of Litigation Expenses in connection with the institution, prosecution, and resolution of the Action in an amount not to exceed \$1,140,000. In addition, Lead Plaintiffs will apply for service awards (including any lost wages) in the total amount of \$12,500. Any fees, expenses and service awards approved by the Court will be paid from the Settlement Fund. Class Members are not personally liable for any such fees, awards or expenses. The estimated average cost for such fees, awards and Litigation Expenses, if the Court approves Lead Counsel’s fee and expense application, including the service awards to the Lead Plaintiffs, is \$0.04 per affected share.

6. **Identification of Attorneys’ Representatives:** Lead Plaintiffs and the Class are represented by Laurence D. King of Kaplan Fox & Kilsheimer LLP, 1999 Harrison Street, Suite 1560, Oakland, CA 94612, email lking@kaplanfox.com, and Jeffrey P. Campisi of Kaplan Fox & Kilsheimer LLP, 850 Third Avenue, New York, NY 10022, email jcampisi@kaplanfox.com. The contact phone for Mr. King and Mr. Campisi is 1-800-290-1952.

7. **Reasons for the Settlement:** Lead Plaintiffs’ principal reason for entering into the Settlement is the substantial and certain recovery for the Class without the risk or the delays inherent in further litigation. The substantial recovery provided under the Settlement must be considered against the significant risk that a smaller recovery—or indeed no recovery at all—might be achieved after a contested summary judgment motion, a trial of the Action, and the likely appeals that would follow a trial. This process could be expected to last several years. Defendants, who deny all allegations of wrongdoing, are entering into the Settlement solely to eliminate the uncertainty, burden, and expense of further protracted litigation.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

YOUR LEGAL RIGHTS AND OPTIONS IN THE SETTLEMENT:

<p>SUBMIT A CLAIM FORM POSTMARKED BY, OR SUBMITTED ONLINE, NO LATER THAN FEBRUARY 16, 2023 AT MIDNIGHT PACIFIC TIME.</p> <p>See ¶48 below for details.</p>	<p>This is the only way to be eligible to receive a payment from the Settlement Fund. If you are a Class Member, you will be bound by the Settlement as approved by the Court and you will give up any Released Plaintiffs’ Claims (defined in ¶41 below) that you have against Defendants and Defendants’ Released Parties (defined in ¶44 below), so it is in your interest to submit a Claim Form.</p>
<p>EXCLUDE YOURSELF FROM THE CLASS BY SUBMITTING A WRITTEN REQUEST FOR EXCLUSION SO THAT IT IS RECEIVED BY NO LATER THAN MARCH 9, 2023 AT MIDNIGHT PACIFIC TIME.</p> <p>TO BE TIMELY RECEIVED, THE WRITTEN REQUEST FOR EXCLUSION MUST EITHER BE MAILED TO THE CLAIMS ADMINISTRATOR WITH A POSTMARK BY MARCH 9, 2023 AT MIDNIGHT PACIFIC TIME, OR BE SUBMITTED ONLINE BY THAT SAME TIME TO THE WEBSITE HOSTED FOR THIS ACTION BY THE CLAIMS ADMINISTRATOR.</p>	<p>If you exclude yourself from the Class, you will not be eligible to receive any payment from the Settlement Fund or object to the Settlement. This is the only option that may allow you to ever be part of any other lawsuit against Defendants or Defendants’ Released Parties concerning the Released Plaintiffs’ Claims.</p>
<p>OBJECT TO THE SETTLEMENT BY SUBMITTING A WRITTEN OBJECTION SO THAT IT IS RECEIVED BY THE COURT BY NO LATER THAN MARCH 9, 2023 AT MIDNIGHT PACIFIC TIME. RECEIPT BY THE COURT MEANS THE WRITTEN OBJECTION IS FILED ON THE DOCKET OR MAILED WITH THE DATE POSTMARKED BY MIDNIGHT PACIFIC TIME ON MARCH 9, 2023. THIS NOTICE AT ¶¶84-85 PROVIDES INFORMATION ON HOW TO FILE THE OBJECTIONS OR, AT YOUR OPTION, WHERE TO MAIL THE OBJECTIONS (THE “FILING OPTIONS”).</p>	<p>If you do not like the proposed Settlement, the proposed Plan of Allocation, and/or the request for attorneys’ fees and Litigation Expenses and service awards to Lead Plaintiffs, you may write to the Court and explain why you do not like them. You cannot object to the Settlement, the Plan of Allocation, or the fee and expense request unless you are a Class Member and do not request exclusion. If you object, you will still be bound by the orders of the Court, even if your objection is overruled. If you object, you may still submit a Claim Form and will be eligible for a payment from the Settlement, if the Settlement is approved.</p>

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

<p>GO TO A HEARING ON MARCH 30, 2023 AT 11:00 A.M. PACIFIC TIME, AND FILE A NOTICE OF INTENTION TO APPEAR SO THAT IT IS RECEIVED BY NO LATER THAN MARCH 9, 2023. THE FILING OPTIONS DESCRIBED AT ¶¶90-91 (See ¶84 below for details) PROVIDE YOU WITH THE INFORMATION ON HOW TO SUBMIT YOUR NOTICE.</p>	<p>Filing a written objection and notice of intention to appear by March 9, 2023 at midnight (Pacific Time) allows you to speak in Court, at the discretion of the Court, about the fairness of the proposed Settlement, the Plan of Allocation, and/or the request for attorneys’ fees and Litigation Expenses and service awards to Lead Plaintiffs. In the Court’s discretion, the March 30, 2023 hearing may be conducted by telephone or video conference (see ¶¶83, 90-91 below). If you submit a written objection, you may (but you do not have to) participate in the hearing and, at the discretion of the Court, speak to the Court about your objection.</p>
<p>DO NOTHING.</p>	<p>If you are a member of the Class and you do not submit a valid Claim Form, you will not be eligible to receive any payment from the Settlement Fund. You will, however, remain a member of the Class, which means that you give up your right to sue about the claims that are resolved by the Settlement and you will be bound by any judgment(s) or orders entered by the Court in the Action.</p>

WHAT THIS NOTICE CONTAINS

WHY DID I GET THIS NOTICE? PAGE 4

WHAT IS THIS CASE ABOUT? PAGE 5

HOW DO I KNOW IF I AM AFFECTED BY THE SETTLEMENT? PAGE 7
WHO IS INCLUDED IN THE CLASS?

WHAT ARE LEAD PLAINTIFFS’ REASONS FOR THE SETTLEMENT? PAGE 7

WHAT MIGHT HAPPEN IF THERE WERE NO SETTLEMENT? PAGE 8

HOW ARE CLASS MEMBERS AFFECTED BY THE ACTION AND THE SETTLEMENT? PAGE 8

HOW DO I PARTICIPATE IN THE SETTLEMENT? WHAT DO I NEED TO DO? PAGE 10

HOW MUCH WILL MY PAYMENT BE? PAGE 10
THE PROPOSED PLAN OF ALLOCATION

WHAT PAYMENT ARE THE ATTORNEYS FOR THE CLASS SEEKING? PAGE 14
HOW WILL THE LAWYERS BE PAID?

WHAT IF I DO NOT WANT TO BE A MEMBER OF THE CLASS? HOW DO I EXCLUDE MYSELF? PAGE 14

WHEN AND WHERE WILL THE COURT DECIDE WHETHER TO APPROVE THE SETTLEMENT? PAGE 15
DO I HAVE TO COME TO THE HEARING?
MAY I SPEAK AT THE HEARING IF I DON’T LIKE THE SETTLEMENT?

WHAT IF I BOUGHT SHARES ON SOMEONE ELSE’S BEHALF? PAGE 16

CAN I SEE THE COURT FILE? WHOM SHOULD I CONTACT IF I HAVE QUESTIONS? PAGE 17

WHY DID I GET THIS NOTICE?

8. The Court directed that this Notice be mailed to you because you or someone in your family or an investment account for which you serve as a custodian may have purchased Geron common stock during the Class Period. The Court has directed us to send you this Notice because, as a potential Class Member, you have a right to know about your options before the Court rules on the proposed Settlement. If the Court approves the Settlement and the Plan of Allocation (or some other plan of allocation), the Claims Administrator selected by Lead Plaintiffs and approved by the Court will make payments pursuant to the Settlement after any objections and appeals are resolved.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

9. The purpose of this Notice is to inform you of the terms of the proposed Settlement of the Action and of a hearing to be held by the Court to consider the fairness, reasonableness, and adequacy of the Settlement and the proposed Plan of Allocation, as well as the motion by Lead Counsel for an award of attorneys' fees and payment of Litigation Expenses, and the requested service awards to the Lead Plaintiffs (the "Settlement Fairness Hearing"). See ¶¶81-85 below for details about the Settlement Fairness Hearing, including the date and location of the hearing.

10. The issuance of this Notice is not an expression of any opinion by the Court concerning the merits of any claim in the Action, and the Court still must decide whether to approve the Settlement. If the Court approves the Settlement and a plan of allocation, then payments to Authorized Claimants will be made after any appeals are resolved and after the completion of all claims processing. Please be patient, as this process can take some time to complete.

WHAT IS THIS CASE ABOUT?

11. Geron is a clinical stage biopharmaceutical company. During the Class Period, Geron's common stock traded on the Nasdaq under the symbol GERN.

12. Beginning on January 23, 2020, two related securities class actions brought on behalf of investors in Geron common stock were filed in the United States District Court for the Northern District of California (the "Court"). On May 14, 2020, the Court entered an Order appointing Julia Junge and Richard Junge as Lead Plaintiffs pursuant to the Private Securities Litigation Reform Act of 1995, consolidating all related actions, and inviting applications for Lead Counsel. On July 27, 2020, the Court entered an Order approving Lead Plaintiffs' selection of Kaplan Fox & Kilsheimer LLP ("Kaplan Fox") as Lead Counsel.

13. On August 20, 2020, Lead Plaintiffs filed a Consolidated Class Action Complaint For Violations of the Federal Securities Laws ("Consolidated Complaint") against Geron and Dr. Scarlett. On October 1, 2020, Defendants filed a motion to dismiss the Consolidated Complaint. On October 12, 2020, the Court entered a Stipulation and Order that permitted the Lead Plaintiffs to submit a further amended complaint pursuant to Rule 15 of the Federal Rules of Civil Procedure and set a briefing schedule for any motion(s) to dismiss in response thereto.

14. On October 22, 2020, Lead Plaintiffs filed the operative complaint in the Action, the Amended Consolidated Class Action Complaint for Violations of the Federal Securities Laws (the "Amended Complaint") against Geron and Dr. Scarlett. The Amended Complaint asserts claims against Geron and Dr. Scarlett under Section 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") and Rule 10b-5 promulgated thereunder, and against Dr. Scarlett under Section 20(a) of the Exchange Act. Among other things, the Amended Complaint alleges that, during the period from March 19, 2018, to September 26, 2018, inclusive (the "Class Period"), Defendants made materially false and misleading statements concerning the Company's single drug in development, imetelstat, and the results of a Phase 2 clinical trial known as the IMbark study², and that Geron and certain Company insiders sold Geron common stock at inflated prices while in possession of material, non-public information concerning the results from in the IMbark study. The Amended Complaint further alleges that Defendants' misstatements caused the price of Geron common stock to be inflated during the Class Period and to decline when the alleged truth emerged through a corrective disclosure on September 27, 2018, resulting in financial losses to those who purchased Geron common stock at the allegedly inflated price.

15. On November 23, 2020, Defendants filed a motion to dismiss the Amended Complaint. On December 10, 2020, Lead Plaintiffs filed their opposition to Defendants' motion to dismiss the Amended Complaint. On December 17, 2020, Defendants filed their reply in support of the motion to dismiss the Amended Complaint. On February 8, 2021, the Court heard oral argument on Defendants' motion to dismiss the Amended Complaint.

16. On April 12, 2021, the Court granted in part, and denied in part, Defendants' motion to dismiss (the "April 12 Order"), sustaining certain claims against Defendants under Section 10(b) of the Exchange Act and the Section 20(a) control person claim under the Exchange Act against Dr. Scarlett. On April 29, 2021, Lead Plaintiffs notified the Court that they elected to stand on the Amended Complaint and not file a further amendment in response to the April 12 Order.

² The IMbark study was designed to examine the use of imetelstat for the treatment of Myelofibrosis ("MF").

17. On May 13, 2021, Defendants filed their Answer to the Amended Complaint.

18. On May 18, 2021, the Parties conducted their Fed. R. Civ. P. Rule 26 conference, after which discovery commenced in the Action. To date, Lead Plaintiffs have produced over 2,000 pages of documents to Defendants, and Defendants and third parties have produced more than 426,000 pages of documents (not including pages produced in native format, e.g., PowerPoint and Microsoft Excel files) to Lead Plaintiffs. Lead Plaintiffs deposed 10 fact or expert witnesses and Defendants deposed both of the Lead Plaintiffs and Lead Plaintiffs' class certification expert.

19. On August 26, 2021, the Court held an Initial Case Management Conference.

20. On August 27, 2021, the Court entered a Case Management Order, which set the initial trial schedule for the Action.

21. On September 30, 2021, Lead Plaintiffs filed a motion for class certification. Between then and November 4, 2021, the parties produced documents, deposed each other's experts on class certification issues, Defendants deposed the Lead Plaintiffs, Defendants filed their opposition brief, and Lead Plaintiffs filed their reply brief. Following full briefing on the motion, on April 2, 2022, the Court issued an Order certifying the Class, appointing Lead Plaintiffs as Class Representatives for the certified Class, and appointing Lead Counsel Kaplan Fox as Class Counsel for the certified Class.

22. On May 3, 2022, the Court approved the Original Class Notice to notify the Class of, among other things: (i) the Action pending against Defendants; (ii) the Court's certification of the Action to proceed as a class action on behalf of the Class; and (iii) their right to request to be excluded from the Class, the effect of remaining in the Class or requesting exclusion, and the requirements for requesting exclusion. The deadline for requesting exclusion from the Class pursuant to the Original Class Notice was July 22, 2022. A list of the persons and entities who requested exclusion pursuant to the Original Class Notice is available at www.GeronSecuritiesLitigation.com.

23. On April 28, 2022, the Court entered the Joint Stipulation and Order Requesting Referral to Magistrate Judge for Settlement Conference. On April 29, 2022, the Court referred the Parties to Magistrate Judge Donna M. Ryu ("Judge Ryu") for purposes of overseeing mediation/settlement discussions between the Parties.

24. On May 2, 2022, Judge Ryu issued a Notice of Settlement and Settlement Conference Order, setting a Zoom settlement conference for May 31, 2022.

25. On May 31, 2022, the Parties held a settlement conference session, via Zoom, which was also attended by Geron's insurance carriers, but did not reach an agreement to settle the Action. Following the May 31, 2022, settlement conference with Judge Ryu, the Parties continued their discussions for several weeks but were unable to reach an agreement to settle the Action. During this period, the Parties continued to prepare to submit opening expert reports. Lead Plaintiffs also continued to pursue discovery from non-party Janssen Biotech, Inc. ("Janssen"), as documented during a July 14, 2022, Status Conference with the Court.

26. On July 20, 2022, the Parties participated in a call with Judge Ryu concerning the status of potential settlement discussions, and also had scheduled a second settlement conference, via Zoom, with Judge Ryu on August 12, 2022.

27. During the August 12, 2022 settlement conference supervised by Judge Ryu, which was, again, also attended by Geron's insurance carriers, the Parties reached an agreement in principle to settle the Action that was subsequently memorialized in a term sheet (the "Term Sheet") executed on August 19, 2022. The Term Sheet sets forth, among other things, the Parties' agreement to settle and release all claims against Defendants' Released Parties in return for a payment of \$24 million, to be paid by Defendants and/or their insurers, consisting of \$17 million in cash for the benefit of the Class, plus \$7 million in Settlement Stock (as defined in the Stipulation) and/or cash at Geron's option, subject to certain terms and conditions and the execution of a customary "long form" stipulation and agreement of settlement and related papers. The Stipulation is the agreement of the Parties that will be presented for approval to the Court at the Settlement Fairness Hearing.

28. On September 2, 2022, the Parties entered into the Stipulation, which sets forth the terms and conditions of the Settlement. The Stipulation is available at www.GeronSecuritiesLitigation.com. Lead Plaintiffs and Geron also entered into a confidential Supplemental Agreement, which gives Geron the right to terminate the Settlement if valid requests for exclusion are received from persons and entities entitled to be members of the Class in an amount that exceeds an amount agreed to by Lead Plaintiffs and Geron.

29. On September 2, 2022, Lead Plaintiffs moved for preliminary approval of the Settlement, and on October 13, 2022, the Court preliminarily approved the Settlement, authorized this Notice to be disseminated to Class Members, and scheduled the Settlement Fairness Hearing to consider whether to grant final approval to the Settlement.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

HOW DO I KNOW IF I AM AFFECTED BY THE SETTLEMENT? WHO IS INCLUDED IN THE CLASS?

30. If you are a member of the Class, you are subject to the Settlement unless you timely request to be excluded from the Class. The Class means the class certified in the Court’s Order on Motion for Class Certification dated April 2, 2022 (ECF No. 206). The Class consists of:

all persons who purchased Geron common stock during the period from March 19, 2018, to September 26, 2018, inclusive (the “Class Period”), and who were damaged thereby.

Excluded from the Class by definition are the Defendants, directors and officers of Geron, and their families and affiliates. Also excluded from the Class are (i) all persons and entities who excluded themselves by previously submitting a request for exclusion from the Class in response to the Original Class Notice; (ii) all persons and entities who exclude themselves from the Class by submitting a request for exclusion in response to this Settlement Notice that is accepted by the Court. See “What If I Do Not Want To Be A Member Of The Class? How Do I Exclude Myself,” below. If you previously requested exclusion from the Class, you do not need to do so again. A list of all persons or entities who previously submitted a request for exclusion from the Class is available at www.GeronSecuritiesLitigation.com.

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

If you are a Class Member and you wish to be eligible to receive a payment from the Settlement, you are required to submit the Claim Form that is being distributed with this Notice, and the required supporting documentation as set forth therein, sent by First-Class U.S. Mail to the Claims Administrator, and postmarked no later than midnight Pacific Time on February 16, 2023, or submitted online no later than midnight Pacific Time on February 16, 2023 to the Claims Administrator at www.GeronSecuritiesLitigation.com.

WHAT ARE LEAD PLAINTIFFS’ REASONS FOR THE SETTLEMENT?

31. Lead Plaintiffs and Lead Counsel believe that the claims asserted against Defendants have merit. They recognize, however, the expense and length of continued proceedings necessary to pursue their claims against Defendants through the Court’s ruling on summary judgment, pre-trial motions, a trial, and appeals, as well as the very substantial risks they would face in establishing liability and damages. For example, Defendants have maintained throughout the Action that Lead Plaintiffs will face challenges in proving scienter—*i.e.*, that Defendants knowingly or recklessly deceived investors. Defendants maintain that Defendant Dr. Scarlett’s lack of stock sales during the Class Period supports the inference that he did not act knowingly or recklessly, and that the stock sales by the Company and other insiders do not support a showing of scienter.

32. Defendants also assert that Defendants’ failure to reveal the actual results of the IMbark trial data are not actionable securities fraud because the data was not objectively adverse, but open to subjective interpretation. Defendants assert that the IMbark study’s reporting of metrics on spleen volume response (*i.e.*, a reduction in spleen size, an adverse physical impact of MF) and total symptom score (*i.e.*, a reduction in symptoms of those suffering from MF) did not have to meet any statistical threshold for imetelstat to advance in its clinical development from Phase 2 (the level of the IMbark study) to Phase 3 or to enable FDA approval of imetelstat. This dispute has been and would continue to be a core dispute between the Parties at summary judgment or trial, and potentially a battle of the experts issue with an unpredictable outcome before a jury. Defendants also assert that Lead Plaintiffs would be unable to prove that Defendants knew of Janssen’s decision to terminate in advance of its public announcement, or that Janssen’s decision was based on the IMbark study results.

33. Defendants assert that Geron’s announcement of the clinical trial data on the IMbark study at the end of the Class Period was issued at the same time as the announcement that Geron’s collaboration partner in the study, Janssen, announced a decision to discontinue the collaboration, and that therefore it is uncertain what, if any, portion of the resulting stock decline may be attributed to the disclosure of the allegedly adverse IMbark study data, presenting challenges to proof of loss causation and damages.

34. In light of these risks, the amount of the Settlement, and the immediacy of recovery to the Class, Lead Plaintiffs and Lead Counsel believe that the proposed Settlement is fair, reasonable, and adequate, and in the best interests of the Class. Lead Plaintiffs and Lead Counsel believe that the Settlement provides a substantial benefit to the Class, namely \$24,000,000 (less the various deductions described in this Notice), as compared to the risk that the claims in the Action would produce a smaller recovery, or no recovery, after summary judgment, trial, and appeals, possibly years in the future.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

35. Defendants have vigorously denied and continue to deny each and all of the claims asserted against them in the Action and deny that the Class was harmed or suffered any damages as a result of the conduct alleged in the Action. Defendants expressly have denied and continue to deny all charges of wrongdoing or liability against them arising out of any of the conduct, statements, acts, or omissions alleged, or that could have been alleged, in the Action. Defendants have agreed to the Settlement solely to eliminate the burden and expense of continued litigation. Accordingly, the Settlement may not be construed as an admission of any wrongdoing by Defendants.

WHAT MIGHT HAPPEN IF THERE WERE NO SETTLEMENT?

36. If there were no Settlement and Lead Plaintiffs failed to establish any essential legal or factual element of their claims against Defendants, neither Lead Plaintiffs nor the other members of the Class would recover anything from Defendants. Also, if Defendants were successful in proving any of their defenses, either at summary judgment, at trial, or on appeal, the Class could recover substantially less than the amount provided in the Settlement, or nothing at all.

HOW ARE CLASS MEMBERS AFFECTED BY THE ACTION AND THE SETTLEMENT?

37. As a Class Member, you are represented by Lead Plaintiffs and Lead Counsel, unless you enter an appearance through counsel of your own choice at your own expense. You are not required to retain your own counsel, but if you choose to do so, such counsel must file a notice of appearance on your behalf as provided in the section entitled, “When And Where Will The Court Decide Whether To Approve The Settlement?,” below.

38. If you are a Class Member and do not wish to remain a Class Member, you must exclude yourself from the Class by following the instructions in the section entitled, “What If I Do Not Want To Be A Member Of The Class? How Do I Exclude Myself?,” below. If you exclude yourself, you will not be able to receive a payment from the Settlement and you will not be able to object to the Settlement.

39. If you are a Class Member and you wish to object to the Settlement, the Plan of Allocation, and/or Lead Counsel’s application for attorneys’ fees and Litigation Expenses or the service awards for Lead Plaintiffs, and if you do not exclude yourself from the Class, you may present your objections by following the instructions in the section entitled, “When And Where Will The Court Decide Whether To Approve The Settlement?,” below.

40. If you are a Class Member and you do not exclude yourself from the Class, you will be bound by any orders issued by the Court. Even if you object and your objection is overruled by the Court, you will still be bound by any orders issued by the Court. If the Settlement is approved, the Court will enter a judgment (the “Judgment”). The Judgment will dismiss with prejudice the claims in the Action against Defendants and will provide that, upon the Effective Date of the Settlement, Lead Plaintiffs and each of the other Class Members, on behalf of themselves will have fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all of the Released Plaintiffs’ Claims (as defined in ¶41 below) against Defendants and Defendants’ Released Parties (as defined in ¶44 below), whether or not such Class Member executes and delivers a Claim or objects to the Settlement, and will forever be barred and enjoined from prosecuting, commencing, instituting, or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum, asserting any or all of the Released Plaintiffs’ Claims against any of the Defendants’ Released Parties. This Release shall not apply to any of the Excluded Plaintiffs’ Claims.

41. As defined in the Stipulation and used in this Notice, “Released Plaintiffs’ Claims” means all claims, including Unknown Claims, that were actually asserted against Defendants in the Amended Complaint, or that arise out of, are based upon, or relate to the allegations, transactions, acts, facts, events, matters, occurrences, representations, or omissions asserted in the Amended Complaint and concern claims or causes of action relating to the allegations, transactions, acts, facts, events, matters, occurrences, representations, or omissions alleged in the Amended Complaint that could have been asserted, but were not actually asserted against Defendants in the Amended Complaint. Released Plaintiffs’ Claims do not include any of the following claims: (i) claims relating to the enforcement of the Settlement; (ii) claims asserted in any pending derivative action, including, without limitation, claims asserted in *In re Geron Corporation Stockholder Derivative Action*, Master File No. 3:20-cv-02823-WHA (N.D. Cal.); *In re Geron Corporation Stockholder Derivative Litigation*, Case No. 1:20-cv-1207 (D. Del.); *In re Geron Corporation Stockholder Derivative Litigation*, Consolidated C.A. No. 2020-0684-SG (Del. Ch.); *Penney v. Scarlett*, Case No. 21CIV03165 (San Mateo Cty. Sup. Ct.) and any related or consolidated cases; (iii) claims of the persons or entities who submitted a request for exclusion from the Class by July 22, 2022, or whose late notice to be excluded from the Class has been accepted by the Court, in connection with the Original Class Notice (as set forth in Appendix 1 to the Stipulation); and (iv) claims of any persons or entities who submit a request for exclusion from the Class in connection with the Settlement Notice (“Excluded Plaintiffs’ Claims”).

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

42. As defined in the Stipulation and used in this Notice, “Released Defendants’ Claims” means all claims and causes of action of every nature and description, whether known claims or Unknown Claims, whether arising under federal, state, common or foreign law, that arise out of or relate in any way to the institution, prosecution, or settlement of the claims asserted in the Action against Defendants. Released Defendants’ Claims do not include any of the following claims: (i) claims relating to the enforcement of the Settlement; (ii) claims against the persons or entities who submitted a request for exclusion from the Class by July 22, 2022, or whose late notice to be excluded from the Class has been accepted by the Court, in connection with the Original Class Notice (as set forth in Appendix 1 to the Stipulation); or (iii) claims against any persons or entities who submit a request for exclusion from the Class in connection with the Settlement Notice (“Excluded Defendants’ Claims”).

43. As defined in the Stipulation and used in this Notice, “Plaintiffs’ Released Parties” means Lead Plaintiffs and Class Representatives, Lead Counsel and Class Counsel, and the members of the Class.

44. As defined in the Stipulation and used in this Notice, “Defendants’ Released Parties” means Defendants and their Related Parties.

45. As defined in the Stipulation and used in this Notice, “Unknown Claims” means any Released Plaintiffs’ Claims which Lead Plaintiffs or any other Class Member does not know or suspect to exist in his, her, or its favor at the time of the release of such claims, and any Released Defendants’ Claims which any Defendant does not know or suspect to exist in his, her, or its favor at the time of the release of such claims, which, if known by him, her, or it, might have affected his, her, or its decision(s) with respect to this Settlement, including, but not limited to, whether or not to object to the Settlement or the Released Claims. With respect to any and all Released Claims, the Parties stipulate and agree that, upon the Effective Date of the Settlement, Lead Plaintiffs and Defendants shall expressly waive, and each of the Class Members and Defendants’ Related Parties shall be deemed to have, and by operation of the Judgment shall have, expressly waived, the provisions, rights and benefits conferred by any law of any state or territory of the United States, or principle of common law or foreign law, which is similar, comparable, or equivalent to California Civil Code Section 1542, which provides:

A general release does not extend to claims that the creditor or releasing party does not know or suspect to exist in his or her favor at the time of executing the release and that, if known by him or her, would have materially affected his or her settlement with the debtor or released party.

Unknown Claims are limited to those that Lead Plaintiffs or any other Class Member or Defendants (i) asserted in the Amended Complaint or Action or (ii) arise out of or relate to the allegations, transactions, facts, events, matters, occurrences, representations, or omissions asserted in the Amended Complaint or Action and concern claims or causes of action of or by Lead Plaintiffs or any other Class Member who purchased or otherwise acquired Geron common stock during the Class Period and were allegedly damaged thereby. Lead Plaintiffs and any other Class Member, and Defendants may hereafter discover facts in addition to or different from those that he, she, it or their counsel now knows or believes to be true with respect to the subject matter of Released Plaintiffs’ Claims and Released Defendants’ Claims, but they stipulate and agree that, upon the Effective Date of the Settlement, they shall expressly waive and by operation of the Judgment shall have, fully, finally, and forever settled and released any and all Unknown Claims. The Parties acknowledge, and each of the Class Members and Defendants’ Related Parties shall be deemed by operation of law to have acknowledged, that the foregoing waiver was separately bargained for and is a key element of the Settlement.

46. In addition to the provisions noted at ¶¶40-45 above, the Judgment will also provide that, upon the Effective Date of the Settlement, Defendants, on behalf of themselves and their Related Parties, will have fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all Released Defendants’ Claims (as defined in ¶42) against Lead Plaintiffs and Plaintiffs’ Released Parties (as defined in ¶43), and will forever be barred and enjoined from prosecuting, commencing, instituting, or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum, asserting any or all of the Released Defendants’ Claims against any of the Plaintiffs’ Released Parties. This Release shall not apply to any of the Excluded Defendants’ Claims.

47. The Judgment will also provide that, no person or entity shall have any claim against Lead Plaintiffs, Lead Counsel, the Claims Administrator, or any other agent designated by Lead Counsel, or Defendants’ Released Parties and/or their respective counsel, arising from distributions made substantially in accordance with the Stipulation, the Plan of Allocation approved by the Court, or any order of the Court. Lead Plaintiffs and Defendants, and their respective counsel, and all other Releasees shall have no liability whatsoever for the acceptance, holding and/or sale of the Settlement Stock, the investment or distribution of the Settlement Fund (of which the Settlement Stock or its liquidated value is a part) or the Net Settlement Fund, the Plan of Allocation, or the determination, administration, calculation, or payment of any claim or nonperformance of the Claims Administrator, the payment or withholding of taxes (including interest and penalties) owed by the Settlement Fund, or any losses incurred in connection therewith.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

HOW DO I PARTICIPATE IN THE SETTLEMENT? WHAT DO I NEED TO DO?

48. To be eligible for a payment from the Settlement, you must be a member of the Class and you must timely complete and return the **Claim Form with adequate supporting documentation by no later than midnight Pacific Time on February 16, 2023 by First-Class U.S. Mail** to the Claims Administrator at the address listed below (*postmarked by due date*), or submit the **Claim Form and supporting documentation online at www.GeronSecuritiesLitigation.com, by no later than midnight Pacific Time on February 16, 2023**. You may submit your Claim Form any time before the deadline.

49. A Claim Form is included with this Notice, or you may obtain one from the website maintained by the Claims Administrator for the Settlement, www.GeronSecuritiesLitigation.com. You may also request that a Claim Form be mailed to you by calling the Claims Administrator toll free at 1-844-754-5537 or by emailing the Claims Administrator at info@GeronSecuritiesLitigation.com. **Please retain all records of your ownership of and transactions in Geron common stock, as they will be needed to document your Claim.** The Parties and Claims Administrator do not have information about your transactions in Geron common stock. If you do not submit a timely and valid Claim Form, you will not be eligible to share in the Net Settlement Fund.

HOW MUCH WILL MY PAYMENT BE?

50. At this time, it is not possible to make any determination as to how much money any individual Class Member may receive from the Settlement. As noted above, recovery will be impacted by the total number of valid Claim Forms submitted by Authorized Claimants, and among other factors, when and at what prices you purchased or sold your shares.

51. Pursuant to the Settlement, Geron has agreed to pay or cause to be paid a total of \$24,000,000 (the "Settlement Amount"), payable in two parts, the first being a payment of \$17 million in cash and the second being a payment of \$7 million which, at Geron's option, may be paid in cash and/or Settlement Stock as provided in the Stipulation. The Settlement Amount will be deposited into an Escrow Account. The Settlement Amount plus any interest earned thereon is referred to as the "Settlement Fund." If the Settlement is approved by the Court and the Effective Date occurs, the Net Settlement Fund will be distributed to Class Members who submit valid Claim Forms, in accordance with the proposed Plan of Allocation or such other plan of allocation as the Court may approve.

52. The Net Settlement Fund will not be distributed unless and until the Court has approved the Settlement and a plan of allocation, and the time for any petition for rehearing, appeal, or review, whether by certiorari or otherwise, has expired.

53. Neither Defendants nor any other person or entity that paid any portion of the Settlement Amount on their behalf are entitled to get back any portion of the Settlement Fund once the Judgment approving the Settlement becomes Final. Defendants shall not have any liability, obligation, or responsibility for the administration of the Settlement, the disbursement of the Net Settlement Fund, any actions of the Escrow Agent, or the Plan of Allocation.

54. Approval of the Settlement is independent from approval of a plan of allocation. Any determination with respect to a plan of allocation will not affect the Settlement, if approved.

55. Unless the Court otherwise orders, any Class Member who or which fails to submit a Claim Form by the deadline shall be fully and forever barred from receiving payments pursuant to the Settlement but will in all other respects remain a member of the Class and be subject to the provisions of the Stipulation, including the terms of any Judgment entered and the Releases given. This means that each Class Member releases the Released Plaintiffs' Claims (as defined in ¶41 above) against the Defendants' Released Parties (as defined in ¶44 above) and will be barred and enjoined from prosecuting any of the Released Plaintiffs' Claims against any of the Defendants' Released Parties whether or not such Class Member submits a Claim Form.

56. The Court has reserved jurisdiction to allow, disallow, or adjust on equitable grounds the Claim of any Class Member. Each Claimant shall be deemed to have submitted to the jurisdiction of the Court with respect to his, her, or its Claim Form.

57. Only members of the Class will be eligible to share in the distribution of the Net Settlement Fund. Persons and entities that are excluded from the Class by definition or that previously excluded themselves from the Class pursuant to request or who now exclude themselves from the Class by request will not be eligible for a payment and should not submit Claim Forms. The only security that is included for Class Members to submit a claim on in the Settlement is Geron common stock.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

PROPOSED PLAN OF ALLOCATION

58. The objective of the Plan of Allocation set forth below is to equitably distribute Settlement proceeds to those Authorized Claimants who allegedly suffered economic losses as a proximate result of the wrongdoing set forth in the Amended Complaint. The Plan of Allocation generally measures the amount of loss that Authorized Claimants can claim for purposes of making *pro rata* allocations of the Settlement proceeds. To design this Plan, Class Counsel has conferred with their damages expert. However, the Plan of Allocation is not a formal damages analysis. The calculations made pursuant to the Plan of Allocation are not intended to be estimates of the amounts that Authorized Claimants might have been able to recover after a trial. Nor are the calculations pursuant to the Plan of Allocation intended to be estimates of the amounts that will be paid to Authorized Claimants pursuant to the Settlement. The calculations made pursuant to the Plan of Allocation are only a method to weigh the claims of Authorized Claimants against one another for the purposes of making *pro rata* allocations of the Settlement proceeds.

59. For losses to be compensable damages under the federal securities laws, the disclosure of the allegedly misrepresented information must be the cause of the investor's loss and inflation paid at the time of purchase must exceed the inflation at time of sale. In this case, Lead Plaintiffs alleged that Defendants made false statements and omitted material facts during the period between March 19, 2018, through and including September 26, 2018, which had the effect of artificially inflating the prices of Geron common stock. Lead Plaintiffs alleged that artificial inflation was removed from Geron's common stock on September 27, 2018, and September 28, 2018, in reaction to information disclosed on September 27, 2018 (prior to market hours).

60. In order to have a "Recognized Loss Amount" under the Plan of Allocation, the security must have been purchased during the Class Period and held through at least until September 27, 2018, the date where the alleged new corrective information was released to the market that resulted in a statistically significant change in market price of Geron's common stock.

CALCULATION OF RECOGNIZED LOSS AMOUNTS

61. A Recognized Loss Amount will be calculated by the Claims Administrator as set forth below for each purchase of Geron common stock from March 19, 2018, through and including September 26, 2018, that is listed in the Claim Form and for which adequate documentation is provided. To the extent that a calculation of a Recognized Loss Amount results in a negative number, that number shall be set to zero.

62. For each share of Geron common stock purchased from March 19, 2018, through and including September 26, 2018, and:

- A. Sold before September 27, 2018, the Recognized Loss Amount for each such share shall be zero.
- B. Sold on September 27, 2018, the Recognized Loss Amount for each such share shall be *the least of*:
 - (i) \$2.46; or
 - (ii) the purchase price of each such share multiplied by 0.45; or
 - (iii) the actual purchase price of each such share *minus* the closing price on September 27, 2018, as set forth in Table 1 below; or
 - (iv) the actual purchase price *minus* the actual sale price.
- C. Sold during the period from September 28, 2018, through and including December 24, 2018, the Recognized Loss Amount for each such share shall be *the least of*:
 - (i) \$2.81; or
 - (ii) the purchase price of each such share multiplied by 0.45; or
 - (iii) the actual purchase price of each such share *minus* the average closing price from September 27, 2018, up to the date of sale as set forth in Table 1 below; or
 - (iv) the actual purchase price *minus* the actual sale price.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

- D. Held as of the close of trading on December 24, 2018, the Recognized Loss Amount for each such share shall be *the least of*:
- (i) \$2.81; or
 - (ii) the purchase price of each such share multiplied by 0.45; or
 - (iii) the actual purchase price of each such share *minus* \$1.57.³

ADDITIONAL PROVISIONS

63. **FIFO Matching:** If a Claimant has more than one purchase or sale of Geron common stock during the Class Period, all purchases and sales shall be matched on a First In, First Out (“FIFO”) basis. Class Period sales will be matched first against any holdings at the beginning of the Class Period, and then against purchases in chronological order, beginning with the earliest purchase made during the Class Period.

64. **Calculation of Claimant’s “Recognized Claim”:** A Claimant’s “Recognized Claim” will be the sum of his, her, or its Recognized Loss Amounts as calculated above.

65. **Purchase/Sale Dates and Prices:** Purchases and sales of Geron common stock shall be deemed to have occurred on the “contract” or “trade” date as opposed to the “settlement” or “payment” date. All purchase and sale prices shall exclude any fees, taxes, and commissions. The receipt or grant of Geron common stock by gift, inheritance or operation of law during the Class Period shall not be deemed a purchase or sale for the calculation of a Claimant’s Recognized Loss Amount pursuant to the calculations set forth above, and such receipt or grant shall not be deemed an assignment of any claim relating to the purchase or sale of such Geron Securities, unless (i) the donor or decedent purchased such securities during the Class Period; (ii) the instrument of gift or assignment specifically provides that it is intended to transfer such rights; and (iii) no Claim Form was submitted by or on behalf of the donor, on behalf of the decedent, or by anyone else with respect to such Geron Securities.

66. **Short Sales:** With respect to the calculation of a Claimant’s Recognized Loss Amount, the date of covering a short sale is deemed to be the date of purchase of the stock, and the date of a short sale is deemed to be the date of sale. In accordance with the Plan of Allocation, however, the Recognized Loss Amount on short sales, including purchases covering short sales, during the Class Period is zero. In the event that a Claimant has an opening short position in Geron common stock, the earliest Class Period purchases shall be matched against such opening short position and not be entitled to a recovery until that short position is fully covered.

67. **Eligible Securities:** Geron common stock is the only security eligible for recovery under the Plan of Allocation. With respect to Geron common stock purchased or sold through the exercise of an option, the purchase/sale date of the Geron common stock will be the exercise date of the option and the purchase/sale price will be the exercise price of the option.

68. **Determination of Distribution Amount:** If the sum total of Recognized Claims of all Authorized Claimants who are entitled to receive payment out of the Net Settlement Fund is greater than the Net Settlement Fund, each Authorized Claimant shall receive his, her, or its *pro rata* share of the Net Settlement Fund. The *pro rata* share will be the Authorized Claimant’s Recognized Claim divided by the total of Recognized Claims of all Authorized Claimants, multiplied by the total amount in the Net Settlement Fund.

69. If the Net Settlement Fund exceeds the sum total amount of the Recognized Claims of all Authorized Claimants entitled to receive payment out of the Net Settlement Fund, the excess amount in the Net Settlement Fund will be distributed *pro rata* to all Authorized Claimants entitled to receive payment.

70. If an Authorized Claimant’s Distribution Amount calculates to less than \$10.00, no distribution will be made to that Authorized Claimant.

71. After the initial distribution of the Net Settlement Fund, the Claims Administrator will make reasonable and diligent efforts to have Authorized Claimants cash their distribution checks. To the extent any monies remain in the Net Settlement Fund nine (9) months after the initial distribution, if Class Counsel, in consultation

³ Pursuant to Section 21(D)(e)(1) of the PSLRA, “in any private action arising under this title in which the plaintiff seeks to establish damages by reference to the market price of a security, the award of damages to the plaintiff shall not exceed the difference between the purchase or sale price paid or received, as appropriate, by the plaintiff for the subject security and the mean trading price of that security during the 90-day look-back period beginning on the date on which the information correcting the misstatement or omission that is the basis for the action is disseminated to the market.” Consistent with the requirements of the PSLRA, Recognized Loss Amounts are reduced to an appropriate extent by taking into account the closing prices of Geron common stock during the 90- day look-back period, September 27, 2018, through December 24, 2018. The mean (average) closing price for Geron common stock during this 90-day look-back period was \$1.57.

with the Claims Administrator, determine that it is cost-effective to do so, the Claims Administrator will conduct a re-distribution of the funds remaining after payment of any unpaid fees and expenses incurred in administering the Settlement, including for such re-distribution, to Authorized Claimants who have cashed their initial distributions and who would receive at least \$10.00 from such re-distribution. Additional re-distributions to Authorized Claimants who have cashed their prior checks and who would receive at least \$10.00 on such additional re-distributions may occur thereafter if Class Counsel, in consultation with the Claims Administrator, determine that additional re-distributions, after the deduction of any additional fees and expenses incurred in administering the Settlement, including for such re-distributions, would be cost-effective.

72. The Plan of Allocation set forth herein is the plan that is being proposed by Lead Plaintiffs and Class Counsel to the Court for approval. The Court may approve this Plan of Allocation as proposed or it may modify the Plan without further notice to the Settlement Class. Any orders regarding a modification of the Plan of Allocation will be posted to the website for this Settlement, www.GeronSecuritiesLitigation.com.

TABLE 1

Geron Common Stock Closing Price and Average Closing Price September 27, 2018 – December 24, 2018

Date	Closing Price	Average Closing Price Between September 27, 2018 and Date Shown	Date	Closing Price	Average Closing Price Between September 27, 2018 and Date Shown
9/27/2018	\$2.31	\$2.31	11/9/2018	\$1.65	\$1.70
9/28/2018	\$1.76	\$2.04	11/12/2018	\$1.57	\$1.70
10/1/2018	\$1.56	\$1.88	11/13/2018	\$1.56	\$1.69
10/2/2018	\$1.71	\$1.84	11/14/2018	\$1.51	\$1.69
10/3/2018	\$1.82	\$1.83	11/15/2018	\$1.57	\$1.68
10/4/2018	\$1.76	\$1.82	11/16/2018	\$1.59	\$1.68
10/5/2018	\$1.83	\$1.82	11/19/2018	\$1.54	\$1.68
10/8/2018	\$1.84	\$1.82	11/20/2018	\$1.52	\$1.67
10/9/2018	\$1.73	\$1.81	11/21/2018	\$1.58	\$1.67
10/10/2018	\$1.72	\$1.80	11/23/2018	\$1.53	\$1.67
10/11/2018	\$1.66	\$1.79	11/26/2018	\$1.53	\$1.66
10/12/2018	\$1.69	\$1.78	11/27/2018	\$1.48	\$1.66
10/15/2018	\$1.66	\$1.77	11/28/2018	\$1.55	\$1.66
10/16/2018	\$1.84	\$1.78	11/29/2018	\$1.55	\$1.66
10/17/2018	\$1.76	\$1.78	11/30/2018	\$1.61	\$1.65
10/18/2018	\$1.71	\$1.77	12/3/2018	\$1.62	\$1.65
10/19/2018	\$1.67	\$1.77	12/4/2018	\$1.50	\$1.65
10/22/2018	\$1.64	\$1.76	12/6/2018	\$1.55	\$1.65
10/23/2018	\$1.64	\$1.75	12/7/2018	\$1.49	\$1.65
10/24/2018	\$1.51	\$1.74	12/10/2018	\$1.41	\$1.64
10/25/2018	\$1.56	\$1.73	12/11/2018	\$1.40	\$1.64
10/26/2018	\$1.52	\$1.72	12/12/2018	\$1.45	\$1.63
10/29/2018	\$1.48	\$1.71	12/13/2018	\$1.39	\$1.63
10/30/2018	\$1.50	\$1.70	12/14/2018	\$1.36	\$1.62
10/31/2018	\$1.53	\$1.70	12/17/2018	\$1.19	\$1.62

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

11/1/2018	\$1.85	\$1.70		12/18/2018	\$1.16	\$1.61
11/2/2018	\$1.67	\$1.70		12/19/2018	\$1.08	\$1.60
11/5/2018	\$1.77	\$1.70		12/20/2018	\$1.03	\$1.59
11/6/2018	\$1.65	\$1.70		12/21/2018	\$0.98	\$1.58
11/7/2018	\$1.72	\$1.70		12/24/2018	\$0.99	\$1.57
11/8/2018	\$1.68	\$1.70				

**WHAT PAYMENT ARE THE ATTORNEYS FOR THE CLASS SEEKING?
HOW WILL THE LAWYERS BE PAID?**

73. Lead Counsel has not received any payment for its services in pursuing claims against Defendants on behalf of the Class, nor has it been paid for its litigation expenses. Before final approval of the Settlement, Lead Counsel will apply to the Court for an award of attorneys' fees in an amount not to exceed 18% of the Settlement Fund, or \$4.32 million, plus interest. At the same time, Lead Counsel also intends to apply for payment of Litigation Expenses in an amount not to exceed \$1,140,000. Lead Counsel will file its motion for attorneys' fees and expenses by **February 2, 2023**. The Court will determine the amount of any award of attorneys' fees or Litigation Expenses. Such sums as may be approved by the Court will be paid solely from the Settlement Fund. Class Members are not personally liable for any such fees or expenses. Similarly, Lead Plaintiffs may each apply for a service award, subject to Court approval. Lead Plaintiff Julia Junge may seek up to \$10,000, and Lead Plaintiff Richard Junge may seek up to \$2,500.

**WHAT IF I DO NOT WANT TO BE A MEMBER OF THE CLASS?
HOW DO I EXCLUDE MYSELF?**

74. Each Class Member will be bound by all determinations and judgments in this Action, whether favorable or unfavorable, unless such person or entity mails by First-Class U.S. Mail a written request for exclusion addressed to: *Geron Securities Litigation*, EXCLUSIONS, c/o Epiq Class Action & Claims Solutions, P.O. Box 4574, Portland, OR 97208-4574. The request for exclusion must be **postmarked by no later than March 9, 2023 at midnight Pacific Time**. Class Members may also submit their exclusion request **online by no later than March 9, 2023** at midnight Pacific Time to the Claims Administrator at www.GeronSecuritiesLitigation.com. You will not be able to exclude yourself from the Class **after midnight Pacific Time on March 9, 2023**.

75. You do not need to request exclusion from the Class again if you previously submitted a request for exclusion in response to the Original Class Notice (which was initially distributed in May 2022). A list of persons and entities who previously requested exclusion from the Class in response to the Original Class Notices is available at www.GeronSecuritiesLitigation.com.

76. Each request for exclusion must: (i) state the name, address, telephone number and e-mail address (if e-mail address is available) of the person or entity requesting exclusion, and in the case of entities, the name and telephone number of the appropriate contact person; (ii) state that such person or entity requests exclusion from *Julia Junge and Richard Junge v. Geron Corp. and John A. Scarlett*, Case No. 3:20-cv-00547-WHA (N.D. Cal.); (iii) state whether the shares owned by the person requesting exclusion were owned in street name and, if so, by whom; (iv) and provide documents sufficient to prove membership in the Class, including documents showing the number of shares of publicly-traded Geron common stock that the person or entity requesting exclusion (A) owned as of the opening of trading on March 19, 2018, and (B) purchased and/or sold during the Class Period (*i.e.*, from March 19, 2018, to September 26, 2018, inclusive). Documentation establishing membership in the Class must consist of copies of brokerage confirmation slips or monthly brokerage account statements, or an authorized statement from the broker for the person or entity requesting exclusion and containing the transactional and holding information found in a broker confirmation slip or account statement; and (v) the exclusion request must be signed by the person or entity requesting exclusion or an authorized representative.

77. A request for exclusion shall not be valid and effective unless it provides all the information called for in ¶76 and is sent in the manner and within the time stated above, or is otherwise accepted by the Court.

78. If you do not want to be part of the Class, you must follow these instructions for exclusion even if you have pending, or later file, another lawsuit, arbitration, or other proceeding relating to any Released Plaintiffs' Claims against any of the Defendants' Released Parties. Excluding yourself from the Class is the only option that allows you to be part of any other current or future lawsuit against Defendants or any of the other Defendants' Released Parties concerning the Released Plaintiffs' Claims. Please note: If you decide to exclude yourself from the Class, Defendants and Defendants' Released Parties will have the right to assert any and all defenses they may have to any claims that you may seek to assert.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

79. If you ask to be excluded from the Class, you will not be eligible to receive any payment out of the Net Settlement Fund and you will not be able to submit an objection to the Settlement, the Plan of Allocation, or Lead Counsel's motion for attorneys' fees and expenses or payment of service awards to the Lead Plaintiffs.

80. Lead Plaintiffs and Defendants have entered into a confidential Supplemental Agreement, which gives Defendants the right to terminate the Settlement if valid requests for exclusion are received from persons and entities entitled to be members of the Class in an amount that exceeds an amount agreed to by Lead Plaintiffs and Defendants.

**WHEN AND WHERE WILL THE COURT DECIDE WHETHER TO APPROVE THE SETTLEMENT?
DO I HAVE TO COME TO THE HEARING?
MAY I SPEAK AT THE HEARING IF I DON'T LIKE THE SETTLEMENT?**

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

82. **Please Note:** The date and time of the Settlement Fairness Hearing may change without further written notice to the Class. In addition, the Court may decide to conduct the Settlement Fairness Hearing by video or telephonic conference, or otherwise allow Class Members to appear at the hearing by phone or video, without further written notice to the Class. **In order to determine whether the date and time of the Settlement Fairness Hearing have changed, or whether Class Members must or may participate by phone or video, it is important that you monitor the Court's docket and the Settlement website, www.GeronSecuritiesLitigation.com, before making any plans to attend the Settlement Fairness Hearing. Any updates regarding the hearing, including any changes to the date or time of the hearing or updates regarding in person or telephonic appearances at the hearing, will be posted to the Settlement website, www.GeronSecuritiesLitigation.com. Also, if the Court requires or allows Class Members to participate in the Settlement Fairness Hearing by telephone or video conference, the information needed to access the conference will be posted to www.GeronSecuritiesLitigation.com.**

83. The Settlement Fairness Hearing will be held on **March 30, 2023 at 11:00 a.m. Pacific time**, before the Honorable William Alsup either in person at the United States District Court for the Northern District of California, San Francisco Courthouse, Courtroom 12 – 19th Floor, 450 Golden Gate Avenue, San Francisco, CA 94102, or by telephone or videoconference (in the discretion of the Court). At the hearing, the Court will determine, among other things, (i) whether the proposed Settlement on the terms and conditions provided for in the Stipulation is fair, reasonable, and adequate to the Class, and should be finally approved by the Court; (ii) whether the Action should be dismissed with prejudice against Defendants and the Releases specified and described in the Stipulation (and in this Notice) should be granted; (iii) whether the proposed Plan of Allocation should be approved as fair and reasonable; (iv) whether Lead Counsel's motion for attorneys' fees and Litigation Expenses should be approved and service awards should be paid to Lead Plaintiffs; and (v) any other matters that may properly be brought before the Court in connection with the Settlement. The Court reserves the right to approve the Settlement, the Plan of Allocation, and Lead Counsel's motion for attorneys' fees and Litigation Expenses and service awards to Lead Plaintiffs; and/or consider any other matter related to the Settlement at or after the Settlement Fairness Hearing without further notice to the members of the Class.

84. Any Class Member who or which does not request exclusion may object to the Settlement, the proposed Plan of Allocation, or Lead Counsel's motion for attorneys' fees and Litigation Expenses and service awards to Lead Plaintiffs. Objections must be in writing. To object, the Court must receive your written objection, together with copies of all other papers and briefs supporting the objection, **by no later than March 9, 2023 at midnight Pacific Time (the "Objection Deadline")**. You have three options ("Filing Options") to meet the Objection Deadline, you may file the objections electronically on the docket for the Action, you may visit any location of the Court during business hours of the Clerk's Office to file the objections (the hours and locations are available at <https://cand.uscourts.gov>), or you may mail (postmarked by the Objection Deadline) a copy of the objections to the Clerk's Office at the United States District Court for the Northern District of California at this address:

Clerk's Office

United States District Court Northern District of California Class Action Clerk
Phillip Burton Federal Building &
U.S. Courthouse
450 Golden Gate Avenue
San Francisco, CA 94102

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

85. Any objection must (i) identify the case name and docket number, *Julia Junge and Richard Junge v. Geron Corp. and John A. Scarlett*, Case No. 3:20-cv-00547-WHA (N.D. Cal.); (ii) state the name, address, telephone number and e-mail address (if e-mail address is available) of the person or entity objecting and must be signed by the objector; (iii) state whether the objector is represented by counsel and, if so, the name, address, and telephone number of the objector's counsel; (iv) contain a statement of the Class Member's objection or objections, and the specific reasons for each objection, including any legal and evidentiary support the Class Member wishes to bring to the Court's attention and whether the objection applies only to the objector, to a specific subset of the Class, or to the entire Class; and (v) include documents sufficient to prove membership in the Class, including documents showing the number of shares of publicly-traded Geron common stock that the objector (A) owned as of the opening of trading on March 19, 2018 and (B) purchased and/or sold during the Class Period (i.e., from March 19, 2018, to September 26, 2018, inclusive). Documentation establishing membership in the Class must consist of copies of brokerage confirmation slips or monthly brokerage account statements, or an authorized statement from the objector's broker containing the transactional and holding information found in a broker confirmation slip or account statement.

86. Lead Plaintiffs and Lead Counsel will file their detailed motion papers in support of final approval of the Settlement and approval of attorneys' fees and Litigation Expenses and service awards for the Lead Plaintiffs on **February 2, 2023**. Those papers will be made available on www.GeronSecuritiesLitigation.com if you wish to review them before submitting an objection.

87. You may not object to the Settlement, the Plan of Allocation, or Lead Counsel's motion for attorneys' fees and Litigation Expenses and for service awards for Lead Plaintiffs if you previously excluded yourself or now exclude yourself from the Class or if you are not a member of the Class.

88. If you submit an objection, you will still be bound by the Court's orders in the Action even if the Court overrules your objection. You may submit a Claim Form and be eligible to receive a payment in the Settlement even if you submit an objection.

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

90. If you wish to be heard orally at the hearing in opposition to the approval of the Settlement, the Plan of Allocation, or Lead Counsel's motion for attorneys' fees and Litigation Expenses, assuming you timely file a written objection as described above, you must also file a notice of appearance, which may be done under any of the three Filing Options listed for filing the objections set forth in ¶84 above so that it is filed and/or postmarked **on or before March 9, 2023 at midnight Pacific Time**. Persons who intend to object and desire to present evidence at the Settlement Fairness Hearing must include in their written objection or notice of appearance the identity of any witnesses they may call to testify and exhibits they intend to introduce into evidence at the hearing. It is within the Court's discretion to allow appearances at the Settlement Fairness Hearing either in person or by telephone or videoconference, with or without the filing of written objections.

91. You are not required to hire an attorney to represent you in making written objections or in appearing at the Settlement Fairness Hearing. However, if you decide to hire an attorney, it will be at your own expense, and that attorney must file a notice of appearance with the Court so that the notice is **filed and/or postmarked on or before March 9, 2023 at midnight Pacific Time**.

92. The Settlement Fairness Hearing may be adjourned by the Court without further written notice to the Class. If you plan to attend the hearing, you should confirm the date and time with Lead Counsel.

93. Unless the Court orders otherwise, any Class Member who does not object in the manner described above will be deemed to have waived any objection and shall be forever foreclosed from making any objection to the proposed Settlement, the proposed Plan of Allocation, or Lead Counsel's motion for attorneys' fees and Litigation Expenses. Class Members do not need to appear at the Settlement Fairness Hearing or take any other action to indicate their approval.

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

94. **If you previously provided the names and addresses of persons on whose behalf you purchased Geron common stock during the period from March 19, 2018, to September 26, 2018, inclusive, in connection with the Original Class Notice (disseminated in or around May 2022), and (i) those names and addresses remain current and (ii) you have no additional names and addresses for potential Class Members to provide to**

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

the Claims Administrator, you need do nothing further at this time. The Claims Administrator will mail a copy of this Settlement Notice and the Claim Form (the “Settlement Notice Packet”) to the beneficial owners whose names and addresses were previously provided in connection with the Class Notices.

95. If you elected to mail the Original Class Notice directly to beneficial owners, you were advised that you must retain the mailing records for use in connection with any further notices that may be provided in the Action. If you elected this option, the Claims Administrator will forward the same number of Settlement Notice Packets to you to send to the beneficial owners. You must mail the Settlement Notice Packets to the beneficial owners no later than **seven (7) calendar days after receipt** of the Settlement Notice Packets.

96. If you have additional name and address information, if the name and address information of certain of your beneficial owners has changed, or if you need additional copies of the Settlement Notice Packet, or have not already provided information regarding persons on whose behalf you purchased Geron common stock during the period from March 19, 2018, to September 26, 2018, inclusive, in connection with the Original Class Notice, then the Court has ordered that you must, by **seven (7) calendar days after receipt** of the Settlement Notice Packets, either: (i) send a list of the names and addresses of such beneficial owners to the Claims Administrator at Geron Securities Litigation, c/o Epiq Class Action & Claims Solutions, P.O. Box 4574, Portland, OR 97208-4574, in which event the Claims Administrator shall promptly mail the Settlement Notice Packet to such beneficial owners; or (ii) request from Epiq sufficient copies of the Settlement Notice Packet to forward to all such beneficial owners, which you must then mail to the beneficial owners **no later than seven (7) calendar days after receipt, and no later than November 30, 2022**. As stated above, if you have already provided this information in connection with the Original Class Notice, unless that information has changed (*e.g.*, the beneficial owner has changed address), it is unnecessary to provide such information again.

97. Upon full and timely compliance with these directions, such nominees may seek reimbursement of their reasonable expenses actually incurred, by providing the Claims Administrator with proper documentation supporting the expenses for which reimbursement is sought. Copies of this Notice and the Claim Form may also be obtained from the Settlement website, www.GeronSecuritiesLitigation.com, by calling the Claims Administrator toll-free at 1-844-754-5537, or by emailing the Claims Administrator at info@GeronSecuritiesLitigation.com.

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

98. This Notice contains only a summary of the terms of the proposed Settlement. For the precise terms and conditions of the Settlement or to obtain additional information, you may find the Stipulation and other relevant documents at www.GeronSecuritiesLitigation.com, by contacting Lead Counsel at the address below, by accessing the Court docket in this case, for a fee, through the Court’s Public Access to Court Electronic Records (PACER) system at <https://ecf.cand.uscourts.gov>, or by visiting the office of the Clerk of the Court for the United States District Court for the Northern District of California, 450 Golden Gate Avenue, San Francisco, CA 94102, between 9:00 a.m. and 4:00 p.m., Monday through Friday, excluding Court holidays. Please note, when searching on PACER, the Action originally was named *Tollen v. Geron Corp., et al.*, Case No. 3:20-cv-00547-WHA, as that may assist in your search. Lead Counsel will post the Settlement Notice and Claim Form on www.kaplanfox.com through the date of the Settlement Fairness Hearing.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

All inquiries concerning this Notice and the Claim Form should be directed to:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
Info@GeronSecuritiesLitigation.com
1-844-754-5537

Laurence D. King, Esq.
KAPLAN FOX & KILSHEIMER LLP
1999 Harrison Street, Suite 1560
Oakland, CA 94612
1-800-290-1952
lking@kaplanfox.com

Jeffrey P. Campisi, Esq.
KAPLAN FOX & KILSHEIMER LLP
850 Third Avenue, 14th Floor
New York, NY 10022
1-800-290-1952
jcampisi@kaplanfox.com

DO NOT CALL OR WRITE THE COURT, THE OFFICE OF THE CLERK OF THE COURT, DEFENDANTS, OR DEFENDANTS' COUNSEL REGARDING THIS SETTLEMENT OR THE CLAIM PROCESS. BY ORDER OF THE COURT:

Dated: October 13, 2022

By Order of the Court
United States District Court
Northern District of California

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

Geron Securities Litigation
Toll-Free Number: 1-844-754-5537
Email: info@GeronSecuritiesLitigation.com
Website: www.GeronSecuritiesLitigation.com

PROOF OF CLAIM AND RELEASE FORM

To be eligible to receive money from the Net Settlement Fund in connection with the Settlement of this Action, you must complete and sign this Proof of Claim and Release Form (“Claim Form”) and mail it by First-Class Mail to the address below, or submit it online at www.GeronSecuritiesLitigation.com, with supporting documentation, **postmarked if mailed (or if submitted online, received by the Claims Administrator) by no later than midnight Pacific Time on February 16, 2023.** You may submit your Claim Form any time before the deadline.

Mail to:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
1-844-754-5537

Failure to submit your Claim Form by the deadline will subject your claim to rejection and may preclude you from being eligible to receive a payment from the Settlement.

Do not mail or deliver your Claim Form to the Court, Lead Counsel, Defendants’ Counsel, or any of the Parties to the Action. Submit your Claim Form only to the Claims Administrator (Epiq Class Action & Claims Solutions) at the address (or website address online) set forth above.

TABLE OF CONTENTS

PAGE #

PART I – CLAIMANT INFORMATION.....	2
PART II – SCHEDULE OF TRANSACTIONS IN GERON COMMON STOCK.....	3
PART III – RELEASE OF CLAIMS AND SIGNATURE	4
INSTRUCTIONS AND CHECKLIST.....	6

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

PART I – CLAIMANT INFORMATION

The Claims Administrator will use this information for all communications regarding this Claim Form. If this information changes, you **MUST** notify the Claims Administrator in writing at the address above. Complete names of all persons and entities must be provided.

Beneficial Owner's First Name	MI	Beneficial Owner's Last Name
<input type="text"/>	<input type="text"/>	<input type="text"/>

Joint Beneficial Owner's First Name	MI	Joint Beneficial Owner's Last Name
<input type="text"/>	<input type="text"/>	<input type="text"/>

If this claim is submitted for an IRA, and if you would like any check that you MAY be eligible to receive made payable to the IRA, please include your name and "IRA" in the "Entity Name" box below (e.g., John Jones IRA).

Entity Name (if Beneficial Owner is not an individual)

Representative or Custodian Name if applicable (*executor, administrator, trustee, c/o, etc.*), (if different from Beneficial Owner[s] listed above)

Address 1 (street name and number)

Address 2 (apartment, unit or box number)

City	State	Zip or Foreign Postal Code
<input type="text"/>	<input type="text"/>	<input type="text"/> - <input type="text"/>

Country

Last four digits of Social Security Number or Taxpayer Identification Number

Telephone Number (Day)	Telephone Number (Evening)
<input type="text"/> - <input type="text"/> - <input type="text"/>	<input type="text"/> - <input type="text"/> - <input type="text"/>

Email address (Email address is not required, but if you provide it you authorize the Claims Administrator to use it in providing you with information relevant to this claim)

Account Number (where securities were traded)

Type of Beneficial Owner: Specify one of the following:

<input type="checkbox"/> Individual	<input type="checkbox"/> IRA/401K	<input type="checkbox"/> Estate
<input type="checkbox"/> Joint	<input type="checkbox"/> Pension Plan	<input type="checkbox"/> Trust
<input type="checkbox"/> Corporation	<input type="checkbox"/> Partnership	<input type="checkbox"/> UGMA Custodian
<input type="checkbox"/> Other (describe: _____)		

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

PART II – SCHEDULE OF TRANSACTIONS IN GERON COMMON STOCK

Please provide the requested information on your holdings and trading of Geron common stock. During the Class Period, Geron common stock traded on the Nasdaq under the symbol GERN, CUSIP: 374163103. Please include proper documentation with your Claim Form as described in the Instructions, ¶¶4 & 13 on pages 6-7 below.

1. HOLDINGS AS OF MARCH 19, 2018 – State the total number of shares of Geron common stock held as of the opening of trading on March 19, 2018. (Must be documented.) If none, write “zero” or “0.”

--	--	--	--	--	--	--	--

2. PURCHASES FROM MARCH 19, 2018, THROUGH SEPTEMBER 26, 2018 – Separately list each purchase of Geron common stock from after the opening of trading on March 19, 2018, through and including the close of trading on September 26, 2018. (Must be documented.)

Date of Purchase (List Chronologically) (Month/Day/Year)	Number of Shares Purchased	Purchase Price per Share	Confirm Proof of Purchase Enclosed																							
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> </tr> </table>	
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> </tr> </table>	
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> </tr> </table>	
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> </tr> </table>	

3. PURCHASES FROM SEPTEMBER 27, 2018 THROUGH DECEMBER 24, 2018 – State the total number of shares of Geron common stock purchased from after the opening of trading on September 27, 2018, through the close of trading on December 24, 2018. If none, write “zero” or “0.”

--	--	--	--	--	--	--	--

4. SALES FROM MARCH 19, 2018 THROUGH DECEMBER 24, 2018 – Separately list each sale of Geron common stock from after the opening of trading on March 19, 2018, through and including the close of trading on December 24, 2018. (Must be documented.)

IF NONE, CHECK HERE

Date of Sale (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Sale Price Per Share	Confirm Proof of Sale Enclosed																							
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> </tr> </table>	
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> </tr> </table>	
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> </tr> </table>	
<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									\$ <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table> . <table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>							<table border="1"> <tr> <td style="width: 20px; height: 20px;"></td> </tr> </table>	

5. HOLDINGS AS OF DECEMBER 24, 2018 – State the total number of shares of Geron common stock held as of the close of trading on December 24, 2018. (Must be documented.) If none, write “zero” or “0.”

Confirm Proof of Position Enclosed

--	--	--	--	--	--	--	--

IF YOU NEED ADDITIONAL SPACE, ATTACH EXTRA SCHEDULES IN THE SAME FORMAT. PRINT THE BENEFICIAL OWNER’S FULL NAME AND LAST FOUR DIGITS OF THEIR SOCIAL SECURITY/TAXPAYER IDENTIFICATION NUMBER ON EACH ADDITIONAL PAGE. IF YOU DO ATTACH EXTRA SCHEDULES, CHECK THIS BOX.

PART III - RELEASE OF CLAIMS AND SIGNATURE

**YOU MUST ALSO READ THE RELEASE AND CERTIFICATION BELOW
AND SIGN ON PAGE 5 OF THIS CLAIM FORM.**

I (we) hereby acknowledge that, pursuant to the terms set forth in the Stipulation, without further action by anyone, upon the Effective Date of the Settlement, I (we), on behalf of myself (ourselves) shall be deemed to have, and by operation of law and of the judgment shall have, fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all of the Released Plaintiffs' Claims against Defendants and Defendants' Released Parties, and shall forever be barred and enjoined from prosecuting, commencing, instituting, or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum, asserting any or all of the Released Plaintiffs' Claims against any of the Defendants' Released Parties. This release shall not apply to any of the Excluded Plaintiffs' Claims.

CERTIFICATION

By signing and submitting this Claim Form, the claimant(s) or the person(s) who represent(s) the claimant(s) agree(s) to the release above and certifies (certify) as follows:

1. that I (we) have read and understand the contents of the Settlement Notice and this Claim Form, including the releases provided for in the Settlement and the terms of the Plan of Allocation;
2. that the claimant(s) is a (are) Class Member(s), as defined in the Settlement Notice, and is (are) not excluded by definition from the Class as set forth in the Settlement Notice;
3. that the claimant(s) did not submit a request for exclusion from the Class;
4. that I (we) own(ed) the Geron common stock identified in the Claim Form and have not assigned the claim against any of the Defendants or Defendants' Released Parties to another, or that, in signing and submitting this Claim Form, I (we) have the authority to act on behalf of the owner(s) thereof;
5. that the claimant(s) has (have) not submitted any other claim covering the same purchases of Geron common stock and knows (know) of no other person having done so on the claimant's (claimants') behalf;
6. that the claimant(s) submit(s) to the jurisdiction of the Court with respect to claimant's (claimants') claim and for purposes of enforcing the releases set forth herein;
7. that I (we) agree to furnish such additional information with respect to this Claim Form as Lead Counsel, the Claims Administrator, or the Court may require;
8. that the claimant(s) waive(s) the right to trial by jury, to the extent it exists, and agree(s) to the determination by the Court of the validity or amount of this claim, and waives any right of appeal or review with respect to such determination;
9. that I (we) acknowledge that the claimant(s) will be bound by and subject to the terms of any judgment(s) that may be entered in the Action; and
10. that the claimant(s) is (are) NOT subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code because (i) the claimant(s) is (are) exempt from backup withholding or (ii) the claimant(s) has (have) not been notified by the IRS that he, she, or it is subject to backup withholding as a result of a failure to report all interest or dividends or (iii) the IRS has notified the claimant(s) that he, she, or it is no longer subject to backup withholding. **If the IRS has notified the claimant(s) that he, she, it, or they is (are) subject to backup withholding, please strike out the language in the preceding sentence indicating that the claim is not subject to backup withholding in the certification above.**

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION PROVIDED BY ME (US) ON THIS CLAIM FORM IS TRUE, CORRECT, AND COMPLETE, AND THAT THE DOCUMENTS SUBMITTED HEREWITH ARE TRUE AND CORRECT COPIES OF WHAT THEY PURPORT TO BE.

Signature of claimant

Date: - -
MM DD YYYY

Print claimant name here

Signature of joint claimant, if any

Date: - -
MM DD YYYY

Print joint claimant name here

If the claimant is other than an individual, or is not the person completing this form, the following also must be provided:

Signature of person signing on behalf of claimant

Date: - -
MM DD YYYY

Print name of person signing on behalf of claimant

Print name of person signing on behalf of claimant

Capacity of person signing on behalf of claimant, if other than an individual, e.g., executor, president, trustee, custodian, etc. (Must provide evidence of authority to act on behalf of claimant – see ¶7 in the Instructions and Checklist of this Claim Form.)

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

INSTRUCTIONS AND CHECKLIST

1. **Submission of this Claim Form does not guarantee that you will be eligible to receive a payment from the Settlement. The distribution of the Net Settlement Fund will be governed by the Plan of Allocation set forth in the Settlement Notice, if it is approved by the Court, or by such other plan of allocation as the Court approves.**

2. Use the Schedule of Transactions on page 3 of this Claim Form to supply all required details of your transaction(s) in, and holdings of, common stock of Geron Corporation (“Geron”). On this schedule, provide all of the requested information with respect to your holdings, purchases, and sales of Geron common stock (including free transfers and deliveries), whether such transactions resulted in a profit or a loss. **Failure to report all transaction and holding information during the requested time period may result in the rejection of your claim.**

3. **Please note:** Only publicly traded Geron common stock purchased during the Class Period (i.e., from March 19, 2018, through September 26, 2018, inclusive) is eligible to receive a payment under the Settlement. However, sales of Geron common stock during the period from September 27, 2018, through and including the close of trading on December 24, 2018, will be used for purposes of calculating your claim under the Plan of Allocation. Therefore, in order for the Claims Administrator to be able to balance your claim, the requested purchase and sale information during this period must also be provided.

4. You are required to submit genuine and sufficient documentation for all of your transactions in and holdings of Geron common stock as set forth in the Schedule of Transactions on page 3 of this Claim Form. Documentation may consist of copies of brokerage confirmation slips or monthly brokerage account statements, or an authorized statement from your broker containing the transactional and holding information found in a broker confirmation slip or account statement. The Parties and the Claims Administrator do not independently have information about your investments in Geron common stock. **IF SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN COPIES OF THE DOCUMENTS OR EQUIVALENT DOCUMENTS FROM YOUR BROKER. FAILURE TO SUPPLY THIS DOCUMENTATION MAY RESULT IN THE REJECTION OF YOUR CLAIM. DO NOT SEND ORIGINAL DOCUMENTS. Please keep a copy of all documents that you send to the Claims Administrator. Also, do not highlight any portion of the Claim Form or any supporting documents.**

5. Use Part I of this Claim Form entitled “CLAIMANT INFORMATION” to identify the beneficial owner(s) of the Geron common stock. The complete name(s) of the beneficial owner(s) must be entered. If there were joint beneficial owners, each must sign this Claim Form and their names must appear as “Claimants” in Part I of this Claim Form.

6. **If you purchased Geron common stock in more than one account, a Claim should be submitted for each account.** Separate Claim Forms should be submitted for each account or separate legal entity (e.g., an individual should not combine his or her IRA holdings and transactions with holdings and transactions made solely in the individual’s name). Generally, a single Claim Form should be submitted on behalf of one legal entity including all holdings and transactions made by that entity on one Claim Form. However, if a single person or legal entity had multiple accounts that were separately managed, separate Claims may be submitted for each such account. The Claims Administrator reserves the right to request information on all the holdings and transactions in Geron common stock made on behalf of a single beneficial owner.

7. Agents, executors, administrators, guardians, and trustees must complete and sign the Claim Form on behalf of persons represented by them, and they must:

- (a) expressly state the capacity in which they are acting;
- (b) identify the name, account number, last four digits of the Social Security Number (or taxpayer identification number), address, and telephone number of the beneficial owner of (or other person or entity on whose behalf they are acting with respect to) the Geron common stock; and
- (c) furnish herewith evidence of their authority to bind to the Claim Form the person or entity on whose behalf they are acting. (Authority to complete and sign a Claim Form cannot be established by stockbrokers demonstrating only that they have discretionary authority to trade securities in another person’s accounts.)

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

8. By submitting a signed Claim Form, you will be swearing that you:
- (a) owned the Geron common stock you have listed in the Claim Form; or
 - (b) are expressly authorized to act on behalf of the owner thereof

9. By submitting a signed Claim Form, you will be swearing to the truth of the statements contained therein and the genuineness of the documents attached thereto, subject to penalties of perjury under the laws of the United States of America. The making of false statements, or the submission of forged or fraudulent documentation, will result in the rejection of your claim and may subject you to civil liability or criminal prosecution.

10. If the Court approves the Settlement, payments to eligible Authorized Claimants pursuant to the Plan of Allocation (or such other plan of allocation as the Court approves) will be made after any appeals are resolved, and after the completion of all claims processing. The claims process will take substantial time to complete fully and fairly. Please be patient.

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

12. If you have questions concerning the Claim Form, or need additional copies of the Claim Form or the Settlement Notice, you may contact the Claims Administrator, Epiq, at the above address, by email at info@GeronSecuritiesLitigation.com, or by toll-free phone at 1-844-754-5537, or you can visit the Settlement website, www.GeronSecuritiesLitigation.com, where copies of the Claim Form and Settlement Notice are available for downloading.

13. **NOTICE REGARDING ELECTRONIC FILES:** Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. To obtain the **mandatory** electronic filing requirements and file layout, you may visit the Settlement website at www.GeronSecuritiesLitigation.com or you may email the Claims Administrator's electronic filing department at info@GeronSecuritiesLitigation.com. **Any file not in accordance with the required electronic filing format will be subject to rejection.** The **complete** name of the beneficial owner of the securities must be entered where called for (see ¶5 above). No electronic files will be considered to have been submitted unless the Claims Administrator issues an email to that effect. **Do not assume that your file has been received until you receive this email. If you do not receive such an email within 10 days of your submission, you should contact the electronic filing department at info@GeronSecuritiesLitigation.com to inquire about your file and confirm it was received.**

IMPORTANT: PLEASE NOTE

YOUR CLAIM IS NOT DEEMED FILED UNTIL YOU RECEIVE AN ACKNOWLEDGEMENT POSTCARD. THE CLAIMS ADMINISTRATOR WILL ACKNOWLEDGE RECEIPT OF YOUR CLAIM FORM WITHIN 60 DAYS OF YOUR SUBMISSION. IF YOU DO NOT RECEIVE AN ACKNOWLEDGEMENT POSTCARD WITHIN 60 DAYS, CONTACT THE CLAIMS ADMINISTRATOR TOLL FREE AT 1-844-754-5537.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

REMINDER CHECKLIST

1. Sign the above release and certification. If this Claim Form is being made on behalf of joint claimants, then both must sign.
2. Attach only *copies* of acceptable supporting documentation as these documents will not be returned to you.
3. Do not highlight any portion of the Claim Form or any supporting documents.
4. Keep copies of the completed Claim Form and documentation for your own records.
5. The Claims Administrator will acknowledge receipt of your Claim Form by mail, within 60 days of your submission. Your claim is not deemed filed until you receive an acknowledgement postcard. **If you do not receive an acknowledgement postcard within 60 days, please call the Claims Administrator toll free at 1- 844-754-5537.**
6. If your address changes in the future, or if this Claim Form was sent to an old or incorrect address, you must send the Claims Administrator written notification of your new address. If you change your name, inform the Claims Administrator.
7. If you have any questions or concerns regarding your claim, contact the Claims Administrator at the address below, by email at info@GeronSecuritiesLitigation.com, or by toll-free phone at 1-844-754-5537, or you may visit www.GeronSecuritiesLitigation.com. **DO NOT** call Geron or its counsel with questions regarding your claim.

THIS CLAIM FORM MUST BE MAILED TO THE CLAIMS ADMINISTRATOR BY FIRST-CLASS MAIL OR SUBMITTED ONLINE AT WWW.GERONSECURITIESLITIGATION.COM, POSTMARKED (OR RECEIVED) BY NO LATER THAN MIDNIGHT PACIFIC TIME ON FEBRUARY 16, 2023. IF MAILED, THE CLAIM FORM SHOULD BE ADDRESSED AS FOLLOWS:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
1-844-754-5537

A Claim Form received by the Claims Administrator shall be deemed to have been submitted when posted, if a postmark date before the deadline is indicated on the envelope and it is mailed First Class, and addressed in accordance with the above instructions. In all other cases, a Claim Form shall be deemed to have been submitted when received online by the Claims Administrator by the deadline.

You should be aware that it will take a significant amount of time to fully process all of the Claim Forms. Please be patient and notify the Claims Administrator of any change of address.

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

EXHIBIT B

If you are a broker or other nominee who purchased Geron common stock (Nasdaq: GERN, CUSIP: 374163103) during the period from March 19, 2018, to September 26, 2018, inclusive, in connection with the previously disseminated Notice of Pendency of Class Action ("Original Class Notices"), securities brokers and other nominees ("Nominees") were advised that, if they purchased Geron common stock during the Class Period for the beneficial interest of persons or entities other than themselves, they must either:

- a. request from the Claims Administrator sufficient copies of the Original Class Notices to forward to all such beneficial owners and then forward those Original Class Notices to all such beneficial owners; or
- b. provide a list of the names and addresses of all such beneficial owners to the Claims Administrator.

For Nominees who chose the first option (*i.e.*, elected to mail the Original Class Notices directly to beneficial owners), the Claims Administrator shall forward the same number of the Settlement Notice Packets to such Nominees no later than the Notice Date, and the Nominees shall, by no later than **SEVEN (7) CALENDAR DAYS AFTER RECEIPT OF THE SETTLEMENT NOTICE PACKET**, mail the Settlement Notice Packets to their beneficial owners. The Claims Administrator shall confirm in writing with each Nominee compliance with the Order and promptly notify the Court of any noncompliance.

For Nominees who chose the second option (*i.e.*, provided a list of names and addresses of beneficial holders to the Claims Administrator), the Claims Administrator shall, by no later than the Notice Date, mail a copy of the Settlement Notice Packet to each of the beneficial owners whose names and addresses the Nominee previously supplied. Unless the Nominee purchased Geron common stock during the Class Period for beneficial owners whose names and addresses were not previously provided to the Claims Administrator, or is aware of a name or address change of one of its beneficial owners, such Nominees need not take any further action. If any court ordered notices mailed are returned undeliverable, updated or alternative contact information must be provided. Alternatively, an explanation in writing to the Claims Administrator why alternative or updated contact information is not available shall be provided.

For Nominees that purchased Geron common stock during the Class Period for beneficial owners whose names and addresses were not previously provided to the Claims Administrator or if a Nominee is aware of name and address changes for beneficial owners whose names and addresses were previously provided to the Claims Administrator, such Nominees shall, by no later than **SEVEN (7) CALENDAR DAYS AFTER RECEIPT OF THE SETTLEMENT NOTICE PACKET**, provide a list of the names and addresses of all such beneficial owners to the Claims Administrator, or shall request from Epiq sufficient copies of the Settlement Notice Packet to forward to all such beneficial owners, which the Nominee shall, **WITHIN SEVEN (7) CALENDAR DAYS OF RECEIPT OF THE SETTLEMENT NOTICE PACKETS** from the Claims Administrator, and no later than **NOVEMBER 30, 2022**, mail to the beneficial owners. The Claims Administrator shall confirm in writing with each Nominee compliance with the Order and promptly notify the Court of any noncompliance. If any court ordered notices mailed are returned undeliverable, updated or alternative contact information must be provided. Alternatively, an explanation in writing to the Claims Administrator why alternative or updated contact information is not available shall be provided.

If you are providing a list of names and addresses to the Claims Administrator, please do the following:

- a. Compile a list of names and last known addresses of the beneficial owners described above.
- b. Prepare the list in Microsoft Excel format. A preformatted spreadsheet can be found by clicking [here](#).
- c. Then you must do one of the following:
 1. Burn the Microsoft Excel file(s) to a CD or DVD and mail the CD or DVD to:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574

2. Email the spreadsheet to info@GeronSecuritiesLitigation.com; or
3. Upload the spreadsheet [here](#).

If you are mailing the Settlement Notice Packet to beneficial owners:

If you are going to forward the Settlement Notice Packet to the beneficial owners, request the needed number of copies of the Settlement Notice Packet via email to info@GeronSecuritiesLitigation.com. **You must mail the Settlement Notice Packets to the beneficial owners within seven (7) calendar days of your receipt of the Settlement Notice Packets, and no later than November 30, 2022, and confirm to the Claims Administrator in writing compliance with the Court's Order.**

Expense Reimbursement

Reasonable expenses actually incurred in fully and timely complying with the Court's Order and these directions may be eligible for reimbursement (including postage and costs to compile names and addresses) by providing the Claims Administrator with proper documentation supporting the expenses for which reimbursement is sought. Please submit your invoice within one month of completing the mailing or providing your file. Expense reimbursement is subject to oversight of the Court, and any disputes shall be subject to review by the Court.

If you are filing electronic claims:

A nominee may also submit a Claim Form on behalf of multiple clients who are beneficial owners by using the links below.

Click [here](#) to download the Claim Form.

Click [here](#) to download a properly formatted spreadsheet for submitting your transactions.

You may upload your master Proof of Claim Form and completed spreadsheet online [here](#).

EXHIBIT C

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 1:34:01 PM

Dear Nominee Alliance Bernstein,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 1:38:30 PM

Dear Melody/Nominee Alliant Securities,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 1:44:35 PM

Dear J. Sprouse/Nominee BB&T Securities,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 1:51:13 PM

Dear Nominee BMO,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 1:53:39 PM

Dear Wendy/Nominee CIBC,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 1:55:45 PM

Dear Nominee Citigroup,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 1:58:06 PM

Dear Nominee COR Clearing LLC,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 1:59:40 PM

Dear Nominee DA Davidson,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:03:51 PM

Dear Nominee Goldman Sachs,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:00:55 PM

Dear Brett/Nominee Edward Jones,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:05:02 PM

Dear Nominee INTL FCStone Financial Inc,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:06:29 PM

Dear Nominee Janney Montgomery Scott LLC,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:08:44 PM

Dear Nominee JP Morgan,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:09:56 PM

Dear Nominee JP Morgan Clearing Corp,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:11:27 PM

Dear Nominee Keybank Capital Markets,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:13:16 PM

Dear C. Worley/ Nominee Mackie Research Capital Corporation,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:14:57 PM

Dear Mesirow Financial Inc,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:16:40 PM

Dear Nominee Needham & Company LLC,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:18:37 PM

Dear Nominee Northwestern Mutual,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:20:41 PM

Dear Nominee Pensco Trust Company,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:22:28 PM

Dear Annamaria/ Nominee Pipper Jaffray,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:24:20 PM

Dear Elaine/ Nominee Raymond Jones,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]; [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:26:03 PM

Dear Steve and Deborah/ Nominee RBC Capital Markets LLC,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:27:44 PM

Dear Nominee Scottrade,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:29:19 PM

Dear Charles/Nominee Societe Generale,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:30:30 PM

Dear Nina/Nominee Stephens Inc,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:31:13 PM

Dear Nominee Stifel Nicolaus & Company Inc,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:32:56 PM

Dear Nominee Stock Cross,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:33:56 PM

Dear Nominee Systematic Financial Management LP,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:34:53 PM

Dear Nominee US Bancorp Investments,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,
Susanna W.
Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:35:50 PM

Dear Carmen/Nominee Wedbush,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

From: info@GeronSecuritiesLitigation.com
To: [REDACTED]
Subject: Geron Securities Class Action Litigation - Follow Up
Date: Friday, December 16, 2022 2:37:15 PM

Dear April/ Nominee Wells Fargo,

We are reaching out to follow-up on the Settlement Notice mailing we sent you in Geron Securities Litigation on October 28, 2022. While the deadlines to opt out and object to the Settlement are both March 9, 2023, the Court ordered deadline for filing a claim in connection with the Settlement is coming up sooner on **February 16, 2023**. Notices need to be sent to all beneficial owners in time for them to meet this claim deadline, if they so choose. We have not yet heard from you with regard to requesting notices to be mailed to any of your affected clients and are encouraging all of our third party filers to respond as quickly as they can in order to help meet these deadlines.

If you already sent records of addresses for beneficial owners following the May 23, 2022 mailing re: Notice of Pendency, we have mailed the Settlement Notice to these beneficial owners/addresses already. However, if there are new or updated records of addresses for any of these beneficial owners, please provide these immediately. You may either forward beneficial owner mailing data for this litigation or request the appropriate number of notice packets to be forwarded to eligible class members. Please confirm if you do not have any updated or new records to mail.

If you have checked your records and determined you do not have class member data to provide, please advise info@GeronSecuritiesLitigation.com.

The Claim Filing deadline is February 16, 2023. Additional information, including the Notice of Proposed Settlement and Proof of Claim Form, can be found at www.GeronSecuritiesLitigation.com.

Best,

Susanna W.

Geron Securities Settlement Administrator

EXHIBIT D

Webb, Susanna

From: info_GeronSecuritiesLitigati
Sent: Friday, November 4, 2022 5:29 PM
To: [REDACTED]
Cc: info_GeronSecuritiesLitigati
Subject: Geron Securities Litigation - Undeliverable Notices and Request for Updated Information - EMAIL B08
Attachments: Geron Securities Litigation_Email B08_Undeliverable Records.xlsx; Geron Securities Litigation_Proxy Cover Letter.pdf

Dear Daryll Baxter at Fidelity Investments:

We recently realized that there is a problem with the mailing address and/or other data you sent to Epiq earlier this year in connection with the process for the Original Class Notices in the Geron Securities Litigation matter (i.e., notice of certification of the Class for litigation purposes back in the Spring of 2022).

WE NEED YOU TO CORRECT THE PROBLEM AND RESPOND TO US IN WRITING BY NOVEMBER 10, 2022.

WHY IS THIS OUTREACH BEING MADE TO MY FIRM/ENTITY?:

Since the last time you provided the mailing address and/or other data to Epiq for the Geron Securities Litigation matter in connection with the Original Class Notices, there has been a proposed settlement in the action for which a Settlement Notice and Claim Form ("Settlement Packets") need to be mailed to potential Class members through the same process as was undertaken previously.

On October 28, 2022, we mailed you the Settlement Packets for you to mail within seven days of receipt to the potential Class members on whose behalf you hold Geron common stock. As detailed in the letter we sent with the Settlement Packets (attached hereto for reference), if in connection with the Original Class Notice you elected the option for Epiq to mail the Original Class Notice, Epiq will again mail the Settlement Packets to that same set of addresses. **DUE, HOWEVER, TO THE INCORRECT DATA YOU SENT US BEFORE, WE HAVE EXPERIENCED UNDELIVERABLE MAIL ON THE PRIOR ORIGINAL CLASS NOTICE MAILING, AND WE NEED A RESPONSE FROM YOU BY NOVEMBER 10, 2022, IN WHICH YOU EXPLAIN WHY THE DATA WAS WRONG AND SUBMIT THE CORRECT DATA** to prevent additional delays to notifying Class members of the Settlement.

WHY DOES EPIQ NEED OUR RESPONSE AND CORRECTIONS BY NOVEMBER 10, 2022?:

Timely corrections are imperative because not only does EPIQ have a deadline by Court order to complete the mailings BUT ALSO because the deadline for beneficial owners to file a Claim Form is February 16, 2023, at midnight Pacific Time. We want to be certain that all potential Class Members timely receive the Settlement Packets by First-Class Mail.

WHAT WAS WRONG WITH THE DATA WE PROVIDED BEFORE?:

As noted, a large number of the earlier Original Class Notices (prior to the settlement) were returned as undeliverable using addresses you provided to Epiq. We need you to check the data and addresses you provided to us, and in particular, check if you mismatched the street address with the city, state and zip code. Please send the updated data after you have confirmed its accuracy and that the mailing lists are accurate to info@GeronSecuritiesLitigation.com.

Given that you have a client relationship with these beneficial holders, we first recommend checking your internal files, but you may also need to check with independent sources such as the National Change of Address Registry or other

sources for updated information. A password protected spreadsheet with the incorrect data you provided before is attached. Password will follow in a separate email. IF YOU ARE UNABLE OR UNWILLING TO PROVIDE NEW AND CORRECT DATA BY NOVEMBER 10, 2022, PLEASE TELL US WHY IN WRITING BY NOVEMBER 10, 2022.

WHAT HAPPENS IF I DO NOT OR CANNOT RESPOND BY NOVEMBER 10, 2022?

Your noncompliance may be reported at an appropriate time to the Court. Please be aware that the Court may require information from your firm or entity directly.

Please be further advised that the Court may deny any potential reimbursement to you for mailings using incorrect addresses.

WHAT ELSE SHOULD WE DO?

Because the issue has appeared in the data you provided Epiq for the mailings it is handling under the option you previously selected, we are concerned you may have the same issue in connection with mailings of the Class notice you decided to undertake directly to beneficial owners earlier this year in the Original Class Notices. In other words, if you provided Epiq wrong data, we are concerned the issue may also impact the data you used for the mailings you did directly for the Original Class Notices or now, for the Settlement Packets. Thus, you should also check the data you have for the mailings and confirm in writing to Epiq within five (5) business days of the date of this email that you have checked the data for mailings you are doing directly, that it is accurate, and then send that data to Epiq for our records as well. Please send this data separately from the above requested data to info@GeronSecuritiesLitigation.com.

Epiq's contact information is set forth above, and you may review information about the Settlement Notice, Claim Form, and other details at: www.GeronSecuritiesLitigation.com. If you have any questions, you can reach out to Grant Lambert at 503-207-3661 or at grant.lambert@epiqglobal.com.

Sincerely,
Claims Administrator
Geron Securities Litigation

Webb, Susanna

From: info_GeronSecuritiesLitigati
Sent: Friday, November 4, 2022 5:28 PM
To: [REDACTED]
Cc: info_GeronSecuritiesLitigati
Subject: Geron Securities Litigation - Undeliverable Notices and Request for Updated Information - EMAIL B04
Attachments: Geron Securities Litigation_Proxy Cover Letter.pdf; Geron Securities Litigation_Email B04 _Undeliverable Records.xlsx

Dear Vera Graham at Crews and Associates:

We recently realized that there is a problem with the mailing address and/or other data you sent to Epiq earlier this year in connection with the process for the Original Class Notices in the Geron Securities Litigation matter (i.e., notice of certification of the Class for litigation purposes back in the Spring of 2022).

WE NEED YOU TO CORRECT THE PROBLEM AND RESPOND TO US IN WRITING BY NOVEMBER 10, 2022.

WHY IS THIS OUTREACH BEING MADE TO MY FIRM/ENTITY?:

Since the last time you provided the mailing address and/or other data to Epiq for the Geron Securities Litigation matter in connection with the Original Class Notices, there has been a proposed settlement in the action for which a Settlement Notice and Claim Form ("Settlement Packets") need to be mailed to potential Class members through the same process as was undertaken previously.

On October 28, 2022, we mailed you the Settlement Packets for you to mail within seven days of receipt to the potential Class members on whose behalf you hold Geron common stock. As detailed in the letter we sent with the Settlement Packets (attached hereto for reference), if in connection with the Original Class Notice you elected the option for Epiq to mail the Original Class Notice, Epiq will again mail the Settlement Packets to that same set of addresses. **DUE, HOWEVER, TO THE INCORRECT DATA YOU SENT US BEFORE, WE HAVE EXPERIENCED UNDELIVERABLE MAIL ON THE PRIOR ORIGINAL CLASS NOTICE MAILING, AND WE NEED A RESPONSE FROM YOU BY NOVEMBER 10, 2022, IN WHICH YOU EXPLAIN WHY THE DATA WAS WRONG AND SUBMIT THE CORRECT DATA** to prevent additional delays to notifying Class members of the Settlement.

WHY DOES EPIQ NEED OUR RESPONSE AND CORRECTIONS BY NOVEMBER 10, 2022?:

Timely corrections are imperative because not only does EPIQ have a deadline by Court order to complete the mailings BUT ALSO because the deadline for beneficial owners to file a Claim Form is February 16, 2023, at midnight Pacific Time. We want to be certain that all potential Class Members timely receive the Settlement Packets by First-Class Mail.

WHAT WAS WRONG WITH THE DATA WE PROVIDED BEFORE?:

As noted, a large number of the earlier Original Class Notices (prior to the settlement) were returned as undeliverable using addresses you provided to Epiq. We need you to check the data and addresses you provided to us, and in particular, check if you mismatched the street address with the city, state and zip code. Please send the updated data after you have confirmed its accuracy and that the mailing lists are accurate to info@GeronSecuritiesLitigation.com.

Given that you have a client relationship with these beneficial holders, we first recommend checking your internal files, but you may also need to check with independent sources such as the National Change of Address Registry or other

sources for updated information. A password protected spreadsheet with the incorrect data you provided before is attached. Password will follow in a separate email. IF YOU ARE UNABLE OR UNWILLING TO PROVIDE NEW AND CORRECT DATA BY NOVEMBER 10, 2022, PLEASE TELL US WHY IN WRITING BY NOVEMBER 10, 2022.

WHAT HAPPENS IF I DO NOT OR CANNOT RESPOND BY NOVEMBER 10, 2022?

Your noncompliance may be reported at an appropriate time to the Court. Please be aware that the Court may require information from your firm or entity directly.

Please be further advised that the Court may deny any potential reimbursement to you for mailings using incorrect addresses.

WHAT ELSE SHOULD WE DO?

Because the issue has appeared in the data you provided Epiq for the mailings it is handling under the option you previously selected, we are concerned you may have the same issue in connection with mailings of the Class notice you decided to undertake directly to beneficial owners earlier this year in the Original Class Notices. In other words, if you provided Epiq wrong data, we are concerned the issue may also impact the data you used for the mailings you did directly for the Original Class Notices or now, for the Settlement Packets. Thus, you should also check the data you have for the mailings and confirm in writing to Epiq within five (5) business days of the date of this email that you have checked the data for mailings you are doing directly, that it is accurate, and then send that data to Epiq for our records as well. Please send this data separately from the above requested data to info@GeronSecuritiesLitigation.com.

Epiq's contact information is set forth above, and you may review information about the Settlement Notice, Claim Form, and other details at: www.GeronSecuritiesLitigation.com. If you have any questions, you can reach out to Grant Lambert at 503-207-3661 or at grant.lambert@epiqglobal.com.

Sincerely,
Claims Administrator
Geron Securities Litigation

Webb, Susanna

From: info_GeronSecuritiesLitigati
Sent: Friday, November 4, 2022 5:28 PM
To: [REDACTED]
Cc: info_GeronSecuritiesLitigati
Subject: Geron Securities Litigation - Undeliverable Notices and Request for Updated Information - EMAIL B03
Attachments: Geron Securities Litigation_Proxy Cover Letter.pdf; Geron Securities Litigation_Email B03 _Undeliverable Records.xlsx

Dear Bonnie Allen at Hilltop Securities, Inc.:

We recently realized that there is a problem with the mailing address and/or other data you sent to Epiq earlier this year in connection with the process for the Original Class Notices in the Geron Securities Litigation matter (i.e., notice of certification of the Class for litigation purposes back in the Spring of 2022).

WE NEED YOU TO CORRECT THE PROBLEM AND RESPOND TO US IN WRITING BY NOVEMBER 10, 2022.

WHY IS THIS OUTREACH BEING MADE TO MY FIRM/ENTITY?:

Since the last time you provided the mailing address and/or other data to Epiq for the Geron Securities Litigation matter in connection with the Original Class Notices, there has been a proposed settlement in the action for which a Settlement Notice and Claim Form ("Settlement Packets") need to be mailed to potential Class members through the same process as was undertaken previously.

On October 28, 2022, we mailed you the Settlement Packets for you to mail within seven days of receipt to the potential Class members on whose behalf you hold Geron common stock. As detailed in the letter we sent with the Settlement Packets (attached hereto for reference), if in connection with the Original Class Notice you elected the option for Epiq to mail the Original Class Notice, Epiq will again mail the Settlement Packets to that same set of addresses. **DUE, HOWEVER, TO THE INCORRECT DATA YOU SENT US BEFORE, WE HAVE EXPERIENCED UNDELIVERABLE MAIL ON THE PRIOR ORIGINAL CLASS NOTICE MAILING, AND WE NEED A RESPONSE FROM YOU BY NOVEMBER 10, 2022, IN WHICH YOU EXPLAIN WHY THE DATA WAS WRONG AND SUBMIT THE CORRECT DATA** to prevent additional delays to notifying Class members of the Settlement.

WHY DOES EPIQ NEED OUR RESPONSE AND CORRECTIONS BY NOVEMBER 10, 2022?:

Timely corrections are imperative because not only does EPIQ have a deadline by Court order to complete the mailings BUT ALSO because the deadline for beneficial owners to file a Claim Form is February 16, 2023, at midnight Pacific Time. We want to be certain that all potential Class Members timely receive the Settlement Packets by First-Class Mail.

WHAT WAS WRONG WITH THE DATA WE PROVIDED BEFORE?:

As noted, a large number of the earlier Original Class Notices (prior to the settlement) were returned as undeliverable using addresses you provided to Epiq. We need you to check the data and addresses you provided to us, and in particular, check if you mismatched the street address with the city, state and zip code. Please send the updated data after you have confirmed its accuracy and that the mailing lists are accurate to info@GeronSecuritiesLitigation.com.

Given that you have a client relationship with these beneficial holders, we first recommend checking your internal files, but you may also need to check with independent sources such as the National Change of Address Registry or other

sources for updated information. A password protected spreadsheet with the incorrect data you provided before is attached. Password will follow in a separate email. IF YOU ARE UNABLE OR UNWILLING TO PROVIDE NEW AND CORRECT DATA BY NOVEMBER 10, 2022, PLEASE TELL US WHY IN WRITING BY NOVEMBER 10, 2022.

WHAT HAPPENS IF I DO NOT OR CANNOT RESPOND BY NOVEMBER 10, 2022?

Your noncompliance may be reported at an appropriate time to the Court. Please be aware that the Court may require information from your firm or entity directly.

Please be further advised that the Court may deny any potential reimbursement to you for mailings using incorrect addresses.

WHAT ELSE SHOULD WE DO?

Because the issue has appeared in the data you provided Epiq for the mailings it is handling under the option you previously selected, we are concerned you may have the same issue in connection with mailings of the Class notice you decided to undertake directly to beneficial owners earlier this year in the Original Class Notices. In other words, if you provided Epiq wrong data, we are concerned the issue may also impact the data you used for the mailings you did directly for the Original Class Notices or now, for the Settlement Packets. Thus, you should also check the data you have for the mailings and confirm in writing to Epiq within five (5) business days of the date of this email that you have checked the data for mailings you are doing directly, that it is accurate, and then send that data to Epiq for our records as well. Please send this data separately from the above requested data to info@GeronSecuritiesLitigation.com.

Epiq's contact information is set forth above, and you may review information about the Settlement Notice, Claim Form, and other details at: www.GeronSecuritiesLitigation.com. If you have any questions, you can reach out to Grant Lambert at 503-207-3661 or at grant.lambert@epiqglobal.com.

Sincerely,
Claims Administrator
Geron Securities Litigation

Webb, Susanna

From: info_GeronSecuritiesLitigati
Sent: Friday, November 4, 2022 5:29 PM
To: [REDACTED]
Cc: info_GeronSecuritiesLitigati
Subject: Geron Securities Litigation - Undeliverable Notices and Request for Updated Information - EMAIL B15
Attachments: Geron Securities Litigation_Proxy Cover Letter.pdf; Geron Securities Litigation_Email B15 _Undeliverable Records.xlsx

Dear Joe Alberico at Research Capital:

We recently realized that there is a problem with the mailing address and/or other data you sent to Epiq earlier this year in connection with the process for the Original Class Notices in the Geron Securities Litigation matter (i.e., notice of certification of the Class for litigation purposes back in the Spring of 2022).

WE NEED YOU TO CORRECT THE PROBLEM AND RESPOND TO US IN WRITING BY NOVEMBER 10, 2022.

WHY IS THIS OUTREACH BEING MADE TO MY FIRM/ENTITY?:

Since the last time you provided the mailing address and/or other data to Epiq for the Geron Securities Litigation matter in connection with the Original Class Notices, there has been a proposed settlement in the action for which a Settlement Notice and Claim Form ("Settlement Packets") need to be mailed to potential Class members through the same process as was undertaken previously.

On October 28, 2022, we mailed you the Settlement Packets for you to mail within seven days of receipt to the potential Class members on whose behalf you hold Geron common stock. As detailed in the letter we sent with the Settlement Packets (attached hereto for reference), if in connection with the Original Class Notice you elected the option for Epiq to mail the Original Class Notice, Epiq will again mail the Settlement Packets to that same set of addresses. **DUE, HOWEVER, TO THE INCORRECT DATA YOU SENT US BEFORE, WE HAVE EXPERIENCED UNDELIVERABLE MAIL ON THE PRIOR ORIGINAL CLASS NOTICE MAILING, AND WE NEED A RESPONSE FROM YOU BY NOVEMBER 10, 2022, IN WHICH YOU EXPLAIN WHY THE DATA WAS WRONG AND SUBMIT THE CORRECT DATA** to prevent additional delays to notifying Class members of the Settlement.

WHY DOES EPIQ NEED OUR RESPONSE AND CORRECTIONS BY NOVEMBER 10, 2022?:

Timely corrections are imperative because not only does EPIQ have a deadline by Court order to complete the mailings BUT ALSO because the deadline for beneficial owners to file a Claim Form is February 16, 2023, at midnight Pacific Time. We want to be certain that all potential Class Members timely receive the Settlement Packets by First-Class Mail.

WHAT WAS WRONG WITH THE DATA WE PROVIDED BEFORE?:

As noted, a large number of the earlier Original Class Notices (prior to the settlement) were returned as undeliverable using addresses you provided to Epiq. We need you to check the data and addresses you provided to us, and in particular, check if you mismatched the street address with the city, state and zip code. Please send the updated data after you have confirmed its accuracy and that the mailing lists are accurate to info@GeronSecuritiesLitigation.com.

Given that you have a client relationship with these beneficial holders, we first recommend checking your internal files, but you may also need to check with independent sources such as the National Change of Address Registry or other

sources for updated information. A password protected spreadsheet with the incorrect data you provided before is attached. Password will follow in a separate email. IF YOU ARE UNABLE OR UNWILLING TO PROVIDE NEW AND CORRECT DATA BY NOVEMBER 10, 2022, PLEASE TELL US WHY IN WRITING BY NOVEMBER 10, 2022.

WHAT HAPPENS IF I DO NOT OR CANNOT RESPOND BY NOVEMBER 10, 2022?

Your noncompliance may be reported at an appropriate time to the Court. Please be aware that the Court may require information from your firm or entity directly.

Please be further advised that the Court may deny any potential reimbursement to you for mailings using incorrect addresses.

WHAT ELSE SHOULD WE DO?

Because the issue has appeared in the data you provided Epiq for the mailings it is handling under the option you previously selected, we are concerned you may have the same issue in connection with mailings of the Class notice you decided to undertake directly to beneficial owners earlier this year in the Original Class Notices. In other words, if you provided Epiq wrong data, we are concerned the issue may also impact the data you used for the mailings you did directly for the Original Class Notices or now, for the Settlement Packets. Thus, you should also check the data you have for the mailings and confirm in writing to Epiq within five (5) business days of the date of this email that you have checked the data for mailings you are doing directly, that it is accurate, and then send that data to Epiq for our records as well. Please send this data separately from the above requested data to info@GeronSecuritiesLitigation.com.

Epiq's contact information is set forth above, and you may review information about the Settlement Notice, Claim Form, and other details at: www.GeronSecuritiesLitigation.com. If you have any questions, you can reach out to Grant Lambert at 503-207-3661 or at grant.lambert@epiqglobal.com.

Sincerely,
Claims Administrator
Geron Securities Litigation

Webb, Susanna

From: info_GeronSecuritiesLitigati
Sent: Friday, November 4, 2022 5:29 PM
To: [REDACTED]
Cc: info_GeronSecuritiesLitigati
Subject: Geron Securities Litigation - Undeliverable Notices and Request for Updated Information - EMAIL B14
Attachments: Geron Securities Litigation_Proxy Cover Letter.pdf; Geron Securities Litigation_Email B14 _Undeliverable Records.xlsx

Dear Jen Curtin at Charles Schwab:

We recently realized that there is a problem with the mailing address and/or other data you sent to Epiq earlier this year in connection with the process for the Original Class Notices in the Geron Securities Litigation matter (i.e., notice of certification of the Class for litigation purposes back in the Spring of 2022).

WE NEED YOU TO CORRECT THE PROBLEM AND RESPOND TO US IN WRITING BY NOVEMBER 10, 2022.

WHY IS THIS OUTREACH BEING MADE TO MY FIRM/ENTITY?:

Since the last time you provided the mailing address and/or other data to Epiq for the Geron Securities Litigation matter in connection with the Original Class Notices, there has been a proposed settlement in the action for which a Settlement Notice and Claim Form ("Settlement Packets") need to be mailed to potential Class members through the same process as was undertaken previously.

On October 28, 2022, we mailed you the Settlement Packets for you to mail within seven days of receipt to the potential Class members on whose behalf you hold Geron common stock. As detailed in the letter we sent with the Settlement Packets (attached hereto for reference), if in connection with the Original Class Notice you elected the option for Epiq to mail the Original Class Notice, Epiq will again mail the Settlement Packets to that same set of addresses. **DUE, HOWEVER, TO THE INCORRECT DATA YOU SENT US BEFORE, WE HAVE EXPERIENCED UNDELIVERABLE MAIL ON THE PRIOR ORIGINAL CLASS NOTICE MAILING, AND WE NEED A RESPONSE FROM YOU BY NOVEMBER 10, 2022, IN WHICH YOU EXPLAIN WHY THE DATA WAS WRONG AND SUBMIT THE CORRECT DATA** to prevent additional delays to notifying Class members of the Settlement.

WHY DOES EPIQ NEED OUR RESPONSE AND CORRECTIONS BY NOVEMBER 10, 2022?:

Timely corrections are imperative because not only does EPIQ have a deadline by Court order to complete the mailings BUT ALSO because the deadline for beneficial owners to file a Claim Form is February 16, 2023, at midnight Pacific Time. We want to be certain that all potential Class Members timely receive the Settlement Packets by First-Class Mail.

WHAT WAS WRONG WITH THE DATA WE PROVIDED BEFORE?:

As noted, a large number of the earlier Original Class Notices (prior to the settlement) were returned as undeliverable using addresses you provided to Epiq. We need you to check the data and addresses you provided to us, and in particular, check if you mismatched the street address with the city, state and zip code. Please send the updated data after you have confirmed its accuracy and that the mailing lists are accurate to info@GeronSecuritiesLitigation.com.

Given that you have a client relationship with these beneficial holders, we first recommend checking your internal files, but you may also need to check with independent sources such as the National Change of Address Registry or other sources for updated information. A password protected spreadsheet with the incorrect data you provided before is attached. Password will follow in a separate email. IF YOU ARE UNABLE OR UNWILLING TO PROVIDE NEW AND CORRECT DATA BY NOVEMBER 10, 2022, PLEASE TELL US WHY IN WRITING BY NOVEMBER 10, 2022.

WHAT HAPPENS IF I DO NOT OR CANNOT RESPOND BY NOVEMBER 10, 2022?

Your noncompliance may be reported at an appropriate time to the Court. Please be aware that the Court may require information from your firm or entity directly.

Please be further advised that the Court may deny any potential reimbursement to you for mailings using incorrect addresses.

WHAT ELSE SHOULD WE DO?

Because the issue has appeared in the data you provided Epiq for the mailings it is handling under the option you previously selected, we are concerned you may have the same issue in connection with mailings of the Class notice you decided to undertake directly to beneficial owners earlier this year in the Original Class Notices. In other words, if you provided Epiq wrong data, we are concerned the issue may also impact the data you used for the mailings you did directly for the Original Class Notices or now, for the Settlement Packets. Thus, you should also check the data you have for the mailings and confirm in writing to Epiq within five (5) business days of the date of this email that you have checked the data for mailings you are doing directly, that it is accurate, and then send that data to Epiq for our records as well. Please send this data separately from the above requested data to info@GeronSecuritiesLitigation.com.

Epiq's contact information is set forth above, and you may review information about the Settlement Notice, Claim Form, and other details at: www.GeronSecuritiesLitigation.com. If you have any questions, you can reach out to Grant Lambert at 503-207-3661 or at grant.lambert@epiqglobal.com.

Sincerely,
Claims Administrator
Geron Securities Litigation

Webb, Susanna

From: info_GeronSecuritiesLitigati
Sent: Friday, November 4, 2022 5:29 PM
To: [REDACTED]
Cc: Class Action Mailing Service; info_GeronSecuritiesLitigati
Subject: Geron Securities Litigation - Undeliverable Notices and Request for Updated Information - EMAIL B12
Attachments: Geron Securities Litigation_Proxy Cover Letter.pdf; Geron Securities Litigation_Email B12 _Undeliverable Records.xlsx

Dear RADHAKRISHNA PUTCHA at Broadridge:

We recently realized that there is a problem with the mailing address and/or other data you sent to Epiq earlier this year in connection with the process for the Original Class Notices in the Geron Securities Litigation matter (i.e., notice of certification of the Class for litigation purposes back in the Spring of 2022).

WE NEED YOU TO CORRECT THE PROBLEM AND RESPOND TO US IN WRITING BY NOVEMBER 10, 2022.

WHY IS THIS OUTREACH BEING MADE TO MY FIRM/ENTITY?:

Since the last time you provided the mailing address and/or other data to Epiq for the Geron Securities Litigation matter in connection with the Original Class Notices, there has been a proposed settlement in the action for which a Settlement Notice and Claim Form ("Settlement Packets") need to be mailed to potential Class members through the same process as was undertaken previously.

On October 28, 2022, we mailed you the Settlement Packets for you to mail within seven days of receipt to the potential Class members on whose behalf you hold Geron common stock. As detailed in the letter we sent with the Settlement Packets (attached hereto for reference), if in connection with the Original Class Notice you elected the option for Epiq to mail the Original Class Notice, Epiq will again mail the Settlement Packets to that same set of addresses. **DUE, HOWEVER, TO THE INCORRECT DATA YOU SENT US BEFORE, WE HAVE EXPERIENCED UNDELIVERABLE MAIL ON THE PRIOR ORIGINAL CLASS NOTICE MAILING, AND WE NEED A RESPONSE FROM YOU BY NOVEMBER 10, 2022, IN WHICH YOU EXPLAIN WHY THE DATA WAS WRONG AND SUBMIT THE CORRECT DATA** to prevent additional delays to notifying Class members of the Settlement.

WHY DOES EPIQ NEED OUR RESPONSE AND CORRECTIONS BY NOVEMBER 10, 2022?:

Timely corrections are imperative because not only does EPIQ have a deadline by Court order to complete the mailings BUT ALSO because the deadline for beneficial owners to file a Claim Form is February 16, 2023, at midnight Pacific Time. We want to be certain that all potential Class Members timely receive the Settlement Packets by First-Class Mail.

WHAT WAS WRONG WITH THE DATA WE PROVIDED BEFORE?:

As noted, a large number of the earlier Original Class Notices (prior to the settlement) were returned as undeliverable using addresses you provided to Epiq. We need you to check the data and addresses you provided to us, and in particular, check if you mismatched the street address with the city, state and zip code. Please send the updated data after you have confirmed its accuracy and that the mailing lists are accurate to info@GeronSecuritiesLitigation.com.

Given that you have a client relationship with these beneficial holders, we first recommend checking your internal files, but you may also need to check with independent sources such as the National Change of Address Registry or other

sources for updated information. A password protected spreadsheet with the incorrect data you provided before is attached. Password will follow in a separate email. IF YOU ARE UNABLE OR UNWILLING TO PROVIDE NEW AND CORRECT DATA BY NOVEMBER 10, 2022, PLEASE TELL US WHY IN WRITING BY NOVEMBER 10, 2022.

WHAT HAPPENS IF I DO NOT OR CANNOT RESPOND BY NOVEMBER 10, 2022?

Your noncompliance may be reported at an appropriate time to the Court. Please be aware that the Court may require information from your firm or entity directly.

Please be further advised that the Court may deny any potential reimbursement to you for mailings using incorrect addresses.

WHAT ELSE SHOULD WE DO?

Because the issue has appeared in the data you provided Epiq for the mailings it is handling under the option you previously selected, we are concerned you may have the same issue in connection with mailings of the Class notice you decided to undertake directly to beneficial owners earlier this year in the Original Class Notices. In other words, if you provided Epiq wrong data, we are concerned the issue may also impact the data you used for the mailings you did directly for the Original Class Notices or now, for the Settlement Packets. Thus, you should also check the data you have for the mailings and confirm in writing to Epiq within five (5) business days of the date of this email that you have checked the data for mailings you are doing directly, that it is accurate, and then send that data to Epiq for our records as well. Please send this data separately from the above requested data to info@GeronSecuritiesLitigation.com.

Epiq's contact information is set forth above, and you may review information about the Settlement Notice, Claim Form, and other details at: www.GeronSecuritiesLitigation.com. If you have any questions, you can reach out to Grant Lambert at 503-207-3661 or at grant.lambert@epiqglobal.com.

Sincerely,
Claims Administrator
Geron Securities Litigation

Webb, Susanna

From: info_GeronSecuritiesLitigati
Sent: Friday, November 4, 2022 5:29 PM
To: [REDACTED]
Cc: info_GeronSecuritiesLitigati
Subject: Geron Securities Litigation - Undeliverable Notices and Request for Updated Information - EMAIL B10
Attachments: Geron Securities Litigation_Proxy Cover Letter.pdf; Geron Securities Litigation_Email B10_Undeliverable Records.xlsx

Dear Rebecca Summers at BNYMellon:

We recently realized that there is a problem with the mailing address and/or other data you sent to Epiq earlier this year in connection with the process for the Original Class Notices in the Geron Securities Litigation matter (i.e., notice of certification of the Class for litigation purposes back in the Spring of 2022).

WE NEED YOU TO CORRECT THE PROBLEM AND RESPOND TO US IN WRITING BY NOVEMBER 10, 2022.

WHY IS THIS OUTREACH BEING MADE TO MY FIRM/ENTITY?:

Since the last time you provided the mailing address and/or other data to Epiq for the Geron Securities Litigation matter in connection with the Original Class Notices, there has been a proposed settlement in the action for which a Settlement Notice and Claim Form ("Settlement Packets") need to be mailed to potential Class members through the same process as was undertaken previously.

On October 28, 2022, we mailed you the Settlement Packets for you to mail within seven days of receipt to the potential Class members on whose behalf you hold Geron common stock. As detailed in the letter we sent with the Settlement Packets (attached hereto for reference), if in connection with the Original Class Notice you elected the option for Epiq to mail the Original Class Notice, Epiq will again mail the Settlement Packets to that same set of addresses. **DUE, HOWEVER, TO THE INCORRECT DATA YOU SENT US BEFORE, WE HAVE EXPERIENCED UNDELIVERABLE MAIL ON THE PRIOR ORIGINAL CLASS NOTICE MAILING, AND WE NEED A RESPONSE FROM YOU BY NOVEMBER 10, 2022, IN WHICH YOU EXPLAIN WHY THE DATA WAS WRONG AND SUBMIT THE CORRECT DATA** to prevent additional delays to notifying Class members of the Settlement.

WHY DOES EPIQ NEED OUR RESPONSE AND CORRECTIONS BY NOVEMBER 10, 2022?:

Timely corrections are imperative because not only does EPIQ have a deadline by Court order to complete the mailings BUT ALSO because the deadline for beneficial owners to file a Claim Form is February 16, 2023, at midnight Pacific Time. We want to be certain that all potential Class Members timely receive the Settlement Packets by First-Class Mail.

WHAT WAS WRONG WITH THE DATA WE PROVIDED BEFORE?:

As noted, a large number of the earlier Original Class Notices (prior to the settlement) were returned as undeliverable using addresses you provided to Epiq. We need you to check the data and addresses you provided to us, and in particular, check if you mismatched the street address with the city, state and zip code. Please send the updated data after you have confirmed its accuracy and that the mailing lists are accurate to info@GeronSecuritiesLitigation.com.

Given that you have a client relationship with these beneficial holders, we first recommend checking your internal files, but you may also need to check with independent sources such as the National Change of Address Registry or other

sources for updated information. A password protected spreadsheet with the incorrect data you provided before is attached. Password will follow in a separate email. IF YOU ARE UNABLE OR UNWILLING TO PROVIDE NEW AND CORRECT DATA BY NOVEMBER 10, 2022, PLEASE TELL US WHY IN WRITING BY NOVEMBER 10, 2022.

WHAT HAPPENS IF I DO NOT OR CANNOT RESPOND BY NOVEMBER 10, 2022?

Your noncompliance may be reported at an appropriate time to the Court. Please be aware that the Court may require information from your firm or entity directly.

Please be further advised that the Court may deny any potential reimbursement to you for mailings using incorrect addresses.

WHAT ELSE SHOULD WE DO?

Because the issue has appeared in the data you provided Epiq for the mailings it is handling under the option you previously selected, we are concerned you may have the same issue in connection with mailings of the Class notice you decided to undertake directly to beneficial owners earlier this year in the Original Class Notices. In other words, if you provided Epiq wrong data, we are concerned the issue may also impact the data you used for the mailings you did directly for the Original Class Notices or now, for the Settlement Packets. Thus, you should also check the data you have for the mailings and confirm in writing to Epiq within five (5) business days of the date of this email that you have checked the data for mailings you are doing directly, that it is accurate, and then send that data to Epiq for our records as well. Please send this data separately from the above requested data to info@GeronSecuritiesLitigation.com.

Epiq's contact information is set forth above, and you may review information about the Settlement Notice, Claim Form, and other details at: www.GeronSecuritiesLitigation.com. If you have any questions, you can reach out to Grant Lambert at 503-207-3661 or at grant.lambert@epiqglobal.com.

Sincerely,
Claims Administrator
Geron Securities Litigation

Webb, Susanna

From: info_GeronSecuritiesLitigati
Sent: Friday, November 4, 2022 5:28 PM
To: [REDACTED]
Cc: info_GeronSecuritiesLitigati
Subject: Geron Securities Litigation - Undeliverable Notices and Request for Updated Information - EMAIL B06
Attachments: Geron Securities Litigation_Proxy Cover Letter.pdf; Geron Securities Litigation_Email B06 _Undeliverable Records.xlsx

Dear Julie Gilmore at Stonex Financial Inc.:

We recently realized that there is a problem with the mailing address and/or other data you sent to Epiq earlier this year in connection with the process for the Original Class Notices in the Geron Securities Litigation matter (i.e., notice of certification of the Class for litigation purposes back in the Spring of 2022).

WE NEED YOU TO CORRECT THE PROBLEM AND RESPOND TO US IN WRITING BY NOVEMBER 10, 2022.

WHY IS THIS OUTREACH BEING MADE TO MY FIRM/ENTITY?:

Since the last time you provided the mailing address and/or other data to Epiq for the Geron Securities Litigation matter in connection with the Original Class Notices, there has been a proposed settlement in the action for which a Settlement Notice and Claim Form ("Settlement Packets") need to be mailed to potential Class members through the same process as was undertaken previously.

On October 28, 2022, we mailed you the Settlement Packets for you to mail within seven days of receipt to the potential Class members on whose behalf you hold Geron common stock. As detailed in the letter we sent with the Settlement Packets (attached hereto for reference), if in connection with the Original Class Notice you elected the option for Epiq to mail the Original Class Notice, Epiq will again mail the Settlement Packets to that same set of addresses. **DUE, HOWEVER, TO THE INCORRECT DATA YOU SENT US BEFORE, WE HAVE EXPERIENCED UNDELIVERABLE MAIL ON THE PRIOR ORIGINAL CLASS NOTICE MAILING, AND WE NEED A RESPONSE FROM YOU BY NOVEMBER 10, 2022, IN WHICH YOU EXPLAIN WHY THE DATA WAS WRONG AND SUBMIT THE CORRECT DATA** to prevent additional delays to notifying Class members of the Settlement.

WHY DOES EPIQ NEED OUR RESPONSE AND CORRECTIONS BY NOVEMBER 10, 2022?:

Timely corrections are imperative because not only does EPIQ have a deadline by Court order to complete the mailings BUT ALSO because the deadline for beneficial owners to file a Claim Form is February 16, 2023, at midnight Pacific Time. We want to be certain that all potential Class Members timely receive the Settlement Packets by First-Class Mail.

WHAT WAS WRONG WITH THE DATA WE PROVIDED BEFORE?:

As noted, a large number of the earlier Original Class Notices (prior to the settlement) were returned as undeliverable using addresses you provided to Epiq. We need you to check the data and addresses you provided to us, and in particular, check if you mismatched the street address with the city, state and zip code. Please send the updated data after you have confirmed its accuracy and that the mailing lists are accurate to info@GeronSecuritiesLitigation.com.

Given that you have a client relationship with these beneficial holders, we first recommend checking your internal files, but you may also need to check with independent sources such as the National Change of Address Registry or other

sources for updated information. A password protected spreadsheet with the incorrect data you provided before is attached. Password will follow in a separate email. IF YOU ARE UNABLE OR UNWILLING TO PROVIDE NEW AND CORRECT DATA BY NOVEMBER 10, 2022, PLEASE TELL US WHY IN WRITING BY NOVEMBER 10, 2022.

WHAT HAPPENS IF I DO NOT OR CANNOT RESPOND BY NOVEMBER 10, 2022?

Your noncompliance may be reported at an appropriate time to the Court. Please be aware that the Court may require information from your firm or entity directly.

Please be further advised that the Court may deny any potential reimbursement to you for mailings using incorrect addresses.

WHAT ELSE SHOULD WE DO?

Because the issue has appeared in the data you provided Epiq for the mailings it is handling under the option you previously selected, we are concerned you may have the same issue in connection with mailings of the Class notice you decided to undertake directly to beneficial owners earlier this year in the Original Class Notices. In other words, if you provided Epiq wrong data, we are concerned the issue may also impact the data you used for the mailings you did directly for the Original Class Notices or now, for the Settlement Packets. Thus, you should also check the data you have for the mailings and confirm in writing to Epiq within five (5) business days of the date of this email that you have checked the data for mailings you are doing directly, that it is accurate, and then send that data to Epiq for our records as well. Please send this data separately from the above requested data to info@GeronSecuritiesLitigation.com.

Epiq's contact information is set forth above, and you may review information about the Settlement Notice, Claim Form, and other details at: www.GeronSecuritiesLitigation.com. If you have any questions, you can reach out to Grant Lambert at 503-207-3661 or at grant.lambert@epiqglobal.com.

Sincerely,
Claims Administrator
Geron Securities Litigation

EXHIBIT E

CONFIRMATION OF PUBLICATION

IN THE MATTER OF: *Geron Securities Litigation*

I, Tammy Ollivier, hereby certify that

- (a) I am the Senior Notice Program Manager at Epiq Class Action & Claims Solutions, a noticing administrator, and;
- (b) The Notice of which the annexed is a copy was published in the following publications on the following dates:

11.7.2022 – IBD Weekly
11.7.2022 – Wall Street Journal
11.7.2022 – PR Newswire

Tammy Ollivier

(Signature)

11/7/2022

(Date)

Table of mutual fund performance data including columns for Fund Name, YTD Return, 1-Year Return, 3-Year Return, 5-Year Return, and 10-Year Return. Funds listed include various equity, bond, and specialty funds.

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

JULIA JUNG and RICHARD JUNG, on behalf of themselves and a class of similarly situated investors, Plaintiffs,

v. GERON CORPORATION and JOHN A. SCARLETT, Defendants.

SUMMARY NOTICE OF (i) PROPOSED SETTLEMENT AND PLAN OF ALLOCATION; (ii) SETTLEMENT FAIRNESS HEARING; AND (iii) MOTION FOR ATTORNEYS' FEES AND LITIGATION EXPENSES AND SERVICE AWARDS TO LEAD PLAINTIFFS

To: All persons who purchased Geron Corporation ("Geron") common stock during the period from March 20, 2018, to September 26, 2018, inclusive (the "Class Period"), and who were damaged thereby (the "Class").

PLEASE READ THIS NOTICE CAREFULLY. YOUR RIGHTS WILL BE AFFECTED BY THE SETTLEMENT OF A CLASS ACTION LAWSUIT PENDING IN THIS COURT.

YOU ARE HEREBY NOTIFIED, pursuant to Rule 23 of the Federal Rules of Civil Procedure and Order of the United States District Court for the Northern District of California, that the Court-appointed Lead Plaintiffs and Class Representatives, Julia Jung and Richard Jung, on behalf of themselves and the Court-certified Class in the above-captioned securities class action (the "Action"), have reached a proposed settlement of the Action with defendants Geron Corporation ("Geron") and John A. Scarlett ("Scarlett"), and together with Geron, the "Defendants," for \$24,000,000 (\$17,000,000 in cash, and \$7,000,000 in Settlement Stock and/or cash, at Geron's option). The Court has given preliminary approval to the Settlement, but has invited your comments and objections and would like to take into account the Class members' views of the Settlement before making a final decision on March 30, 2023. If the Settlement is approved by the Court, it will resolve and dismiss with prejudice all claims in the Action.

A Settlement Fairness Hearing will be held on March 30, 2023 at 11:00 a.m. Pacific Time, before the Honorable William Alsup, either in person at the United States District Court for the Northern District of California, San Francisco Courthouse, Courtroom 12, 19th Floor, 450 Golden Gate Avenue, San Francisco, CA 94102, or by telephone or videoconference (in the discretion of the Court) to determine: (i) whether the proposed Settlement should be approved as fair, reasonable, and adequate; (ii) whether the Action should be dismissed with prejudice against Defendants, and the Releases specified and described in the Stipulation and Agreement of Settlement ("Stipulation") dated September 2, 2022 should be granted; (iii) whether the proposed Plan of Allocation should be approved as fair and reasonable; and (iv) whether Lead Counsel's application for an award of attorneys' fees and payment of Litigation Expenses should be approved, as well as the application for service awards to the Lead Plaintiffs.

Lead Counsel Kaplan Fox & Kilsheimer LLP (also serving as Court-appointed Class Counsel), has been prosecuting the Action on a wholly contingent basis, has not received any payment of attorneys' fees for their representation of the Class and has advanced the funds to pay Litigation Expenses necessary incurred to prosecute the Action. Lead Counsel will apply to the Court for an award of attorneys' fees in an amount not to exceed 18% of the Settlement Fund, or \$43.2 million, plus interest. In addition, Lead Counsel will apply for payment of Litigation Expenses in connection with the institution, prosecution, and resolution of the Action in an amount not to exceed \$1,140,000. Lead Counsel will also apply for up to \$12,500 in total service award payments for the Lead Plaintiffs. Any fees, Litigation Expenses and/or service awards approved by the Court will be paid solely from the Settlement Fund. Class members are not personally liable for any such fees, Litigation Expenses or service awards. The estimated average cost for such fees, awards and expenses, if the Court approves Lead Counsel's fee and expense application, including the service awards to the Lead Plaintiffs, is \$0.04 per affected share. Based on Lead Plaintiffs' damages expert's estimate of the number of shares of Geron common stock purchased during the Class Period that may have been affected by the conduct at issue in the Action, and assuming that all Class Members elect to participate in the Settlement, the estimated average recovery (before the deduction of any Court-approved fees, Litigation Expenses, awards and costs as described herein) is \$0.17 per affected share.

If you purchased Geron common stock during the Class Period and are a member of the Class, your rights will be affected by the pending Settlement of the Action, and you may be entitled to a payment from the Net Settlement Fund. If you have not yet received the full printed Notice of (i) Proposed Settlement and Plan of Allocation; (ii) Settlement Hearing; and (iii) Motion for Attorneys' Fees and Litigation Expenses and Service Awards to Lead Plaintiffs (the "Settlement Notice") and the Claim Form, you may obtain copies of these documents by contacting the Claims Administrator at Geron Securities Litigation, c/o Equity Class Action & Claims Solutions, P.O. Box 4574, Portland, OR 97208-4574, 1-844-754-5537, or info@GeronSecuritiesLitigation.com. Copies of the Settlement Notice and Claim Form can also be downloaded from the website for the Action, www.GeronSecuritiesLitigation.com. The Settlement Notice and Claim Form may also be viewed on www.kaplanfox.com through the date of the Settlement Fairness Hearing.

If you are a Class Member, in order to be eligible to receive a payment under the proposed Settlement, you must submit a Claim Form either online to the Claims Administrator at www.GeronSecuritiesLitigation.com or send it by First-Class U.S. Mail (and if mailed, postmarked) by no later than midnight Pacific Time on February 16, 2023, in accordance with the instructions set forth in the Settlement Notice. If you are a Class Member and

do not submit a Claim Form with all required information and supporting documentation, you will not be eligible to share in the distribution of the Net Settlement Fund, but you will nevertheless be bound by any judgments or orders entered by the Court in the Action, including the Releases specified and described in the Stipulation and Settlement Notice.

If you are a member of the Class and wish to exclude yourself from the Class, you must submit a request for exclusion and submit it either online to the Claims Administrator at www.GeronSecuritiesLitigation.com or send it by First-Class U.S. Mail (and if mailed, postmarked) by no later than March 9, 2023 at midnight Pacific Time. In accordance with the instructions set forth in the Settlement Notice, unless you have previously submitted a request for exclusion in response to the Original Class Notice, if you properly exclude yourself from the Class, you will not be bound by any judgments or orders entered by the Court in the Action or you will not be eligible to share in the proceeds of the Settlement or to object to the Settlement.

Any objections to the proposed Settlement, the proposed Plan of Allocation, and/or Class Counsel's application for attorneys' fees and payment of Litigation Expenses and service awards to Lead Plaintiffs, must be received by the Court no later than March 9, 2023 at midnight Pacific Time (the "Objection Deadline"). In accordance with the instructions set forth in the Settlement Notice, which provides options available at the Court for Class Members to file the objections electronically on the docket for the Action by the Objection Deadline, to visit locations of the Court to file the objections by the Objection Deadline, or to file objections to a designated contact point and address at the Court, with the mailing postmarked by the Objection Deadline.

Please do not contact the Court, the Clerk's office, Defendants or Defendants' Counsel regarding this notice. All questions about this notice, the proposed Settlement, or your eligibility to participate in the Settlement should be directed to the Claims Administrator or Court Counsel.

Please note that the Court may change the date and time of the Settlement Fairness Hearing without further notice to the Class, and Class Members should check www.GeronSecuritiesLitigation.com or the Court's PACER website to confirm that hearing date has not been changed. Information and further guidance on how to access the Court's case docket or PACER is contained in the Settlement Notice. You may also visit Judge Alsup's webpage on the Northern District of California website at https://www.court.uscourts.gov/judge-alsup-william-w/ha, where there is a link to view the schedule for upcoming hearings and other information.

Requests for the Settlement Notice and Claim Forms should be made to:

Geron Securities Litigation, c/o Equity Class Action & Claims Solutions, P.O. Box 4574, Portland, OR 97208-4574, 1-844-754-5537

Inquiries, other than requests for the Settlement Notice and Claim Form should be made to Lead Class Counsel:

Laurence D. King, Esq., KAPLAN FOX & KILSHEIMER LLP, 1909 Harrison Street, Suite 1560, Oakland, CA 94612, 1-800-290-1952, King@kaplanfox.com

Jeffrey P. Campisi, Esq., KAPLAN FOX & KILSHEIMER LLP, 850 Third Avenue, Suite 1560, New York, NY 10022, 1-800-290-1952, jcampisi@kaplanfox.com

By Order of the Court, United States District Court, Northern District of California

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

*Certain persons and entities are excluded from the Class by definition and others are excluded pursuant to request. The full definition of the Class, including a complete description of who is excluded from the Class, is set forth in the Settlement Notice referred to herein.

No Settlement Stock will be issued to Class Members. Rather, Settlement Stock will be sold and the proceeds maintained as part of the Settlement Fund for distribution as ordered by the Court.

All capitalized terms herein have the same meaning as set forth in the Stipulation.

INVESTOR'S BUSINESS DAILY



FREE WEBINAR

November 9 11:30am PT / 2:30pm ET

www.investors.com/webinar

© 2022 Investor's Business Daily, LLC. Investor's Business Daily, LLC, Leadboard and corresponding logos are registered trademarks owned by Investor's Business Daily, LLC.



INSIDER TRADING SPOTLIGHT

Trading by 'insiders' of a corporation, such as a company's CEO, vice president or director, potentially conveys new information about the prospects of a company. Insiders are required to report large trades to the SEC within two business days. Here's a look at the biggest individual trades by insiders, based on data received by Refinitiv on November 4, and year-to-date stock performance of the company.

Biggest weekly individual trades

Table with columns: Date(s), Company, Symbol, Insider, Title, No. of shares trans (000), Price range (\$), \$ Value trans (000), Close (\$), Yld (%)

Sellers

Table with columns: Date(s), Company, Symbol, Insider, Title, No. of shares trans (000), Price range (\$), \$ Value trans (000), Close (\$), Yld (%)

*Half the transactions were indirect. **Two day transaction. -P. Rick Sheets

Buying and selling by sector

Table with columns: Sector, Buying, Selling, Sector, Buying, Selling

BUSINESS & FINANCE



Warehousing and storage companies dropped 20,000 jobs from September to October.

Logistics Companies' Hiring Spree Loses Steam

By Liz Young

The hiring frenzy in logistics driven by pandemic-fueled shipping appears to be cooling off. Operators of warehouses, trucking fleets and other freight businesses say they are paring their payroll growth as the supply-chain disruptions that led to tens of thousands of new jobs recede.

Mr. Biesterfeld said, speaking in on an earnings conference call Wednesday, said: "As supply chains ease, it'll allow us and afford us the opportunity to make some difficult personnel decisions there in order to take cost out of the model."

month froze hiring in its retail division. The e-commerce giant said it would pause corporate hiring for months amid signs of a broader economic slowdown.

ADVERTISEMENT

The Marketplace

To advertise: 800-366-3975 or WSJ.com/classifieds

CLASS ACTION

UNITED STATES DISTRICT COURT NORTHERN DISTRICT OF CALIFORNIA

JULIA JUNGHE and RICHARD JUNGHE, on behalf of themselves and a class of similarly situated investors, Plaintiffs, vs. GERON CORPORATION and JOHN A. SCARLETT, Defendants.

SUMMARY NOTICE OF (i) PROPOSED SETTLEMENT AND PLAN OF ALLOCATION, (ii) SETTLEMENT FAIRNESS HEARING, AND (iii) MOTION FOR ATTORNEYS' FEES AND LITIGATION EXPENSES AND SERVICE AWARDS TO LEAD PLAINTIFFS

To: All persons who purchased Geron Corporation ("Geron") common stock during the period from March 19, 2018, to September 26, 2018, inclusive (the "Class Period"), and who were damaged thereby (the "Class").

PLEASE READ THIS NOTICE CAREFULLY. YOUR RIGHTS WILL BE AFFECTED BY THE SETTLEMENT OF A CLASS ACTION LAWSUIT PENDING IN THIS COURT.

YOU ARE HEREBY NOTIFIED, pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Northern District of California, that the Court has approved the Settlement and Class Representative, Julia Junghe and Richard Junghe, on behalf of themselves and the Court-certified Class in the above-captioned securities class action (the "Action").

A Settlement Fairness Hearing will be held on March 30, 2023, at 11:00 a.m. Pacific Time, before the Honorable William Alsup, either in person at the United States District Court for the Northern District of California, Courtroom 12, 19th Floor, 450 Golden Gate Avenue, San Francisco, CA 94102, or by telephone or videoconference (as directed by the Court).

Lead Counsel Kaplan Fox & Kilsheimer LLP also serving as Court-appointed Class Counsel, has been prosecuting the Action on a wholly contingent basis, has not received any payment of attorneys' fees for their representation of the Class and have advanced the funds to pay Litigation Expenses necessarily incurred to prosecute the Action.

If you purchased Geron common stock during the Class Period and are a member of the Class, your rights will be affected by the pending Settlement of the Action, and you may be entitled to a payment from the Net Settlement Fund.

If you are a Class Member, in order to be eligible to receive a payment under the proposed Settlement, you must submit a Claim Form either online to the Claims Administrator at www.GeronSecuritiesLitigation.com or send it by First-Class U.S. mail (and if mailed, postmarked by no later than midnight Pacific Time on February 16, 2023, in accordance with the

BUSINESS OPPORTUNITIES

For Sale 4-SWECO GyraMax Big Max Brand New - Model GQD 5412 Gyrotary Sifter Call Traylor 940-595-3210

NOTICE OF SALE

SUPREME COURT OF THE STATE OF NEW YORK: COUNTY OF NEW YORK. In re: Estate of KENNETH ROSENBERG, Plaintiff v. ERIC TRELNER and STEVEN ROSENBERG, Defendants.

DISNEY IS EXPECTED TO POST PER-SHARE EARNINGS OF 55 CENTS.

THE TICKER MARKET EVENTS COMING THIS WEEK

Table with columns: Monday, Wednesday, Friday, Tuesday, Thursday. Lists market events like Consumer Credit, EIA report, Fed rate decision, etc.

THE WALL STREET JOURNAL THE MARKETPLACE ADVERTISE TODAY (800) 366-3975

* FactSet Estimates earnings-per-share estimates; don't include extraordinary items (Losses in parentheses); † Adjusted for stock split. Note: Forecasts are from Dow Jones weekly survey of economists

Lead Plaintiffs and Class Representatives Julia Junge and Richard Junge Announce Proposed Settlement in the Geron Securities Litigation

NEWS PROVIDED BY

Julia Junge and Richard Junge →

Nov 07, 2022, 09:00 ET

SAN FRANCISCO, Nov. 7, 2022 /PRNewswire/ --

UNITED STATES DISTRICT COURT NORTHERN DISTRICT OF CALIFORNIA

JULIA JUNGE and RICHARD JUNGE, on behalf of
themselves and a class of similarly situated investors,

Plaintiffs,

v.

GERON CORPORATION and JOHN A. SCARLETT,

Defendants.

Case No.: 3:20-cv-00547-WHA

(Consolidated with Case
No. 3:20-cv-01163-WHA)

(Related Cases:

No. 3:20-cv-02823-WHA
No. 3:22-mc-80051-WHA)

**SUMMARY NOTICE OF (I) PROPOSED SETTLEMENT AND PLAN OF ALLOCATION; (II)
SETTLEMENT FAIRNESS HEARING; AND (III) MOTION FOR ATTORNEYS' FEES AND
LITIGATION EXPENSES AND SERVICE AWARDS TO LEAD PLAINTIFFS**

To: All persons who purchased Geron Corporation ("Geron") common stock during the period from March 19, 2018, to September 26, 2018, inclusive (the "Class Period"), and who were damaged thereby (the "Class").¹

PLEASE READ THIS NOTICE CAREFULLY, YOUR RIGHTS WILL BE AFFECTED BY THE SETTLEMENT OF A CLASS ACTION LAWSUIT PENDING IN THIS COURT.

YOU ARE HEREBY NOTIFIED, pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Northern District of California, that the Court-appointed Lead Plaintiffs and Class Representatives, Julia Junge and Richard Junge, on behalf of themselves and the Court-certified Class in the above-captioned securities class action (the "Action"), have reached a proposed settlement of the Action with defendants Geron Corporation ("Geron") and John A. Scarlett ("Scarlett", and together with Geron, the "Defendants") for \$24,000,000 (\$17,000,000 in cash, and \$7,000,000 in Settlement Stock and/or cash, at Geron's option).² The Court has given preliminary approval to the Settlement, but has invited your comments and objections and would like to take into account the Class members' views of the Settlement before making a final decision on March 30, 2023. If the Settlement is approved by the Court, it will resolve and dismiss with prejudice all claims in the Action.

A Settlement Fairness Hearing will be held on **March 30, 2023 at 11:00 a.m. Pacific Time**, before the Honorable William Alsup, either in person at the United States District Court for the Northern District of California, San Francisco Courthouse, Courtroom 12 - 19th Floor, 450 Golden Gate Avenue, San Francisco, CA 94102, or by telephone or videoconference (in the discretion of the Court) to determine: (i) whether the proposed Settlement should be approved as fair, reasonable, and adequate; (ii) whether the Action should be dismissed with prejudice against Defendants, and the Releases specified and described in the Stipulation and Agreement of Settlement ("Stipulation") dated September 2, 2022 should be granted³; (iii) whether the proposed Plan of Allocation should be approved as fair and reasonable; and (iv) whether Lead Counsel's application for an award of attorneys' fees and payment of Litigation Expenses should be approved, as well as the application for service awards to the Lead Plaintiffs.

Lead Counsel Kaplan Fox & Kilsheimer LLP (also serving as Court-appointed Class Counsel), has been prosecuting the Action on a wholly contingent basis, has not received any payment of attorneys' fees for their representation of the Class and have advanced the funds to pay Litigation Expenses necessarily incurred to prosecute the Action. Lead Counsel will apply to the Court for an award of attorneys' fees in an amount not to exceed 18% of the Settlement Fund, or \$4.32 million, plus interest. In addition, Lead Counsel will apply for payment of Litigation Expenses in connection with the institution, prosecution, and resolution of the Action in an amount not to exceed \$1,140,000. Lead Counsel will also apply for up to \$12,500 in total service award payments for the Lead Plaintiffs. Any fees, Litigation Expenses and/or service awards approved by the Court will be paid solely from the Settlement Fund. Class Members are not personally liable for any such fees, Litigation Expenses or service awards. The estimated average cost for such fees, awards and expenses, if the Court approves Lead Counsel's fee and expense application, including the service awards to the Lead Plaintiffs, is \$0.04 per affected share. Based on Lead Plaintiffs' damages expert's estimate of the number of shares of Geron common stock purchased during the Class Period that may have been affected by the conduct at issue in the Action, and assuming that all Class Members elect to participate in the Settlement, the estimated average recovery (before the deduction of any Court-approved fees, Litigation Expenses, awards and costs as described herein) is \$0.17 per affected share.

If you purchased Geron common stock during the Class Period and are a member of the Class, your rights will be affected by the pending Settlement of the Action, and you may be entitled to a payment from the Net Settlement Fund. If you have not yet received the full printed Notice of (I) Proposed Settlement and Plan of Allocation; (II) Settlement Hearing; and (III) Motion for Attorneys' Fees and Litigation Expenses and Service Awards to Lead Plaintiffs (the "Settlement Notice") and the Claim Form, you may obtain copies of these documents by contacting the Claims Administrator at Geron Securities Litigation, c/o Epiq Class Action & Claims Solutions, P.O. Box 4574, Portland, OR 97208-4574, 1-844-754-5537, or at info@GeronSecuritiesLitigation.com. Copies of the Settlement Notice and Claim Form can also be downloaded from the website for the Action, www.GeronSecuritiesLitigation.com. The Settlement Notice and Claim Form may also be viewed on www.kaplanfox.com through the date of the Settlement Fairness Hearing.

If you are a Class Member, in order to be eligible to receive a payment under the proposed Settlement, you must submit a Claim Form either **online to the Claims Administrator at www.GeronSecuritiesLitigation.com or send it by First-Class U.S. mail (and if mailed, postmarked) by no later than midnight Pacific Time on February 16, 2023, in accordance with the instructions** set forth in the Settlement Notice. If you are a Class Member and do not submit a Claim Form with all required information and supporting documentation, you will not be eligible to share in the distribution of the Net Settlement Fund, but you will nevertheless be bound by any judgments or orders entered by the Court in the Action, including the Releases specified and described in the Stipulation and Settlement Notice.

If you are a member of the Class and wish to exclude yourself from the Class, you must submit a request for exclusion and submit it either **online to the Claims Administrator at www.GeronSecuritiesLitigation.com or send it by First-Class U.S. mail (and if mailed, postmarked) by no later than March 9, 2023 at midnight Pacific Time, in accordance with the instructions** set forth in the Settlement Notice, unless you have previously submitted a request for exclusion in response to the Original Class Notice. If you properly exclude yourself from the Class, you will not be bound by any judgments or orders entered by the Court in the Action and you will not be eligible to share in the proceeds of the Settlement or to object to the Settlement.

Any objections to the proposed Settlement, the proposed Plan of Allocation, and/or Class Counsel's application for attorneys' fees and payment of Litigation Expenses or service awards to Lead Plaintiffs, must be received by the Court no later than **March 9, 2023 at midnight Pacific Time (the "Objection Deadline")**, in accordance with the instructions set forth in the Settlement Notice, which provides options available at the Court for Class Members to file the objections electronically on the docket for the Action by the Objection Deadline, to visit locations of the Court to file the objections by the Objection Deadline, or to mail the objections to a designated contact point and address at the Court, with the mailing postmarked by the Objection Deadline.

Please do not contact the Court, the Clerk's office, Defendants, or Defendants' Counsel regarding this notice. All questions about this notice, the proposed Settlement, or your eligibility to participate in the Settlement should be directed to the Claims Administrator or Class Counsel.

Please note that the Court may change the date and time of the Settlement Fairness Hearing without further notice to the Class, and Class Members should check www.GeronSecuritiesLitigation.com or the Court's PACER website to confirm that the hearing date has not been changed. Information and further guidance on how to access the Court's case docket or PACER is contained in the Settlement Notice. You may also visit Judge Alsup's webpage on the Northern District of California website at <https://www.cand.uscourts.gov/judges/alsup-william-wha/>, where there is a link to view the schedule for upcoming hearings and other information.

Requests for the Settlement Notice and Claim Form should be made to:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
1-844-754-5537

Inquiries, other than requests for the Settlement Notice and Claim Form should be made to Lead/ Class Counsel:

Laurence D. King, Esq.
KAPLAN FOX & KILSHEIMER LLP
1999 Harrison Street, Suite 1560
Oakland, CA 94612
1-800-290-1952
lking@kaplanfox.com

Jeffrey P. Campisi, Esq.
KAPLAN FOX & KILSHEIMER LLP
850 Third Avenue, 14th Floor
New York, NY 10022
1-800-290-1952
jcampisi@kaplanfox.com

By Order of the Court

United States District Court

Northern District of California

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

- ¹ Certain persons and entities are excluded from the Class by definition and others are excluded pursuant to request. The full definition of the Class, including a complete description of who is excluded from the Class, is set forth in the Settlement Notice referred to herein.
- ² No Settlement Stock will be issued to Class Members. Rather, Settlement Stock will be sold and the proceeds maintained as part of the Settlement Fund for distribution as ordered by the Court.
- ³ All capitalized terms herein have the same meaning as set forth in the Stipulation.

SOURCE Julia Junge and Richard Junge

Contact: www.GeronSecuritiesLitigation.com

SOURCE Julia Junge and Richard Junge

EXHIBIT F



Epiq Systems
Class Action & Claims Solutions
10300 SW Allen Blvd.
Beaverton, OR 97005

Remit to
Epiq
Class Action & Claims Solutions
Dept 0286
PO Box 120286
Dallas, TX 75312-0286

Tax ID: 93-1210932
Billing questions: call 503-350-5800
or ecabilling@epiqglobal.com

Payment by Wire:
Bank: Silicon Valley Bank (Santa Clara, CA)
ABA Routing: 121140399
Acct No: 3300483242
SWIFT: SVBKUS6S

Bill-To
Kaplan Fox and Kilsheimer LLP
850 Third Avenue 14th Floor
New York NY 10022-7237

Information

Invoice No.	90652079	Invoice Date	06/30/2022
Purchase Order No.			
Customer No.	3001764		
Currency	USD		
Contract No.	40057190		
Contract Description	Geron Securities Litigation		
Terms of Payment	Net due in 30 days		
Internal Reference No	40057190		

Comments
Billing Period: START to 06/30/2022

Item	Service	Quantity	Unit	Unit Price	Amount
CASE START-UP FEES					
30	Initial Data File/Stand/Conver/Import	19	EA	150.0000	2,850.00
40	Case Set-up	1	EA	1,000.0000	1,000.00
NOTIFICATION PROCESS FEES					
50	Print/Mail 6pg Settlement Notice packet	115,108	EA	0.1300	14,964.04
60	Proxy List Notification	1,079	EA	0.9500	1,025.05
70	Receive and Enter Returned Mail Into Dat	459	EA	0.2900	133.11
80	Enter Changes of Address - Postal Forwar	105	EA	0.4500	47.25
90	Summary Notice - WSJ	12,467	EA	1.0000	12,467.00
100	Summary Notice - PR Newswire	1,894	EA	1.0000	1,894.00
105	Summary Notice - Invest. Business Weekly	2,611	EA	1.0000	2,611.00
110	Custom Envelope #10	116,187	EA	0.0651	7,563.77
120	BRE #9 Envelopes (Rush)	25,000	EA	0.2000	5,000.00
125	BRE #9 Envelopes (Standard)	100,000	EA	0.0900	9,000.00





Epiq Systems
Class Action & Claims Solutions
10300 SW Allen Blvd.
Beaverton, OR 97005

Information			
Invoice No.	90652079	Invoice Date	06/30/2022
Purchase Order No.			
Customer No.	3001764		

Comments
Billing Period: START to 06/30/2022

Item	Service	Quantity	Unit	Unit Price	Amount
CALL CENTER AND WEBPAGE FEES					
140	Website Setup & Design	1	EA	2,000.0000	2,000.00
150	Website - Maintenance Charges	2	EA	225.0000	450.00
160	Toll-Free Number Setup	1	EA	2,000.0000	2,000.00
180	Interactive Voice Response per Call	136	EA	0.1900	25.84
190	Monthly Phone System Support	2	EA	225.0000	450.00
191	Other Class Member Communications (email	5.600	H	65.0000	364.00
193	Live Telephone Support per Call	129	MIN	1.0500	135.45
OPT-OUT PROCESSING					
210	Process Opt-Out Requests (including list	1	EA	10.0000	10.00
PROJECT OUT-OF-POCKET EXPENSES					
230	Postage	45,418.420	DLR	1.0000	45,418.42
PROJECT MANAGEMENT FEES					
260	Class Member Services Representatives	34.500	H	100.0000	3,450.00
270	Account Manager	30	H	165.0000	4,950.00
280	Systems and Programming	10.400	H	150.0000	1,560.00

Net Amount	119,368.93
Sales Tax	3,336.67
Total Amount Due	122,705.60





Epiq Systems
Class Action & Claims Solutions
10300 SW Allen Blvd.
Beaverton, OR 97005

Remit to
Epiq
Class Action & Claims Solutions
Dept 0286
PO Box 120286
Dallas, TX 75312-0286

Tax ID: 93-1210932
Billing questions: call 503-350-5800
or ecabilling@epiqglobal.com

Payment by Wire:
Bank: Silicon Valley Bank (Santa Clara, CA)
ABA Routing: 121140399
Acct No: 3300483242
SWIFT: SVBKUS6S

Bill-To
Kaplan Fox and Kilsheimer LLP
850 Third Avenue 14th Floor
New York NY 10022-7237

Information

Invoice No.	90674658	Invoice Date	09/19/2022
Purchase Order No.			
Customer No.	3001764		
Currency	USD		
Contract No.	40057190		
Contract Description	Geron Securities Litigation		
Terms of Payment	Net due in 30 days		
Internal Reference No	40057190		

Comments

Billing Period: 07/01/2022 - 07/31/2022

Item	Service	Quantity	Unit	Unit Price	Amount
CASE START-UP FEES					
30	Initial Data File/Stand/Conver/Import	1	EA	150.0000	150.00
NOTIFICATION PROCESS FEES					
50	Print/Mail 6pg Settlement Notice packet	5,425	EA	0.1300	705.25
70	Receive and Enter Returned Mail Into Dat	16,349	EA	0.2900	4,741.21
80	Enter Changes of Address - Postal Forwar	4,150	EA	0.4500	1,867.50
110	Custom Envelope #10	5,425	EA	0.0651	353.17
CALL CENTER AND WEBPAGE FEES					
150	Website - Maintenance Charges	1	EA	225.0000	225.00
180	Interactive Voice Response per Call	723.200	EA	0.1900	137.41
190	Monthly Phone System Support	1	EA	225.0000	225.00
191	Other Class Member Communications (email	52.700	H	65.0000	3,425.50
193	Live Telephone Support per Call	2,430	MIN	1.0500	2,551.50
OPT-OUT PROCESSING					





Epiq Systems
Class Action & Claims Solutions
10300 SW Allen Blvd.
Beaverton, OR 97005

Information			
Invoice No.	90674658	Invoice Date	09/19/2022
Purchase Order No.			
Customer No.	3001764		

Comments
Billing Period: 07/01/2022 - 07/31/2022

Item	Service	Quantity	Unit	Unit Price	Amount
210	Process Opt-Out Requests (including list	71	EA	10.0000	710.00
PROJECT OUT-OF-POCKET EXPENSES					
230	Postage	4,537.727	DLR	1.0000	4,537.73
PROJECT MANAGEMENT FEES					
260	Class Member Services Representatives	12.200	H	100.0000	1,220.00
270	Account Manager	37.200	H	165.0000	6,138.00
Net Amount					26,987.27
Sales Tax					500.22
Total Amount Due					27,487.49





Epiq Systems
Class Action & Claims Solutions
10300 SW Allen Blvd.
Beaverton, OR 97005

Remit to
Epiq
Class Action & Claims Solutions
Dept 0286
503-350-5800
PO Box 120286
Dallas, TX 75312-0286

Tax ID: 93-1210932
Billing questions: call
or ecabilling@epiqglobal.com

Bill-To
Kaplan Fox and Kilsheimer LLP
850 Third Avenue 14th Floor
New York NY 10022-7237

Payment by Wire:
Bank: Silicon Valley Bank (Santa Clara, CA)
ABA Routing: 121140399
Acct No: 3300483242

Information

Invoice No.	90675626	Invoice Date	09/30/2022
Purchase Order No.			
Customer No.	3001764		
Currency	USD		
Contract No.	40057190		
Contract Description	Geron Securities Litigation		
Terms of Payment	Net due in 30 days		
Internal Reference No	40057190		

Comments

Billing Period: 08/01/2022 - 08/31/2022

Item	Service	Quantity	Unit	Unit Price	Amount
NOTIFICATION PROCESS FEES					
50	Print/Mail 6pg Settlement Notice packet	87	EA	0.1300	11.31
70	Receive and Enter Returned Mail Into Dat	1,249	EA	0.2900	362.21
80	Enter Changes of Address - Postal Forwar	22	EA	0.4500	9.90
CALL CENTER AND WEBPAGE FEES					
150	Website - Maintenance Charges	1	EA	225.0000	225.00
180	Interactive Voice Response per Call	215.600	EA	0.1900	40.96
190	Monthly Phone System Support	1	EA	225.0000	225.00
191	Other Class Member Communications (email)	42.400	H	65.0000	2,756.00
193	Live Telephone Support per Call	1,002	MIN	1.0500	1,052.10
OPT-OUT PROCESSING					
210	Process Opt-Out Requests (including list	8	EA	10.0000	80.00
PROJECT OUT-OF-POCKET EXPENSES					
230	Postage	107.216	DLR	1.0000	107.22





Epiq Systems
Class Action & Claims Solutions
10300 SW Allen Blvd.
Beaverton, OR 97005

Information			
Invoice No.	90675626	Invoice Date	09/30/2022
Purchase Order No.			
Customer No.	3001764		

Comments
Billing Period: 08/01/2022 - 08/31/2022

Item	Service	Quantity	Unit	Unit Price	Amount
PROJECT MANAGEMENT FEES					
260	Class Member Services Representatives	6.900	H	100.0000	690.00
270	Account Manager	24	H	165.0000	3,960.00
Net Amount					9,519.70
Sales Tax					32.22
Total Amount Due					9,551.92



EXHIBIT G



Epiq Systems
Class Action & Claims Solutions
10300 SW Allen Blvd.
Beaverton, OR 97005

Remit to
Epiq
Class Action & Claims Solutions
Dept 0286
503-350-5800
PO Box 120286
Dallas, TX 75312-0286

Tax ID: 93-1210932
Billing questions: call
or ecabilling@epiqglobal.com

Bill-To
Jeffrey P. Campisi
Kaplan Fox and Kilsheimer LLP
850 Third Avenue 14th Floor
New York NY 10022-7237

Payment by Wire:
Bank: Silicon Valley Bank (Santa Clara, CA)
ABA Routing: 121140399
Acct No: 3300483242

Information

Invoice No.	90709603	Invoice Date	01/19/2023
Purchase Order No.			
Customer No.	3001764		
Currency	USD		
Contract No.	40061088		
Contract Description	Junge v Geron Securities Settlement		
Terms of Payment	End of Case		
Internal Reference No	40061088		

Comments
Billing Period Start to 10/31/202

Item	Service	Quantity	Unit	Unit Price	Amount
Case Start up Fees					
30	Case Set-up	2	EA	750.0000	1,500.00
31	National Change of Address (\$500 min)	1	EA	500.0000	500.00
33	Address Research	5,840	EA	0.1500	876.00
Call Center and Webpage Fees					
51	Website Maintenance Charges	2	EA	225.0000	450.00
52	Interactive Voice Response per call	166.610	EA	0.1900	31.66
53	Live Telephone Support per call	696	MIN	1.0500	730.80
54	Monthly Phone System Support	2	EA	175.0000	350.00
70	Website updates	5.700	H	165.0000	940.50
80	Toll-Free Number Setup	1	EA	2,000.0000	2,000.00
95	Email Communication Setup	1	EA	500.0000	500.00
100	Other Class Member Communication	191	EA	0.0500	9.55
Notification Process Fees					





Epiq Systems
 Class Action & Claims Solutions
 10300 SW Allen Blvd.
 Beaverton, OR 97005

Information

Invoice No.	90709603	Invoice Date	01/19/2023
Purchase Order No.			
Customer No.	3001764		

Comments

Billing Period Start to 10/31/202

Item	Service	Quantity	Unit	Unit Price	Amount
115	Print/Mail 20-pg Settlement Notice packe	80,730	EA	0.5600	45,208.80
120	Undeliverable mail handling	139	EA	0.2900	40.31
130	Enter Change of Address - Postal Forward	1	EA	0.4500	0.45
135	Print/Fold Notice and Claim w/BRE	125,000	EA	0.0900	11,250.00
Claim Processing/Validation Fees					
150	Process Opt-Out Requests	2	EA	10.0000	20.00
PROJECT MANAGEMENT					
280	Account Manager/Project Manager	95.900	H	165.0000	15,823.50
300	Account Executive/Project Coordinator	56.700	H	100.0000	5,670.00
PROJECT OUT-OF-POCKET EXPENSES					
330	Postage	89,463.630	DLR	1.0000	89,463.63
Net Amount					175,365.20
Sales Tax					5,045.56
Total Amount Due					180,410.76





Epiq Systems
Class Action & Claims Solutions
10300 SW Allen Blvd.
Beaverton, OR 97005

Remit to
Epiq
Class Action & Claims Solutions
Dept 0286
PO Box 120286
Dallas, TX 75312-0286

Tax ID: 93-1210932
Billing questions: call 503-350-5800
or ecabilling@epiqglobal.com

Payment by Wire:
Bank: Silicon Valley Bank (Santa Clara, CA)
ABA Routing: 121140399
Acct No: 3300483242
SWIFT: SVBKUS6S

Bill-To
Jeffrey P. Campisi
Kaplan Fox and Kilsheimer LLP
850 Third Avenue 14th Floor
New York NY 10022-7237

Information

Invoice No.	90709022	Invoice Date	01/17/2023
Purchase Order No.			
Customer No.	3001764		
Currency	USD		
Contract No.	40061088		
Contract Description	Junge v Geron Securities Settlement		
Terms of Payment	End of Case		
Internal Reference No	40061088		

Comments
Billing Period: 11/01/2022 - 11/30/2022

Item	Service	Quantity	Unit	Unit Price	Amount
Case Start up Fees					
40	Initial Data File Standardization	9	EA	150.0000	1,350.00
Call Center and Webpage Fees					
100	Other Class Member Communication	3	EA	0.0500	0.15
Notification Process Fees					
120	Undeliverable mail handling	6,450	EA	0.2900	1,870.50
130	Enter Change of Address - Postal Forward	121	EA	0.4500	54.45
135	Print/Fold Notice and Claim w/BRE	25,000	EA	0.0900	2,250.00
Claim Processing/Validation Fees					
150	Process Opt-Out Requests	6	EA	10.0000	60.00
190	Online Claims	467	EA	0.5500	256.85
200	Individual Paper Claims - Intake and OCR	330	EA	2.2500	742.50
210	Trade Transaction Data Capture	200	EA	0.2500	50.00
220	Internal Claims Audit n Quality Assuranc	10.800	H	80.0000	864.00





Epiq Systems
 Class Action & Claims Solutions
 10300 SW Allen Blvd.
 Beaverton, OR 97005

Information			
Invoice No.	90709022	Invoice Date	01/17/2023
Purchase Order No.			
Customer No.	3001764		

Comments
Billing Period: 11/01/2022 - 11/30/2022

Item	Service	Quantity	Unit	Unit Price	Amount
PROJECT MANAGEMENT					
280	Account Manager/Project Manager	98.300	H	165.0000	16,219.50
290	Technical Support	80.200	H	150.0000	12,030.00
300	Account Executive/Project Coordinator	51.500	H	100.0000	5,150.00
PROJECT OUT-OF-POCKET EXPENSES					
330	Postage	12,603.620	DLR	1.0000	12,603.62
380	Print/Mail 20-pg Settlement Notice packe	10,384	EA	0.5600	5,815.04
410	Interactive Voice Response per call	1,288.680	EA	0.1900	244.85
420	Live Telephone Support per call	3,324	MIN	1.0500	3,490.20
425	Customer Service/Live Operator Bilingual	18	MIN	1.0500	18.90
470	Imaging/Scanning	13,536	EA	0.1200	1,624.32
471	Photocopies	21	PAG	0.1200	2.52
ADDITIONAL SERVICES					
520	Notice transcription Request	9	EA	1.9500	17.55
530	PR Newswire - 1200 Words	4,270	EA	1.0000	4,270.00
540	Wall Street Journal - 1/6 Page	20,570	EA	1.0000	20,570.00
550	Investor's Business Daily - 1/6 Page	5,237	EA	1.0000	5,237.00
Claim Processing/Validation Fees					
Net Amount					94,791.95
Sales Tax					1,061.30





Epiq Systems
Class Action & Claims Solutions
10300 SW Allen Blvd.
Beaverton, OR 97005

Information			
Invoice No.	90709022	Invoice Date	01/17/2023
Purchase Order No.			
Customer No.	3001764		

Comments
Billing Period: 11/01/2022 - 11/30/2022

Item	Service	Quantity	Unit	Unit Price	Amount
	Total Amount Due				95,853.25



Epiq Systems
Class Action & Claims Solutions
10300 SW Allen Blvd.
Beaverton, OR 97005

Remit to
Epiq
Class Action & Claims Solutions
Dept 0286
PO Box 120286
Dallas, TX 75312-0286

Tax ID: 93-1210932
Billing questions: call 503-350-5800
or ecabilling@epiqglobal.com

Payment by Wire:
Bank: Silicon Valley Bank (Santa Clara, CA)
ABA Routing: 121140399
Acct No: 3300483242
SWIFT: SVBKUS6S

Bill-To
Jeffrey P. Campisi
Kaplan Fox and Kilsheimer LLP
850 Third Avenue 14th Floor
New York NY 10022-7237

Information

Invoice No.	90709023	Invoice Date	01/17/2023
Purchase Order No.			
Customer No.	3001764		
Currency	USD		
Contract No.	40061088		
Contract Description	Junge v Geron Securities Settlement		
Terms of Payment	End of Case		
Internal Reference No	40061088		

Comments
Billing Period: 12/01/2022 - 12/31/2022

Item	Service	Quantity	Unit	Unit Price	Amount
Case Start up Fees					
33	Address Research	1,575	EA	0.1500	236.25
Call Center and Webpage Fees					
52	Interactive Voice Response per call	2,292.430	EA	0.1900	435.56
53	Live Telephone Support per call	3,744	MIN	1.0500	3,931.20
Notification Process Fees					
115	Print/Mail 20-pg Settlement Notice packe	11	EA	0.5600	6.16
120	Undeliverable mail handling	885	EA	0.2900	256.65
130	Enter Change of Address - Postal Forward	59	EA	0.4500	26.55
Claim Processing/Validation Fees					
150	Process Opt-Out Requests	11	EA	10.0000	110.00
160	Electronic/Nominee Claims	1	EA	200.0000	200.00
190	Online Claims	441	EA	0.5500	242.55
200	Individual Paper Claims - Intake and OCR	394	EA	2.2500	886.50





Epiq Systems
Class Action & Claims Solutions
10300 SW Allen Blvd.
Beaverton, OR 97005

Information			
Invoice No.	90709023	Invoice Date	01/17/2023
Purchase Order No.			
Customer No.	3001764		

Comments
Billing Period: 12/01/2022 - 12/31/2022

Item	Service	Quantity	Unit	Unit Price	Amount
210	Trade Transaction Data Capture	1,731	EA	0.2500	432.75
220	Internal Claims Audit n Quality Assuranc	7.400	H	80.0000	592.00
230	Electronic/Nominee Claim Processing	39.900	H	60.0000	2,394.00
PROJECT MANAGEMENT					
280	Account Manager/Project Manager	64	H	165.0000	10,560.00
290	Technical Support	27.600	H	150.0000	4,140.00
300	Account Executive/Project Coordinator	57.600	H	100.0000	5,760.00
PROJECT OUT-OF-POCKET EXPENSES					
330	Postage	1,155.570	DLR	1.0000	1,155.57
400	Remails	126	EA	0.5600	70.56
460	Print/Mail Acknowledgement Notices	499	EA	0.1300	64.87
470	Imaging/Scanning	14,176	EA	0.1200	1,701.12
ADDITIONAL SERVICES					
520	Notice transcription Request	7	EA	1.9500	13.65
Net Amount					33,215.94
Sales Tax					257.54
Total Amount Due					33,473.48



EXHIBIT I

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): **September 2, 2022**

GERON CORPORATION

(Exact name of registrant as specified in its charter)

Delaware	000-20859	75-2287752
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

**919 E. HILLSDALE BLVD., SUITE 250
FOSTER CITY, CALIFORNIA 94404**

(Address of principal executive offices, including zip code)

(650) 473-7700

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.001 par value	GERN	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events

As previously reported, Geron Corporation (the “Company” or “Geron”) and Geron’s Chief Executive Officer have been named as defendants in a consolidated securities class action lawsuit pending in the United States District Court for the Northern District of California (the “California District Court”) captioned *Junge, et al. v. Geron Corp., et al.*, Case No. 3:20-cv-00547-WHA (DMR) (the “Securities Class Action”). The Securities Class Action was filed on January 23, 2020 on behalf of a class consisting of purchasers of the Company’s common stock during the period from March 19, 2018, through and including September 26, 2018.

On September 2, 2022, the parties in the Securities Class Action entered into a Stipulation and Agreement of Settlement (the “Stipulation”) that will resolve the Securities Class Action. Under the terms of the Stipulation, in exchange for the release and dismissal with prejudice of all claims against the defendants in the Securities Class Action, Geron has agreed to pay and/or to cause its insurance carriers to pay a total of \$24.0 million, comprised of \$17.0 million in cash and, at Geron’s election, \$7.0 million in either shares of the Company’s common stock and/or cash. The proposed settlement does not constitute an admission of fault or wrongdoing by Geron or its Chief Executive Officer. The proposed settlement remains subject to preliminary and final approval by the California District Court and certain other conditions.

The proposed settlement does not involve the shareholder derivative actions that remain pending naming as defendants certain of Geron’s current officers and certain current and former members of its Board of Directors.

The foregoing summary description of the Stipulation is qualified in its entirety by the full text of the Stipulation, a copy of which is filed herewith as Exhibit 99.1.

Use of Forward-Looking Statements

Except for the historical information contained herein, this Current Report on Form 8-K contains forward-looking statements made pursuant to the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995. Investors are cautioned that such statements, include, without limitation, those regarding: (i) the Stipulation resolving the Securities Class Action; (ii) the ability to secure approval of the proposed settlement from the California District Court and to satisfy all conditions of the proposed settlement; and (iii) other statements that are not historical facts, constitute forward looking statements. These forward-looking statements involve risks and uncertainties that can cause actual results to differ materially from those in such forward-looking statements. These risks and uncertainties, include, without limitation, risks and uncertainties related to: (a) the Stipulation not having the expected impact, including resolving the Securities Class Action; (b) the proposed settlement requiring more activity or expense than expected; (c) Geron’s ability to overcome any objections or appeals regarding the proposed settlement; (d) compliance by Geron’s insurance providers with the terms of the proposed settlement and on a timely basis; (e) the sufficiency of Geron’s limited cash resources and its ability to issue additional shares of its common stock to enable it to satisfy its obligations under the proposed settlement; (f) the possibility that individual claimants opt out of the class and pursue individual claims against Geron and its officers and/or directors; and (g) satisfactory resolution of pending and any future litigation or other disagreements with others. Additional information on the above risks and uncertainties and additional risks, uncertainties and factors that could cause actual results to differ materially from those in the forward-looking statements are contained in Geron’s filings and periodic reports filed with the Securities and Exchange Commission under the heading “Risk Factors” and elsewhere in such filings and reports, including Geron’s quarterly report on Form 10-Q for the quarter ended June 30, 2022 and future filings and reports by Geron. Undue reliance should not be placed on forward-looking statements, which speak only as of the date they are made, and the facts and assumptions underlying the forward-looking statements may change. Except as required by law, Geron disclaims any obligation to update these forward-looking statements to reflect future information, events or circumstances.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit No.	Description
99.1	Stipulation and Agreement of Settlement, dated September 2, 2022
104	Cover Page Interactive Data File (the cover page XBRL tags are embedded within the Inline XBRL document)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GERON CORPORATION

Date: September 2, 2022

By: /s/ Stephen Rosenfield
Name: Stephen N. Rosenfield
Title: Executive Vice President,
Chief Legal Officer and Corporate Secretary

EXHIBIT J



Portfolio Media, Inc. | 111 West 19th Street, 5th floor | New York, NY 10011 | www.law360.com
Phone: +1 646 783 7100 | Fax: +1 646 783 7161 | customerservice@law360.com

Geron Investors Ink \$24M Deal Over Cancer Study Results

By Donald Morrison

Law360 (September 6, 2022, 6:25 PM EDT) -- Geron Corp. investors have reached a \$24 million settlement resolving their claims that the biotechnology company and its chief executive officer hid negative results of a clinical trial for a blood cancer drug while earning millions of dollars in a stock offering, according to a recently filed motion for approval of the deal.

Cooley LLP and Kaplan Fox & Kilsheimer LLP filed a motion seeking preliminary approval of the deal Friday, telling a California federal court Geron has agreed to pay a combined \$17 million in cash and \$7 million in stock to resolve accusations that it failed to properly explain trial data for Imetelstat, a drug it was developing to treat some symptoms of myelofibrosis, a rare and serious form of blood cancer.

Geron denies any wrongdoing and the settlement provides that it should not be construed as an admission of guilt.

"Defendants are entering into this stipulation solely to eliminate the uncertainty, burden and expense of further protracted litigation," the settlement says. "Defendants have asserted and continue to assert that their conduct was at all times proper and in compliance with all applicable provisions of law."

Friday's settlement filing marks the beginning of the end of allegations that Geron hid drug trial results in an effort to preserve its relationship with Janssen Biotech Inc.

Lead plaintiffs Julia and Richard Junge originally filed suit in January 2020, claiming Geron hid negative Imetelstat drug trial data to preserve its partnership with the Johnson & Johnson division, which was considering making a \$65 million payment to help with the development of Imetelstat.

In an amended class action complaint from October 2020, Geron CEO John A. Scarlett was accused of selectively announcing purportedly positive efficacy data about Imetelstat's median overall survival rate, claiming a biotech reporter described Scarlett's conduct as a "smokescreen" for the drug's disappointing results a "bait-and-switch tactic."

The complaint says Geron disclosed the adverse effects of the drug in September 2018 and the next day, Janssen terminated its partnership with Geron for the development of Imetelstat. Afterward, Geron's stock dropped 71%, according to the complaint.

In April 2021, U.S. District Judge William Alsup **trimmed claims** from the suit, keeping alive allegations that the company failed to disclose unfavorable statistics concerning remission rates among patients in the trial, saying Geron "did not adequately disclose the bad [total symptom scores] and remission outcomes alongside the good median [overall survival] result."

According to the settlement filings, the two parties came to an agreement Aug. 12 in a settlement conference attended by U.S. Magistrate Judge Donna M. Ryu, with Geron agreeing to pay \$17 million in cash and \$7 million of Geron common stock, "subject to Geron's option to pay the aggregate value of \$7 million or a portion thereof, in cash."

Representatives for the parties and class counsel did not immediately respond to requests for comment Tuesday, while counsel for Geron declined to comment.

The investors are represented by Laurence D. King, Kathleen A. Herkenhoff, Blair E. Reed, Robert N. Kaplan, Jeffrey P. Campisi and Jason A. Uris of Kaplan Fox & Kilsheimer LLP.

Geron and Scarlett are represented by Ryan E. Blair, Jeffrey D. Lombard, John C. Dwyer and Brett H. De Jarnette of Cooley LLP.

The case is Julia Junge et al. v. Geron Corp. et al., case number 3:20-cv-00547, in the U.S. District Court for the Northern District of California.

--Editing by Stephen Berg.

All Content © 2003-2023, Portfolio Media, Inc.

EXHIBIT K

< Pending Settlements

Case Profile - Geron Corporation (2020) (N.D. Cal.)

Add to Case Watchlist Print/Save

Case	Filing Date 23 Jan	Class Period 19 Mar 2018 - 26 Sep	Last Updated 02 Nov	Settlement
Status Settled	2020	2018	2022	Fund \$24,000,000

Class Definition

On behalf of all persons who purchased Geron Corporation ("Geron") common stock during the Class Period

Security ID's

Geron Corporation(GERN)
374163103; 2370381; 5395745; BDDXS02; US3741631036; BKSCHH3

Download

Allegations

§10(b), Insider Trading

Case Information

Filing Date	23 Jan 2020
Filing Country	USA
Court	USDC - California (Northern)
Case No.	20.00547
Class Certification Date	02 Apr 2022
Dismissal Date	N/A
Appellate Court	
Appeal Date	
Appeal Judgement Date	
S&P 500	No

Deadlines and Disbursements

Lead Plaintiff Deadline	23 Mar 2020
Deadline for Filing a Claim	16 Feb 2023
Objection Deadline	09 Mar 2023
Exclusion Deadline	09 Mar 2023
Option Eligible	No
Initial Disbursement Date	N/A
Closed for Disbursements	No

Settlement Details

Settlement Fund	\$24,000,000
Cash Settlement	\$17,000,000
Non-Cash Settlement	\$7,000,000 in eit...
No Longer Accepting Claims Date	N/A
Claims Administrator	Epiq Class Action & Claims Solutions, Inc.
Settlement Hotline	1 844 754 5537
Website	www.geronsecuritieslitigation...
Tentative Settlement Date	12 Aug 2022
Tentative Settlement Amount	\$24,000,000
Final Settlement Date	30 Mar 2023

Complaint

Settlement Notice

Claim Form

Other

- Complaint
- Complaint 20200820
- Complaint 20200123

Settlement Notice

Claim Form

- Notice of Pendency
- Notice of Settlement 20220822
- Order 20200514
- Order 20200727
- Order 20210412
- Order 20220402
- Stipulation of Settlement 20220902

Parties and Attorneys

Institutional Lead Plaintiff

N/A

Individual Lead Plaintiff

Julia Junge; Richard Junge

Defendants

Geron Corporation; John A. Scarlett

Settling Defendants

Geron Corporation; John A. Scarlett

Lead Plaintiff(s)' Attorneys

Kaplan Fox & Kilsheimer

Defendant(s) Attorneys

Cooley

Case Summary

The Complaint alleges that throughout the Class Period, defendants misled investors about the results of a clinical drug study of imetelstat called IMbark. That study was designed to ascertain whether imetelstat helped patients with a cancer called myelofibrosis.

On this news, Geron shares, which had closed at \$5.98 per share on March 26, 2018, dropped 29% over the next two days to close at \$4.23 per share on March 28, 2018. As a result, the price of Geron common stock continued to trade at artificially inflated levels. Geron took advantage of the inflation that it created by selling more than \$83 million of its common stock to unsuspecting investors during the second quarter of 2018.

On September 27, 2018, Defendants issued a press release finally admitting that IMbark was a failure. Geron disclosed that patients in the IMbark study had shown only 10% spleen volume reduction and 32% TSS reduction. Not coincidentally, Defendants further announced that Janssen had decided to terminate its partnership with Geron.

In response to these belated disclosures, the price of Geron's stock plummeted from \$6.23 per share to \$2.31 per share the next day, a decrease of over 62%.

Settlement Summary

Additional Information

Miscellaneous Settlement

The Settlement Amount consists of Twenty-Four Million Dollars (\$24,000,000.00) in value comprising Seventeen Million Dollars (\$17,000,000.00) in cash, and Seven Million Dollars (\$7,000,000.00) in Settlement Stock and/or cash at Geron's

Legal Fees & Expenses

Attorneys' fees in an amount not to exceed 18% of the Settlement Fund, or \$4.32 million, and Expenses in an amount not to exceed \$1,140,000.

option.

PLAN OF ALLOCATION:

For each share of Geron common stock purchased from March 19, 2018, through and including September 26, 2018, and:

A. Sold before September 27, 2018, the Recognized Loss Amount for each such share shall be zero.

B. Sold on September 27, 2018, the Recognized Loss Amount for each such share shall be the least of:

- (i) \$2.46; or
- (ii) the purchase price of each such share multiplied by 0.45; or
- (iii) the actual purchase price of each such share minus the closing price on September 27, 2018, as set forth in Table 1 (can be found in the Settlement Notice); or
- (iv) the actual purchase price minus the actual sale price.

C. Sold during the period from September 28, 2018, through and including December 24, 2018, the Recognized Loss Amount for each such share shall be the least of:

- (i) \$2.81; or
- (ii) the purchase price of each such share multiplied by 0.45; or
- (iii) the actual purchase price of each such share minus the average closing price from September 27, 2018, up to the date of sale as set forth in Table 1; or
- (iv) the actual purchase price minus the actual sale price.

D. Held as of the close of trading on December 24, 2018, the Recognized Loss Amount for each such share shall be the least of:

- (i) \$2.81; or
- (ii) the purchase price of each such share multiplied by 0.45; or
- (iii) the actual purchase price of each such share minus \$1.57.

For the complete disclosure of the Plan of Allocation, please see pages 11 - 14 of the Settlement Notice.

External Notes

Case Update/s:

On April 12, 2021, the Court granted in part and denied in part defendant's motion to dismiss. By May 6, 2021, at noon, the plaintiffs may seek leave to amend the dismissed claims by a motion noticed on the normal 35-day calendar.

HOW TO BE EXCLUDED FROM THE CLASS:

To exclude yourself from the Class, you must send a letter stating that you request exclusion from the Class in *Julia Junge and Richard Junge v. Geron Corporation and John A. Scarlett*, No. C 20-00547-WHA (DMR). Your request must: (i) state the name, address, and telephone number of the person or entity requesting exclusion, and, in the case of entities, the name and telephone number of the appropriate contact person; and (ii) be signed by the person or entity requesting exclusion or an authorized representative, accompanied by proof of authorization. You must mail your exclusion request, postmarked by **no later than July 22, 2022**, to the Notice Administrator, Epiq Class Action & Claims Solutions, at the following address:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
Info@GeronSecuritiesLitigation.com

1-844-754-5537



© 2023 Institutional Shareholder Services Inc. All Rights Reserved

EXHIBIT L



EXPERIENCE. SELECTIVITY. RESULTS.

Source: Kaplan Fox & Kilsheimer LLP

January 16, 2023 21:32 ET

Kaplan Fox Announces GERON CORPORATION (NASDAQ: GERN) INVESTOR ALERT – Important Claims Filing Deadline in Proposed Settlement in the Geron Securities Litigation is February 16, 2023

NEW YORK, Jan. 16, 2023 (GLOBE NEWSWIRE) --

UNITED STATES DISTRICT COURT NORTHERN DISTRICT OF CALIFORNIA

JULIA JUNGE and RICHARD JUNGE, on behalf of themselves and a class of similarly situated investors,

Plaintiffs,

v.

GERON CORPORATION and JOHN A. SCARLETT,

Defendants.

Case No.: 3:20-cv-00547-WHA

(Consolidated with Case No. 3:20-cv-01163-WHA)

(Related Cases:

No. 3:20-cv-02823-WHA

No. 3:22-mc-80051-WHA)

SUMMARY NOTICE OF (I) PROPOSED SETTLEMENT AND PLAN OF ALLOCATION; (II) SETTLEMENT FAIRNESS HEARING; AND (III) MOTION FOR ATTORNEYS' FEES AND LITIGATION EXPENSES AND SERVICE AWARDS TO LEAD PLAINTIFFS

To: All persons who purchased Geron Corporation ("Geron") common stock during the period from March 19, 2018, to September 26, 2018, inclusive (the "Class Period"), and who were damaged thereby (the "Class").¹

PLEASE READ THIS NOTICE CAREFULLY, YOUR RIGHTS WILL BE AFFECTED BY THE SETTLEMENT OF A CLASS ACTION LAWSUIT PENDING IN THIS COURT.

YOU ARE HEREBY NOTIFIED, pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Northern District of California, that the Court-appointed Lead Plaintiffs and Class Representatives, Julia Junge and Richard Junge, on behalf of themselves and the Court-certified Class in the above-captioned securities class action (the "Action"), have reached a proposed settlement of the Action with defendants Geron Corporation ("Geron") and John A. Scarlett ("Scarlett", and together with Geron, the "Defendants") for \$24,000,000 (\$17,000,000 in cash, and \$7,000,000 in Settlement Stock and/or cash, at Geron's option).² The Court has given preliminary approval to the Settlement, but has invited your comments and objections and would like to take into account the Class members' views of the Settlement before making a final decision on March 30, 2023. If the Settlement is approved by the Court, it will resolve and dismiss with prejudice all claims in the Action.

A Settlement Fairness Hearing will be held on **March 30, 2023 at 11:00 a.m. Pacific Time**, before the Honorable William Alsup, either in person at the United States District Court for the Northern District of California, San Francisco Courthouse, Courtroom 12 - 19th Floor, 450 Golden Gate Avenue, San Francisco, CA 94102, or by telephone or videoconference (in the discretion of the Court) to determine: (i) whether the proposed Settlement should be approved as fair, reasonable, and adequate; (ii) whether the Action should be dismissed with prejudice against Defendants, and the Releases specified and described in the Stipulation and Agreement of Settlement

Case 3:20-cv-00547-WHA Document 262-12 Filed 02/02/23 Page 3 of 4

("Stipulation") dated September 2, 2022 should be granted³; (iii) whether the proposed Plan of Allocation should be approved as fair and reasonable, and (iv) whether Lead Counsel's application for an award of attorneys' fees and payment of Litigation Expenses should be approved, as well as the application for service awards to the Lead Plaintiffs.

Lead Counsel Kaplan Fox & Kilsheimer LLP (also serving as Court-appointed Class Counsel), has been prosecuting the Action on a wholly contingent basis, has not received any payment of attorneys' fees for their representation of the Class and have advanced the funds to pay Litigation Expenses necessarily incurred to prosecute the Action. Lead Counsel will apply to the Court for an award of attorneys' fees in an amount not to exceed 18% of the Settlement Fund, or \$4.32 million, plus interest. In addition, Lead Counsel will apply for payment of Litigation Expenses in connection with the institution, prosecution, and resolution of the Action in an amount not to exceed \$1,140,000. Lead Counsel will also apply for up to \$12,500 in total service award payments for the Lead Plaintiffs. Any fees, Litigation Expenses and/or service awards approved by the Court will be paid solely from the Settlement Fund. Class Members are not personally liable for any such fees, Litigation Expenses or service awards. The estimated average cost for such fees, awards and expenses, if the Court approves Lead Counsel's fee and expense application, including the service awards to the Lead Plaintiffs, is \$0.04 per affected share. Based on Lead Plaintiffs' damages expert's estimate of the number of shares of Geron common stock purchased during the Class Period that may have been affected by the conduct at issue in the Action, and assuming that all Class Members elect to participate in the Settlement, the estimated average recovery (before the deduction of any Court-approved fees, Litigation Expenses, awards and costs as described herein) is \$0.17 per affected share.

If you purchased Geron common stock during the Class Period and are a member of the Class, your rights will be affected by the pending Settlement of the Action, and you may be entitled to a payment from the Net Settlement Fund. If you have not yet received the full printed Notice of (I) Proposed Settlement and Plan of Allocation; (II) Settlement Hearing; and (III) Motion for Attorneys' Fees and Litigation Expenses and Service Awards to Lead Plaintiffs (the "Settlement Notice") and the Claim Form, you may obtain copies of these documents by contacting the Claims Administrator at Geron Securities Litigation, c/o Epiq Class Action & Claims Solutions, P.O. Box 4574, Portland, OR 97208-4574, 1-844-754-5537, or at info@GeronSecuritiesLitigation.com. Copies of the Settlement Notice and Claim Form can also be downloaded from the website for the Action, www.GeronSecuritiesLitigation.com or at www.kaplanfox.com.

The Settlement Notice and Claim Form may also be viewed on this website at the links below through the date of the Settlement Fairness Hearing:

[NOTICE OF \(I\) PROPOSED SETTLEMENT AND PLAN OF ALLOCATION; \(II\) SETTLEMENT FAIRNESS HEARING; AND \(III\) MOTION FOR ATTORNEYS' FEES AND LITIGATION EXPENSES AND SERVICE AWARDS TO LEAD PLAINTIFFS](#)

[PROOF OF CLAIM AND RELEASE FORM](#)

If you are a Class Member, in order to be eligible to receive a payment under the proposed Settlement, you must submit a Claim Form either ***online to the Claims Administrator at www.GeronSecuritiesLitigation.com or send it by First-Class U.S. mail (and if mailed, postmarked) by no later than midnight Pacific Time on February 16, 2023, in accordance with the instructions*** set forth in the Settlement Notice. If you are a Class Member and do not submit a Claim Form with all required information and supporting documentation, you will not be eligible to share in the distribution of the Net Settlement Fund, but you will nevertheless be bound by any judgments or orders entered by the Court in the Action, including the Releases specified and described in the Stipulation and Settlement Notice.

If you are a member of the Class and wish to exclude yourself from the Class, you must submit a request for exclusion and submit it either ***online to the Claims Administrator at www.GeronSecuritiesLitigation.com or send it by First-Class U.S. mail (and if mailed, postmarked) by no later than March 9, 2023 at midnight Pacific Time, in accordance with the instructions*** set forth in the Settlement Notice, unless you have previously submitted a request for exclusion in response to the Original Class Notice. If you properly exclude yourself from the Class, you will not be bound by any judgments or orders entered by the Court in the Action and you will not be eligible to share in the proceeds of the Settlement or to object to the Settlement.

Any objections to the proposed Settlement, the proposed Plan of Allocation, and/or Class Counsel's application for attorneys' fees and payment of Litigation Expenses or service awards to Lead Plaintiffs, must be received by the Court no later than **March 9, 2023 at midnight Pacific Time (the "Objection Deadline")**, in accordance with the **instructions** set forth in the Settlement Notice which notice provides options available at the Court for Class Members to file the objections electronically on the docket for the Action by the Objection Deadline, to visit locations of the Court to file the objections by the Objection Deadline, or to mail the objections to a designated contact point and address at the Court, with the mailing postmarked by the Objection Deadline.

Please do not contact the Court, the Clerk's office, Defendants, or Defendants' Counsel regarding this notice. All questions about this notice, the proposed Settlement, or your eligibility to participate in the Settlement should be

directed to the Claims Administrator or Class Counsel.

Case 3:20-cv-00547-WHA Document 262-12 Filed 02/02/23 Page 4 of 4

Please note that the Court may change the date and time of the Settlement Fairness Hearing without further notice to the Class, and Class Members should check www.GeronSecuritiesLitigation.com or the Court's PACER website to confirm that the hearing date has not been changed. Information and further guidance on how to access the Court's case docket or PACER is contained in the Settlement Notice. You may also visit Judge Alsup's webpage on the Northern District of California website at <https://www.cand.uscourts.gov/judges/alsup-william-wha/>, where there is a link to view the schedule for upcoming hearings and other information.

Requests for the Settlement Notice and Claim Form should be made to:

Geron Securities Litigation
c/o Epiq Class Action & Claims Solutions
P.O. Box 4574
Portland, OR 97208-4574
1-844-754-5537

Inquiries, other than requests for the [Settlement Notice](#) and [Claim Form](#) should be made to Lead/ Class Counsel:

Laurence D. King, Esq.
KAPLAN FOX & KILSHEIMER LLP
1999 Harrison Street, Suite 1560
Oakland, CA 94612
1-800-290-1952
lking@kaplanfox.com

Jeffrey P. Campisi, Esq.
KAPLAN FOX & KILSHEIMER LLP
850 Third Avenue, 14th Floor
New York, NY 10022
1-800-290-1952
jcampisi@kaplanfox.com

Questions? Visit www.GeronSecuritiesLitigation.com or call 1-844-754-5537

¹ Certain persons and entities are excluded from the Class by definition and others are excluded pursuant to request. The full definition of the Class, including a complete description of who is excluded from the Class, is set forth in the Settlement Notice referred to herein.

² No Settlement Stock will be issued to Class Members. Rather, Settlement Stock will be sold and the proceeds maintained as part of the Settlement Fund for distribution as ordered by the Court.

³ All capitalized terms herein have the same meaning as set forth in the Stipulation.

EXHIBIT M



Geron Settlement Fund Escrow Account

Invoice Number: 319373
Invoice Date: 01/18/2023
Account Number: 7990291
Billing Period: 10/01/2022 - 09/30/2023

Kaplan Fox & Kilsheimer LLP
 Attn: Jeffrey P. Campisi, Esq.
 850 Third Avenue, 14th Floor
 New York NY 10022

Please refer inquiries to your Truist Administrator:
Byron Roldan
(804) 782-5404

		Amount
Previous Balance		\$0.00
Current Charges		
One Time Fee	\$10,000.00	
Total Current Period Charges		\$10,000.00
Total Amount Due		\$10,000.00

We appreciate your business and look forward to serving you in the future.

 Please detach and return this portion of the invoice with your payment in the enclosed envelope.
 Make your check payable to Truist Bank and please note your invoice number on your check.

Address Change, please specify.

Geron Settlement Fund Escrow Account

Account Number	Total Amount Due	Invoice Number	Due Date	Amount Remitted
7990291	\$10,000.00	319373	February 17, 2023	\$ _____

Mailing Address: Truist Bank, Trust Fee Processing, P.O. Box 896742, Charlotte, NC 28289-6742

EXHIBIT N



CORNERSTONE RESEARCH

Economic and Financial Consulting and Expert Testimony

Securities Class Action Settlements

2021 Review and Analysis

Table of Contents

2021 Highlights	1
Author Commentary	2
Total Settlement Dollars	3
Settlement Size	4
Type of Claim	5
Rule 10b-5 Claims and “Simplified Tiered Damages”	5
’33 Act Claims and “Simplified Statutory Damages”	7
Analysis of Settlement Characteristics	9
GAAP Violations	9
Derivative Actions	10
Corresponding SEC Actions	11
Institutional Investors	12
Time to Settlement and Case Complexity	13
Case Stage at the Time of Settlement	14
Cornerstone Research’s Settlement Prediction Analysis	15
Research Sample	16
Data Sources	16
Endnotes	17
Appendices	18
About the Authors	23

Table of Figures and Appendices

Figure 1: Settlement Statistics	1
Figure 2: Total Settlement Dollars	3
Figure 3: Distribution of Settlements	4
Figure 4: Median and Average “Simplified Tiered Damages” in Rule 10b-5 Cases	5
Figure 5: Median Settlements as a Percentage of “Simplified Tiered Damages” by Damages Ranges in Rule 10b-5 Cases	6
Figure 6: Settlements by Nature of Claims	7
Figure 7: Median Settlements as a Percentage of “Simplified Statutory Damages” by Damages Ranges in ‘33 Act Claim Cases	8
Figure 8: Median Settlements as a Percentage of “Simplified Tiered Damages” and Allegations of GAAP Violations	9
Figure 9: Frequency of Derivative Actions	10
Figure 10: Frequency of SEC Actions	11
Figure 11: Median Settlement Amounts and Public Pension Plans	12
Figure 12: Median Settlement by Duration from Filing Date to Settlement Hearing Date	13
Figure 13: Median Settlement Dollars and Resolution Stage at Time of Settlement	14
Appendix 1: Settlement Percentiles	18
Appendix 2: Settlements by Select Industry Sectors	18
Appendix 3: Settlements by Federal Circuit Court	19
Appendix 4: Mega Settlements	19
Appendix 5: Median and Average Settlements as a Percentage of “Simplified Tiered Damages”	20
Appendix 6: Median and Average Settlements as a Percentage of “Simplified Statutory Damages”	20
Appendix 7: Median and Average Maximum Dollar Loss (MDL)	21
Appendix 8: Median and Average Disclosure Dollar Loss (DDL)	21
Appendix 9: Median Docket Entries by “Simplified Tiered Damages” Range	22

Analyses in this report are based on 2,013 securities class actions filed after passage of the Private Securities Litigation Reform Act of 1995 (Reform Act) and settled from 1996 through year-end 2021. See page 16 for a detailed description of the research sample. For purposes of this report and related research, a settlement refers to a negotiated agreement between the parties to a securities class action that is publicly announced to potential class members by means of a settlement notice.

2021 Highlights

While the number of settlements increased in 2021 to a 10-year high, several key metrics declined below recent levels. The median total settlement amount decreased to \$8.3 million. And, reversing a trend observed in recent years, median “simplified tiered damages” were 42% below the 2020 median value.

- There were 87 settlements, totaling \$1.8 billion, in 2021. [\(page 3\)](#)
- The median settlement of \$8.3 million fell 22% from 2020 (adjusted for inflation). [\(page 4\)](#)
- Almost 60% of cases (51) settled for less than \$10 million, and of these, 14 cases settled for less than \$2 million. [\(page 4\)](#)
- There were three mega settlements (equal to or greater than \$100 million), ranging from \$130 million to \$187.5 million. [\(page 3\)](#)
- Median “simplified tiered damages” (among cases with Rule 10b-5 claims) was the lowest since 2017 and the second lowest in the last decade. [\(page 5\)](#)
- In 2021, the number of settlements in cases with only Section 11 and/or Section 12(a)(2) claims (“33 Act claims”) was nearly double the annual average from 2017 to 2020. [\(page 7\)](#)
- The proportion of settled cases alleging Generally Accepted Accounting Principles (GAAP) violations in Rule 10b-5 cases was 32%, a record low among all post-Reform Act years. [\(page 9\)](#)
- The rate of settled cases involving a corresponding action by the U.S. Securities and Exchange Commission (SEC) was the lowest in the past decade. [\(page 11\)](#)
- The median time from filing to settlement hearing date was 2.6 years, compared to 3.0 years for 2012 to 2020. [\(page 13\)](#)

Figure 1: Settlement Statistics

(Dollars in millions)

	2016–2020	2019	2020	2021
Number of Settlements	395	75	77	87
Total Amount	\$20,486.9	\$2,227.5	\$4,395.2	\$1,787.7
Minimum	\$0.3	\$0.5	\$0.3	\$0.6
Median	\$9.9	\$11.7	\$10.6	\$8.3
Average	\$51.9	\$29.7	\$57.1	\$20.5
Maximum	\$3,237.5	\$413.0	\$1,266.9	\$187.5

Note: Settlement dollars are adjusted for inflation; 2021 dollar equivalent figures are presented.

Author Commentary

Findings

There was no slowdown in settlement activity in 2021, even with the backdrop of the COVID-19 pandemic, as the number of securities class action settlements increased to a 10-year high. Since the typical duration from case filing to settlement is approximately three years, the uptick in 2021 settlements is consistent with the unprecedented number of case filings in 2017–2019,¹ which is when the majority of these settled cases were filed.

The record number of cases settled in 2021, however, did not translate into higher total settlement dollars. Both total settlement dollars and median settlement amount declined to their lowest levels since 2017, reflecting an increase in the proportion of smaller settlements (i.e., less than \$10 million) compared to prior years.

The decline in settlement sizes can largely be attributed to lower estimates of our proxy for economic losses borne by shareholders, or “simplified tiered damages.” Moreover, median issuer defendant total assets were more than 45% smaller for cases settled in 2021 compared to those settled in 2020.

Weaker cases may have contributed to the reduced settlement values as well. For example, the proportion of settled cases alleging a GAAP violation or involving a related SEC action were at record-low levels. Both of these factors are typically associated with higher settlement amounts and are sometimes considered proxies for stronger cases.² In addition, the frequency of other factors that our research finds are associated with higher settlement amounts, such as the involvement of an institutional investor as lead plaintiff or the presence of a parallel derivative action, were among the lowest observed in the last decade.

The mix of cases that settled in 2021 had smaller estimates of potential shareholder losses and lacked many of the plus factors that often contribute to higher settlement outcomes.

*Dr. Laarni T. Bulan
Principal, Cornerstone Research*

Similarly, our research finds that the number of docket entries—a proxy for the time and effort expended by plaintiff counsel and/or case complexity—is positively associated with settlement amounts. The average number of docket entries for cases settled in 2021 was the lowest in the last five years.

Undeterred by the challenges of the pandemic, securities class action settlements occurred in larger numbers and were resolved more quickly than observed in prior years. The increase in the number of settlements also reflects the unusually high rate of case filings when many of these settled cases were first initiated.

*Dr. Laura E. Simmons
Senior Advisor, Cornerstone Research*

Looking Ahead

We expect heightened settlement activity to continue in upcoming years given the elevated number of case filings in 2018–2020 compared to earlier years,³ assuming no increases in dismissal rates. The higher number of smaller settlements observed in 2021 could also continue due to the decline in the median disclosure dollar loss (another proxy for shareholder losses) among case filings during the same time frame (2018–2020).

Several recent trends in case allegations have been observed in case filings since 2017, such as allegations related to cybersecurity, cryptocurrency, cannabis, COVID-19, and special purpose acquisition companies (SPACs).⁴ We continue to see a small number of these cases settling, but a large portion remains active. In addition, the spike in SPAC filings in 2021, as shown in Cornerstone Research’s *Securities Class Action Filings—2021 Year in Review*, is likely to affect settlement trends in future years.

—Laarni T. Bulan and Laura E. Simmons

Total Settlement Dollars

As has been observed in prior years, the presence or absence of just a few very large settlements can have an outsized effect on total reported settlement dollars.

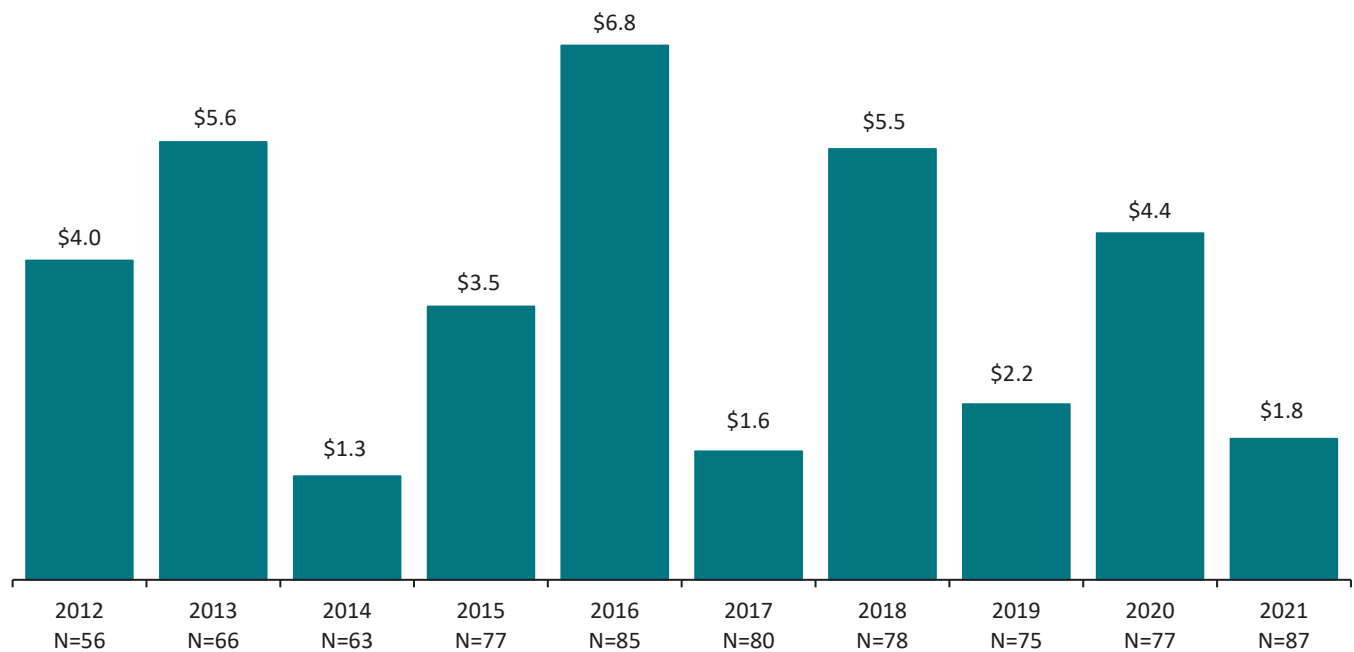
- In 2021, the absence of these very large settlements contributed to a nearly 60% decline in total settlement dollars from the prior year (adjusted for inflation).
- There were three mega settlements (equal to or greater than \$100 million) in 2021, ranging from \$130 million to \$187.5 million. The maximum settlement value of \$187.5 million in 2021 is the lowest maximum value in the last decade.

The number of settlements in 2021 reached a 10-year high.

- Only 25% of total settlement dollars in 2021 came from mega settlements, the lowest percentage in the last decade. (See Appendix 4 for additional information on mega settlements.)
- The number of settlements in 2021 (87 cases) represented a 19% increase from the prior nine-year average (73 cases).

**Figure 2: Total Settlement Dollars
2012–2021**

(Dollars in billions)



Note: Settlement dollars are adjusted for inflation; 2021 dollar equivalent figures are presented. “N” refers to the number of cases.

Settlement Size

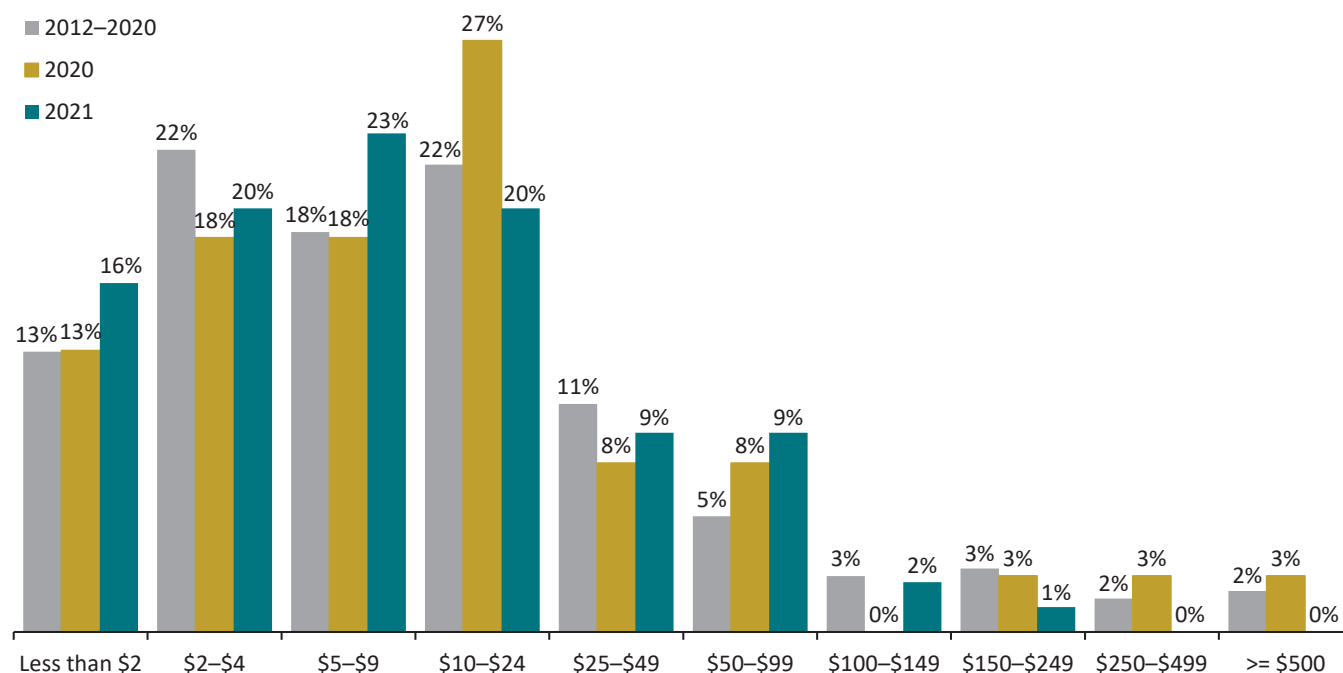
- The median settlement amount in 2021 was \$8.3 million, a 22% decline from 2020 (adjusted for inflation), and a 10% decline from the 2012–2020 median.
- There were 14 cases that settled for less than \$2 million in 2021 (historically referred to by commentators as nuisance suits).⁵ This compares to an annual average of 10 such settlements during the 2012–2020 period.
- Both the average settlement and median settlement amounts in 2021 were the lowest since 2017. (See Appendix 1 for an analysis of settlements by percentiles.)

Nearly 60% of settlements in 2021 were for less than \$10 million.

- As noted in prior research, three law firms (The Rosen Law Firm, Pomerantz LLP, and Glancy Prongay & Murray LLP) have accounted for more than half of securities class action filings in recent years, and those filings have been dismissed at a higher rate overall than those with other lead plaintiff counsel.⁶ For cases that progressed to a settlement in 2021 with one or more of these three firms acting as lead counsel, the median settlement amount was 76% lower than the median for cases involving other lead plaintiff counsel. These three firms were involved as lead counsel in 31 settled cases in 2021, compared to 19 in 2020.

Figure 3: Distribution of Settlements 2012–2021

(Dollars in millions)



Type of Claim

Rule 10b-5 Claims and “Simplified Tiered Damages”

“Simplified tiered damages” uses simplifying assumptions to estimate per-share damages and trading behavior for cases involving Rule 10b-5 claims. It provides a measure of potential shareholder losses that allows for consistency across a large volume of cases, thus enabling the identification and analysis of potential trends.⁷

Cornerstone Research’s prediction model finds this measure to be the most important factor in predicting settlement amounts.⁸ However, this measure is not intended to represent actual economic losses borne by shareholders. Determining any such losses for a given case requires more in-depth economic analysis.

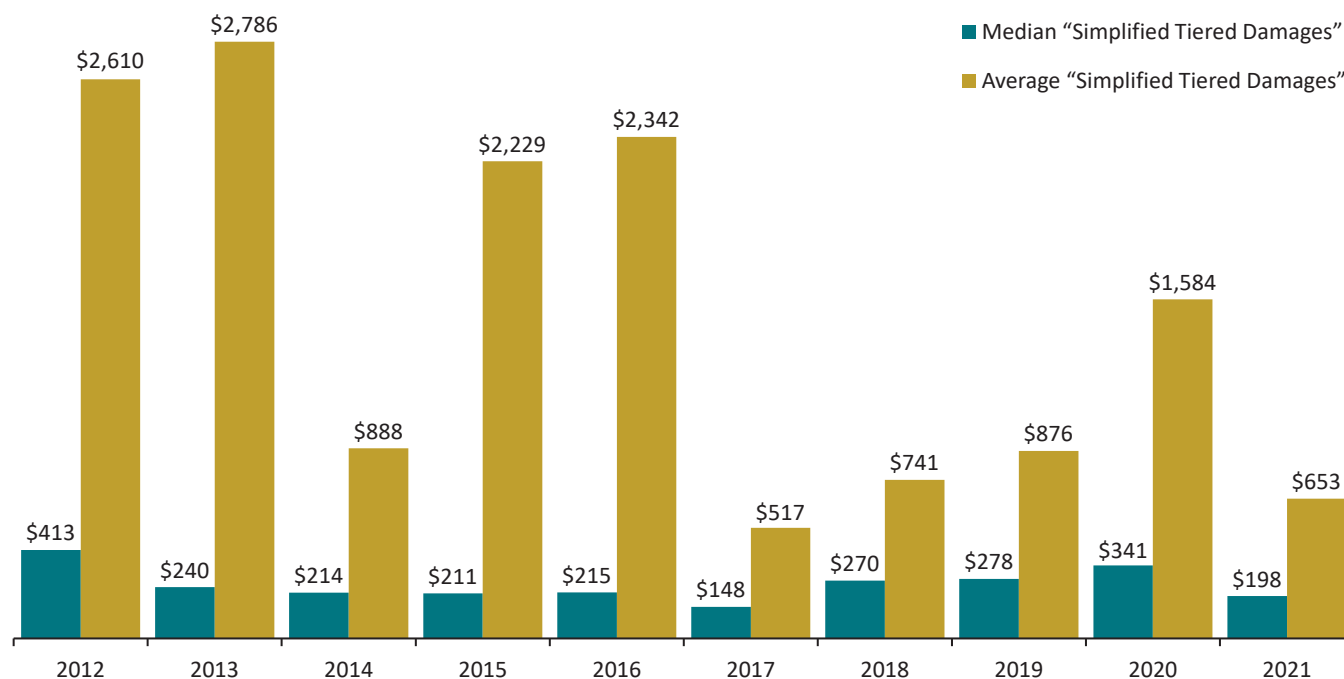
- Similar to settlement amounts, the average “simplified tiered damages” in 2021 declined to the lowest level since 2017. (See Appendix 5 for additional information on median and average settlements as a percentage of “simplified tiered damages.”)

Median “simplified tiered damages” was the lowest since 2017 and the second lowest in the last decade.

- Median values provide the midpoint in a series of observations and are less affected than averages by outlier data. The decrease in median “simplified tiered damages” in 2021 indicates a decline in the number of larger cases relative to 2020 (e.g., cases with “simplified tiered damages” exceeding \$250 million).
- Smaller “simplified tiered damages” are typically associated with smaller issuer defendants (measured by total assets or market capitalization of the issuer). However, the median market capitalization of issuer defendants⁹ in settled cases increased 30% over 2020, in part reflecting the upward market trend through the end of 2021.

Figure 4: Median and Average “Simplified Tiered Damages” in Rule 10b-5 Cases 2012–2021

(Dollars in millions)

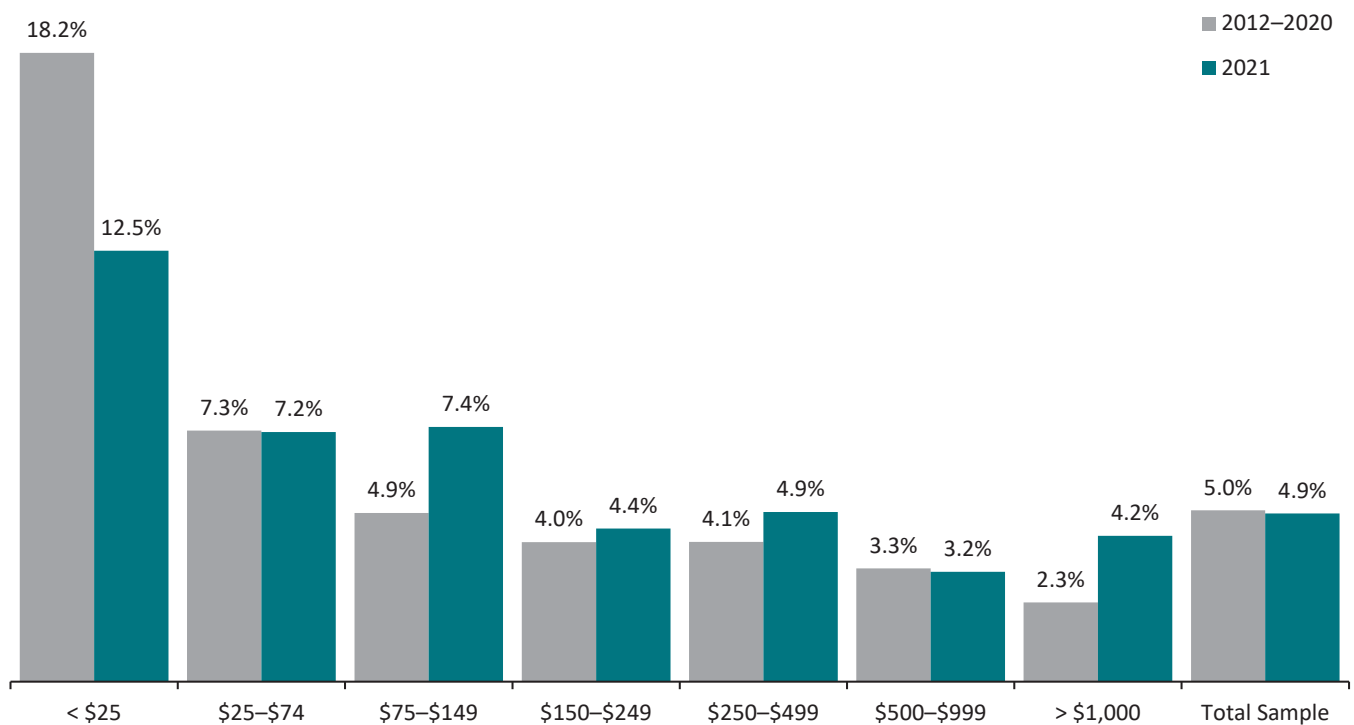


Note: “Simplified tiered damages” are adjusted for inflation based on class period end dates for common stock only; 2021 dollar equivalent figures are presented. Damages are estimated for cases alleging a claim under Rule 10b-5 (whether alone or in addition to other claims).

- Cases with larger “simplified tiered damages” are more likely to be associated with factors such as institutional lead plaintiffs, related SEC actions, or criminal charges. (See *Analysis of Settlement Characteristics on pages 9–12 for additional discussion of these factors.*)
- Among cases with Rule 10b-5 claims, the median class period length declined 20% in 2021 from the median class period length observed in 2020, explaining, in part, the relatively low median “simplified tiered damages.”
- Fourteen settlements in 2021 had “simplified tiered damages” less than \$25 million, the largest proportion of such cases in more than 15 years.
- Cases with less than \$25 million in “simplified tiered damages” typically settle more quickly. In 2021, these cases settled within 2.5 years on average, compared to about four years for cases with “simplified tiered damages” greater than \$500 million.
- Half of the cases settled in 2021 with “simplified tiered damages” of less than \$25 million involved issuers that had been delisted from a major exchange and/or declared bankruptcy prior to settlement.
- Very large cases (more than \$1 billion in “simplified tiered damages”) typically settle for a smaller percentage of such damages. However, compared to cases with “simplified tiered damages” between \$150 million and \$1 billion, this pattern did not hold in 2021.

Figure 5: Median Settlements as a Percentage of “Simplified Tiered Damages” by Damages Ranges in Rule 10b-5 Cases 2012–2021

(Dollars in millions)



Note: Damages are estimated for cases alleging a claim under Rule 10b-5 (whether alone or in addition to other claims).

'33 Act Claims and "Simplified Statutory Damages"

For '33 Act claim cases—those involving only Section 11 and/or Section 12(a)(2) claims—shareholder losses are estimated using a model in which the statutory loss is the difference between the statutory purchase price and the statutory sales price, referred to here as "simplified statutory damages." Only the offered shares are assumed to be eligible for damages.¹⁰

"Simplified statutory damages" are typically smaller than "simplified tiered damages," in part reflecting differences in the methodologies used to estimate alleged damages per share, as well as differences in the shares eligible to be damaged. As such, settlements as a percentage of "simplified statutory damages" may be higher than the percentages observed among Rule 10b-5 settlements.

- However, for the first time since 2014, the median settlement as a percentage of "simplified statutory damages" was lower than the median settlement as a percentage of "simplified tiered damages." In 2021, the median settlement as a percentage of "simplified statutory damages" was 4.4%, 10% lower than the median "simplified tiered damages" of 4.9%. (See Appendix 6 for additional information on median and average settlements as a percentage of "simplified statutory damages.")

The median settlement value for '33 Act claim cases in 2021 was \$8.4 million, largely unchanged from 2020 (\$8.6 million).

- In 2021, the number of settlements in cases with only '33 Act claims was nearly double the annual average from 2017 to 2020.
- Cases involving '33 Act claims typically resolve more quickly than cases involving Rule 10b-5 (Exchange Act) claims. In 2021, however, the median interval from filing date to settlement hearing date for both case types narrowed to within 10%.

Figure 6: Settlements by Nature of Claims 2012–2021

(Dollars in millions)

	Number of Settlements	Median Settlement	Median "Simplified Statutory Damages"	Median Settlement as a Percentage of "Simplified Statutory Damages"
Section 11 and/or Section 12(a)(2) Only	77	\$8.9	\$142.2	7.6%

	Number of Settlements	Median Settlement	Median "Simplified Tiered Damages"	Median Settlement as a Percentage of "Simplified Tiered Damages"
Both Rule 10b-5 and Section 11 and/or Section 12(a)(2)	116	\$16.0	\$406.9	6.1%
Rule 10b-5 Only	543	\$7.9	\$215.2	4.8%

Note: Settlement dollars and damages are adjusted for inflation; 2021 dollar equivalent figures are presented.

- More than 80% of cases with only '33 Act claims involved an initial public offering (IPO).
- In 2021, 88% of the settled '33 Act claim cases involved an underwriter (or underwriters) as a named codefendant.
- Among those cases with identifiable contributions, D&O liability insurance provided, on average, more than 90% of the total settlement fund for '33 Act claim cases from 2012 to 2021.¹¹
- Median “simplified statutory damages” in 2021 was the highest since 2014, and double the median in 2020.

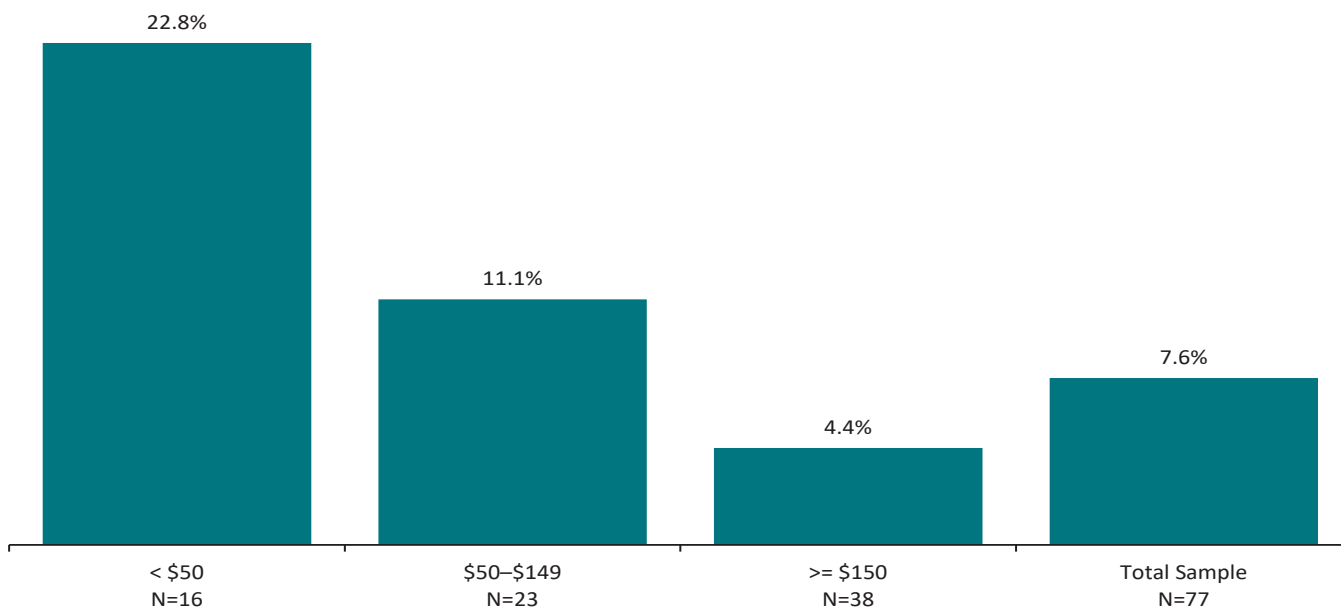
As noted in previous reports, the March 2018 U.S. Supreme Court decision in *Cyan Inc. v. Beaver County Employees Retirement Fund (Cyan)* held that '33 Act claim securities class actions could be brought in state court. While '33 Act claim cases had often been brought in state courts before

Cyan, filing rates in state courts increased substantially following this ruling. This trend reversed, however, following the March 2020 Delaware Supreme Court decision in *Salzberg v. Sciabacucchi* upholding the validity of federal forum-selection provisions in corporate charters.¹²

- In 2021, among '33 Act claim only cases filed post-*Cyan* but prior to the *Sciabacucchi* ruling, 13 have settled, six of which were filed in state court.¹³
- In the years since the *Cyan* decision, an increase in the number of overlapping or parallel suits has been observed—for example, a '33 Act claim case filed in state court that is related to a Rule 10b-5 claim case filed in federal court.¹⁴ The number of these overlapping suits that settled in 2021 was nearly triple the average from 2017 to 2020.

Figure 7: Median Settlements as a Percentage of “Simplified Statutory Damages” by Damages Ranges in '33 Act Claim Cases 2012–2021

(Dollars in millions)



Jurisdictions of Settlements of '33 Act Claim Cases

	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
State Court	1	1	0	2	4	5	4	4	7	6
Federal Court	3	7	2	3	6	3	4	5	1	10

Note: “N” refers to the number of cases. Table does not include parallel suits.

Analysis of Settlement Characteristics

GAAP Violations

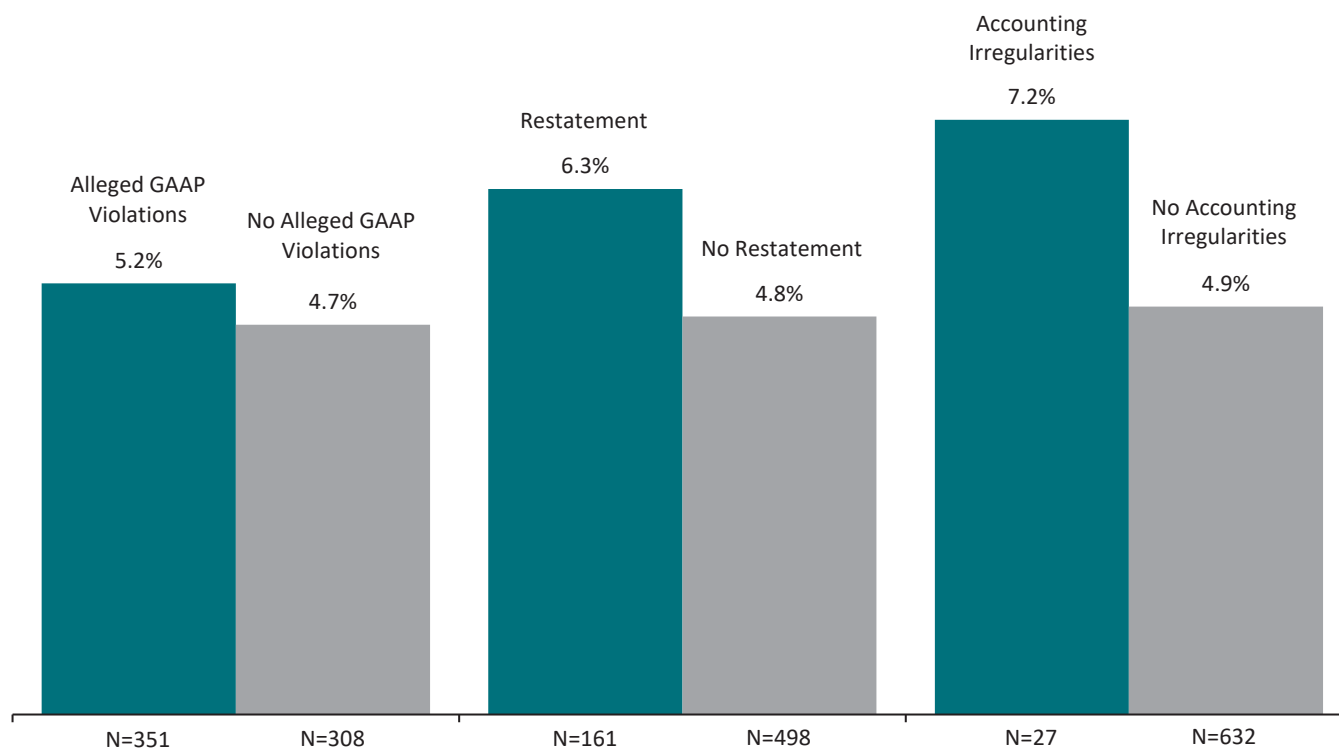
This analysis examines allegations of GAAP violations in settlements of securities class actions involving Rule 10b-5 claims, including two sub-categories of GAAP violations—financial statement restatements and accounting irregularities.¹⁵ For further details regarding settlements of accounting cases, see Cornerstone Research’s annual report on *Accounting Class Action Filings and Settlements*.¹⁶

- In 2021, median “simplified tiered damages” for cases involving GAAP allegations were 38% higher than the 2012–2020 median for such cases.
- As this research has observed, settlements as a percentage of “simplified tiered damages” for cases involving GAAP allegations are typically higher than for non-GAAP cases. This is true even as the rate of accounting allegations has declined in recent years. For example, only 14% of settlements in 2021 involved a restatement of financial statements.

- The frequency of an outside auditor codefendant has declined substantially in recent years. In 2021, an outside auditor was a codefendant in just 3% of settlements.
- The frequency of reported accounting irregularities among settlements from 2017 to 2021 was also low, at just 3.5% of cases. Of those cases, more than 50% also involved criminal charges/indictments related to the allegations in the class action.

The proportion of settled cases in 2021 with Rule 10b-5 claims alleging GAAP violations was 32%, an all-time low among all post-Reform Act years.

Figure 8: Median Settlements as a Percentage of “Simplified Tiered Damages” and Allegations of GAAP Violations 2012–2021



Note: “N” refers to the number of cases.

Derivative Actions

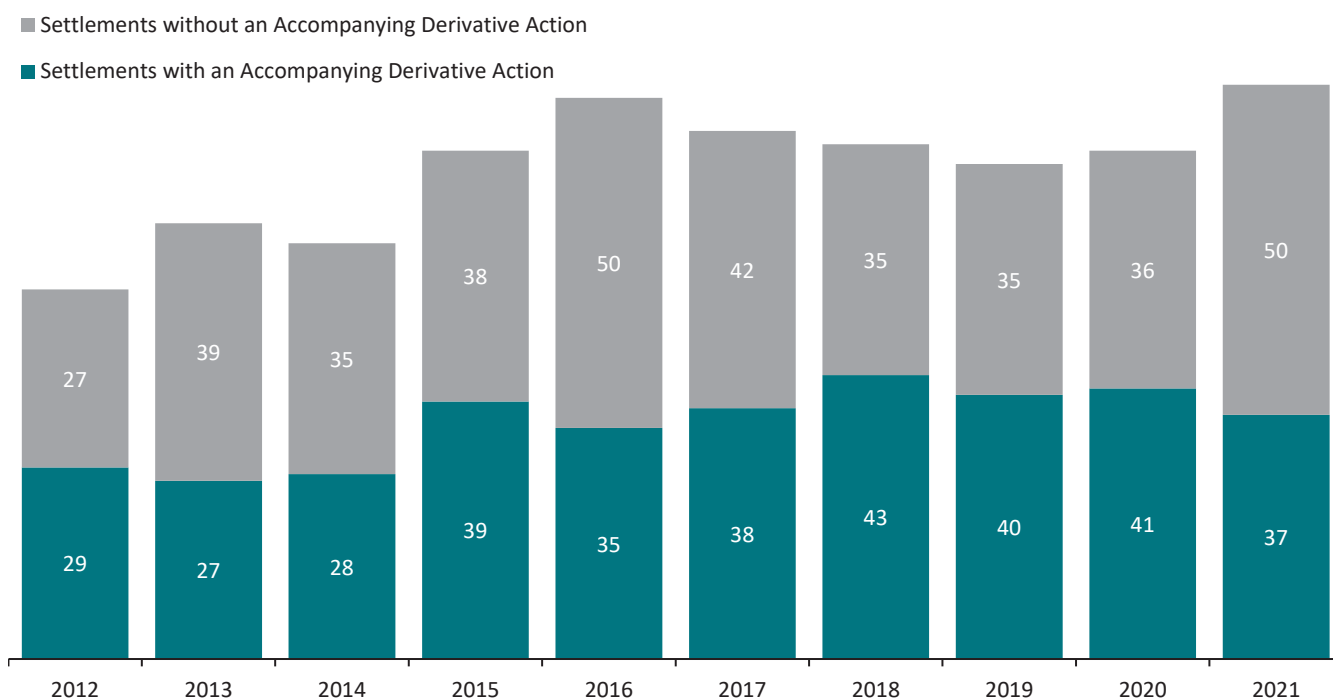
Historically, settled cases involving an accompanying derivative action have been associated with both larger cases (measured by “simplified tiered damages”) and larger settlement amounts. For example, from 2012 to 2020, the median settlement for cases with an accompanying derivative action was nearly 45% higher than for cases without a derivative action.

- However, in 2021, the median settlement for cases with an accompanying derivative action was \$8.5 million compared to \$7.5 million for cases without a derivative action, a difference of 13%.
- In 2021, median “simplified tiered damages” for settled cases with an accompanying derivative action was more than double the median for cases without an accompanying derivative action.

In 2021, 43% of settled cases involved an accompanying derivative action, the lowest rate in the last five years.

- For cases settled during 2017–2021, nearly one-third of parallel derivative suits were filed in Delaware. California and New York were the next most common venues for such actions, representing 22% and 13% of such settlements, respectively.

Figure 9: Frequency of Derivative Actions
 2012–2021

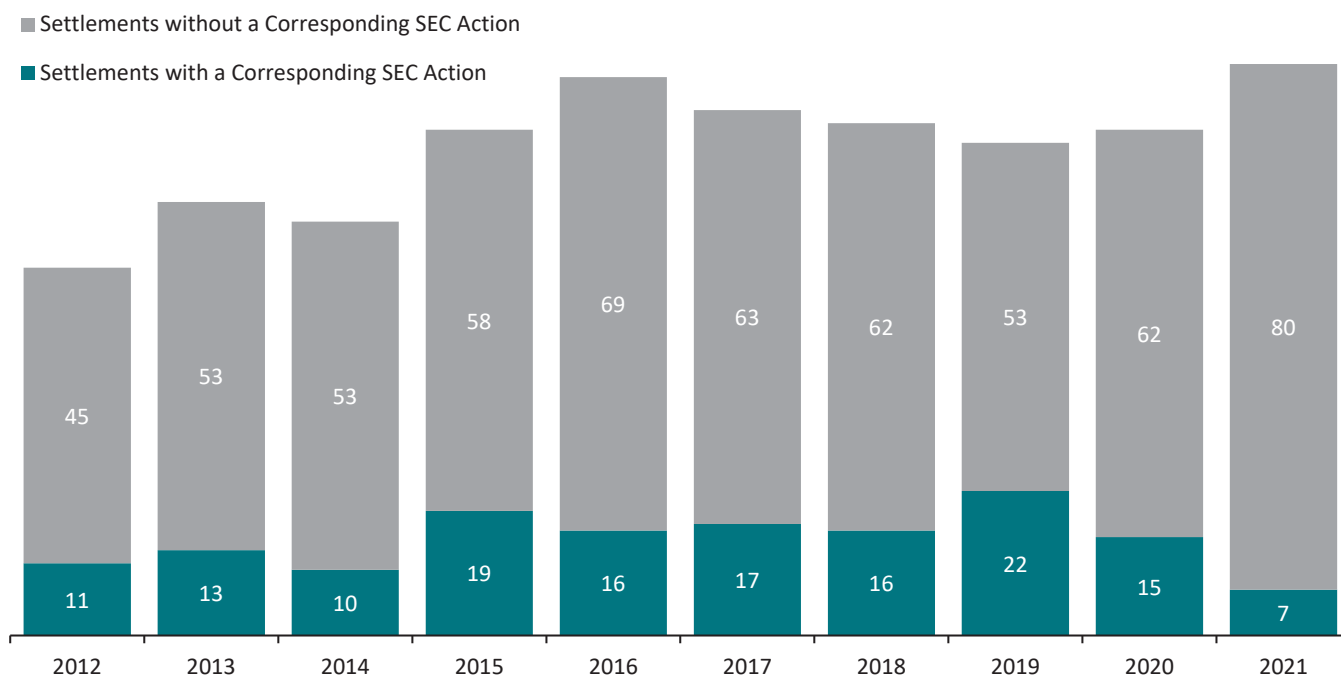


Corresponding SEC Actions

- Cases with an SEC action related to the allegations are typically associated with substantially higher settlement amounts.¹⁷
- In 2021, median settlement amounts for cases that involved a corresponding SEC action were double the median for cases without such an action.
- Settled cases in 2021 with a corresponding SEC action took more than 30% longer to reach settlement compared to cases without such an action. (See page 13 for additional discussion.)
- The dramatic decline in corresponding SEC actions (Figure 10) may reflect, in part, the decline in SEC enforcement activity during the filing date years associated with 2021 settlements. For additional details, see Cornerstone Research’s *SEC Enforcement Activity: Public Company and Subsidiaries—FY 2021 Update*.
- Cases involving corresponding SEC actions may also include related criminal charges in connection with the allegations covered by the underlying class action. From 2017 to 2021, 40% of settled cases with an SEC action had related criminal charges.¹⁸

In 2021, the number of settled cases involving a corresponding SEC action was the lowest in the past decade

Figure 10: Frequency of SEC Actions
 2012–2021



Institutional Investors

As is well known, increasing institutional participation in litigation as lead plaintiffs was a focus of the Reform Act.¹⁹ Institutional investors are often involved in larger cases, that is, cases with higher “simplified tiered damages” and higher total assets.

- In 2021, for cases involving an institutional investor as lead plaintiff, median “simplified tiered damages” and median total assets were six times and 11 times higher, respectively, than the median values for cases without an institutional investor in a lead role.
- The involvement of an institutional investor as a lead plaintiff is correlated with specific law firms serving as lead plaintiff counsel. For example, over the last five years, an institutional investor served as lead plaintiff in 86% of the settled cases in which Robbins Geller Rudman & Dowd LLP and/or Bernstein Litowitz Berger & Grossman LLP served as lead plaintiff counsel. In comparison, an institutional investor served as lead plaintiff in only 15% of cases in which The Rosen Law Firm, Pomerantz, or Glancy served as lead counsel.

Since passage of the Reform Act, public pension plans have been the most frequent type of institutional lead plaintiff, and the presence of a public pension acting as a lead

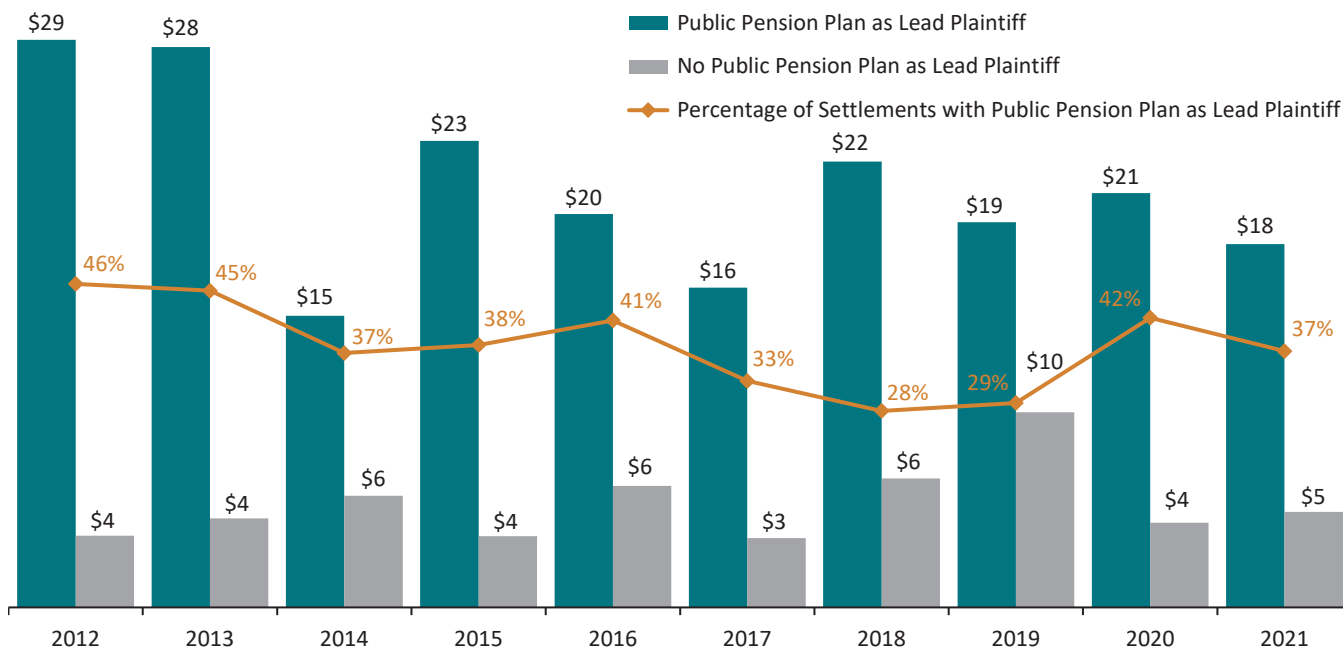
plaintiff is associated with higher settlement amounts. (See page 15 for further discussion of factors that influence settlement outcomes.)

- For example, for cases settled in 2021, public pension plans served as lead plaintiffs in almost 76% of cases involving institutions, while union funds appeared as lead plaintiffs in less than 10% of these cases.
- Public pensions are also more likely to be lead plaintiffs in cases involving more established publicly traded issuers. In 2021 settled cases, the median age from IPO to the filing date for cases with a public pension lead plaintiff was more than 8.5 years compared to a median of 4.3 years for cases without a public pension lead.

Among cases settled in 2021, institutional investor lead plaintiff appointments were among the lowest in more than 15 years.

Figure 11: Median Settlement Amounts and Public Pension Plans 2012–2021

(Dollars in millions)



Note: Settlement dollars are adjusted for inflation; 2021 dollar equivalent figures are presented.

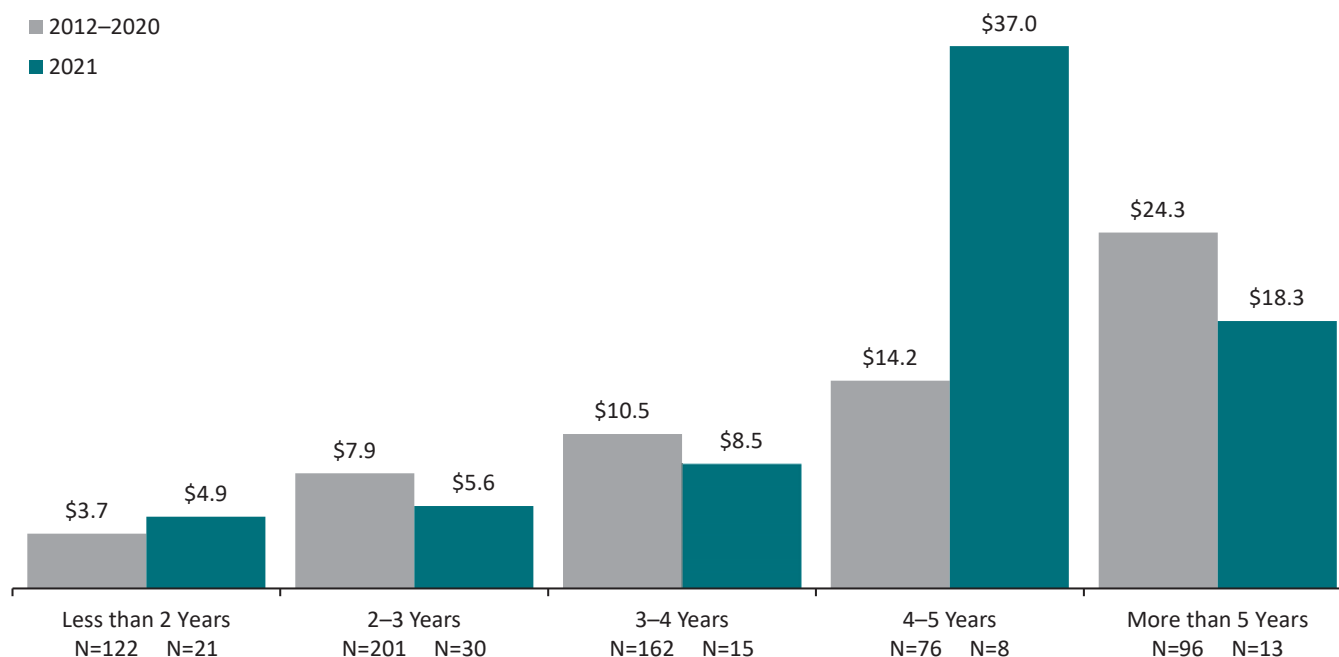
Time to Settlement and Case Complexity

- The median time from filing to settlement hearing date was 2.6 years for 2021 settlements, compared to 3.0 years for 2012–2020 settlements. This decline in the time to reach settlement was largely driven by the Ninth Circuit, where the median time to settlement declined by almost 40% in 2021.
- Larger cases (as measured by “simplified tiered damages”) often take longer to resolve. Consistent with this, in 2021 all three mega settlements took at least three years to reach a settlement hearing date.
- In 2021, for cases that took at least three years to settle, median “simplified tiered damages” were more than five times higher for settlements with an institutional lead plaintiff than for those without an institutional lead plaintiff.
- Reflecting both the smaller dollar amounts and the shorter interval from filing date to settlement hearing date among 2021 settlements, the number of docket entries for these cases declined, on average, 26% from the prior year.²⁰

Over 55% of cases in 2021 reached a settlement hearing date within three years of filing, compared to under 45% in 2020.

Figure 12: Median Settlement by Duration from Filing Date to Settlement Hearing Date 2012–2021

(Dollars in millions)



Note: Settlement dollars are adjusted for inflation; 2021 dollar equivalent figures are presented. “N” refers to the number of cases.

Case Stage at the Time of Settlement

In collaboration with Stanford Securities Litigation Analytics (SSLA),²¹ this report analyzes settlements in relation to the stage in the litigation process at the time of settlement.

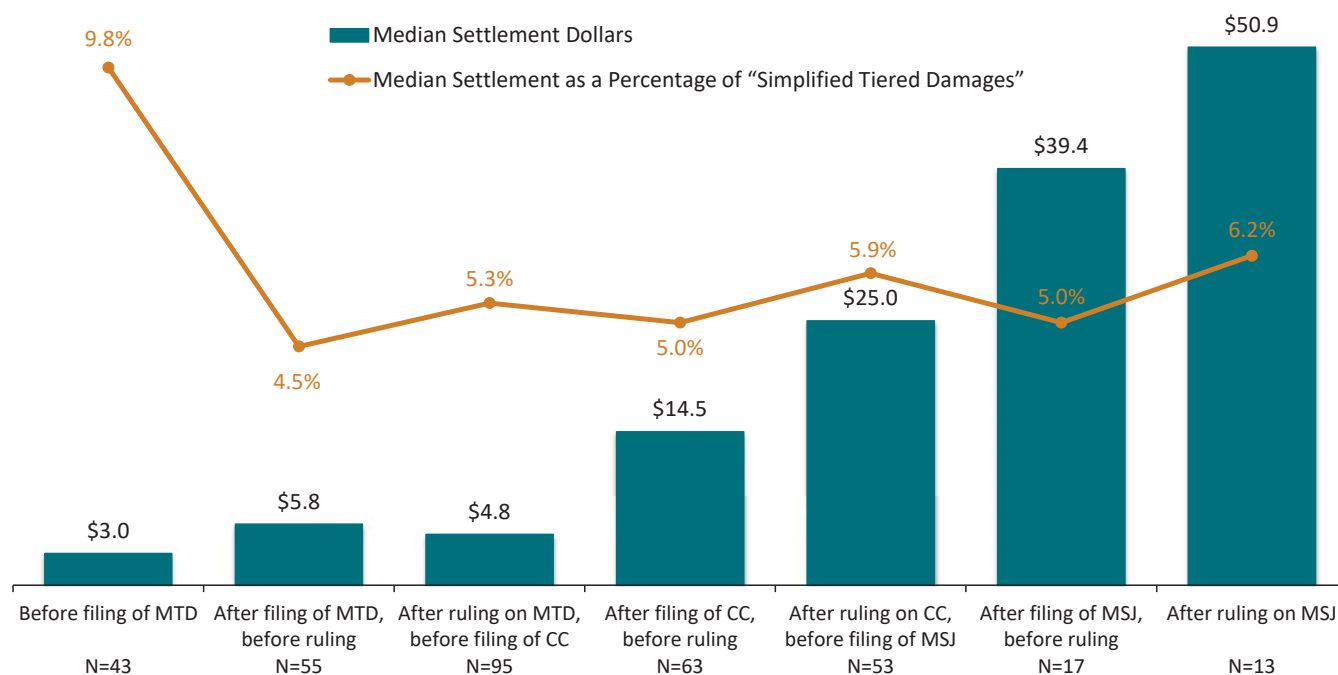
- Despite the overall smaller size of cases settled in 2021 and the shorter time to reach settlement, the stage at which cases settled remained largely unchanged. For example, in 2021, more than 60% of cases were resolved before a motion for class certification was filed, compared to 57% for 2017–2020 settlements.
- Similarly, approximately 20% of settlements in 2021 reached settlement sometime after a ruling on a motion for class certification, compared to 24% for 2017–2020 settlements.

- In 2021, cases that settled after a motion for class certification was filed were substantially larger than cases that settled at earlier stages. In particular, median “simplified tiered damages” for cases settling after a motion for class certification had been filed was more than eight times the median for cases that resolved prior to such a motion.
- Cases settling at later stages in 2021 were also larger in terms of issuer size. Specifically, the median issuer-reported total assets for 2021 cases that settled after the filing of a motion for summary judgment was more than five times the median for cases that settled prior to such a motion being filed.

Once a motion for class certification was filed, the median interval to the settlement hearing date for 2021 settlements was around 1.5 years.

Figure 13: Median Settlement Dollars and Resolution Stage at Time of Settlement 2017–2021

(Dollars in millions)



Note: Settlement dollars are adjusted for inflation; 2021 dollar equivalent figures are presented. “N” refers to the number of cases. MTD refers to “motion to dismiss,” CC refers to “class certification,” and MSJ refers to “motion for summary judgment.” This analysis is limited to cases alleging Rule 10b-5 claims.

Cornerstone Research's Settlement Prediction Analysis

This research applies regression analysis to examine the relationships between settlement outcomes and certain securities case characteristics. Regression analysis is employed to better understand and predict the total settlement amount, given the characteristics of a particular securities case. Regression analysis can also be applied to estimate the probabilities associated with reaching alternative settlement levels. It can also be helpful in exploring hypothetical scenarios, including how the presence or absence of particular factors affects predicted settlement amounts.

Determinants of Settlement Outcomes

Based on the research sample of cases that settled from January 2006 through December 2021, the factors that were important determinants of settlement amounts included the following:

- “Simplified tiered damages”
- Maximum Dollar Loss (MDL)—market capitalization change from its class period peak to post-disclosure value
- Most recently reported total assets of the issuer defendant firm
- Number of entries on the lead case docket
- Whether there were accounting allegations
- Whether there was a corresponding SEC action against the issuer, other defendants, or related parties
- Whether there were criminal charges against the issuer, other defendants, or related parties with similar allegations to those included in the underlying class action complaint
- Whether there was an accompanying derivative action
- Whether an outside auditor was named as a codefendant

- Whether Section 11 and/or Section 12(a) claims were alleged in addition to Rule 10b-5 claims
- Whether the issuer defendant was distressed
- Whether a public pension was a lead plaintiff
- Whether securities, in addition to common stock, were included in the alleged class

Regression analyses show that settlements were higher when “simplified tiered damages,” MDL, issuer defendant asset size, or the number of docket entries was larger, or when Section 11 and/or Section 12(a) claims were alleged in addition to Rule 10b-5 claims.

Settlements were also higher in cases involving accounting allegations, a corresponding SEC action, criminal charges, an accompanying derivative action, a public pension involved as lead plaintiff, an outside auditor named as a codefendant, or securities in addition to common stock included in the alleged class.

Settlements were lower if the issuer was distressed.

More than 74% of the variation in settlement amounts can be explained by the factors discussed above.

Research Sample

- The database compiled for this report is limited to cases alleging Rule 10b-5, Section 11, and/or Section 12(a)(2) claims brought by purchasers of a corporation's common stock. The sample contains cases alleging fraudulent inflation in the price of a corporation's common stock.
- Cases with alleged classes of only bondholders, preferred stockholders, etc., cases alleging fraudulent depression in price, and mergers and acquisitions cases are excluded. These criteria are imposed to ensure data availability and to provide a relatively homogeneous set of cases in terms of the nature of the allegations.
- The current sample includes 2,013 securities class actions filed after passage of the Reform Act (1995) and settled from 1996 through 2021. These settlements are identified based on a review of case activity collected by Securities Class Action Services LLC (SCAS).²²
- The designated settlement year, for purposes of this report, corresponds to the year in which the hearing to approve the settlement was held.²³ Cases involving multiple settlements are reflected in the year of the most recent partial settlement, provided certain conditions are met.²⁴

Data Sources

In addition to SCAS, data sources include Dow Jones Factiva, Bloomberg, the Center for Research in Security Prices (CRSP) at University of Chicago Booth School of Business, Standard & Poor's Compustat, Refinitiv Eikon, court filings and dockets, SEC registrant filings, SEC litigation releases and administrative proceedings, LexisNexis, Stanford Securities Litigation Analytics (SSLA), Securities Class Action Clearinghouse (SCAC), and public press.

Endnotes

- ¹ *Securities Class Action Filings—2021 Year in Review*, Cornerstone Research (2022).
- ² See, for example, Stephen J. Choi, “Do the Merits Matter Less after the Private Securities Litigation Reform Act?,” *Journal of Law, Economics, and Organization* 23, no. 3 (2007).
- ³ *Securities Class Action Filings—2021 Year in Review*, Cornerstone Research (2022).
- ⁴ *Securities Class Action Filings—2021 Year in Review*, Cornerstone Research (2022).
- ⁵ See, for example, Stephen J. Choi, Karen K. Nelson, and Adam C. Pritchard, “The Screening Effect of the Private Securities Litigation Reform Act,” Law & Economics Working Paper, University of Michigan Law School (2007).
- ⁶ *Securities Class Action Filings—2021 Year in Review*, Cornerstone Research (2022).
- ⁷ The “simplified tiered damages” approach used for purposes of this settlement research does not examine the mix of information associated with the specific dates listed in the plan of allocation, but simply applies the stock price movements on those dates to an estimate of the “true value” of the stock during the alleged class period (or “value line”). This proxy for damages utilizes an estimate of the number of shares damaged based on reported trading volume and the number of shares outstanding. Specifically, reported trading volume is adjusted using volume reduction assumptions based on the exchange on which the issuer defendant’s common stock is listed. No adjustments are made to the underlying float for institutional holdings, insider trades, or short-selling activity during the alleged class period. Because of these and other simplifying assumptions, the damages measures used in settlement outcome modeling may be overstated relative to damages estimates developed in conjunction with case-specific economic analysis.
- ⁸ Laarni T. Bulan, Ellen M. Ryan, and Laura E. Simmons, *Estimating Damages in Settlement Outcome Modeling*, Cornerstone Research (2017).
- ⁹ Median market capitalization as of the most recent quarter-end prior to the settlement hearing date.
- ¹⁰ The statutory purchase price is the lesser of the security offering price or the security purchase price. Prior to the first complaint filing date, the statutory sales price is the price at which the security was sold. After the first complaint filing date, the statutory sales price is the greater of the security sales price or the security price on the first complaint filing date. Similar to “simplified tiered damages,” the estimation of “simplified statutory damages” makes no adjustments to the underlying float for institutional holdings, insider trades, or short-selling activity.
- ¹¹ Based on data for cases where the amount contributed by the D&O liability insurer was verified in settlement materials and/or the issuer defendant’s SEC filings—approximately 83% of all ‘33 Act claims cases. Data are supplemented with additional observations from the SSLA.
- ¹² *Securities Class Action Filings—2021 Year in Review*, Cornerstone Research (2022).
- ¹³ This calculation excludes settlements with both ‘33 Act claims filed in state court and Rule 10b-5 claims filed in federal court.
- ¹⁴ In some instances, the federal action also includes ‘33 Act claims.
- ¹⁵ The three categories of accounting issues analyzed in Figure 8 of this report are (1) GAAP violations; (2) restatements—cases involving a restatement (or announcement of a restatement) of financial statements; and (3) accounting irregularities—cases in which the defendant has reported the occurrence of accounting irregularities (intentional misstatements or omissions) in its financial statements.
- ¹⁶ *Accounting Class Action Filings and Settlements—2021 Review and Analysis*, Cornerstone Research (2022), forthcoming in spring 2022.
- ¹⁷ As noted previously, it could be that the merits in such cases are stronger, or simply that the presence of a corresponding SEC action provides plaintiffs with increased leverage when negotiating a settlement. For purposes of this research, an SEC action is evidenced by the presence of a litigation release or an administrative proceeding posted on www.sec.gov involving the issuer defendant or other named defendants with allegations similar to those in the underlying class action complaint.
- ¹⁸ Identification of a criminal charge and/or criminal indictment based on review of SEC filings and public press. For purposes of this research, criminal charges and/or indictments are collectively referred to as “criminal charges.”
- ¹⁹ See, for example, Michael A. Perino, “Have Institutional Fiduciaries Improved Securities Class Actions? A Review of the Empirical Literature on the PSLRA’s Lead Plaintiff Provision,” St. John’s Legal Studies Research Paper No. 12-0021 (2012).
- ²⁰ Docket entries reflect the number of entries on the court docket for events in the litigation and have been used in prior research as a proxy for the amount of plaintiff attorney effort involved in resolving securities cases. See Laura Simmons, “The Importance of Merit-Based Factors in the Resolution of 10b-5 Litigation,” University of North Carolina at Chapel Hill Doctoral Dissertation (1996); Michael A. Perino, “Institutional Activism through Litigation: An Empirical Analysis of Public Pension Fund Participation in Securities Class Actions,” St. John’s Legal Studies Research Paper No. 06-0055 (2006).
- ²¹ Stanford Securities Litigation Analytics (SSLA) tracks and collects data on private shareholder securities litigation and public enforcements brought by the SEC and the U.S. Department of Justice. The SSLA dataset includes all traditional class actions, SEC actions, and DOJ criminal actions filed since 2000. Available on a subscription basis at <https://sla.law.stanford.edu/>.
- ²² Available on a subscription basis. For further details see <https://www.issgovernance.com/securities-class-action-services/>.
- ²³ Movements of partial settlements between years can cause differences in amounts reported for prior years from those presented in earlier reports.
- ²⁴ This categorization is based on the timing of the settlement hearing date. If a new partial settlement equals or exceeds 50% of the then-current settlement fund amount, the entirety of the settlement amount is re-categorized to reflect the settlement hearing date of the most recent partial settlement. If a subsequent partial settlement is less than 50% of the then-current total, the partial settlement is added to the total settlement amount and the settlement hearing date is left unchanged.

Appendices

Appendix 1: Settlement Percentiles

(Dollars in millions)

	Average	10th	25th	Median	75th	90th
2012	\$72.3	\$1.4	\$3.2	\$11.1	\$41.9	\$135.7
2013	\$84.1	\$2.2	\$3.5	\$7.6	\$25.8	\$96.0
2014	\$20.9	\$1.9	\$3.3	\$6.9	\$15.1	\$57.2
2015	\$45.0	\$1.5	\$2.5	\$7.4	\$18.6	\$107.5
2016	\$79.7	\$2.1	\$4.7	\$9.7	\$37.3	\$164.8
2017	\$20.4	\$1.7	\$2.9	\$5.8	\$16.9	\$39.2
2018	\$70.0	\$1.6	\$3.9	\$12.1	\$26.7	\$53.0
2019	\$29.7	\$1.6	\$6.0	\$11.7	\$21.2	\$53.0
2020	\$57.1	\$1.5	\$3.5	\$10.6	\$20.9	\$55.7
2021	\$20.5	\$1.7	\$3.1	\$8.3	\$17.9	\$58.6

Note: Settlement dollars are adjusted for inflation; 2021 dollar equivalent figures are presented.

Appendix 2: Settlements by Select Industry Sectors 2012–2021

(Dollars in millions)

Industry	Number of Settlements	Median Settlement	Median “Simplified Tiered Damages”	Median Settlement as a Percentage of “Simplified Tiered Damages”
Financial	99	\$16.2	\$409.5	5.1%
Technology	101	\$8.6	\$228.9	4.7%
Pharmaceuticals	107	\$7.0	\$215.2	4.7%
Retail	37	\$10.5	\$254.7	4.3%
Telecommunications	23	\$9.3	\$278.8	5.4%
Healthcare	19	\$12.3	\$152.8	6.7%

Note: Settlement dollars and “simplified tiered damages” are adjusted for inflation; 2021 dollar equivalent figures are presented. “Simplified tiered damages” are calculated only for cases involving Rule 10b-5 claims.

**Appendix 3: Settlements by Federal Circuit Court
2012–2021**

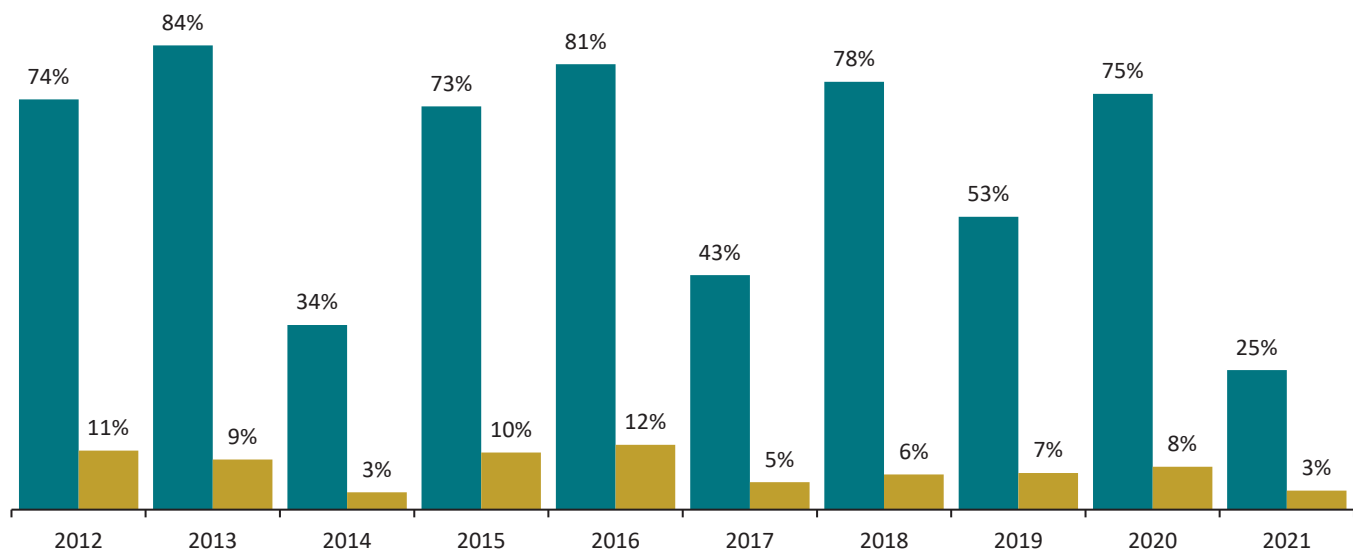
(Dollars in millions)

Circuit	Number of Settlements	Median Settlement	Median Settlement as a Percentage of “Simplified Tiered Damages”
First	20	\$10.8	3.2%
Second	192	\$9.3	5.1%
Third	65	\$7.0	5.6%
Fourth	24	\$20.1	4.1%
Fifth	36	\$9.9	5.0%
Sixth	30	\$13.3	7.4%
Seventh	35	\$14.2	3.9%
Eighth	13	\$14.7	6.8%
Ninth	183	\$6.9	4.9%
Tenth	17	\$8.5	5.3%
Eleventh	38	\$11.0	4.9%
DC	4	\$24.8	2.2%

Note: Settlement dollars are adjusted for inflation; 2021 dollar equivalent figures are presented. Settlements as a percentage of “simplified tiered damages” are calculated only for cases alleging Rule 10b-5 claims.

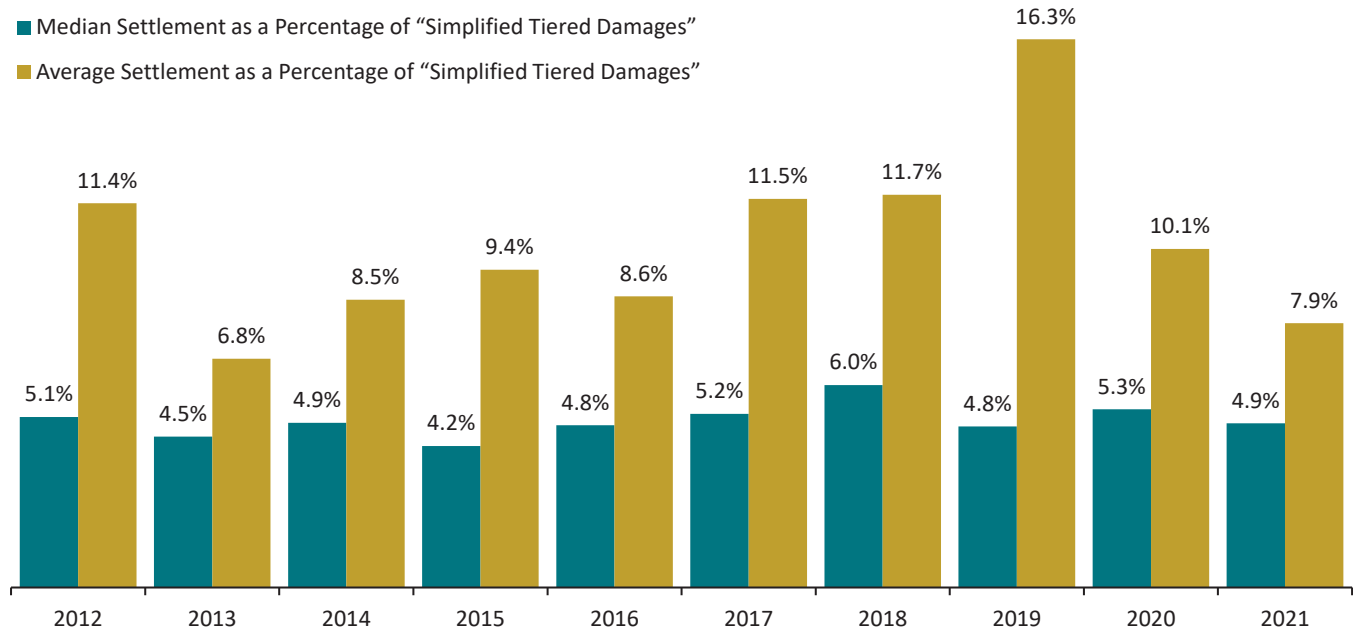
**Appendix 4: Mega Settlements
2012–2021**

- Total Mega Settlement Dollars as a Percentage of All Settlement Dollars
- Number of Mega Settlements as a Percentage of All Settlements



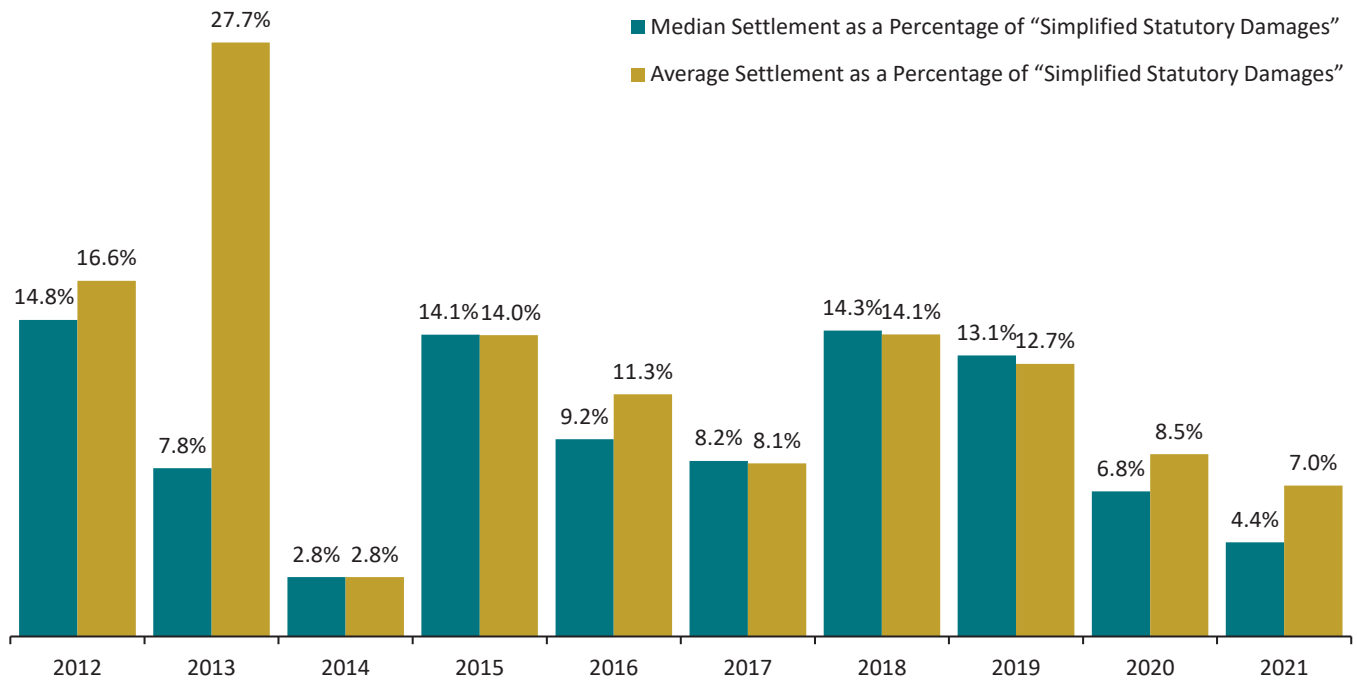
Note: Mega settlements are defined as total settlement funds equal to or greater than \$100 million. Settlement dollars are adjusted for inflation; 2021 dollar equivalent figures are presented.

**Appendix 5: Median and Average Settlements as a Percentage of “Simplified Tiered Damages”
2012–2021**



Note: “Simplified tiered damages” are calculated only for cases alleging Rule 10b-5 claims.

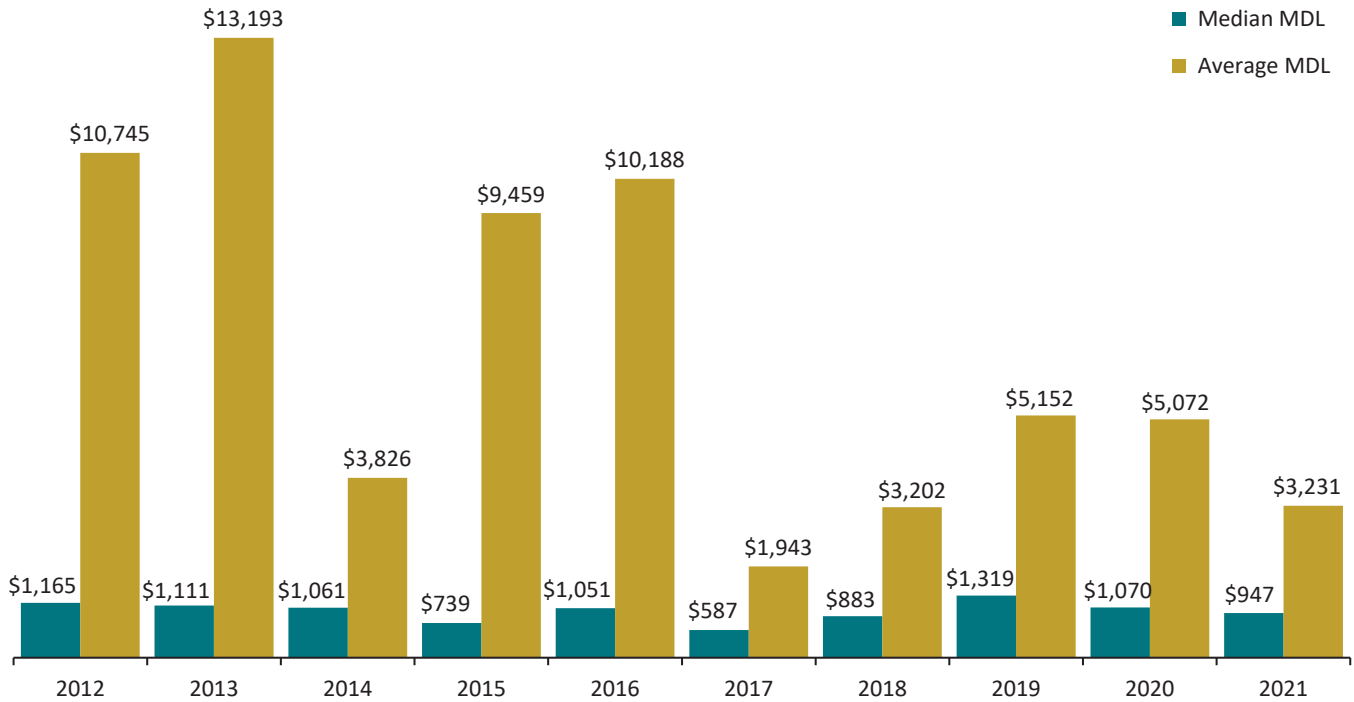
**Appendix 6: Median and Average Settlements as a Percentage of “Simplified Statutory Damages”
2012–2021**



Note: “Simplified statutory damages” are calculated only for cases alleging Section 11 (’33 Act) claims and no Rule 10b-5 claims.

Appendix 7: Median and Average Maximum Dollar Loss (MDL)
2012–2021

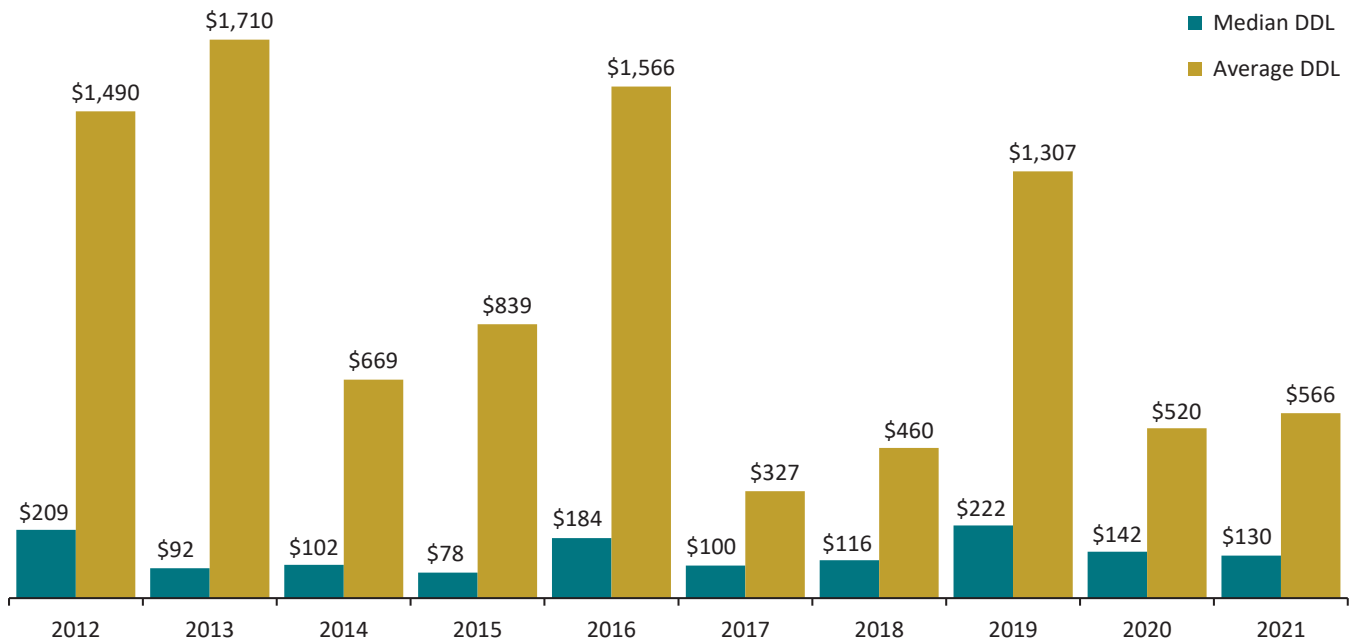
(Dollars in millions)



Note: MDL is adjusted for inflation based on class period end dates; 2021 dollar equivalents are presented. MDL is the dollar value change in the defendant firm’s market capitalization from the trading day with the highest market capitalization during the class period to the trading day immediately following the end of the class period.

Appendix 8: Median and Average Disclosure Dollar Loss (DDL)
2012–2021

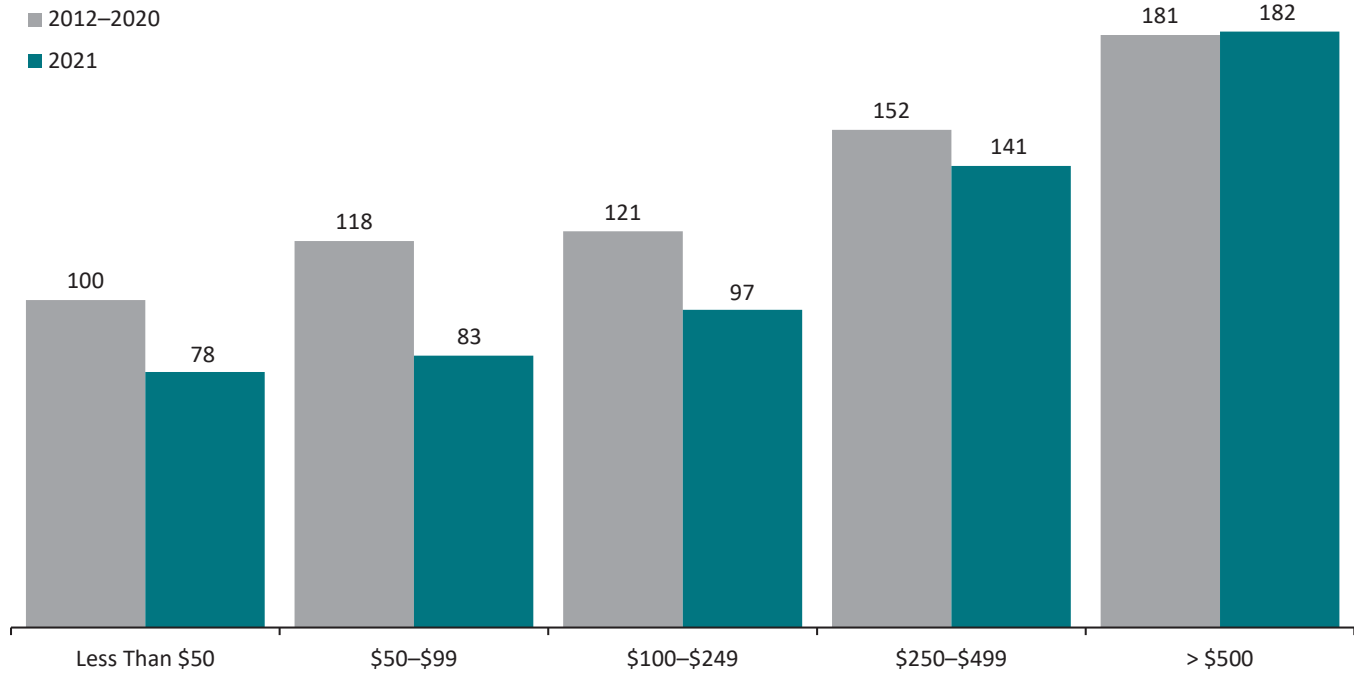
(Dollars in millions)



Note: DDL is adjusted for inflation based on class period end dates; 2021 dollar equivalents are presented. DDL is the dollar value change in the defendant firm’s market capitalization between the trading day immediately preceding the end of the class period and the trading day immediately following the end of the class period. This analysis excludes cases alleging ‘33 Act claims only.

Appendix 9: Median Docket Entries by “Simplified Tiered Damages” Range
2012–2021

(Dollars in millions)



Note: “Simplified tiered damages” are calculated only for cases alleging Rule 10b-5 claims.

About the Authors

Laarni T. Bulan

Ph.D., Columbia University; M.Phil., Columbia University; B.S., University of the Philippines

Laarni Bulan is a principal in Cornerstone Research's Boston office, where she specializes in finance. Her work has focused on securities and other complex litigation addressing class certification, damages, and loss causation issues, firm valuation, and corporate governance, executive compensation, and risk management issues. She has also consulted on cases related to insider trading, market manipulation and trading behavior, financial institutions and the credit crisis, derivatives, foreign exchange, and securities clearing and settlement.

Dr. Bulan has published several academic articles in peer-reviewed journals. Her research covers topics in dividend policy, capital structure, executive compensation, corporate governance, and real options. Prior to joining Cornerstone Research, Dr. Bulan had a joint appointment at Brandeis University as an assistant professor of finance in its International Business School and in the economics department.

Laura E. Simmons

Ph.D., University of North Carolina at Chapel Hill; M.B.A., University of Houston; B.B.A., University of Texas at Austin

Laura Simmons is a senior advisor with Cornerstone Research. She has more than 25 years of experience in economic and financial consulting. Dr. Simmons has focused on damage and liability issues in securities and ERISA litigation, as well as on accounting issues arising in a variety of complex commercial litigation matters. She has served as a testifying expert in litigation involving accounting analyses, securities case damages, ERISA matters, and research on securities lawsuits.

Dr. Simmons's research on pre- and post-Reform Act securities litigation settlements has been published in a number of reports and is frequently cited in the public press and legal journals. She has spoken at various conferences and appeared as a guest on CNBC addressing the topic of securities case settlements. She has also published in academic journals, including research focusing on the intersection of accounting and litigation. Dr. Simmons was previously an accounting faculty member at the Mason School of Business at the College of William & Mary. From 1986 to 1991, she was an accountant with Price Waterhouse.

The authors gratefully acknowledge the research efforts and significant contributions of their colleagues at Cornerstone Research in the writing and preparation of this annual update.

Many publications quote, cite, or reproduce data, charts, or tables from Cornerstone Research reports. The authors request that you reference Cornerstone Research in any reprint, quotation, or citation of the charts, tables, or data reported in this study.

Please direct any questions and requests for additional information to the settlement database administrator at settlementdatabase@cornerstone.com.

Boston

617.927.3000

Chicago

312.345.7300

London

+44.20.3655.0900

Los Angeles

213.553.2500

New York

212.605.5000

San Francisco

415.229.8100

Silicon Valley

650.853.1660

Washington

202.912.8900

www.cornerstone.com



EXHIBIT O

24 January 2023



Recent Trends in Securities Class Action Litigation: 2022 Full-Year Review

Federal Filings Declined for the Fourth Consecutive Year

Average and Median Settlement Values Increased by More than 50%
Compared to 2021

By Janeen McIntosh, Svetlana Starykh, and Edward Flores

Recent Trends in Securities Class Action Litigation: 2022 Full-Year Review

Federal Filings Declined for the Fourth Consecutive Year

Average and Median Settlement Values Increased by More than 50% Compared to 2021

By Janeen McIntosh, Svetlana Starykh, and Edward Flores¹

24 January 2023

Foreword

I am excited to share NERA's Recent Trends in Securities Class Action Litigation: 2022 Full-Year Review with you. This year's edition builds on work carried out over more than three decades by many members of NERA's Securities and Finance Practice. This year's report continues our analyses of trends in filings and settlements and presents new analyses related to current topics such as event-driven litigation. Although space does not permit us to present all the analyses the authors have undertaken while working on this year's edition or to provide details on the statistical analysis of settlement amounts, we hope you will contact us if you want to learn more about our research or our work related to securities litigations. On behalf of NERA's Securities and Finance Practice, I thank you for taking the time to review our work and hope you find it informative.

Dr. David Tabak, Managing Director

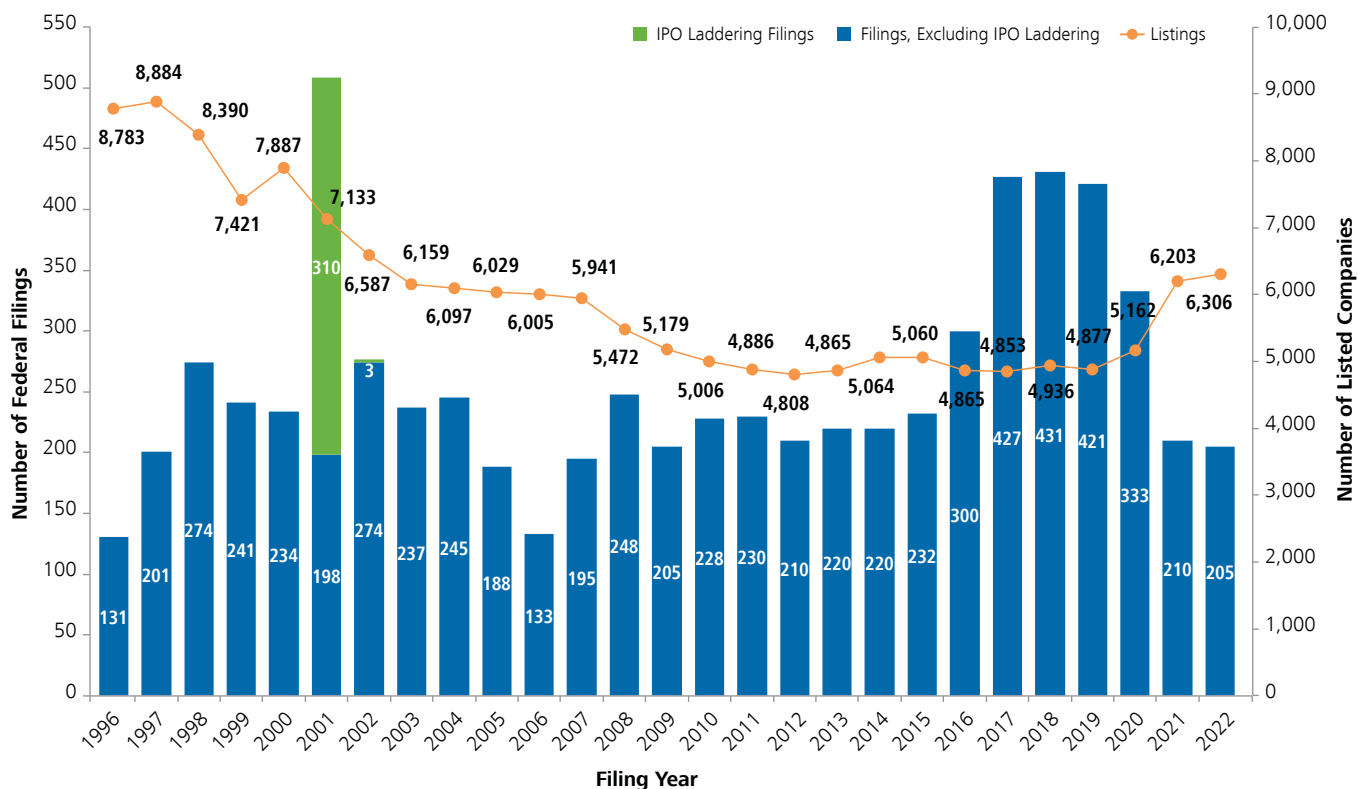
Introduction

Filings of new securities class actions declined each year from 2019 through 2022. In 2022, there were 205 new federal securities class action suits filed. This significant decline from the 431 cases filed in 2018 was largely due to the lower number of merger-objection and Rule 10b-5 cases filed in 2022. Similarly, there were fewer cases resolved in 2022 than in 2021. The decline in resolutions, since 2021, was driven by the decrease in dismissed non-merger-objection and non-crypto unregistered securities cases, a category that declined by more than 30%.² The aggregate settlement amount for cases settled in 2022 was \$4 billion, which is approximately \$2 billion higher than the inflation-adjusted amount for 2021. With more cases settling for higher values in 2022 compared to 2021, the average settlement value increased by over 70% to \$38 million and the median settlement value increased by over 50% to \$13 million.

Trends in Filings

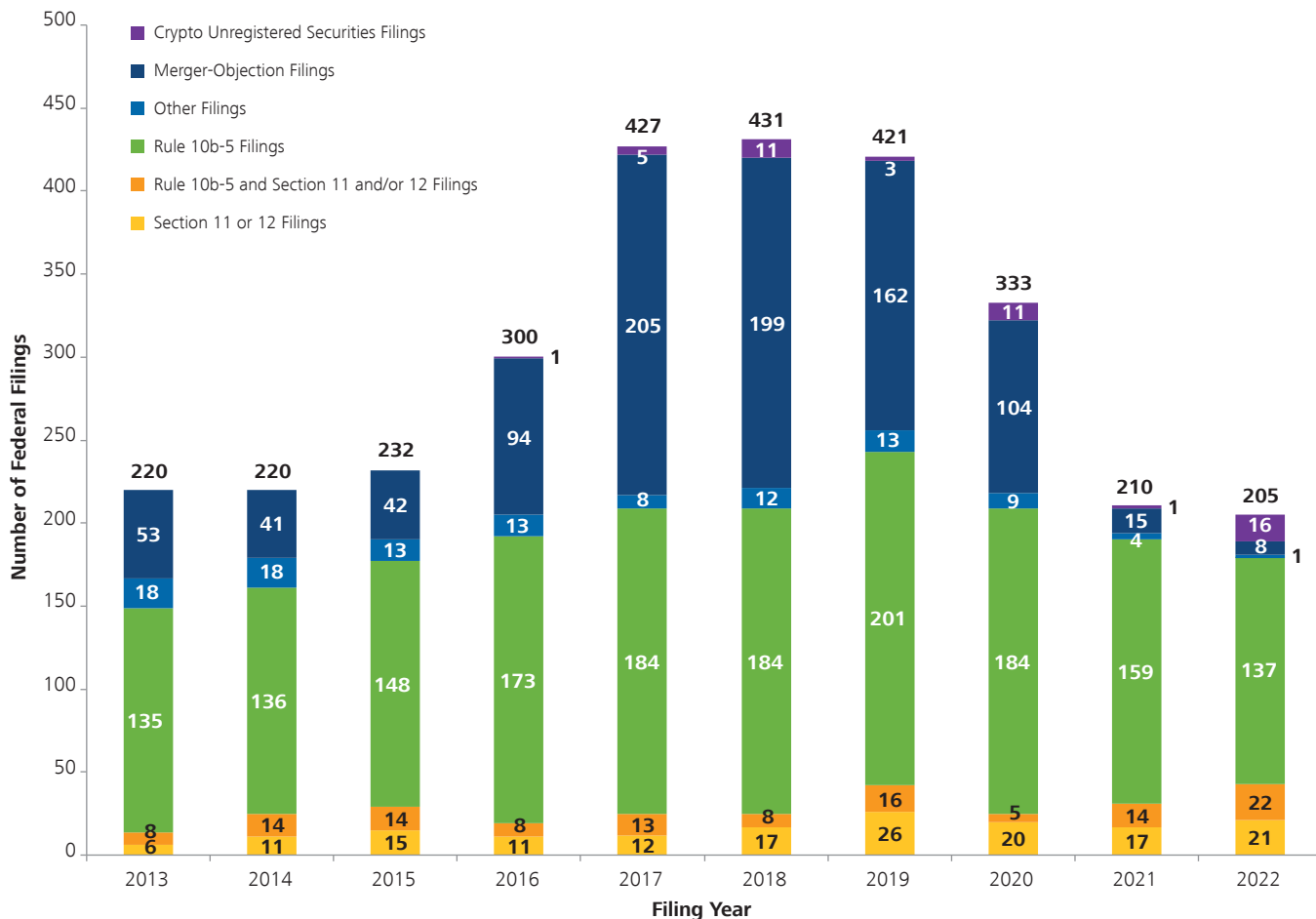
For the fourth consecutive year, there was a decline in the number of new federal securities class action suits filed (see Figure 1).³ In 2022, there were 205 new cases filed, a decline from the 210 new cases filed in 2021. This decline is a continuation of the downward trend observed since 2018, when more than 400 cases were recorded. This decline has been driven by the lower levels of merger-objection cases and cases with only Rule 10b-5 claims filed in each year (see Figure 2). Of the cases filed in 2022, suits against defendants in the health technology and services sector and the electronic technology and services sector were the most common, each accounting for 27% of total cases (see Figure 3). Although there was a decline in the aggregate number of cases filed in the Second, Third, and Ninth Circuits to the lowest level within the 2018–2022 period, the majority of new filings continue to be concentrated in these jurisdictions (see Figure 4). Of the cases filed in 2022, 33% included an allegation related to misled future performance, the most common allegation for the year. The proportion of cases with an allegation related to a regulatory issue increased from 19% in 2021 to 26% in 2022 (see Figure 5).⁴

Figure 1. **Federal Filings and Number of Companies Listed in the United States**
January 1996–December 2022



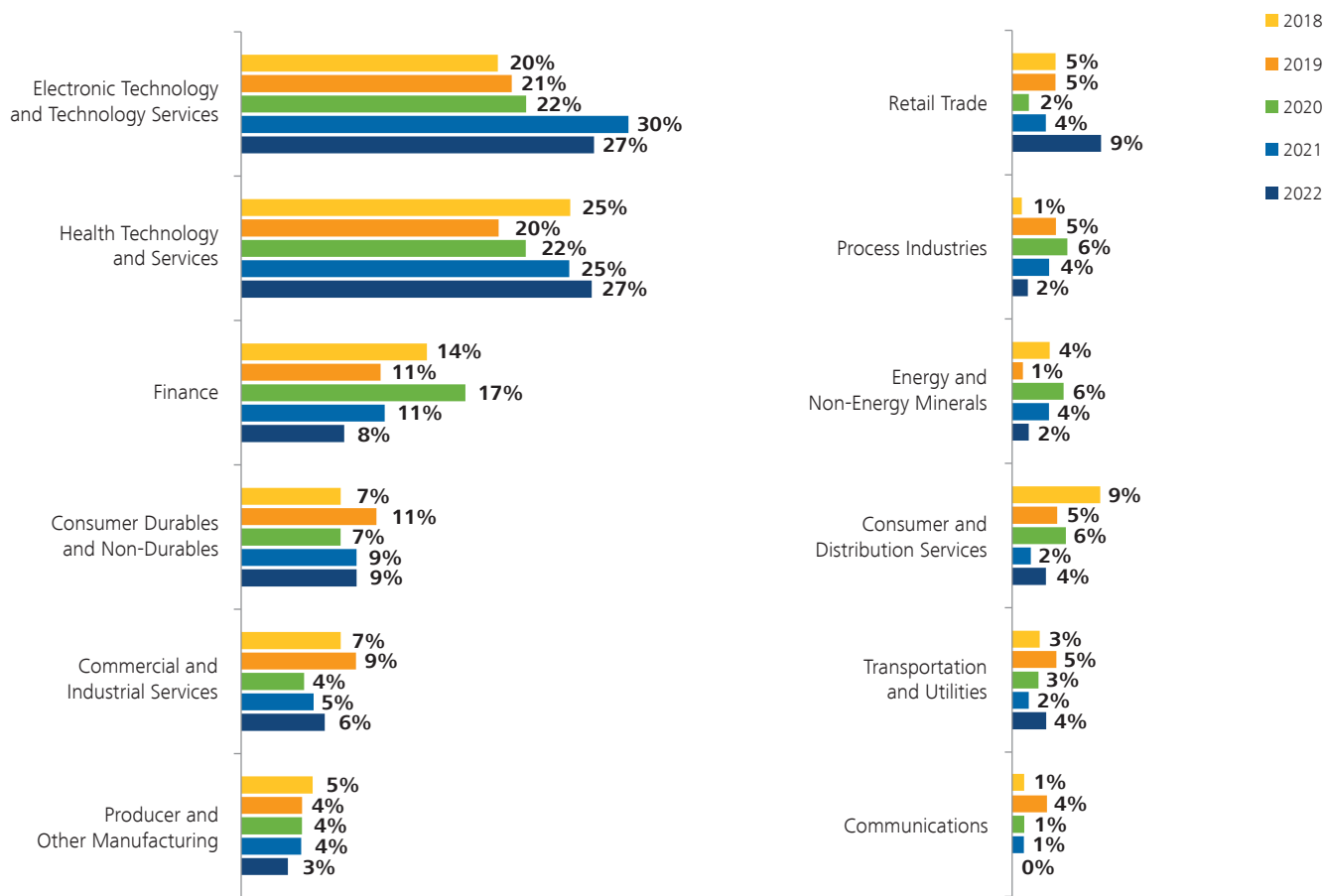
Note: Listed companies include those listed on the NYSE and Nasdaq. Listings data obtained from World Federation of Exchanges (WFE). The 2022 listings data is as of November 2022.

Figure 2. **Federal Filings by Type**
January 2013–December 2022



For the fourth consecutive year, there was a decline in the number of new federal securities class action suits filed.

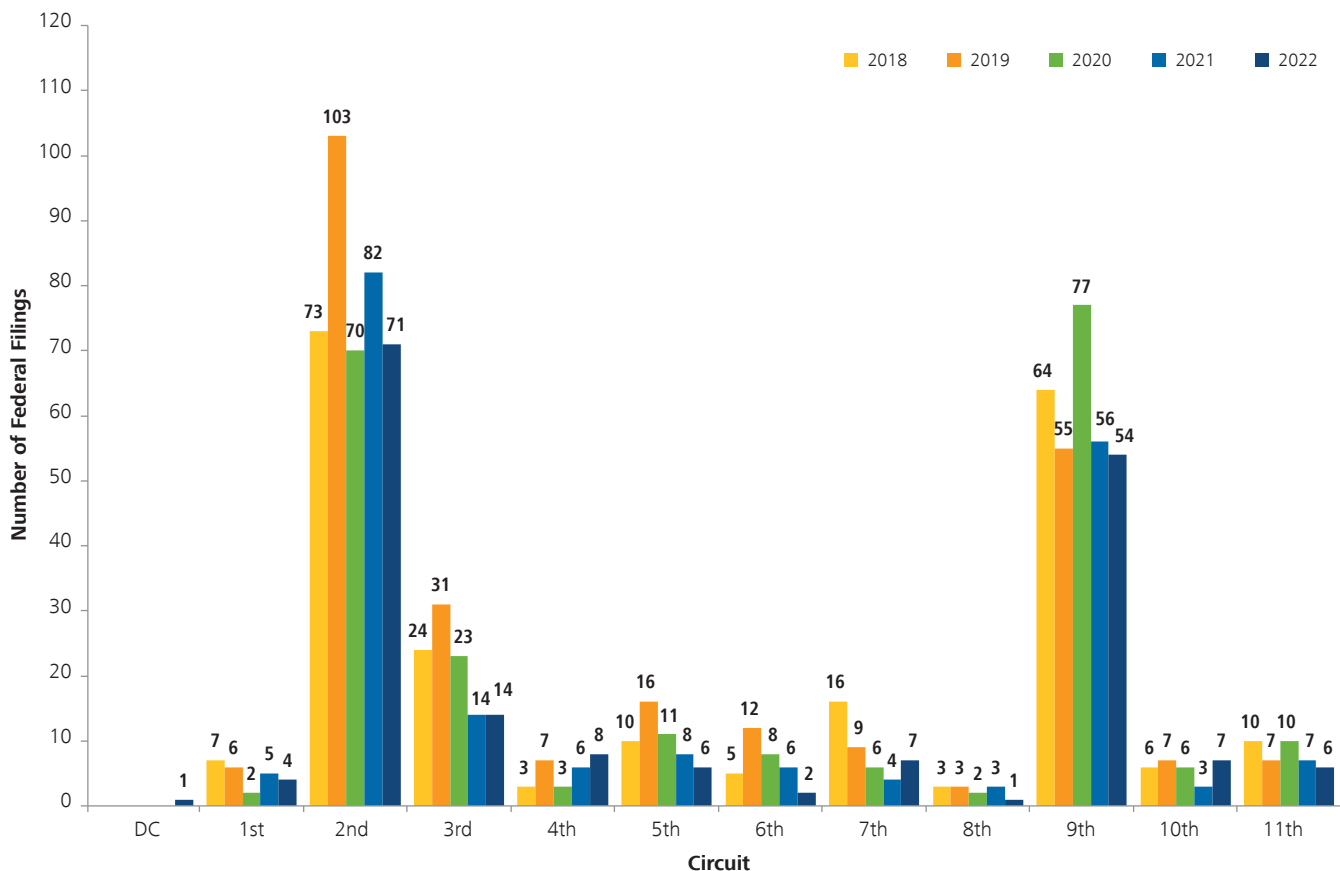
Figure 3. **Percentage of Federal Filings by Sector and Year**
 Excludes Merger Objections and Crypto Unregistered Securities
 January 2018–December 2022



Note: This analysis is based on the FactSet Research Systems, Inc. economic sector classification. Some of the FactSet economic sectors are combined for presentation.

Filings against defendants in the health technology and services sector and the electronic technology and services sector were the most common in 2022, each accounting for 27% of total cases.

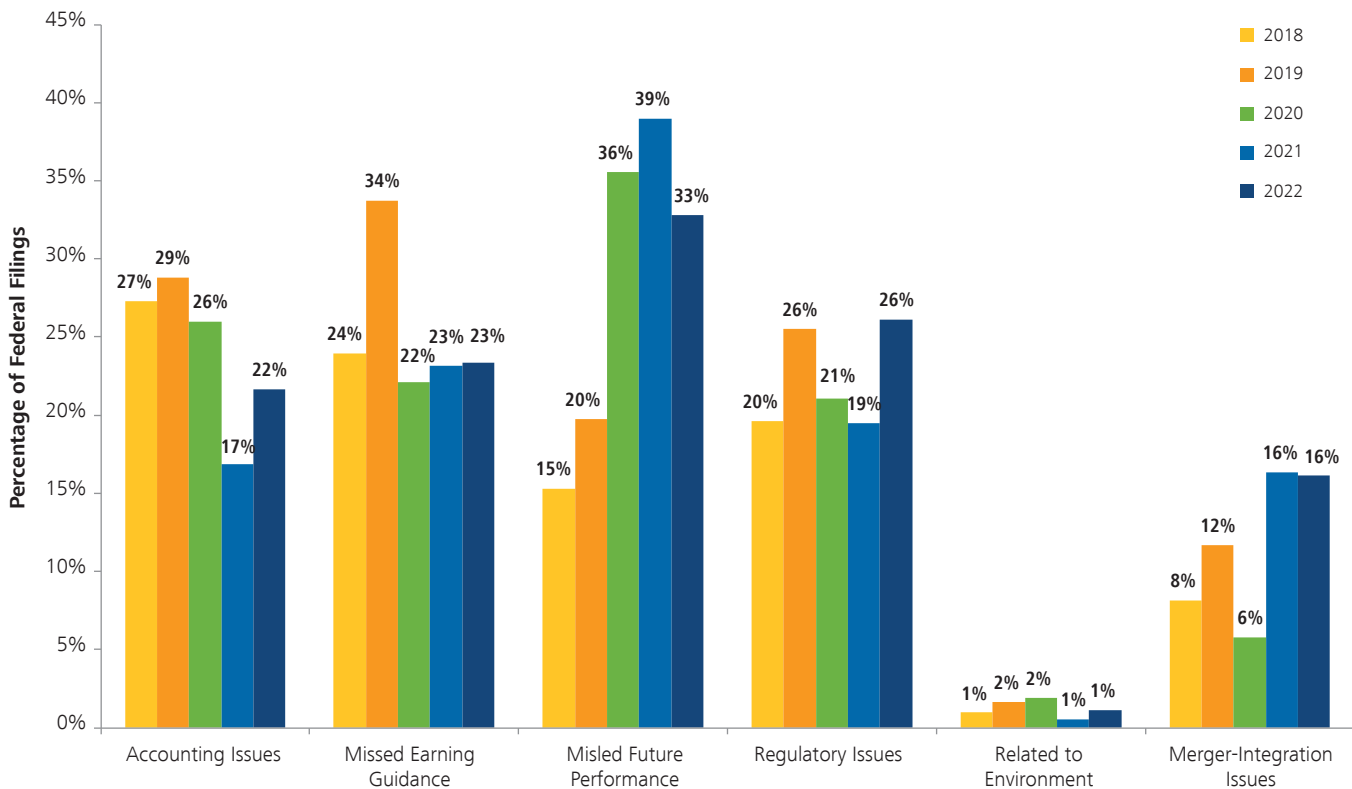
Figure 4. **Federal Filings by Circuit and Year**
 Excludes Merger Objections and Crypto Unregistered Securities
 January 2018–December 2022



Although there was a decline in the aggregate number of cases filed in the Second, Third, and Ninth Circuits to the lowest level within the 2018–2022 period, the majority of new filings continue to be concentrated in these jurisdictions.

Figure 5. **Allegations**

Shareholder Class Actions with Alleged Violations of Rule 10b-5, Section 11, and/or Section 12
January 2018–December 2022



Event-Driven and Special Cases

Here we summarize activity and trends in filings over the 2019–2022 period in potential development areas we have identified for securities class actions (see Figures 6 and 7).⁵

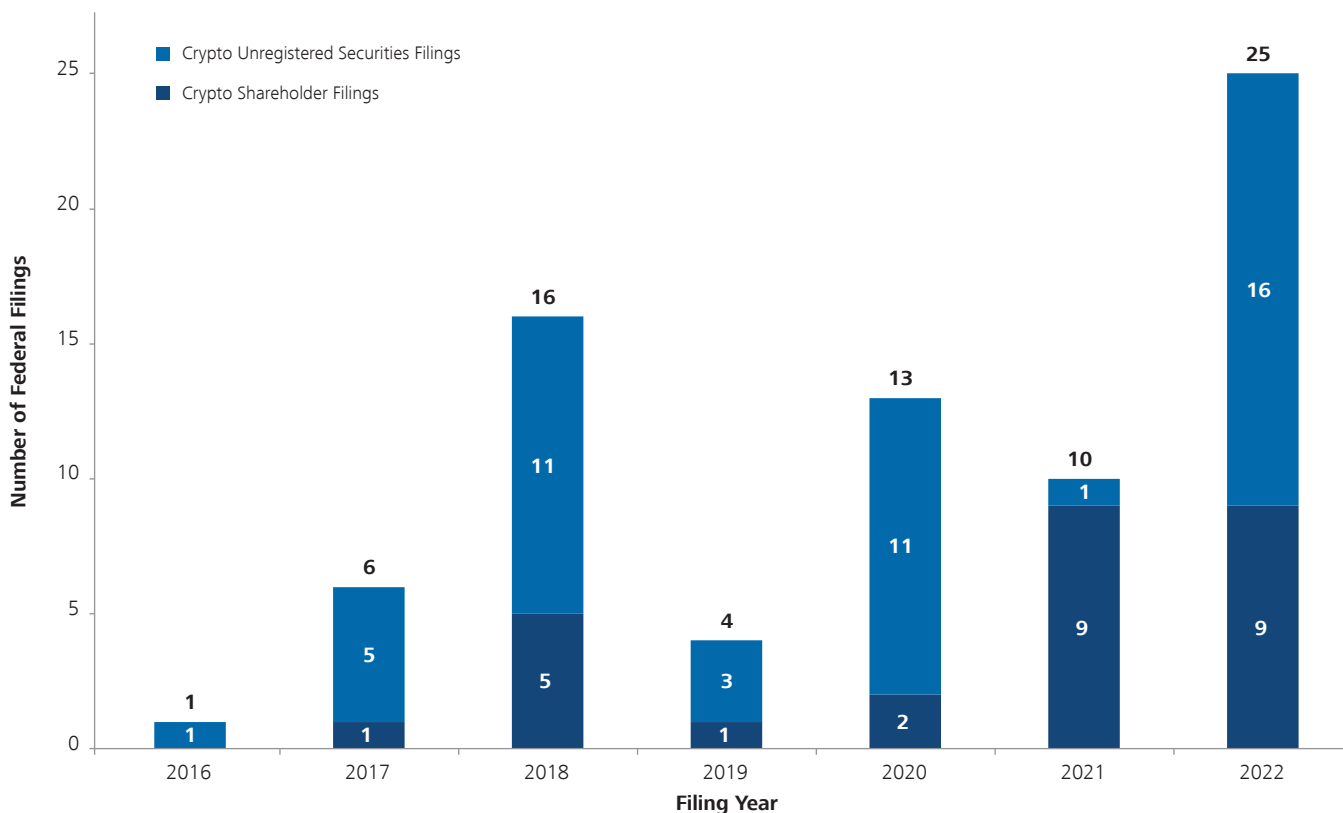
ESG Cases

Environmental, social, and governance (ESG) disclosures and companies' commitments to meet disclosure guidelines have been a developing area of interest to investors and government agencies such as the Securities and Exchange Commission over the recent decade.⁵ Along with that interest have come waves of lawsuits filed by plaintiffs alleging fraud related to ESG disclosures. For example, in a securities class action suit filed against CBS Corporation in 2018, plaintiffs alleged the defendant made false and misleading statements and/or failed to disclose that CBS executives engaged in widespread workplace sexual harassment and that the defendant's purported policies were inadequate to prevent the conduct. This suit was settled in 2022 for \$14,750,000. Similarly, in the ongoing securities suit filed against Activision Blizzard, Inc., in 2021, plaintiffs allege the defendant made false and misleading statements and/or failed to disclose that there was discrimination against women and minority employees and the existence of numerous complaints about unlawful harassment, discrimination, and retaliation made to human resources that were not addressed. As focus and interest in this area continues, this may lead to a higher number of ESG-related cases being filed.

Crypto Cases

The first securities class action related to cryptocurrency was filed against GAW Miners, LLC, in June 2016. Since 2017, there have been year-to-year fluctuations in the number of new crypto federal filings each year. In 2022, there were 25 crypto federal class actions suits filed. This is more than double the number of similar suits filed in 2021. This uptick was driven by the increase in the number of crypto unregistered securities cases.

Figure 6. **Number of Crypto Federal Filings**
January 2016–December 2022



Bribery/Kickbacks

Over the 2019–2020 period, there were 14 cases filed related to allegations of bribery or kickbacks. In 2021, there was a reduction in the number of these cases filed, with only one bribery/kickback-related case filed in that year. In 2022, four such cases were filed.

Cannabis

In 2019 and 2020, there were seven and six securities class action cases filed against defendants in the cannabis industry, respectively. Since then, there has only been one suit filed against these defendants each year.

Cybersecurity Breach

Since 2019, there have been at least three securities class action suits filed each year related to a cybersecurity breach. More specifically, between 2019 and 2020, there were a total of six such cases filed, and an additional five suits brought in 2021. In 2022, the number of new federal suits declined slightly to three filings.

COVID-19

Since the emergence of the COVID-19 pandemic in March 2020, 77 securities class action suits have been filed with claims related to the pandemic. Between March 2020 and December 2020, 33 cases were filed with COVID-19-related claims. In 2021, the number of suits filed declined to 20, but then increased slightly to 24 in 2022.

Environment

Over the 2019–2022 period, 12 environment-related securities class action suits have been filed. Of these, only three were filed in 2021–2022.

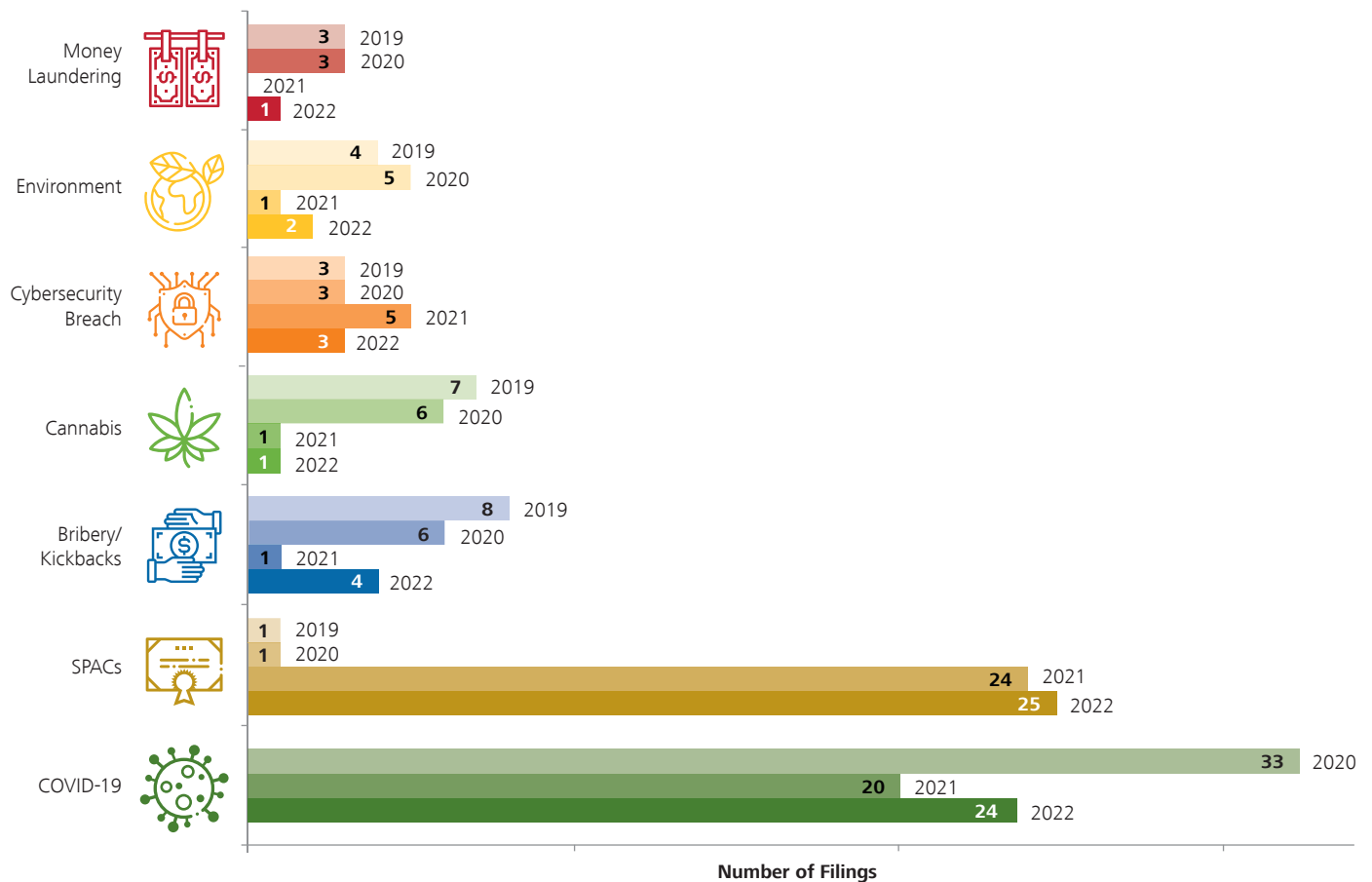
Money Laundering

In 2019 and 2020, there were three cases filed each year with claims related to money laundering. Between 2021 and 2022, only one such suit has been filed.

SPAC

In 2019 and 2020, there was only one case filed annually related to special purpose acquisition companies (SPACs). Since then, new federal cases related to these claims have increased substantially. During 2021, there were 24 securities class action suits filed related to SPACs, and in 2022, 25 such suits were filed.

Figure 7. **Event-Driven and Other Special Cases by Filing Year**
January 2019–December 2022



Trends in Resolutions

The number of resolved cases—dismissed and settled cases—declined in 2022 to 214 from 248 in 2021 (see Figure 8).⁷ Although 2022 was a record-setting year for the number of settled non-merger-objection, non-crypto unregistered securities cases during the 2013–2022 period, there was a larger decrease in the number of dismissed non-merger-objection, non-crypto unregistered securities cases, which led to a decline in overall resolutions. In addition, in 2022, the number of merger-objection cases resolved declined to 14, a substantial decrease from the 2017–2020 period, when more than 130 such cases were resolved each year. Of the cases filed since 2015, as of 31 December 2022, a larger portion has been dismissed than have settled (see Figure 9). This is consistent with historical trends, which indicate that settlements occur later in the litigation cycle and dismissals tend to occur in the earlier stages. Taking the time between first complaint and resolution to represent the length of time taken to resolve a suit, more than half the cases resolve between one and three years, and 17% of cases resolve more than four years after the first complaint was filed (see Figure 10).

Figure 8. **Number of Resolved Cases: Dismissed or Settled**
January 2013–December 2022

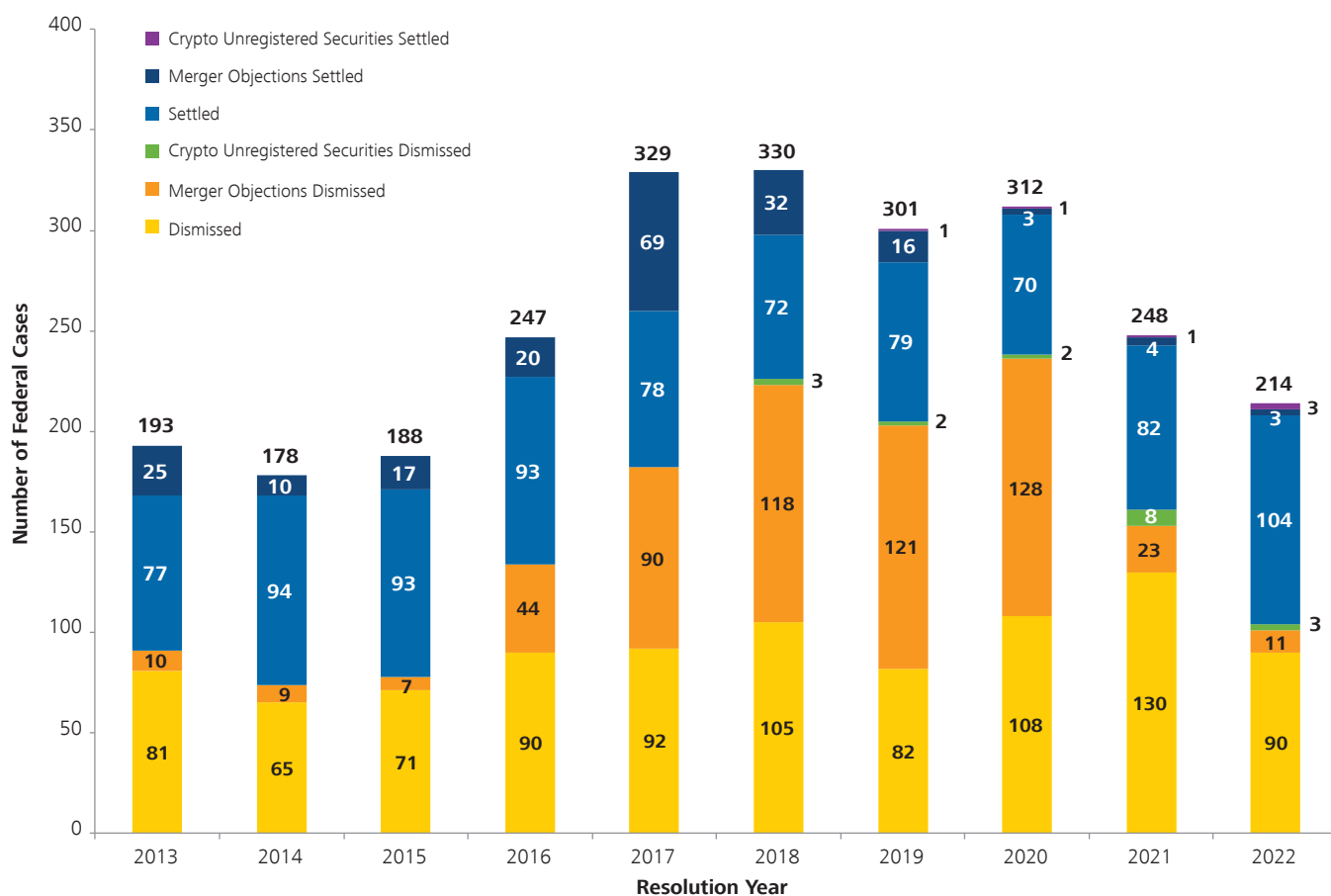
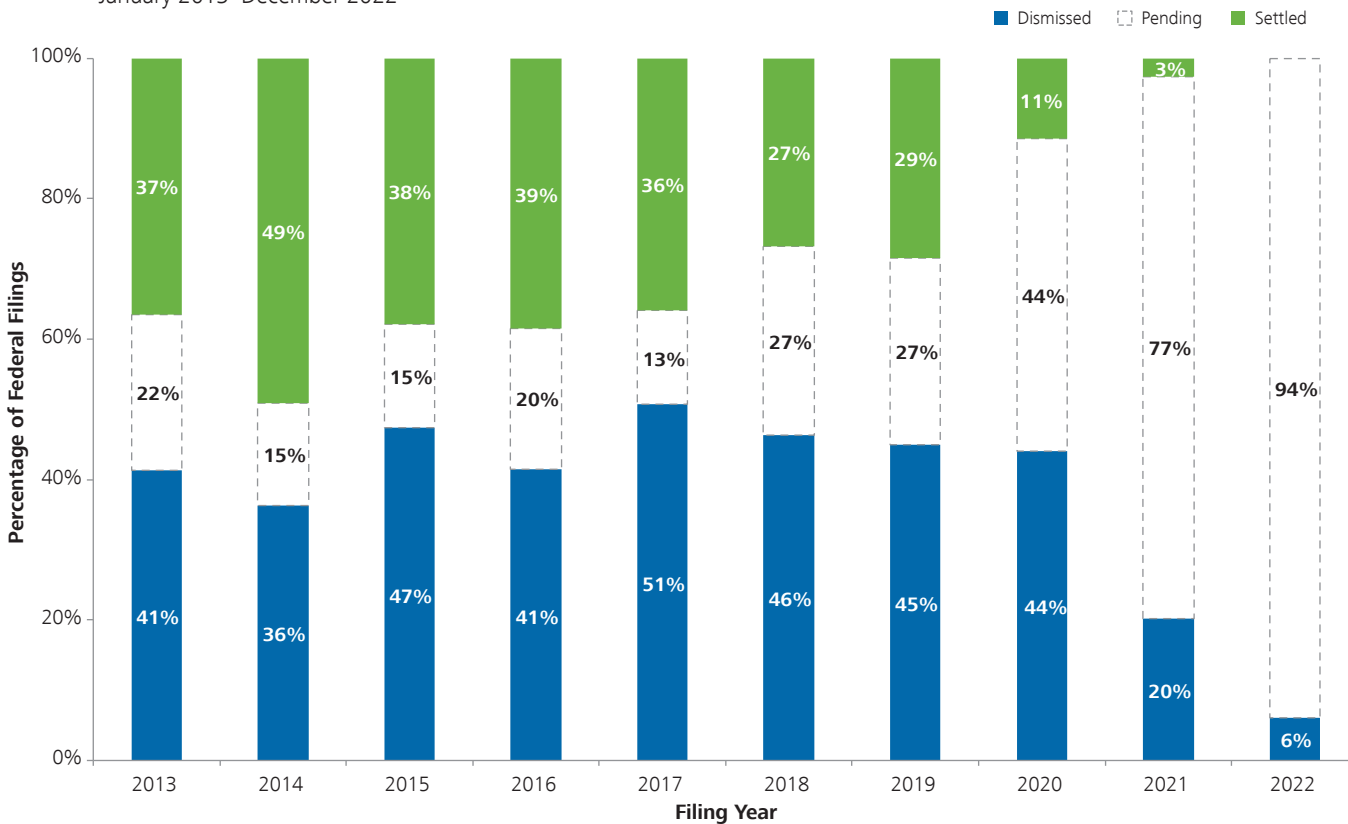
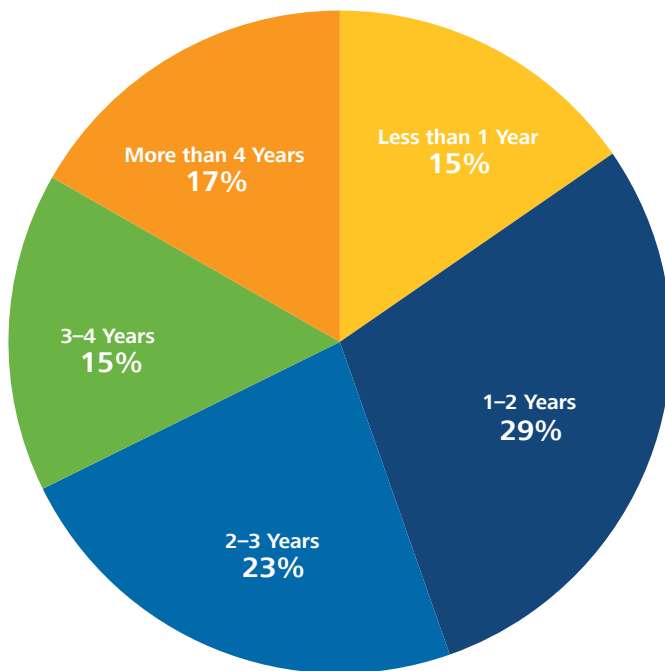


Figure 9. **Status of Cases as Percentage of Federal Filings by Filing Year**
 Excludes Merger Objections, Crypto Unregistered Securities, and Verdicts
 January 2013–December 2022



Note: Dismissals may include dismissals without prejudice and dismissals under appeal. Component values may not add to 100% due to rounding.

Figure 10. **Time from First Complaint Filing to Resolution**
 Excluding Merger Objections and Crypto Unregistered Securities
 Cases Filed January 2003–December 2018 and Resolved January 2003–December 2022



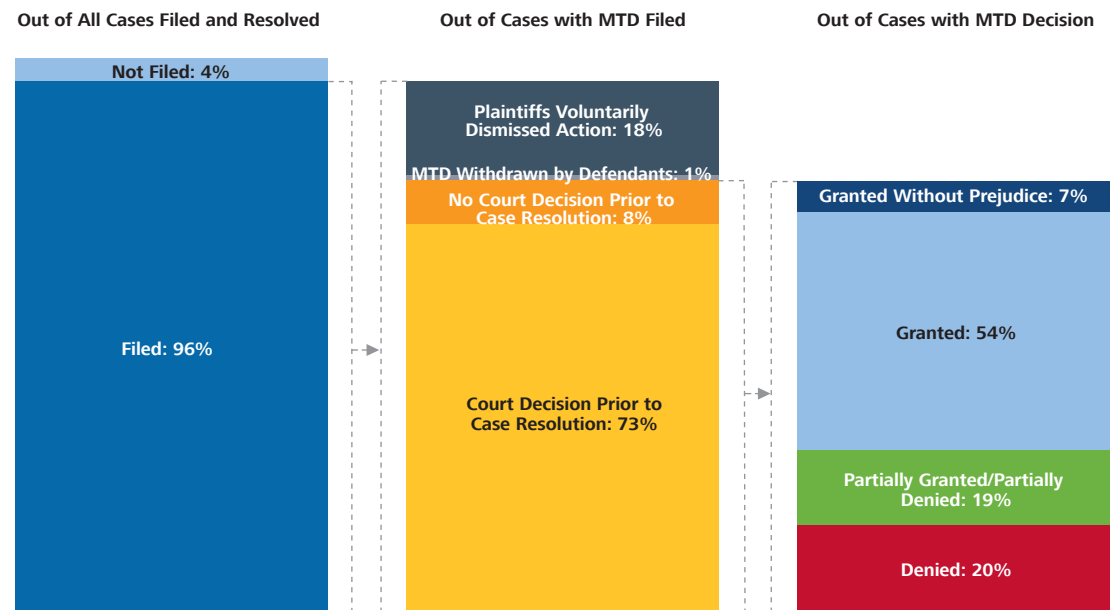
Analysis of Motions

NERA's federal securities class action database tracks filing and resolution activity as well as decisions on motions to dismiss, motions for class certification, and the status of any motion as of the resolution date. For this analysis, we include securities class actions that were filed and resolved over the 2013–2022 period in which purchasers of common stock are part of the class and in which a violation of Rule 10b-5, Section 11, and/or Section 12 is alleged.

Motion to Dismiss

A motion to dismiss was filed in 96% of the securities class action suits filed and resolved. A decision was reached in 73% of these cases, while 18% were voluntarily dismissed by plaintiffs, 8% settled before a court decision was reached, and 1% of the motions were withdrawn by defendants. Among the cases where a decision was reached, 61% were granted (with or without prejudice) and only 20% were denied (see Figure 11).

Figure 11. **Filing and Resolutions of Motions to Dismiss**
Cases Filed and Resolved January 2013–December 2022



Motion for Class Certification

A motion for class certification was filed in only 17% of the securities class action suits filed and resolved, as most cases are either dismissed or settled before the class certification stage is reached. A decision was reached in 60% of the cases where a motion for class certification was filed. Almost all of the other 40% of cases were resolved with a settlement. Among the cases where a decision was reached, the motion for class certification was granted (with or without prejudice) in 86% of cases (see Figure 12). Approximately 65% of decisions on motions for class certification occur within three years of the filing of the first complaint, with nearly all decisions occurring within five years (see Figure 13). The median time was about 2.7 years.

Figure 12. **Filing and Resolutions of Motions for Class Certification**
Cases Filed and Resolved January 2013–December 2022

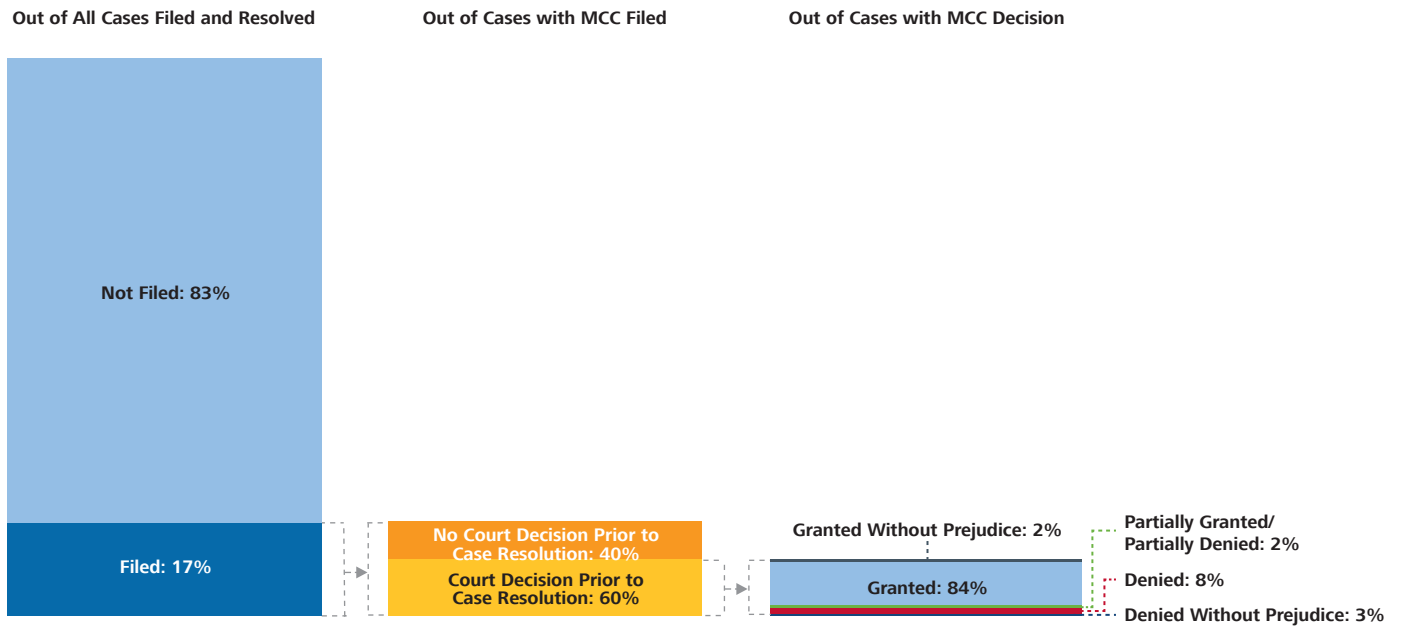
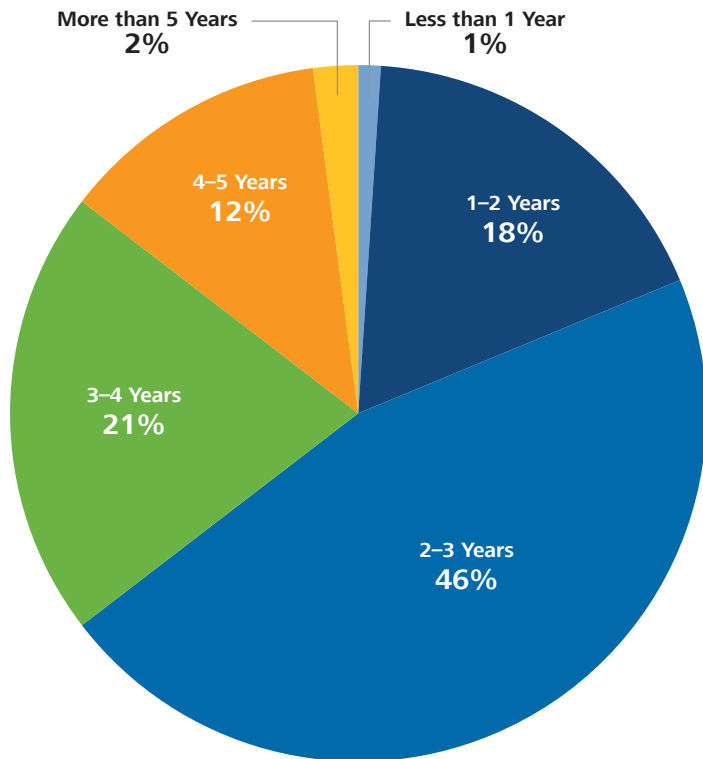


Figure 13. **Time from First Complaint Filing to Class Certification Decision**
Cases Filed and Resolved January 2013–December 2022



Trends in Settlement Values

Aggregate settlements for 2022 totaled \$4 billion, which is more than double the inflation-adjusted total for 2021 of \$1.9 billion.⁸ In 2022, the average settlement value was \$38 million, an increase of more than 70% compared to the 2021 inflation-adjusted average settlement value (see Figures 14 and 15). The distribution of 2022 settlement values differed from the settlements in 2021, with more cases settling for higher values, and more consistent with the distribution of settlement values observed in 2020 (see Figure 16). This shift is also evident in the median settlement values. The median settlement value for 2022 is \$13 million, which is approximately \$5 million higher than the 2021 inflation-adjusted median value of \$8 million (see Figure 17).⁹

Figure 14. **Average Settlement Value**

Excludes Merger Objections, Crypto Unregistered Securities, and Settlements for \$0 to the Class
January 2013–December 2022

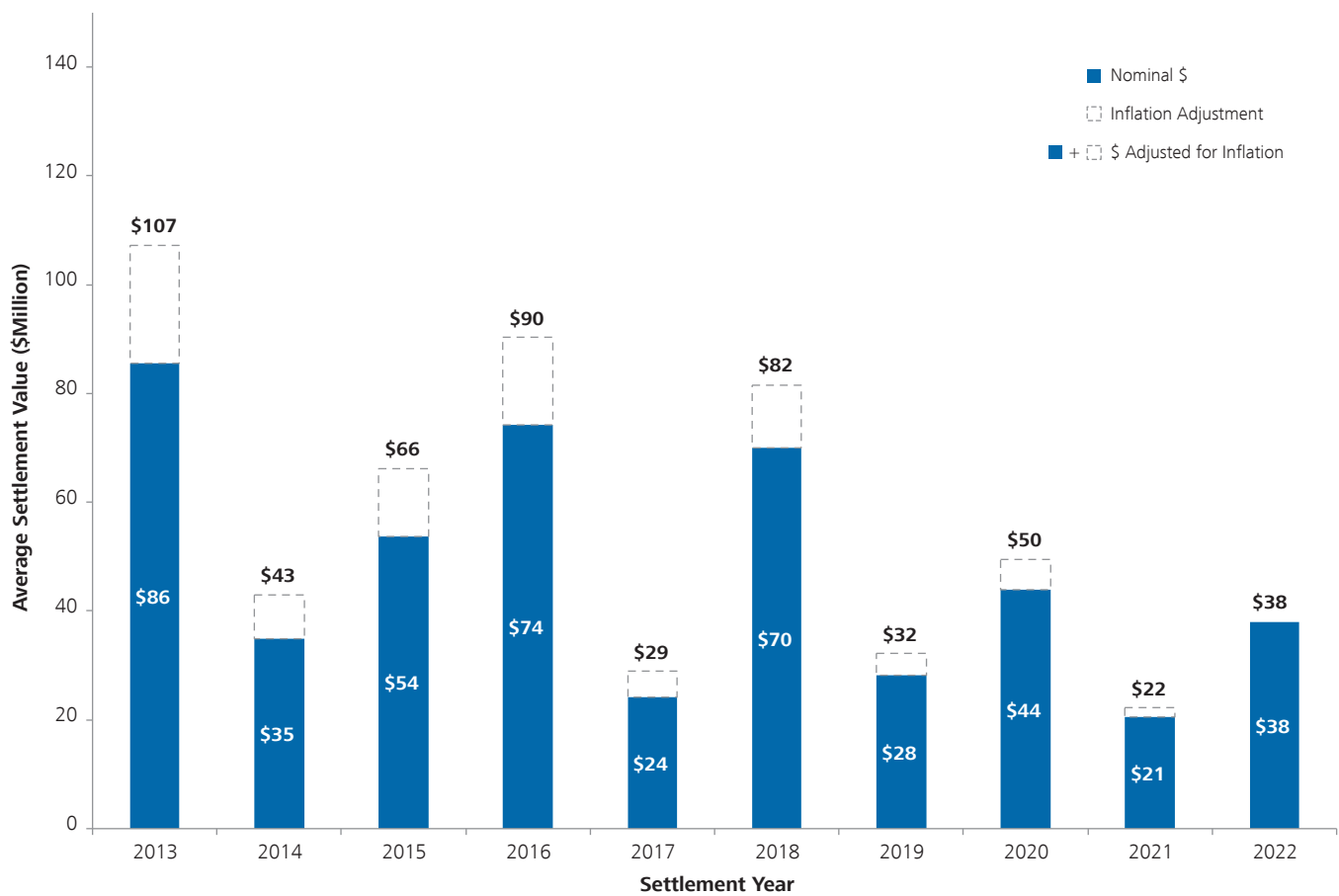


Figure 15. **Average Settlement Value**

Excludes Settlements over \$1 Billion, Merger Objections, Crypto Unregistered Securities, and Settlements for \$0 to the Class January 2013–December 2022

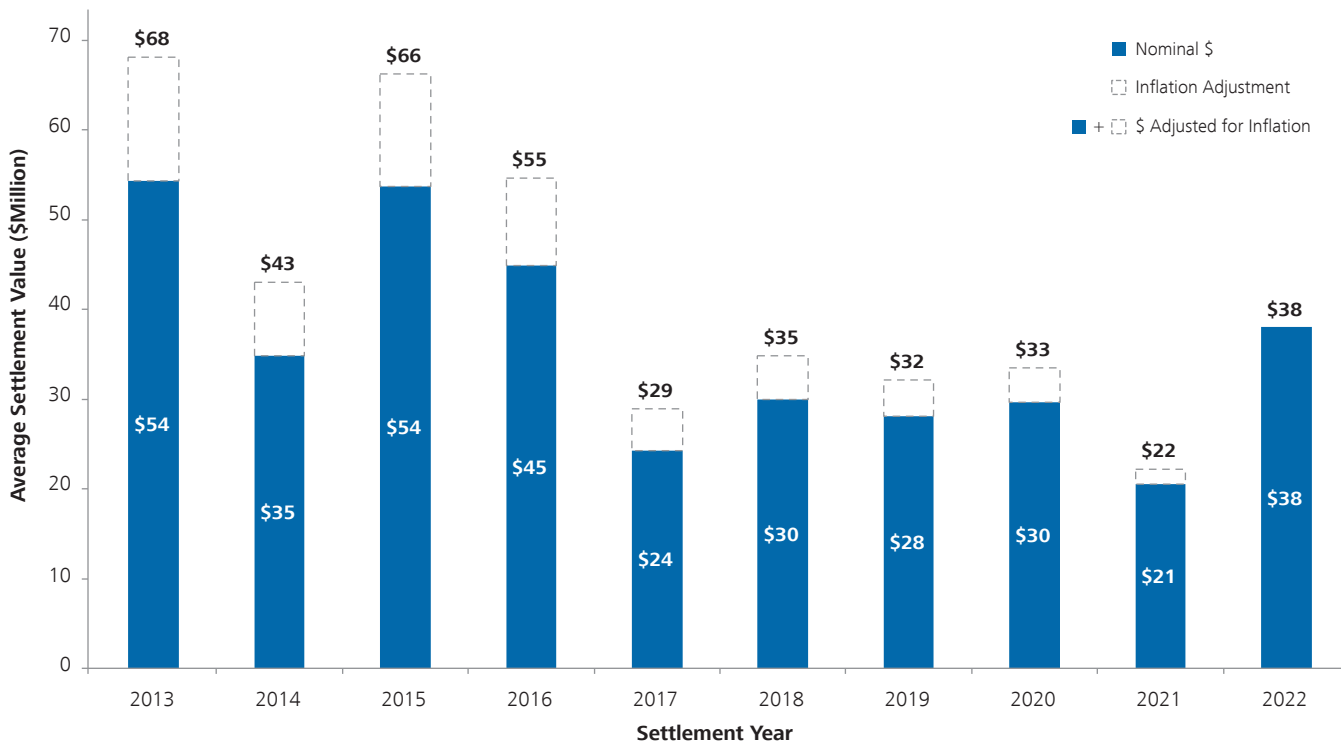


Figure 16. **Distribution of Settlement Values**

Excludes Merger Objections, Crypto Unregistered Securities, and Settlements for \$0 to the Class January 2018–December 2022

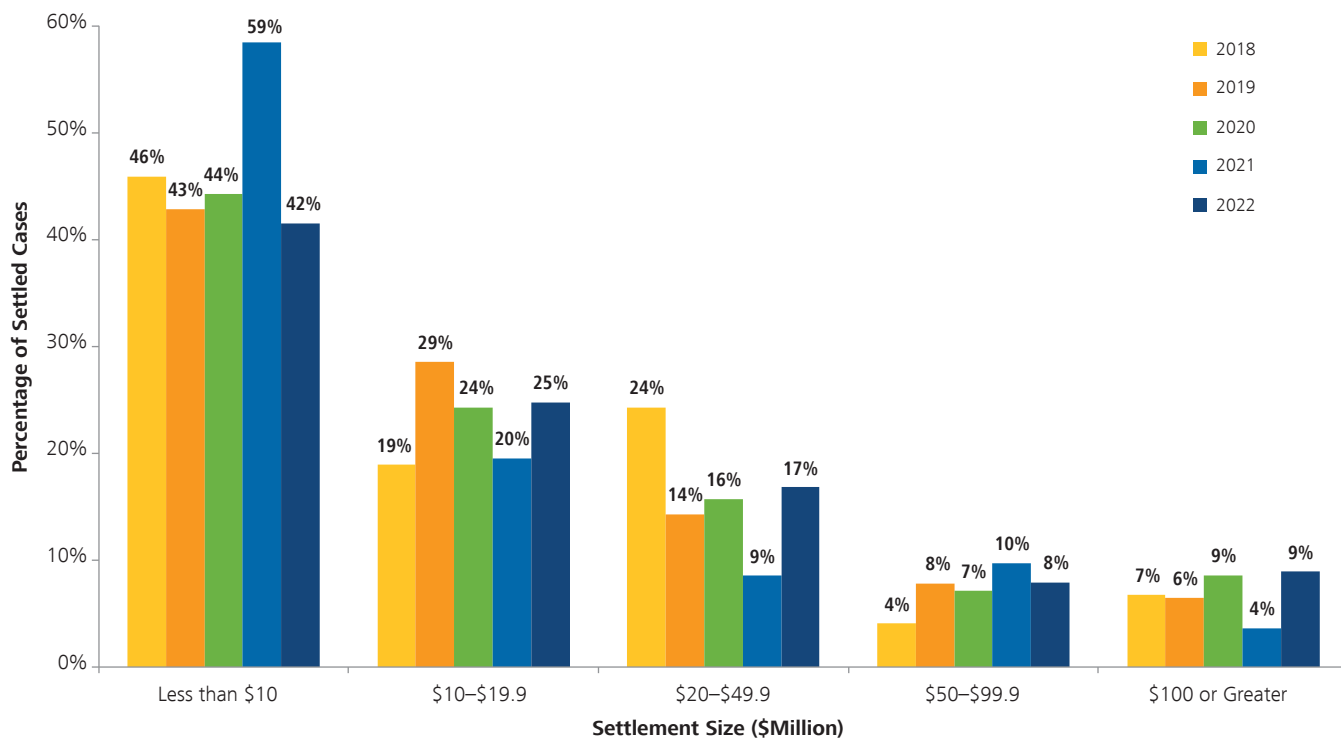
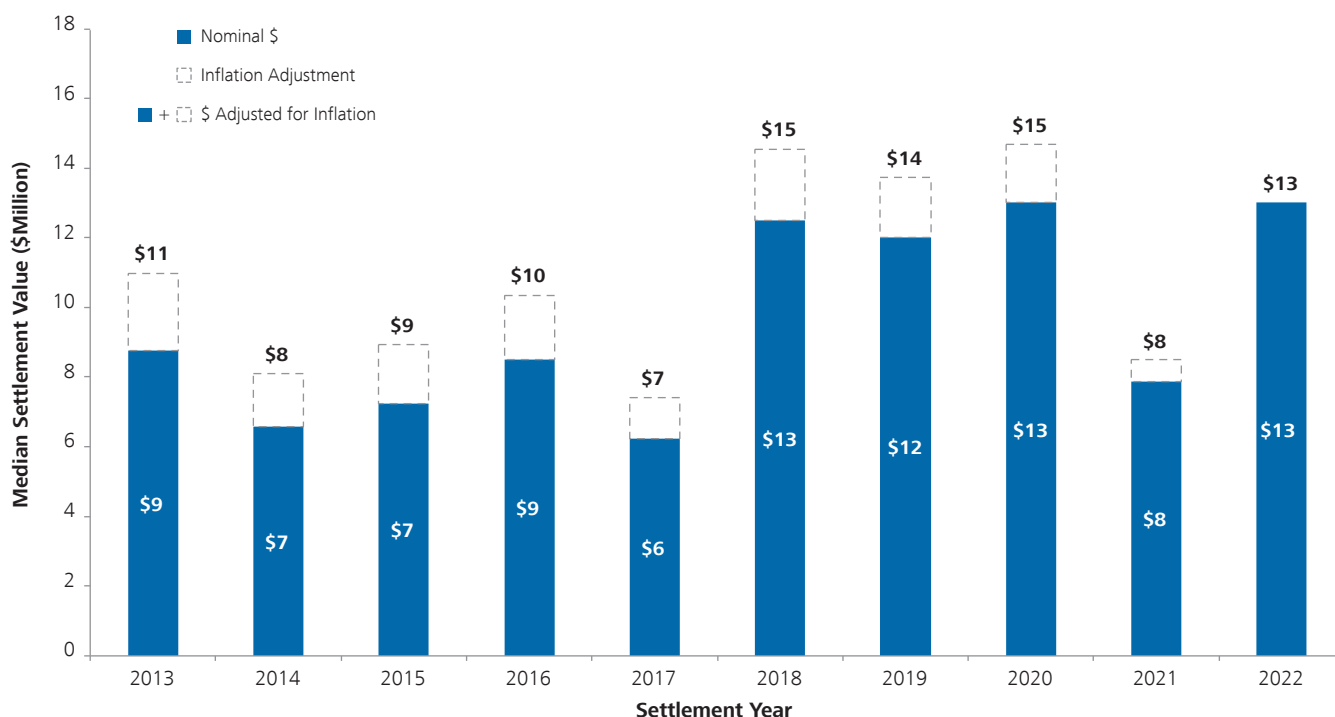


Figure 17. **Median Settlement Value**

Excludes Settlements over \$1 Billion, Merger Objections, Crypto Unregistered Securities, and Settlements for \$0 to the Class January 2013–December 2022



Top Settlements

The top 10 settlements in 2022 ranged from \$98 million to \$809.5 million and totaled \$2.2 billion. The highest settlement reached was against Twitter, Inc., for a case filed in California in 2016 (see Table 1).

Table 1. **Top 10 2022 Securities Class Action Settlements**

Ranking	Defendant	Filing Date	Settlement Date	Total Settlement Value (\$Million)	Plaintiffs' Attorneys' Fees and Expenses Value (\$Million)	Circuit	Economic Sector
1	Twitter, Inc.	16 Sept 16	11 Nov 22	\$809.5	\$185.7	9th	Technology Services
2	Teva Pharmaceutical Industries Ltd.	6 Nov 16	2 Jun 22	\$420.0	\$109.3	2nd	Health Technology
3	Luckin Coffee Inc.	13 Feb 20	22 Jul 22	\$175.0	\$31.3	2nd	Consumer Non-Durables
4	BlackBerry Ltd.	4 Oct 13	29 Sept 22	\$165.0	\$59.5	2nd	Technology Services
5	Granite Construction Inc.	13 Aug 19	24 Feb 22	\$129.0	\$21.7	9th	Industrial Services
6	Endo International plc.	14 Nov 17	23 Feb 22	\$113.4	\$20.9	3rd	Health Technology
7	Walgreen Co.	10 April 15	7 Oct 22	\$105.0	\$31.1	7th	Retail Trade
8	Novo Nordisk A/S	11 Jan 17	27 Jun 22	\$100.0	\$31.7	3rd	Health Technology
9	Stamps.com, Inc.	13 Mar 19	24 Jan 22	\$100.0	\$17.3	9th	Commercial Services
10	Mattel, Inc.	24 Dec 19	2 May 22	\$98.0	\$14.8	9th	Consumer Durables
Total				\$2,214.9	\$523.4		

The top 10 federal securities class action settlements, as of 31 December 2022, consists of settlements ranging from \$1.14 billion to \$7.24 billion. From 2018 to 2021, this list remained unchanged because there were no settlements reached in excess of \$1.1 billion during this time. In 2022, this list was updated to incorporate the \$1.21 billion partial settlement in the ongoing suit against Valeant Pharmaceuticals International, Inc. (see Table 2).

Table 2. **Top 10 Federal Securities Class Action Settlements** (As of 31 December 2022)

Ranking	Defendant	Filing Date	Settlement Year(s)	Total Settlement Value (\$Million)	Codefendant Settlements		Plaintiffs' Attorneys' Fees and Expenses Value (\$Million)	Circuit	Economic Sector
					Financial Institutions Value (\$Million)	Accounting Firms Value (\$Million)			
1	ENRON Corp.	22 Oct 01	2003–2010	\$7,242	\$6,903	\$73	\$798	5th	Industrial Services
2	WorldCom, Inc.	30 Apr 02	2004–2005	\$6,196	\$6,004	\$103	\$530	2nd	Communications
3	Cendant Corp.	16 Apr 98	2000	\$3,692	\$342	\$467	\$324	3rd	Finance
4	Tyco International, Ltd.	23 Aug 02	2007	\$3,200	No codefendant	\$225	\$493	1st	Producer Manufacturing
5	Petroleo Brasileiro S.A.- Petrobras	8 Dec 14	2018	\$3,000	\$0	\$50	\$205	2nd	Energy Minerals
6	AOL Time Warner Inc.	18 Jul 02	2006	\$2,650	No codefendant	\$100	\$151	2nd	Consumer Services
7	Bank of America Corp.	21 Jan 09	2013	\$2,425	No codefendant	No codefendant	\$177	2nd	Finance
8	Household International, Inc.	19 Aug 02	2006–2016	\$1,577	Dismissed	Dismissed	\$427	7th	Finance
9	Valeant Pharmaceuticals International, Inc.*	22 Oct 15	2020	\$1,210	\$0	\$0	\$160	3rd	Health Technology
10	Nortel Networks	2 Mar 01	2006	\$1,143	No codefendant	\$0	\$94	2nd	Electronic Technology
Total				\$32,334	\$13,249	\$1,017	\$3,358		

*Denotes a partial settlement, which is included here due to its sizable amount. Note that this case is not included in any of our resolution or settlement statistics.

NERA-Defined Investor Losses

To estimate the potential aggregate loss to investors as a result of investing in the defendant's stock during the alleged class period, NERA has developed a proprietary variable, NERA-Defined Investor Losses, using publicly available data. The NERA-Defined Investor Loss measure is constructed assuming investors had invested in stocks during the class period whose performance was comparable to that of the S&P 500 Index. Over the years, NERA has reviewed and examined more than 2,000 settlements and found, of the variables analyzed, this proprietary variable to be the most powerful predictor of settlement amount.¹⁰

A statistical review reveals that settlement values and NERA-Defined Investor Losses are highly correlated, although the relationship is not linear. The ratio is higher for cases with lower NERA-Defined Investor Losses than for cases with higher Investor Losses (see Figure 18). Since 2013, annual median Investor Losses have ranged from a high of \$972 million to a low of \$358 million. For cases settled in 2022, the median Investor Losses were \$972 million, which is 33% higher than the 2021 value and the highest recorded value during the 2013–2022 period. Between 2020 and 2022, the median ratio of settlement amount to Investor Losses has been stable at 1.8% (see Figure 19).

Figure 18. **Median Settlement Value as a Percentage of NERA-Defined Investor Losses**

By Investor Losses
Cases Filed and Settled December 2011–December 2022

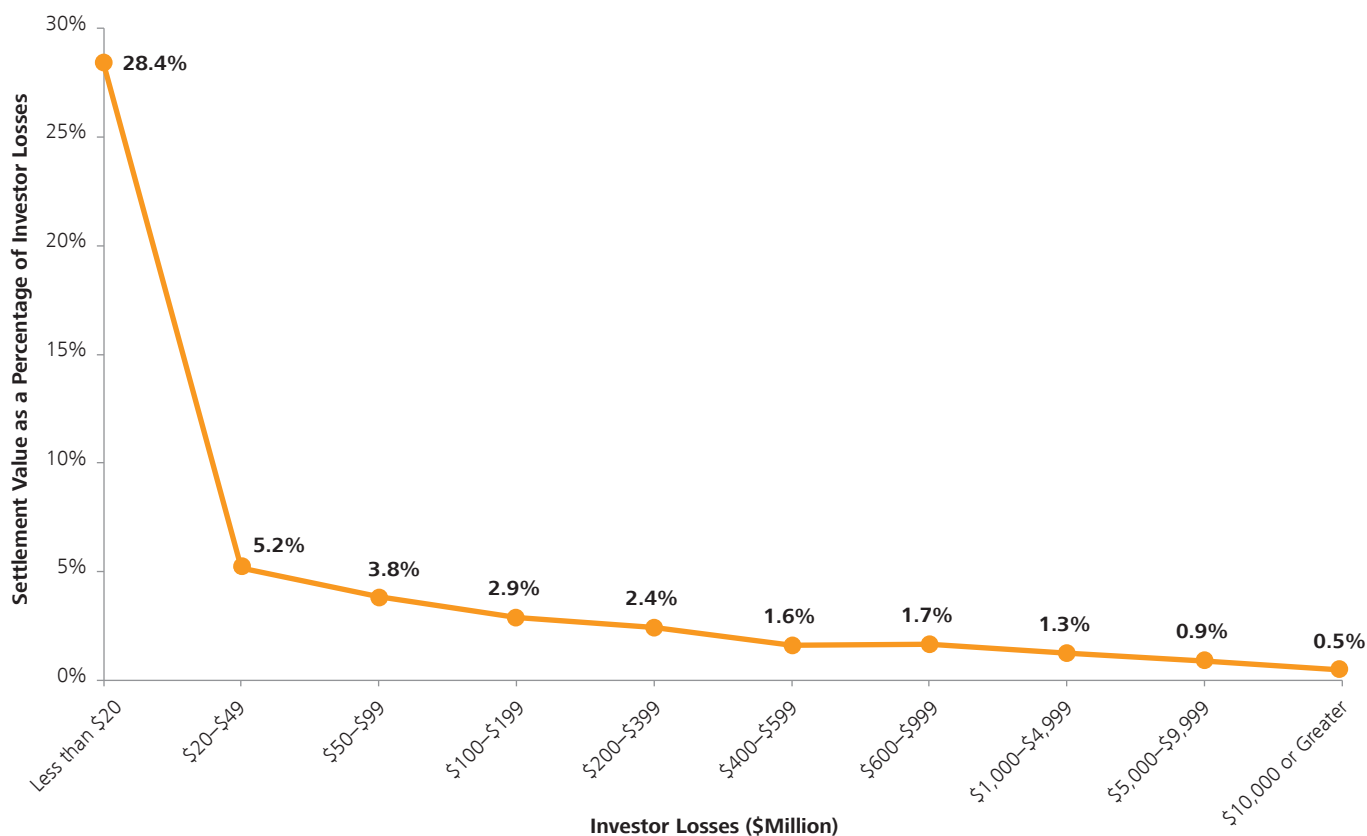
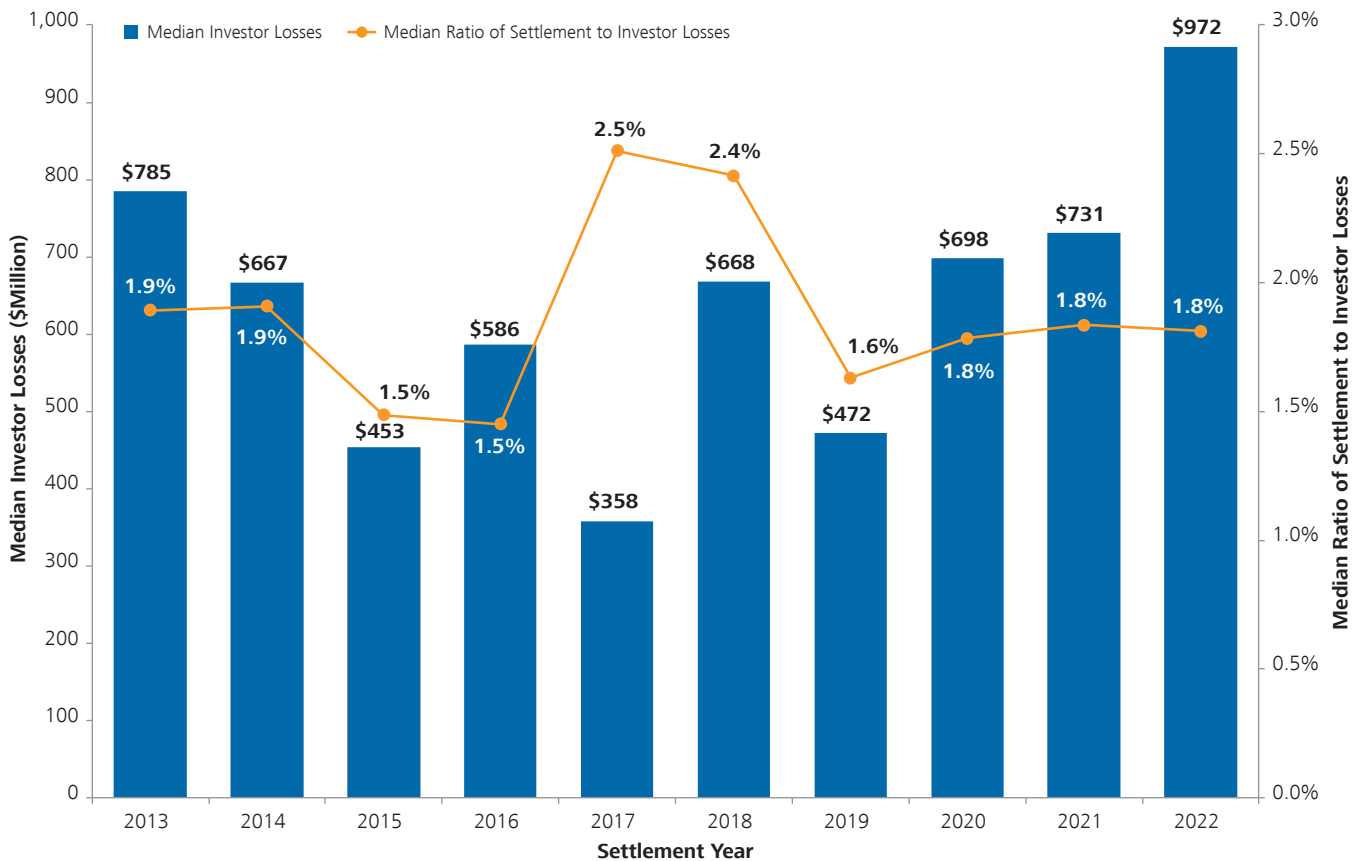


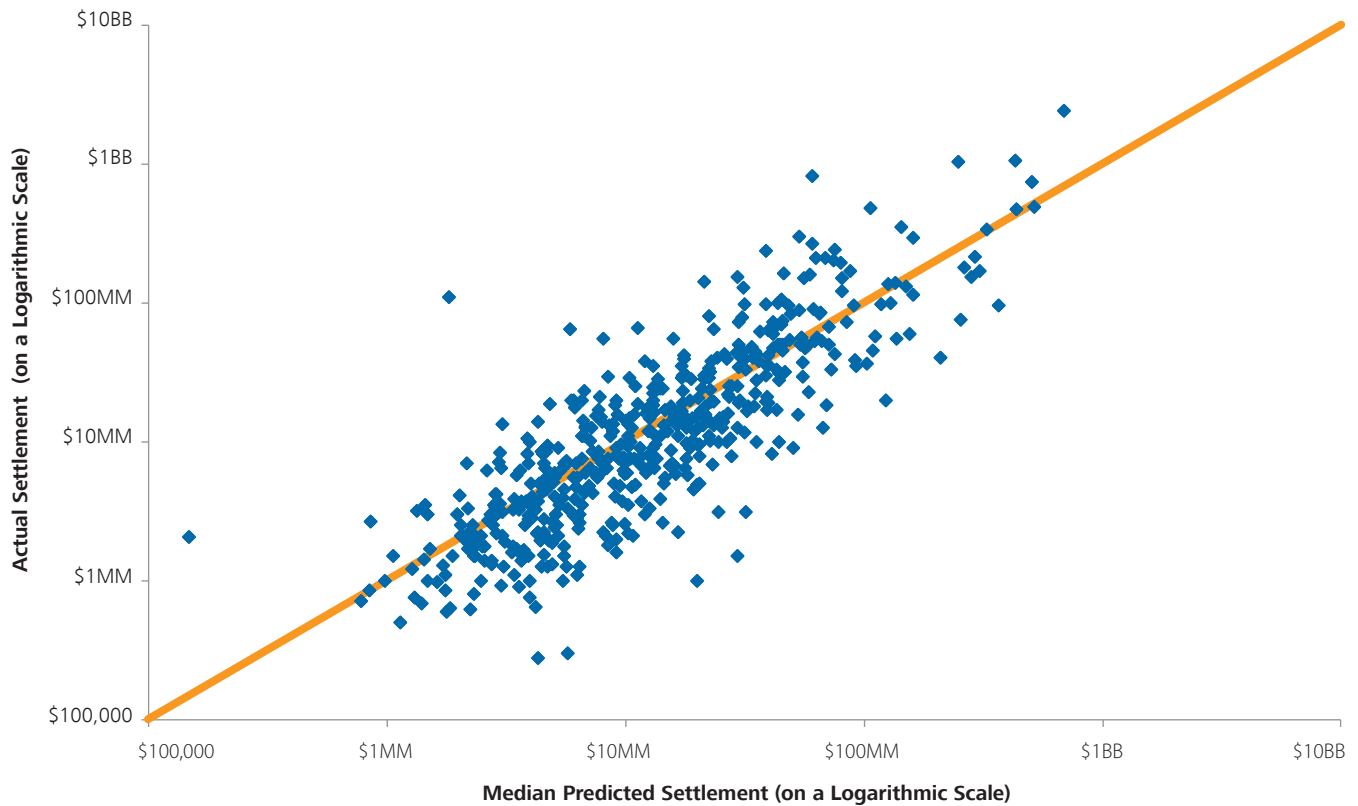
Figure 19. **Median NERA-Defined Investor Losses and Median Ratio of Settlement to Investor Losses by Settlement Year**
January 2013–December 2022



NERA has identified the following key factors as driving settlement amounts:

- NERA-Defined Investor Losses;
- The market capitalization of the issuer immediately after the end of the class period;
- The types of securities (in addition to common stock) alleged to have been affected by the fraud;
- Variables that serve as a proxy for the merit of plaintiffs' allegations (e.g., whether the company has already been sanctioned by a government or regulatory agency or paid a fine in connection with the allegations);
- The stage of litigation at the time of settlement; and
- Whether an institution or public pension fund is named lead plaintiff (see Figure 20).

Figure 20. **Predicted vs. Actual Settlements**
 Investor Losses Using S&P 500 Index
 Cases Settled December 2011–December 2022



Among cases settled between December 2011 and December 2022, factors in NERA’s statistical model account for a substantial fraction of the variation observed in actual settlements.

Trends in Plaintiffs’ Attorneys’ Fees and Expenses

In 2022, aggregate plaintiffs’ attorneys’ fees and expenses amounted to \$1 billion (see Figure 21). This marks the first year since 2018 that aggregate plaintiffs’ attorneys’ fees and expenses exceeded \$1 billion. The 2022 aggregate fees and expenses is double the amount observed in 2021, driven by an increase in the aggregate fees and expenses associated with settlements between \$10 million and \$499.9 million and by the \$186 million in fees and expenses associated with settlements between \$500 million and \$999.9 million. Although there are year-to-year fluctuations in the aggregate fees and expenses, the trend in the median of plaintiffs’ attorneys’ fees and expenses as a percentage of settlement amount has remained stable (see Figure 22). The data reveal that fees and expenses represent an increasing percentage of settlement value as settlement value decreases—a pattern that is consistent in cases settled since 2013 as well as in cases settled between 1996 and 2012. For cases settled in the recent period with a settlement value of \$1 billion or higher, fees and expenses accounted for 8.8% of the settlement value. This percentage increases to more than 30% for cases with a settlement value under \$10 million.

Figure 21. **Aggregate Plaintiffs’ Attorneys’ Fees and Expenses by Settlement Size**
January 2013–December 2022

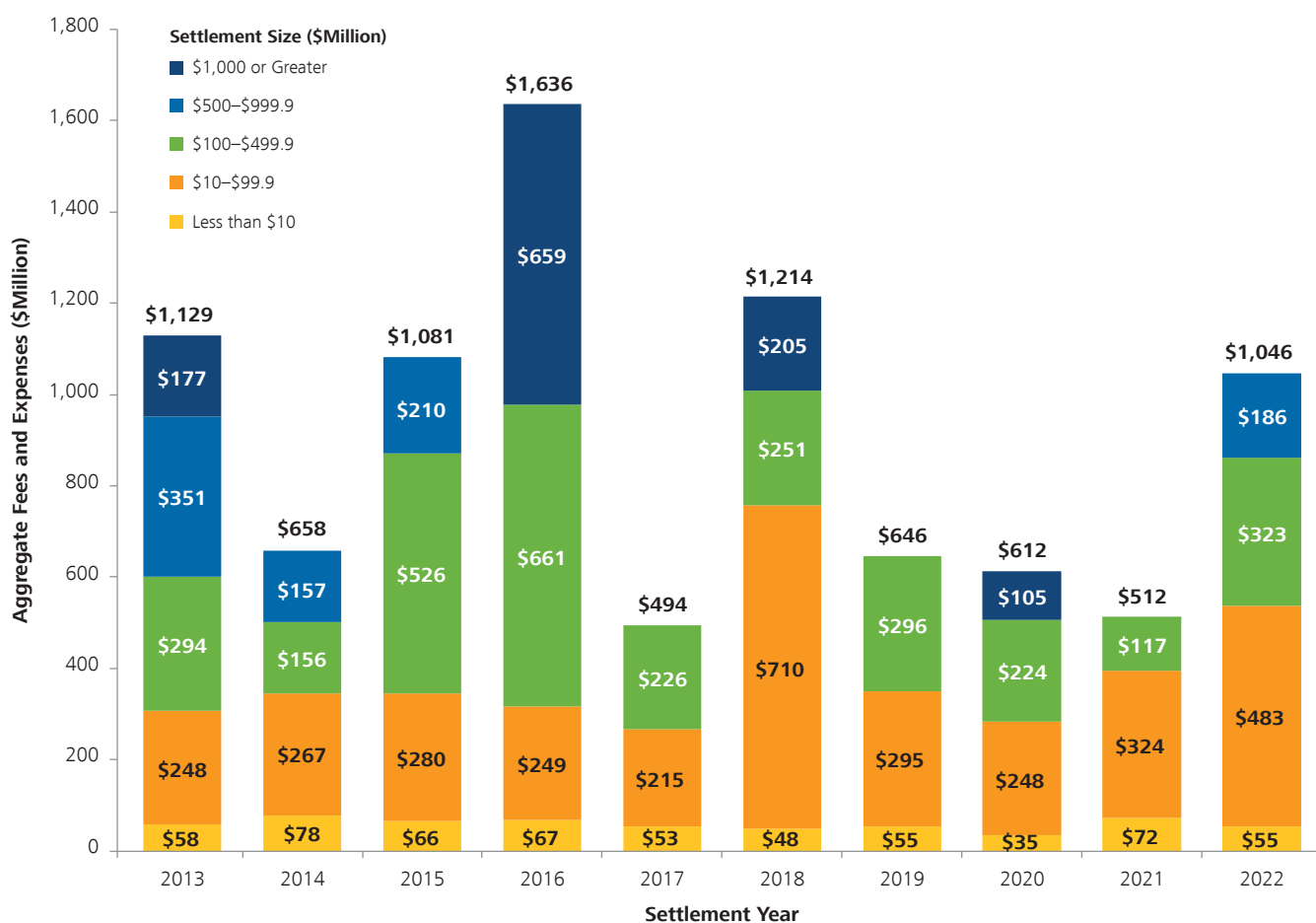
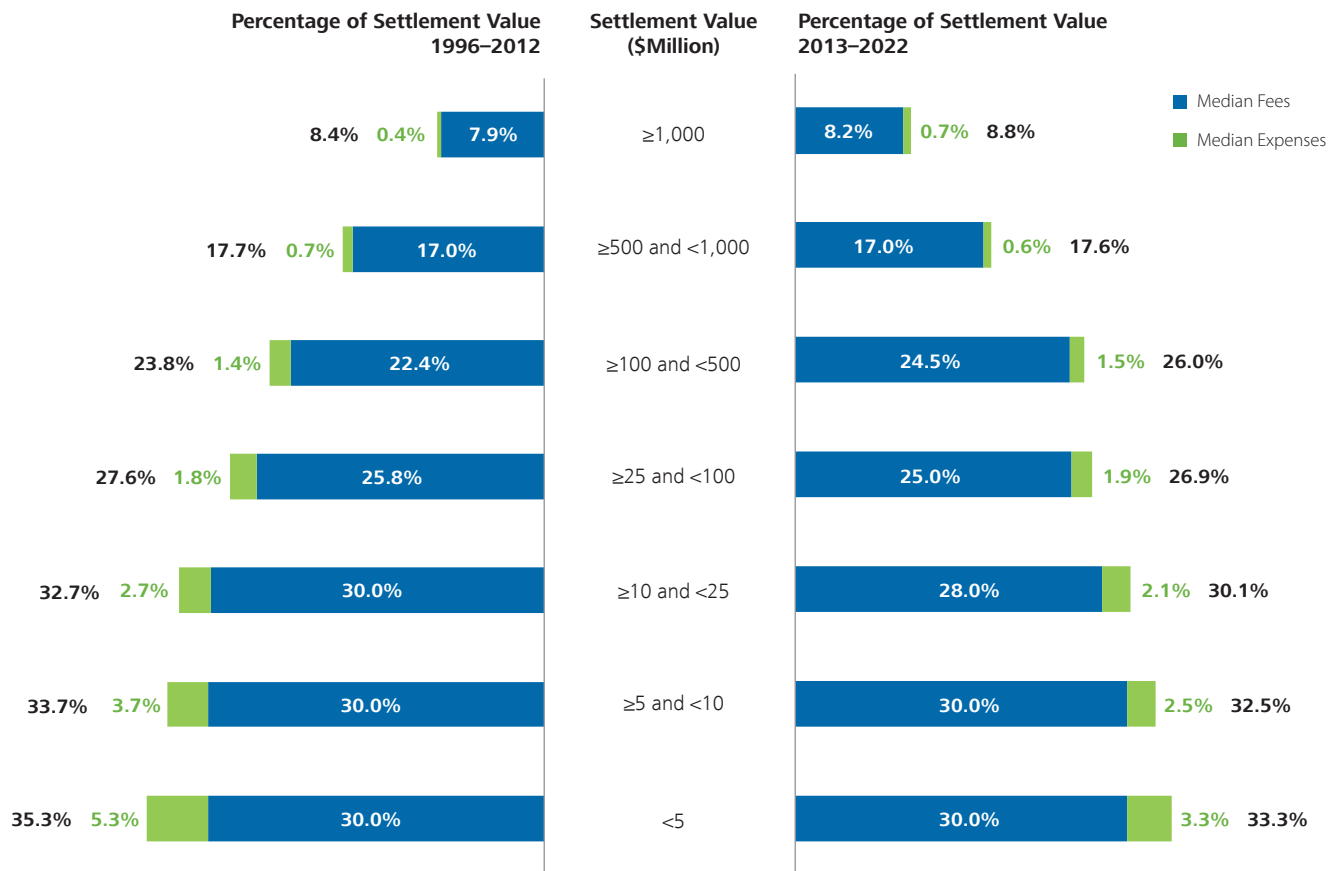


Figure 22. **Median of Plaintiffs’ Attorneys’ Fees and Expenses by Size of Settlement**
 Excludes Merger Objections, Crypto Unregistered Securities, and Settlements for \$0 to the Class



Note: Component values may not add to total value due to rounding.

Conclusion

In 2022, new filings of federal securities class actions declined for the fourth consecutive year as a result of fewer merger-objection and Rule 10b-5 cases filed. Of the 205 cases filed in 2022, more than 20% were SPAC or crypto-related filings. Total resolutions declined by 14% from 248 in 2021 to 214 in 2022 due to the continued reduction in non-merger-objection and non-crypto unregistered cases. The average settlement value and median settlement value for cases settled in 2022 were \$38 million and \$13 million, respectively, an increase over the 2021 values.

Notes

- 1 This edition of NERA's report on "Recent Trends in Securities Class Action Litigation" expands on previous work by our colleagues Lucy P. Allen, Dr. Vinita Juneja, Dr. Denise Neumann Martin, Dr. Jordan Milev, Robert Patton, Dr. Stephanie Plancich, and others. The authors thank Dr. David Tabak and Benjamin Seggerson for helpful comments on this edition. We thank Vlad Lee and other researchers in NERA's Securities and Finance Practice for their valuable assistance. These individuals receive credit for improving this report; any errors and omissions are those of the authors. NERA's proprietary securities class action database and all analyses reflected in this report are limited to federal case filings and resolutions.
- 2 In this study we introduced a new category of "special" cases, crypto cases, which consist of two mutually exclusive subgroups: (1) crypto shareholder class actions, which include a class of investors in common stock, American depository receipts/ American depository shares (ADR/ADS), and/or other registered securities, along with crypto- or digital-currency-related allegations; and (2) crypto unregistered securities class actions, which do not have class investors in any registered securities that are traded on major exchanges (New York Stock Exchange, Nasdaq). We include crypto shareholder class actions in all our analyses that include standard cases. Crypto unregistered securities class actions are excluded from some analyses, which is noted in the titles of our figures.
- 3 NERA tracks securities class actions that have been filed in federal courts. Most of these cases allege violations of federal securities laws; others allege violations of common law, including breach of fiduciary duty, as with some merger-objection cases; still others are filed in federal court under foreign or state law. If multiple actions are filed against the same defendant, are related to the same allegations, and are in the same circuit, we treat them as a single filing. The first two actions filed in different circuits are treated as separate filings. If cases filed in different circuits are consolidated, we revise our count to reflect the consolidation. Therefore, case counts for a particular year may change over time. Different assumptions for consolidating filings would probably lead to counts that are similar but may, in certain circumstances, lead observers to draw a different conclusion about short-term trends in filings. Data for this report were collected from multiple sources, including Institutional Shareholder Services, Dow Jones Factiva, Bloomberg Finance, FactSet Research Systems, Nasdaq, Intercontinental Exchange, US Securities and Exchange Commission (SEC) filings, complaints, case dockets, and public press reports.
- 4 Most securities class action complaints include multiple allegations. For this analysis, all allegations from the complaint are included and thus the total number of allegations exceeds the total number of filings.
- 5 It is important to note that due to the small number of cases in some of these categories, the findings summarized here may be driven by one or two cases.
- 6 ESG securities class action cases filed in federal courts are included in NERA's database and the analyses in this report. For this update, no analyses have been prepared on this development area specifically.
- 7 Here "dismissed" is used as shorthand for all class actions resolved without settlement; it includes cases in which a motion to dismiss was granted (and not appealed or appealed unsuccessfully), voluntary dismissals, cases terminated by a successful motion for summary judgment, or an ultimately unsuccessful motion for class certification.
- 8 While annual average settlement values can be a helpful statistic, these values may be affected by one or a few very high settlement amounts. Unlike averages, the median settlement value is unaffected by these very high outlier settlement amounts. To understand what more typical cases look like, we analyze the average and median settlement values for cases with a settlement amount under \$1 billion, thus excluding these outlier settlement amounts. For the analysis of settlement values, we limit our data to non-merger-objection and non-crypto unregistered securities cases with settlements of more than \$0 to the class.
- 9 For our analysis, NERA includes settlements that have had the first settlement-approval hearing. This means we do not include partial settlements or tentative settlements that have been announced by plaintiffs and/or defendants. As a result, although we include the Valeant partial settlement in Table 2 due to its sizable amount, this case is not included in any of our resolution or settlement statistics.
- 10 NERA-Defined Investor Losses is only calculable for cases involving allegations of damages to common stock based on one or more corrective disclosures moving the stock price to its alleged true value. As a result, we have not calculated this metric for cases such as merger objections.

About NERA

NERA Economic Consulting (www.nera.com) is a global firm of experts dedicated to applying economic, finance, and quantitative principles to complex business and legal challenges. For more than six decades, we have been creating strategies, studies, reports, expert testimony, and policy recommendations for government authorities and the world's leading law firms and corporations. We bring academic rigor, objectivity, and real-world industry experience to issues arising from competition, regulation, public policy, strategy, finance, and litigation.

NERA's clients value our ability to apply and communicate state-of-the-art approaches clearly and convincingly, our commitment to deliver unbiased findings, and our reputation for quality and independence. Our clients rely on the integrity and skills of our unparalleled team of economists and other experts backed by the resources and reliability of one of the world's largest economic consultancies. Continuing our legacy as the first international economic consultancy, NERA serves clients from major cities across North America, Europe, and Asia Pacific.

Contacts

For further information, please contact:



Janeen McIntosh

Senior Consultant
New York City: +1 212 345 1375
janeen.mcintosh@nera.com



Svetlana Starykh

Senior Consultant
White Plains, NY: +1 914 448 4123
svetlana.starykh@nera.com



Edward Flores

Senior Consultant
New York City: +1 212 345 2955
edward.flores@nera.com

The opinions expressed herein do not necessarily represent the views of NERA Economic Consulting or any other NERA consultant.



To receive publications, news, and insights from NERA, please visit www.nera.com/subscribe.



Visit www.nera.com to learn more about our practice areas and global offices.

© Copyright 2023
National Economic Research
Associates, Inc.

All rights reserved.
Printed in the USA.

EXHIBIT P



KAPLAN FOX & KILSHEIMER LLP

FIRM PROFILE

850 Third Avenue, 14th Floor
New York, NY 10022
Tel.: 212.687.1980
Fax: 212.687.7714

681 Prestwick Lane
Wheeling, IL 60090
Tel.: 847.831.1585
Fax.: 847.831.1580

1999 Harrison Street,
Suite 1560
Oakland, CA 94612
Tel.: 415.772.4700
Fax: 415.772.4707

12400 Wilshire Boulevard,
Suite 820
Los Angeles, CA 90025
Tel.: 310.575.8604
Fax: 310.444.1913

6109 32nd Place, NW
Washington, DC 20015
Tel.: 202.669.0658

160 Morris Street
Morristown, NJ 07960
Tel.: 973.656.0222
Fax: 973.401.1114

NEW YORK, NY

LOS ANGELES, CA

OAKLAND, CA

MORRISTOWN, NJ

CHICAGO, IL

History of Kaplan Fox & Kilsheimer LLP

Leo Kaplan and James Kilsheimer founded “Kaplan & Kilsheimer” in 1954, making the firm one of the most established litigation practices in the country. James Kilsheimer was a celebrated federal prosecutor in the late 1940s and early 1950s in New York who not only successfully tried some of the highest profile cases in the country, but also handled the U.S. Attorney’s Office’s criminal appeals to the Second Circuit.

Now known as “Kaplan Fox & Kilsheimer LLP,” the early commitment to high-stakes litigation continues to define the firm to the present day. In 2009, Portfolio Media’s *Law360* ranked Kaplan Fox’s securities litigation practice as one of the top 5 in the country (plaintiff side), and again in July 2014, the Legal 500 ranked Kaplan Fox as one of the top eight plaintiff’s firms for securities litigation. In March 2013, the *National Law Journal* included Kaplan Fox on its list of the top 10 “hot” litigation boutiques, a list that includes both plaintiff and defense firms. In 2014, 2015 and 2016, more than half of the firm’s partners – including attorneys on both coasts – were rated “Super Lawyers.”

The firm has three primary litigation practice areas (antitrust, securities, and consumer protection), and the firm is a leader in all three. To date, we have recovered more than **\$5 billion** for our clients and classes. In addition, the firm has expanded its consumer protection practice to include data privacy litigation, and few other firms can match Kaplan Fox’s recent leadership in this rapidly emerging field. The following describes Kaplan Fox’s major practice areas, its most significant recoveries and its attorneys.

Securities Litigation

Over the past 35 years, Kaplan Fox has been a leader in prosecuting corporate and securities fraud —ranging from cases concerning accounting fraud to those involving complicated and complex financial instruments. Since the passage of the Private Securities Litigation Reform Act in 1995, Kaplan Fox has emerged as one of the foremost securities litigation firms representing institutional investors of all sizes, including many of the world’s largest public pension funds.

Kaplan Fox’s selection by Portfolio Media’s Law360 as one of the five top securities litigation firms (plaintiff side) for 2009 was based, in part, on the representation of public pension funds in high profile and complex securities class actions, including ***In re Merrill Lynch & Co., Inc. Securities, Derivative & ERISA Litigation***; ***In re Bank of America Corp. Securities, ERISA & Derivative Litigation***; ***In re Fannie Mae Securities Litigation***; and ***In re Ambac Financial Group, Inc. Securities Litigation***. Some of the firm’s most significant securities recoveries include:

In re Bank of America Corp. Securities, Derivative, and ERISA Litig.,
MDL No. 2058 (S.D.N.Y.) (\$2.425 billion recovered)

In re Merrill Lynch & Co., Inc. Securities Litigation,
Master File No. 07-CV-9633 (JSR) (S.D.N.Y.) (\$475 million recovered)

In re 3Com Securities Litigation,
No. C-97-21083-EAI (N.D. Cal.) (\$259 million recovered)

In re Fannie Mae 2008 Securities Litigation,
No. 08-cv-7831 (PAC) (S.D.N.Y.) (\$170 million recovered)

In re MicroStrategy Securities Litigation,
No. CV-00-473-A (E.D. Va.) (\$155 million recovered)

AOL Time Warner Cases I & II (Opt-out)

Nos. 4322 & 4325 (Cal. Superior Court, LA County) (\$140 million recovered)

In re Informix Securities Litigation,

C-97-129-CRB (N.D. Cal.) (\$136.5 million recovered)

In re Xcel Energy, Inc. Securities Litigation,

Master File No. 02-CV-2677-DSD (D. Minn.) (\$80 million recovered)

In re Elan Corporation Securities Litigation,

No. 02-CV-0865-RMB (S.D.N.Y.) (\$75 million recovered)

In re Sequenom, Inc. Securities Litigation,

No. 09-cv-921 (S.D. Cal.) (\$70 million recovered)

Barry Van Roden, et al. v. Genzyme Corp., et al.,

No. 03-CV-4014-LLS (S.D.N.Y.) (\$64 million recovered)

Antitrust Litigation

Kaplan Fox has been at the forefront of significant private antitrust actions, and we have been appointed by courts as lead counsel or members of an executive committee for plaintiffs in some of the largest antitrust cases throughout the United States. This commitment to leadership in the antitrust field goes back to at least 1967, when firm co-founder Leo Kaplan was appointed by the Southern District of New York to oversee the distribution of all ASCAP royalties under the 1950 antitrust consent decree in *United States v. American Society of Composers, Authors and Publishers*, No. 41-CV-1395 (S.D.N.Y.), a role he held for 28 years until his death in 1995. To this day, ASCAP awards the “Leo Kaplan Award” to an outstanding young composer in honor of Leo’s 28 years of service to ASCAP.

Members of the firm have also argued before the U.S. Courts of Appeals some of the most significant decisions in the antitrust field in recent years. For example, Robert Kaplan argued the appeal in *In re Flat Glass Antitrust Litigation*, 385 F.3d 350 (3d Cir. 2004), and Greg Arenson argued the appeal in *In re High Fructose Corn Syrup Antitrust Litigation*, 295 F.3d 651 (7th Cir. 2002). In a relatively recent survey of defense counsel, in-house attorneys, and individuals involved in the civil justice reform movement, both were named among the 75 best plaintiffs’ lawyers in the country based on their expertise and influence.

Over the years, Kaplan Fox has recovered over **\$2 billion** for our clients in antitrust cases. Some of the larger antitrust recoveries include:

In re Air Cargo Shipping Services Antitrust Litigation,
MDL 1775 (E.D.N.Y.) (settled during trial preparation, for total
settlement of more than \$1.25 billion)

In re Neurontin Antitrust Litigation,

MDL No. 1479, Master File No. 02-1390 (D.N.J.) (\$190 million recovered)

In re High Fructose Corn Syrup Antitrust Litigation,

MDL No. 1087, Master File No. 95-1477 (C.D. Ill.) (\$531 million recovered)

In re Brand Name Prescription Drugs Antitrust Litigation,

MDL 997 (N.D. Ill.) (\$720 plus million recovered)

In re Infant Formula Antitrust Litigation,

MDL 878 (N.D. Fla.) (\$126 million recovered)

In re Flat Glass Antitrust Litigation,

MDL 1200 (W.D. Pa.) (\$122 plus million recovered)

In re Hydrogen Peroxide Antitrust Litigation,

MDL 1682 (E.D. Pa.) (\$97 million recovered)

In re Plastics Additives Antitrust Litigation,

03-CV-1898 (E.D. Pa.) (\$46.8 million recovered)

In re Medical X-Ray Film Antitrust Litigation, CV 93-5904

(E.D.N.Y.) (\$39.6 million recovered)

In re NBR Antitrust Litigation, MDL 1684 (E.D. Pa.) (\$34.3 million recovered)

Consumer Protection and Data Privacy Litigation

The consumer protection practice is headquartered in Kaplan Fox's Bay Area office, which opened in 2000, and is led by Laurence King, an experienced trial lawyer and former prosecutor. Mr. King also recently served as a Vice-Chair, and then Co-Chair, of the American Association for Justice's Class Action Litigation Group.

Mr. King and our other effective and experienced consumer protection litigators regularly champion the interests of consumers under a variety of state and federal consumer protection laws. Most frequently, these cases are brought as class actions, though under certain circumstances an individual action may be appropriate.

Kaplan Fox's consumer protection attorneys have represented victims of a broad array of misconduct in the manufacturing, testing, marketing, and sale of a variety of products and services and have regularly been appointed as lead or co-lead counsel or as a member of a committee of plaintiffs' counsel in consumer protection actions by courts throughout the nation. Among our significant achievements are highly recognized cases including **In re Baycol Products Litigation**, MDL 1431-MJD/JGL (D. Minn.) (victims recovered more than \$350 million); **In re Providian Financial Corp. Credit Card Terms Litigation**, MDL No. 1301-WY (E.D. Pa.) (\$105 million recovered); **In re Thomas and Friends Wooden Railway Toys Litig.**, No. 07-cv-3514 (N.D. Ill.) (\$30 million settlement obtained for purchasers of recalled "Thomas Train" toys painted with lead paint); **In re Pre-Filled Propane Tank Marketing and Sales Practices Litigation**, No. 4:09-md-2086 (W.D. Mo.) (settlements obtained where consumers will receive substantially in excess of actual damages and significant injunctive relief); **Berry v. Mega Brands Inc.**, No. 08-CV-1750 (D.N.J.) (class-wide settlement obtained where consumers will receive full refunds

for defective products), and **David Wolf, et al. v. Red Bull GmbH, et al.**, No. 1:13-cv-08008 (S.D.N.Y.) (\$13 million settlement fund obtained for purchasers of Red Bull energy drink).

Recent notable cases include *In re: Apple Inc. Device Performance Litig.*, No. 5:18-MD-2827-EJD (N.D. Cal.) (a global consumer protection and computer intrusion class action in which a \$310 million class settlement was achieved) and *Schneider v. Chipotle Mexican Grill, Inc.*, No.16-cv-02200 (N.D. Cal.) (a Non-GMO class action with a settlement approval of \$6.5 million).

Data privacy is a fairly new area of law and broadly encompasses two scenarios. In a data breach case, a defendant has lawful custody of data, but fails to safeguard it or use it in an appropriate manner. In a tracking case, the defendant intercepts or otherwise gathers digital data to which it is not entitled in the first place.

Kaplan Fox is an emerging leader in both types of data privacy litigation. For example, Mr. King filed and successfully prosecuted one of very first online data breach cases, **Syran v. LexisNexis Group**, No. 05-cv-0909 (S.D. Cal.), and was court-appointed liaison counsel in a recently successfully concluded data breach case against LinkedIn. See **In re: LinkedIn User Privacy Litigation**, No. 12-cv-3088-EJD (N.D. Cal.). The firm also settled a data privacy case against Universal Property & Casualty Insurance Company related to the public exposure of sensitive customer data. See **Rodriguez v. Universal Property & Cas. Ins. Co.**, No. 16-cv-60442-JK (S.D. Fla.).

In the past five years alone, we have led or otherwise had court-appointed roles in at least 10 national digital privacy class actions, including high-profile cases against defendants Google, Yahoo, and LinkedIn; two insurance companies; and one data

analytics company. Current cases the firm is handling include **In re Horizon Healthcare Services, Inc. Data Breach Litigation**, No. 13-cv-07418-CCC-MF (D.N.J.) where Kaplan Fox represents a group of individuals in a class action asserting willful and negligent violations of the Fair Credit Reporting Act, as well as violations of state law, based on Horizon's failure to adequately protect the Plaintiffs' personal information. Kaplan Fox represents a group of seven credit unions and has been appointed by the court as a member of the Steering Committee for the Financial Institution plaintiffs in a data breach class action against The Home Depot, Inc. See **In re: The Home Depot, Inc., Customer Data Security Breach Litigation**, 1:14-md-02583-TWT (NDGA). N.D. Ga.). Kaplan Fox was also appointed co-lead class counsel for plaintiffs in **Doe v. Caremark, LLC, 2:18 - cv-00488 -EAS-CMV (S.D. Oh.)**, a class action concerning allegations of the violation of medical privacy of approximately 4,500 class members. The Court approved of a \$4.4 million settlement of the action on January 30, 2020.

The firm is also an industry leader in the even newer field of email and internet tracking litigation. Kaplan Fox was appointed Co-Lead Class Counsel in a digital privacy class action against Yahoo!, Inc., related to Yahoo's alleged practice of scanning emails for content, which was recently settled. See **In re: Yahoo Mail Litigation**, 5:13-cv-04980-LHK (N.D. Cal.). Other cases include **In re: Google Inc. Cookie Placement Consumer Privacy Litig.**, 12-MD-2358-SLR (D. Del.) (Kaplan Fox appointed to plaintiffs' steering committee).

ATTORNEY BIOGRAPHIES

PARTNERS

ROBERT N. KAPLAN is widely recognized as a leading plaintiff's litigator and has led the prosecution of numerous class actions and shareholder derivative actions, recovering billions of dollars for the victims of corporate wrongdoing. He was recently listed by defense and corporate counsel as one of the top 75 plaintiffs' attorneys in the United States for all disciplines, and has also been ranked as one of the top attorneys in the United States for securities litigation by Legal 500 in each of the last three years. Mr. Kaplan was recognized as a Super Lawyer in the New York Metro Area. He was lead counsel for CalPERS in *AOL Time Warner Cases I & II* (Ca. Sup. Ct., L.A. Cty.), and was a lead in *In re Merrill Lynch & Co., Inc. Securities, Derivative & ERISA Litigation*, *In re Escala Securities Litigation* and *In re Bank of America Corp. Securities Litigation*, in which a settlement in the amount of \$2.425 billion and corporate governance changes was approved by the Court.

In the antitrust arena, Mr. Kaplan earned a reputation as a leading litigator. He was a lead counsel in *In re Air Cargo Antitrust Litigation* (more than \$1.25 billion in settlements) and was recently appointed by Courts as lead counsel in the *DIPF Antitrust Litigation*, *In re Cast Iron Soil Pipe and Fittings Antitrust Litigation*, and *In re Keurig Green Mountain Single-Serve Coffee Antitrust Litigation*. Currently, Kaplan Fox is a lead counsel in the Caustic Soda Antitrust Litigation and Mr. Kaplan is on the Direct Purchaser Class Executive Committee in the Generics Drug Antitrust Litigation and is chair of the plaintiffs' Executive Committee in the Delta Dental Antitrust Litigation.

He also represents clients in private antitrust actions, including: *Affiliated Foods, Inc.*, *Associated Grocers of New England, Inc.*, *URM Stores, Inc.*, *Western Family Foods, Inc.*, and *Associated Food Stores, Inc.* in individual cases against *Tri-Union Seafoods, LLC, d/b/a Chicken of the Sea*, *King Oscar, Inc.*, *Bumble Bee Foods, LLC f/k/a Bumble Bee Seafoods, LLC*, and *StarKist Co.*, No. 15-cv-4312, No. 15-cv-3815, No. 15-cv-4187, No. 15-cv-4667 (N.D. Cal.).

He previously served, as lead counsel or member of the Executive Committee in numerous plaintiff treble damages actions including *In re Neurontin Antitrust Litigation*,

MDL No. 1479, Master File No. 02-1390 (D.N.J.) (\$190 million recovered); *In re High Fructose Corn Syrup Antitrust Litigation*, MDL No.1087, Master File No. 95-1477 (C.D. Ill) (\$531 million recovered); *In re Brand Name Prescription Drugs Antitrust Litigation*, MDL 997 (N.D. Ill.) (\$720 plus million recovered); *In re Infant Formula Antitrust Litigation*, MDL 878 (N.D. Fla.)(\$126 million recovered); *In re Flat Glass Antitrust Litigation*, MDL 1200 (W.D. Pa.) (\$122 plus million recovered) (Mr. Kaplan successfully argued an appeal before the U.S. Court of Appeals for the Third Circuit, which issued a ground-breaking and often-cited summary judgment opinion. *In re Flat Glass Antitrust Litigation*, 385 F.3d 350 (3d Cir. 2004); *In re Hydrogen Peroxide Antitrust Litigation*, MDL 1682 (E.D. Pa.)(\$97 million recovered); *In re Plastics Additives Antitrust Litigation*, 03-CV-1898 (E.D. Pa.) (\$46.8 million recovered); *In re Medical X-Ray Film Antitrust Litigation*, CV 93-5904 (E.D.N.Y.) (\$39.6 million recovered); and *In re NBR Antitrust Litigation*, MDL 1684 (E.D. Pa.) (\$34.3 million recovered).

Mr. Kaplan is currently representing financial institutions across the country in data breach cases against Home Depot and is a member of the Plaintiffs' Steering Committee. He is also representing a group of individuals in a class against Horizon Healthcare Services alleging willful and negligent violations of the Fair Credit Reporting Act, as well as violations of state law, based on Horizon's failure to adequately protect the Plaintiffs' personal information.

Mr. Kaplan honed his litigation skills as a trial attorney with the Antitrust Division of the U.S. Department of Justice. There, he gained significant experience litigating both civil and criminal actions. He also served as law clerk to the Hon. Sylvester J. Ryan, then chief judge of the U.S. District Court for the Southern District of New York and served as an acting judge of the City Court for the City of Rye, N.Y.

In addition to his litigation practice, he has also been active in bar and legal committees. For more than fifteen years, he has been a member of what is now known as the Eastern District of New York's Courts Committee on Civil Litigation.

Mr. Kaplan has also been actively involved in the Federal Bar Council, an organization of judges and attorneys in the Second circuit and is a member of the board of the Federal Bar Foundation.

Recently, Mr. Kaplan was invited by the United States Judicial Center and participated in a multi-day seminar for federal judges about complex litigation.

In addition, Mr. Kaplan has served as a member of the Trade Regulation and Federal Courts Committees of the Association of the Bar of the City of New York.

Mr. Kaplan's published articles include: "Complaint and Discovery in Securities Cases," Trial, April 1987; "Franchise Statutes and Rules," Westchester Bar Topics, Winter 1983; "Roots Under Attack: Alexander v. Haley and Courlander v. Haley," Communications and the Law, July 1979.

Mr. Kaplan sits on the boards of several organizations, including the Columbia Law School Board of Visitors, Board of Directors of the Carver Center in Port Chester, N.Y., Member of the Dana Farber Visiting Committee, Thoracic Oncology in Boston, MA, and Member of Board of Trustees for the Rye Historical Society.

Education:

- B.A., Williams College (1961)
- J.D., Columbia University Law School (1964)

Bar Affiliations and Court Admissions:

- Bar of the State of New York (1964)
- Bar of the District of Columbia (2013)
- U.S. Supreme Court
- U.S. Courts of Appeals for the Second, Third, Seventh, Ninth, Tenth and Eleventh Circuits
- U.S. District Courts for the Southern, Eastern, Western and Northern Districts of New York, the Central District of Illinois, and the District of Arizona

Professional Affiliations:

- Federal Bar Council
- Committee to Support the Antitrust Laws (past President)
- National Association of Securities and Commercial Law Attorneys (past President)
- Advisory Group of the U.S. District Court for the Eastern District of New York
- American Bar Association

- Association of Trial Lawyers of America (Chairman, Commercial Litigation Section, 1985-86)
- Association of the Bar of the City of New York (served on the Trade Regulation Committee; Committee on Federal Courts)
- Member of Board of Trustees for the Rye Historical Society

Mr. Kaplan can be reached by email at: RKaplan@kaplanfox.com

FREDERIC S. FOX first associated with Kaplan Fox in 1984 and became a partner in the firm in 1991. For over 30 years, Mr. Fox has concentrated his work in the area of class action litigation (securities, antitrust and consumer litigation), and has played important roles in many cases with significant recoveries.

Mr. Fox has been a lead counsel in many major securities class action cases, including as a senior member of the litigation and trial team in *In re Bank of America Corp. Securities, ERISA, & Derivative Litigation*, No. 09-MDL-2058 (S.D.N.Y.) (“*In re Bank of America*”). In *In re Bank of America*, Mr. Fox served as lead counsel on behalf of major public pension funds. The case arose out of Bank of America’s acquisition of Merrill Lynch. *In re Bank of America* settled for \$2.425 billion plus significant corporate governance reforms and stands as one of the largest securities class action settlements in history.

Mr. Fox recently settled claims in an individual opt-out action on behalf of a public pension fund arising out of the fraud at Petrobras in Brazil. Other significant cases in which Mr. Fox served as lead counsel include: *In re Merrill Lynch & Co., Inc. Securities, Derivative, & ERISA Litigation*, No. 07-cv-9633 (S.D.N.Y.) (in which he was the primary attorney responsible for negotiating the \$475 million settlement); *In re Fannie Mae 2008 Securities Litigation*, No. 08-cv-7831 (S.D.N.Y.) (“*In re Fannie Mae 2008*”) (\$170 million settlement); *In re SunPower Securities Litigation*, Case No. 09-cv-5473 (N.D. Cal.); *In re Merrill Lynch Research Reports Securities Litigation* (S.D.N.Y.) (arising from analyst reports issued by Henry Blodget); *In re Salomon Analyst Williams Litigation* (S.D.N.Y.) and *In re Salomon Focal Litigation* (S.D.N.Y.) (both actions stemming from analyst reports issued by Jack Grubman). Among the numerous cases Mr. Fox has prosecuted, Mr. Fox

was one of the lead trial lawyers in two securities class actions tried to verdict, one of which was the first case tried under the Private Securities Litigation Reform Act of 1995.

Mr. Fox has also handled derivative cases seeking corporate governance reform and other shareholder litigation on behalf of public pension funds asserting state law and foreign causes of action. Mr. Fox represents the New York City Pension Funds in derivative litigation relating to a bribery scandal involving Wal-Mart's Mexican subsidiary. See e.g. *New York City Emp. Ret. Sys. v. Wal-Mart Stores, Inc.*, No. 7612 (Del. Ch.), which is consolidated into the matter known as *In re Wal-Mart Stores, Inc., Del. Deriv. Litig.*, C.A. No. 7455-CS (Del. Ch.). Mr. Fox is a frequent speaker and panelist in both the U.S and abroad on a variety of topics including securities litigation and corporate governance. Mr. Fox also counsels the firm's many public pension fund clients on seeking redress in foreign jurisdictions or bringing an individual action in the U.S. to adequately protect and recover lost assets in cases involving foreign securities.

Over the past decade Mr. Fox has prosecuted a wide variety of consumer protection cases, including as co-lead in *In re: Apple Inc. Device Performance Litig.*, No. 5:18-MD-2827-EJD (N.D. Cal.), a global consumer protection and computer intrusion class action arising out of Apple's December 2017 admission that it had been secretly throttling iPhone performance for almost a year. Plaintiffs further alleged that the throttling was done to conceal a defect. After the case was in discovery and Plaintiffs obtained documents produced in government investigations, the parties began settlement negotiations. A settlement of \$310 million was achieved in March 2021.

Within the area of consumer protection, Mr. Fox is also active in the firm's growing data privacy and cyberlaw practice. Mr. Fox and the firm have had court-appointed roles in national class actions against defendants Facebook, Google, Yahoo, and LinkedIn, as well as two insurance companies and one data analytics company over the past five years.

Mr. Fox is listed in the current editions of New York Super Lawyers and is recognized in Benchmark Litigation as a New York "Litigation Star."

Mr. Fox is the author of "Current Issues and Strategies in Discovery in Securities Litigation," ATLA, 1989 Reference Material; "Securities Litigation: Updates and Strategies," ATLA, 1990 Reference Material; and "Contributory Trademark Infringement:

The Legal Standard after *Inwood Laboratories, Inc. v. Ives Laboratories*,” *University of Bridgeport Law Review*, Vol. 4, No. 2.

During law school, Mr. Fox was the notes and comments editor of the *University of Bridgeport Law Review*.

Education:

- B.A., Queens College (1981)
- J.D., Bridgeport School of Law (1984)

Bar Affiliations and Court Admissions:

- Bar of the State of New York (1985)
- Bar of the District of Columbia (2013)
- U.S. Supreme Court
- U.S. Courts of Appeals for the First, Second, Fourth, Sixth and Eleventh Circuits
- U.S. District Courts for the Southern and Eastern Districts of New York, the District of Colorado and the District of Columbia

Professional Affiliations:

- Federal Bar Council
- American Bar Association
- Association of the Bar of the City of New York
- The Council of Institutional Investors - Markets Advisory Council Member (2022)
- Association of Trial Lawyers of America (Chairman, Commercial Law Section, 1991-92)

Mr. Fox can be reached by email at: FFox@kaplanfox.com

GREGORY K. ARENSON is principally a plaintiffs’ antitrust lawyer with among other things, expertise in economics. He has worked with economic experts in, among others, *In re Air Cargo Shipping Servs. Antitrust Litig.*, Master File No. 06-MD-1175 (JG)(VVP), 2014 WL 7882100 (E.D.N.Y. Oct. 15, 2014), *adopted in its entirety*, 2015 WL 5093503 (E.D.N.Y. July 10, 2015); *In re Ethylene Propylene Diene Monomer (EPDM) Antitrust Litig.*, 256 F.R.D. 82 (D. Conn. 2009); *In re Foundry Resins Antitrust*

Litig., 242 F.R.D. 393 (S.D. Ohio 2007); *In re Carbon Black Antitrust Litig.*, No. Civ. A. 03-10191-DPW, MDL No. 1543, 2005 WL 102966 (D. Mass. Jan. 18, 2005); *In re Microcrystalline Cellulose Antitrust Litig.*, 218 F.R.D. 79 (E.D. Pa. 2003); *Bearings Cases*, Case No. 12-00501, and *Wire Harness Cases*, Case No. 12-00101, part of *In re Automotive Parts Antitrust Litig.*, E.D. Mich., Master File No. 12-md-02311; *Affiliated Foods, Inc., et al. v. Tri-Union Seafoods, LLC d/b/a Chicken of the Sea Int'l, et al.*, part of *In re Packaged Seafood Prods. Antitrust Litig.*, S.D. Cal., Case No. 15-MD-2670 JLS (MDD); *In re Domestic Airline Travel Antitrust Litig.*, D.D.C., MDL Docket No. 2656, Misc. No. 15-1404 (CKK); *In re Dental Supplies Antitrust Litig.*, E.D.N.Y., Case No. 16-cv-696 (BMC)(GRB); *In re Ductile Iron Pipe Fittings ("DIPF") Direct Purchaser Antitrust Litig.*, D.N.J., Civ. No. 12-711 (AET)(LHG); *In re Cast Iron Soil Pipe & Fittings Antitrust Litig.*, E.D. Tenn., No. 1:14-md-2508; and *In re Pool Prods. Distribution Mkt. Antitrust Litig.*, E.D. La., MDL No. 2328. He also argued the appeals in *In re High Fructose Corn Syrup Antitrust Litig.*, 295 F.3d 651 (7th Cir. 2002), and *In re Hydrogen Peroxide Antitrust Litig.*, 552 F.3d 305 (3d Cir. 2009). He has been ranked as a Super Lawyer for several years. Among other matters, he argued the appeals in *In re High Fructose Corn Syrup Antitrust Litig.*, 295 F.3d 651 (7th Cir. 2002), and *In re Hydrogen Peroxide Antitrust Litig.*, 552 F.3d 305 (3d Cir. 2009). He has been ranked as a Super Lawyer for several years.

Mr. Arenson has been a partner in Kaplan Fox & Kilsheimer LLP since 1993. Prior to joining Kaplan Fox, he was a partner with Proskauer Rose LLP. Earlier in his career, he was a partner with Schwartz Klink & Schreiber and an associate with Rudnick & Wolfe (now DLA Piper).

Mr. Arenson is active in the New York State Bar Association. He has been a member of the House of Delegates for most of the last decade and has been a member of the Executive Committee of the New York State Bar Association since June 2022. He has been Vice Chair and a member of the Executive Committee of the Sections Caucus and a member of the New York State Bar Association Continuing Legal Education Committee. He was Chair of the Commercial and Federal Litigation Section from June 2013 through May 2014. He has been Co-Chair of the New York State Bar Association Task Force on the State of Our Courthouses, whose report was adopted

by the House of Delegates on June 20, 2009; a member of the New York State Bar Association Special Committee on Standards for Pleadings in Federal Litigation, whose report was adopted by the House of Delegates on June 19, 2010; and a member of the New York State Bar Association Special Committee on Discovery and Case Management in Federal Litigation, whose report was adopted by the House of Delegates on June 23, 2012.

Mr. Arenson has written frequently on discovery issues and other issues. His published articles include: "Losing the Forest for the Trees: On the Loss of Economic Efficiency and Equity in Federal Price-Fixing Class Actions, 16 *Va L. & Bus. Rev.* 293 (Spring 2022); "Rule 68 Offers of Judgment and Mootness, Especially for Collective or Class Actions," 20 NY LITIGATOR 25 (2015); "Report on Proposed Amendments to Federal Rule of Civil Procedure 45," 17 NY LITIGATOR 21 (2012); "Rule 8 (a)(2) After *Twombly*: Has There Been a Plausible Change?" 14 NY LITIGATOR 23 (2009); "Report on Proposed Federal Rule of Evidence 502," 12 NY LITIGATOR 49 (2007); "Report: Treating the Federal Government Like Any Other Person: Toward a Consistent Application of Rule 45," 12 NY LITIGATOR 35 (2007); "Report of the Commercial and Federal Litigation Section on the Lawsuit Abuse Reduction Act of 2005," 11 NY LITIGATOR 26 (2006); "Report Seeking To Require Party Witnesses Located Out-Of-State Outside 100 Miles To Appear At Trial Is Not A Compelling Request," 11 NY LITIGATOR 41 (2006); "Eliminating a Trap for the Unwary: A Proposed Revision of Federal Rule of Civil Procedure 50," 9 NY LITIGATOR 67 (2004); "Committee Report on Rule 30(b)(6)," 9 NY LITIGATOR 72 (2004); "Who Should Bear the Burden of Producing Electronic Information?" 7 FEDERAL DISCOVERY NEWS, No. 5, at 3 (April 2001); "Work Product vs. Expert Disclosure – No One Wins," 6 FEDERAL DISCOVERY NEWS, No. 9, at 3 (August 2000); "Practice Tip: Reviewing Deposition Transcripts," 6 FEDERAL DISCOVERY NEWS, No. 5, at 13 (April 2000); "The Civil Procedure Rules: No More Fishing Expeditions," 5 FEDERAL DISCOVERY NEWS, No. 9, at 3 (August 1999); "The Good, the Bad and the Unnecessary: Comments on the Proposed Changes to the Federal Civil Discovery Rules," 4 NY LITIGATOR 30 (1998); and "The Search for Reliable Expertise: Comments on Proposed Amendments to the Federal Rules of Evidence," 4 NY LITIGATOR 24 (1998). He was co-editor of FEDERAL RULES OF CIVIL PROCEDURE,

1993 AMENDMENTS, A PRACTICAL GUIDE, published by the New York State Bar Association; and a co-author of "Report on the Application of Statutes of Limitation in Federal Litigation," 53 ALBANY LAW REVIEW 3 (1988).

Mr. Arenson serves as a mediator in the U.S. District Court for the Southern District of New York. In addition, he is an active alumnus of the Massachusetts Institute of Technology, having served as a member of the Corporation, a member of the Corporation Development Committee, vice president of the Association of Alumni/ae, and member of the Annual Fund Board (of which he was a past chair), secretary of his class, and 50th reunion gift committee co-chair.

Education:

- S.B., Massachusetts Institute of Technology (1971)
- J.D., University of Chicago (1975)

Bar Affiliations and Court Admissions:

- Bar of the State of Illinois (1975)
- Bar of the State of New York (1978)
- U.S. Supreme Court
- U.S. Courts of Appeals for the Second, Third and Seventh Circuits
- U.S. District Courts for the Northern and Central Districts of Illinois, Southern and Eastern Districts of New York, and Eastern District of Michigan
- U.S. Tax Court

Mr. Arenson can be reached by email at: GArenson@kaplanfox.com

LAURENCE KING first joined Kaplan Fox as an associate in 1994 and became a partner of the firm in 1998. While Mr. King initially joined the firm in New York, in 2000 he relocated to San Francisco to open the firm's first West Coast office. He is now partner-in-charge of the firm's San Francisco and Los Angeles offices.

Mr. King practices primarily in the areas of securities litigation, with an emphasis on institutional investor representation and consumer protection litigation. He has also practiced in the area of employment litigation. Mr. King has played a substantial role in cases that have resulted in some of the largest recoveries ever obtained by Kaplan Fox, including: *In re Bank of America Corp. Securities, ERISA & Derivative Litig.* (S.D.N.Y.); *In*

re 3Com Securities Litigation (N.D. Cal.), *In re Informix Securities Litigation* (N.D. Cal.), *AOL Time Warner Cases I & II* (Ca. Sup. Ct., L.A. Cty.) and *Providian Credit Card Cases* (Ca. Sup. Ct., S.F. Cty.).

An experienced trial lawyer, prior to joining Kaplan Fox Mr. King served as an assistant district attorney under the legendary Robert Morgenthau in the Manhattan (New York County) District Attorney's Office, where he tried numerous felony prosecutions to jury verdict. At Kaplan Fox, he was a member of the trial team for two securities class actions tried to verdict, *In re Biogen Securities Litigation* (D. Mass.) and *In re Health Management Securities Litigation* (E.D.N.Y.). Mr. King has also participated in trial preparation for numerous other cases in which favorable settlements were achieved for our clients on or near the eve of trial.

Mr. King has been selected for inclusion in the Northern California *SuperLawyers* each year since 2012, and has previously served as Vice-Chair, and then as Co-Chair, of the American Association for Justice's Class Action Litigation Group of the American Association for Justice. He was also selected for inclusion to the San Francisco Super Lawyers list (Securities Litigation) for 2012, 2013, 2014 and 2015.

Education:

- B.S., Wharton School of the University of Pennsylvania (1985)
- J.D., Fordham University School of Law (1988)

Bar Affiliations and Court Admissions:

- Bar of the State of New York (1989)
- Bar of the State of California (2000)
- U.S. Court of Appeals for the Second and Ninth Circuits
- U.S. District Courts for the District of New Jersey, the Eastern District of Pennsylvania, the Southern and Eastern Districts of New York, and the Northern, Central and Southern Districts of California

Professional Affiliations:

- Bar Association of San Francisco
- American Bar Association
- American Association for Justice
- San Francisco Trial Lawyers' Association

- American Business Trial Lawyers

Mr. King can be reached by email at: LKing@kaplanfox.com

JOEL B. STRAUSS first associated with Kaplan Fox in 1992 and became a partner in the firm in 1999. He practices in the area of securities and consumer fraud class action litigation. He has been repeatedly selected for inclusion to the New York Super Lawyers list (Securities Litigation) (2007-2010, 2014-2022) and was named to Lawdragon's 500 Leading Plaintiff Financial Lawyers in the U.S. (2019 - 2022).

Prior to law school, Mr. Strauss was a senior auditor at the accounting firm Coopers & Lybrand (n/k/a PricewaterhouseCoopers). Combining his accounting background and legal skills, he has played a critical role in successfully prosecuting numerous securities class actions across the country on behalf of shareholders. Mr. Strauss was one of the lead trial lawyers for the plaintiffs in the first case to go to trial and verdict under the Private Securities Litigation Reform Act of 1995.

More recently, Mr. Strauss has been involved in representing the firm's institutional clients in the following securities class actions, among others: *In re Bank of America Corp. Securities, ERISA & Derivative Litig.* (S.D.N.Y.) (\$2.425 billion settlement); *In re Merrill Lynch & Co., Inc. Securities, Derivative and ERISA Litig.* (S.D.N.Y.) (\$475 million settlement); *In re Prestige Brands Holdings Inc. Securities Litig.* (S.D.N.Y.) (\$11 million settlement); *In re Gentiva Securities Litig.* (E.D.N.Y.) (\$6.5 million settlement); and *In Re SunPower Securities Litig.* (N.D.Cal) (\$19.7 million settlement). He has also served as lead counsel for lead plaintiffs in *In re OCA, Inc. Securities Litig.* (E.D. La.) (\$6.5 million settlement); *In re Proquest Company Securities Litig.* (E.D. Mich.) (\$20 million settlement) and *In re Rocket Fuel, Inc. Securities Litig.* (N.D.Cal.) (\$3.15 million settlement). Mr. Strauss also played an active role for plaintiff investors in *In Re Countrywide Financial Corporation Securities Litig.* (C.D.Cal), which settled for more than \$600 million..

In the consumer protection area, Mr. Strauss served as Chair of Plaintiffs' Non-Party Discovery Committee in the *Baycol Products Litig.*, where there were more than \$350 million in settlements.

Mr. Strauss is also active in the firm's growing data privacy practice. In July 2017

he moderated a panel on U.S. Data Privacy Laws at a conference in Tel Aviv. And, among other data privacy cases in which he has played an active role, Mr. Strauss served as one of plaintiffs' co-lead counsel in *Doe vs. CVS Healthcare Corp., et. al.*, (S.D. Ohio), a class action concerning allegations of the violation of medical privacy of approximately 4,500 class members. The Court approved of a \$4.4 million settlement of the action on January 30, 2020.

Although currently practicing exclusively in the area of law, Mr. Strauss is a licensed Certified Public Accountant in the State of New York.

Mr. Strauss has also been a guest lecturer on the topics of securities litigation, auditors' liability and class actions for seminars sponsored by the Practising Law Institute, the National Consumer Law Center and the Association of the Bar of the City of New York and is an adjunct instructor in the Political Science department at Yeshiva University.

Since June 2014, Mr. Strauss has served as a member of the New York State Bar Association's Committee on Legal Education and Admission to the Bar.

Among his various communal activities, Mr. Strauss currently serves as Co-President of Friends of Jerusalem College of Technology (Machon Lev), is a member of Yeshiva University's General Counsel's Council, a member of the Alumni Advisory Group at the Benjamin N. Cardozo School of Law, serves as Chair of the Career Guidance and Placement Committee of Yeshiva University's Undergraduate Alumni Council, is on the Board of Directors of Yavneh Academy in Paramus, NJ (and is a former Vice -President and Finance Committee Chair of the school) and is an Advisory Board Member and Mentor in the Orthodox Union's Impact Accelerator program.

In March 2001 the New Jersey State Assembly issued a resolution recognizing and commending Mr. Strauss for his extensive community service and leadership. In 2012 Mr. Strauss received The Alumni Partner of the Year Award from Yeshiva University's Career Development Office.

Education:

- B.A., Yeshiva University (1986)
- J.D., Benjamin N. Cardozo School of Law (1992)
- HBX|Harvard Business School, Certificate in Entrepreneurship Essentials (2017)

- AICPA - Cybersecurity Fundamentals for Finance and Accounting Professionals Certificate (2018)

Bar Affiliations and Court Admissions:

- Bar of the State of New Jersey (1992)
- Bar of the State of New York (1993)
- U.S. Court of Appeals for the First, Second and Third Circuits
- U.S. District Courts for the Southern, Eastern and Western Districts of New York, District of New Jersey and District of Nebraska

Professional Affiliations:

- Association of the Bar of the City of New York
- New York State Bar Association
- American Institute of Certified Public Accountants

Mr. Strauss can be reached by email at: JStrauss@kaplanfox.com

HAE SUNG NAM joined Kaplan Fox in 1999 and became a partner of the firm in 2005. Since joining the firm, Ms. Nam has been representing consumers, employees, and investors in complex class actions and multi-district litigation in districts throughout the country for over 20 years. Recently, Ms. Nam was appointed as interim co-lead counsel in *In re Google Play Consumer Antitrust Litigation*, 20-cv-05761 (N.D. Cal). She represents consumers in an antitrust litigation concerning Google's alleged anticompetitive use of contractual and technological barriers to foreclose Android users' ability to utilize app distribution platforms other than Google Play Store.

Ms. Nam has substantial experience prosecuting other antitrust matters on behalf of various classes and opt-outs, including *In re Keurig Green Mountain Single-Serve Coffee Antitrust Litigation*, 1:14-md-02542 (S.D.N.Y), *In re Payment Card Interchange Fee and Merchant Discount Antitrust Litigation*, 1:05-md-01720 (E.D.N.Y), and *In re Flat Glass Antitrust Litigation*, No. 03-cv-2920 (W.D. Pa.).

Ms. Nam has also played integral roles in a number of the firm's notable securities cases, including *In re Bank of America Corp., Securities, Derivative, and ERISA Litigation*, No. 1:09-md-020508-PKC (S.D.N.Y.), *In re Fannie Mae Securities Litigation*, No. 08-cv-7831-PAC (S.D.N.Y.), and *In re Ambac Financial Group, Inc. Securities Litigation*, No.

08-411-NRB (S.D.N.Y.). She has focused on prosecuting opt-out securities actions on behalf of the firm's public pension fund clients. Ms. Nam was one of the core team members that prosecuted and settled an opt-out action on behalf of Ohio PERS arising out of the fraud at Petrobras in Brazil. She also played a significant role in AOL Time Warner Cases I & II and State Treasurer of the State of Michigan v. Tyco International, Ltd., No. 08-cv-1340 (D.N.H.).

Prior to joining the firm, Ms. Nam was an associate with Kronish Lieb Weiner & Hellman LLP, where she trained as a transactional attorney in general corporate securities law and mergers and acquisitions.

Ms. Nam graduated, magna cum laude, with a dual degree in political science and public relations from Syracuse University's Maxwell School and S.I. Newhouse School of Public Communications. Ms. Nam obtained her law degree, with honors, from George Washington University Law School. During law school, Ms. Nam was a member of the George Washington University Law Review.

Education:

- B.A., magna cum laude, Syracuse University (1994)
- J.D., with honors, George Washington University Law School (1997)

Bar Affiliations and Court Admissions:

- Bar of the State of New York (1998)
- U.S. District Courts for the Southern and Eastern Districts of New York.

Ms. Nam can be reached by email at: HNam@kaplanfox.com

DONALD R. HALL has been associated with Kaplan Fox since 1998 and became a partner of the firm in 2005. He practices in the areas of securities, antitrust and consumer protection litigation. Mr. Hall is actively involved in maintaining and establishing the firm's relationship with institutional investors and oversees the Portfolio Monitoring and Case Evaluation Program for the firm's numerous institutional investors.

Mr. Hall was a member of the trial team prosecuting *In re Bank of America*, which settled for \$2.425 billion, the single largest securities class action recovery for violations of Section 14(a) of the Securities Exchange Act of 1934 ("Exchange Act") and one of the top securities litigation settlements obtained in history. Mr. Hall also recently represented

public pension fund clients in *In re Eletrobras Secs. Litig.*, No. 15-cv-5754, as co-lead counsel representing the Employee Retirement System of the City of Providence (“City of Providence”) in a class action against a Brazilian company, and in *Kasper v. AAC Holdings, Inc.*, No. 15-cv-923 (M.D. Tenn.), as co-lead counsel representing Arkansas Teacher Retirement System (“ATRS”). Mr. Hall successfully represented institutional clients in *In re Merrill Lynch*, which settled for \$475 million; *In re Fannie Mae 2008*, which settled for \$170 million; *In re Ambac Financial Group, Inc. Securities Litigation*, No. 08-cv-411 (S.D.N.Y.); *In re Majesco Securities Litigation*, No. 05-cv-3557 (D.N.J.); and *In re Escala Group, Inc. Securities Litigation*, No. 05-cv-3518 (S.D.N.Y.). Additionally, he was a member of the litigation team in *AOL Time Warner Cases I & II*, an opt-out action brought by institutional investors that settled just weeks before trial.

Mr. Hall currently represents the Colleges of Applied Arts and Technology Pension Plan in *In re Vale, S.A. Securities Litigation*, 19-cv-00526 (E.D.N.Y.); the City of Warwick Retirement Fund in *Lewis v. YRC Worldwide, Inc., et al.*, 19cv00001 (N.D.N.Y.); and IWA Forest Industry Pension Plan in *In re Textron, Inc. Securities Litigation*, 19-cv-7881 (S.D.N.Y.).

Mr. Hall has played a key role in some of the Firm’s antitrust actions, including *In re Flat Glass Antitrust Litigation*; *In re Compact Disc Antitrust Litigation*; and *In re Payment Card Interchange Fee and Merchant Discount Antitrust Litigation*. He is currently part of the litigation team representing consumers in *In re Google Play Consumer Antitrust Litigation*, 20-cv-05761 (N.D. Cal.) concerning Google’s alleged anticompetitive use of contractual and technological barriers to foreclose Android users’ ability to utilize app distribution platforms other than Google Play Store.

In the consumer protection area, Mr. Hall is co-lead counsel in *In re: Apple Inc. Device Performance Litig.*, No. 5:18-MD-2827-EJD (N.D. Cal.) (a global consumer protection and computer intrusion class action in which a \$310 million class settlement was achieved in March 2021). Mr. Hall is also active in the firm’s growing data privacy and cyberlaw practice. Other notable cases in the area of consumer protection Mr. Hall has prosecuted include the non-GMO class action of *Schneider v. Chipotle Mexican Grill, Inc.*, No.16-cv-02200 (N.D. Cal.) and *In re: Yahoo! Mail Litigation*, No. 5:13-cv-04980-LHK (N.D. Cal.) in which Kaplan Fox served as co-lead counsel for plaintiffs in a digital

privacy class action challenging Yahoo's practice of "scanning" incoming and outgoing emails for content, in order to target advertising more effectively.

Mr. Hall graduated from the College of William and Mary in 1995 with a B.A. in Philosophy and obtained his law degree from Fordham University School of Law in 1998. During law school, Mr. Hall was a member of the Fordham Urban Law Journal and a member of the Fordham Moot Court Board. He also participated in the Criminal Defense Clinic, representing criminal defendants in federal and New York State courts on a pro-bono basis.

Education:

- B.A., College of William and Mary (1995)
- J.D., Fordham University School of Law (1998)

Bar Affiliations and Court Admissions:

- Bar of the State of Connecticut
- Bar of the State of New York
- U.S. Supreme Court
- U.S. Courts of Appeals for the First, Second and Eleventh Circuits
- U.S. District Courts for the Southern and Eastern Districts of New York

Professional Affiliations:

- American Bar Association
- Association of Trial Lawyers of America
- New York State Bar Association

Mr. Hall can be reached by email at: DHall@kaplanfox.com

JEFFREY P. CAMPISI is involved in representing the firm's institutional and individual clients in securities and shareholder actions, and other complex litigation.

Mr. Campisi currently represents the Colleges of Applied Arts and Technology Pension Plan in *In re Vale, S.A. Securities Litigation*, 19-cv-00526 (E.D.N.Y.); the City of Warwick Retirement Fund in *Lewis v. YRC Worldwide, Inc., et al.*, 19cv00001 (N.D.N.Y.); IWA Forest Industry Pension Plan in *In re Textron, Inc. Securities Litigation*, 19-cv-7881 (S.D.N.Y.); and individuals clients represents individual investors in *Julia Junge and Richard Junge v. Geron Corp. et al.*, 20-cv-547 WHA (N.D. Cal.); *Gluck v. Hecla Mining*

Company, 19-cv-4883 (ALC) (S.D.N.Y.); and *Rotunno v. David M. Wood, et al.*, 1:20-cv-2357 (ER) (S.D.N.Y.).

In the past, Mr. Campisi represented Oklahoma Police Pension and Retirement Fund (as liaison counsel) in *Milbeck v. Truecar, Inc. et al.*, 18-cv-2612 (C.D. Cal.) (\$28.25 million recovered); the Tennessee Consolidated Retirement System in *In re Fannie Mae 2008 Securities Litigation*, 08cv7831 (S.D.N.Y.) (\$170 million recovered); State Teachers' Retirement System of Ohio in *In re Merrill Lynch & Co., Inc. Securities, Derivative and ERISA Litigation*, 07cv9633 (S.D.N.Y.) (\$475 million recovered), one of the largest recoveries in a securities class action; the Virginia Retirement System in *In re Escala Group, Inc. Securities Litigation*, 06cv3518 (S.D.N.Y.) (\$18 million in cash and stock recovered); the Los Angeles City Employees' Retirement System in *In re Sequenom, Inc. Securities Litigation*, 09cv921 (S.D. Cal.) (\$70 million in cash and stock recovered by the time of distribution), and significant corporate governance reforms) and in *In re Gentiva Securities Litigation*, 10cv5064 (E.D.N.Y.) (\$6.5 million recovered).

Other cases include *Schueneman v. Arena Pharms., et al.*, 10cv1959 (S.D. Cal.) (\$24 million recovered); *Kasper v. AAC Holdings, Inc., et al.*, 15cv923 (M.D. Tenn.) (\$25 million recovered); *In re SandRidge Energy, Inc. Shareholder Derivative Litigation*, No. CIV-13-102-W (W.D. Okla.) (\$38.5 million recovered); *In re Violin Memory, Inc. Securities Litigation*, 13cv5486 (N.D. Cal.) (\$7.5 million recovered); *In re Nevsun Resources Ltd.*, 12cv1845 (S.D.N.Y.) (approximately \$6 million settlement); *In re Countrywide Financial Corporation Securities Litigation*, 07cv5295 (C.D. Cal.) (\$624 million recovered), *In re Proquest Company Securities Litigation*, 06cv10619 (E.D. Mich.) (\$20 million recovered), and *Friedman v. Penson Worldwide, Inc.*, 11cv2098 (N.D. Tex.) (\$6.5 million recovered).

Mr. Campisi is a graduate of Villanova University School of Law (*summa cum laude*), where he was a member of the Villanova Law Review and the *Order of the Coif*. Mr. Campisi earned a B.A. from Georgetown University (*cum laude*). Mr. Campisi served as a law clerk to the Late Honorable Herbert J. Hutton, United States District Judge for the United States District Court for the Eastern District of Pennsylvania.

Education:

- B.A., cum laude, Georgetown University (1996)
- J.D., summa cum laude, Villanova University School of Law (2000)

Member of Law Review and Order of the Coif

Bar affiliations and court admissions:

- Bar of the State of New York
- U.S. Courts of Appeals for the Ninth and Tenth Circuits
- U.S. District Courts for the Southern, Eastern, Northern and Western Districts of New York, and Western District of Tennessee

Professional affiliations:

- Federal Bar Council
- American Association for Justice

Mr. Campisi can be reached by email at: jcampisi@kaplanfox.com

MELINDA CAMPBELL has been associated with Kaplan Fox since September 2004 and became a partner of the firm in 2012. . She has 18 years of experience in securities and other complex litigation. Mrs. Campbell currently represents the Colleges of Applied Arts and Technology Pension Plan in *In re Vale S.A. Securities Litigation*, No. 19-cv-526 (E.D.N.Y.).

Mrs. Campbell's noteworthy cases include: *In re Bank of America Corp. Securities Litigation*, MDL No. 2058 (S.D.N.Y.); *In re Ambac Financial Group, Inc. Securities Litigation*, No. 08-cv-411(NRB) (S.D.N.Y.); *In re Fannie Mae 2008 Securities Litigation*, No. 08-cv-7831(PAC) (S.D.N.Y.), *In re Eletrobras Securities Litigation*, No. 15-cv-5754 (S.D.N.Y.) (\$14.75 million settlement), and *Ollila v. Babcock & Wilcox Enterprises Inc.*, No. 3:17-cv-109 (W.D.N.C.) (\$19.5 million settlement).

Mrs. Campbell obtained her J.D. from the University of Pennsylvania Law School. While attending law school, she successfully represented clients of the Civil Practice Clinic of the University of Pennsylvania Law School and provided pro bono legal services through organizations including the Southern Poverty Law Center.

Mrs. Campbell obtained her undergraduate degree from the University of Missouri (*cum laude*).

Mrs. Campbell is a member of the Federal Courts Committee of the New York County Lawyers Association and served as a panelist in a continuing legal education course offered by the Committee concerning waiver of attorney-client privilege under

Federal Rule of Evidence 501. Additionally, Mrs. Campbell is a member of the New York State Bar Association, the National Association of Women Lawyers, and the New York Women's Bar Association.

Education:

- B.A., University of Missouri (2000)
- J.D., University of Pennsylvania Law School (2004)

Bar affiliations and court admissions:

- Bar of the State of New York (2005)
- U.S. Courts of Appeals for the First, Second and Eleventh Circuits
- U.S. District Courts for the Southern and Eastern Districts of New York

Professional affiliations:

- American Bar Association
- New York State Bar Association
- New York County Lawyers Association
- New York Women's Bar Association
- National Association of Women Lawyers

Mrs. Campbell can be reached by email at: MCampbell@kaplanfox.com

ELANA KATCHER has extensive complex antitrust litigation experience drawn from her work on both the plaintiff and defense sides. Ms. Katcher began her career in antitrust litigation as an associate at Sullivan & Cromwell LLP where she was a member of the trial team defending Microsoft Corporation against a series of private class actions brought in courts around the country, as well as representing other major defendants in bet-the-company litigation.

Since 2007, Ms. Katcher has been instrumental in some of Kaplan Fox's largest cases, including *In re Air Cargo Shipping Servs. Antitrust Litig.*, MDL No. 1775 (E.D.N.Y.), and a successful bellwether trial in *Neurontin Marketing, Sales Practices & Products Liability Litig.*, MDL No. 1629 (D. Mass.). In addition, Ms. Katcher co-drafted a successful opposition to the first Rule 12(b)(6) motion to dismiss in the sprawling Generic Pharmaceutical antitrust actions, *In re Propranolol Antitrust Litig.*, 249 F. Supp. 3d 712 (S.D.N.Y. 2017) (Rakoff, J.), and continues to work on behalf of the Direct Purchaser

Plaintiffs in the *Generic Pharmaceutical* antitrust actions now pending before District Judge Cynthia M. Rufe in the Eastern District of Pennsylvania, including as part of the briefing team that recently prevailed against the first tranche of motions to dismiss brought in that litigation. See *In re Generic Pharm. Pricing Antitrust Litig.*, No. 16-CB-27243, 2018 WL 5003450 (E.D. Pa. Oct. 16, 2018).

In addition, Ms. Katcher represents significant corporate clients, including clients listed on Nasdaq, in individual antitrust actions in Packaged Seafood in which she has recently co-argued a key motion to dismiss before District Judge Janis L. Sammartino, obtaining a significant victory where the court upheld jurisdiction over two foreign defendants. See *In re Packaged Seafood Prod. Antitrust Litig.*, No. 15-MD-2670 JLS (MDD), 2018 WL 4222506 (S.D. Cal. Sept. 5, 2018). She is currently part of the co-lead team for the direct purchaser class plaintiffs in *In re Caustic Soda Antitrust Litigation*, 19-cv-00385 (W.D.N.Y.), and is a member of the steering committee representing the indirect reseller plaintiff class in *In re Juul Labs, Inc. Antitrust Litigation*, 20-cv-02345 (N.D. Cal.).

Prior to Kaplan Fox, she was an associate at Sullivan & Cromwell LLP and King & Spalding LLP, where she participated in the defense of major companies, including at trial and in arbitration.

Education:

- B.A. Oberlin College
- J.D., New York University

Bar Affiliations and Court Admissions:

- Bar of the State of New York
- U.S. District Courts for the Southern and Eastern Districts of New York

Professional Affiliations:

- New York State Bar Association
- New York City Bar Association

Ms. Katcher can be reached by email at: ekatcher@kaplanfox.com

MATTHEW P. McCAHILL was associated with Kaplan Fox from 2003 to 2005, re-joined the firm in May 2013 and became a partner in 2016. He practices in the areas of antitrust and securities litigation, as well as commercial litigation. From 2006 to early

2013, Mr. McCahill was an associate at Berger & Montague, P.C. in Philadelphia. While focusing on insurance and antitrust class action cases, including *In re Payment Card Interchange Fee and Merchant Discount Antitrust Litigation*, MDL No. 1720 (E.D.N.Y.) and *Ormond et al. v. Anthem, Inc. et al.*, Case No. 1:05-cv-01908-TWP-TAB (N.D. Ind.) (related to the demutualization of Anthem Insurance, which settled for \$90 million in 2012), he also represented corporations and bankruptcy trustees in commercial litigation involving claims for breach of contract, breach of fiduciary duty and fraudulent conveyance.

Mr. McCahill's practice includes representation of plaintiffs opting out of class actions. He represented large retailers who opted out of the *Payment Card* class to pursue their own antitrust actions against Visa and MasterCard challenging the networks' merchant rules and their interchange (or "swipe") fees. Among the merchants he and the firm represented in that case were E-Z Mart Stores, Inc., Sunoco, LP (formerly known as Susser Holdings Corp., operator of the Stripes® convenience store chain), Jacksons Food Stores, Sheetz, Inc., Kum & Go, L.C., Einstein Noah Restaurant Group, Furniture Row, Inc. and NPC International, Inc. (the world's largest franchisee of Pizza Hut restaurants).

Mr. McCahill is part of the Kaplan Fox team representing large grocery chains and food distributors (including Giant Eagle, Inc., Associated Food Stores, Inc., Affiliated Foods, Inc., Western Family Foods, Inc. and the McLane Company, Inc., among others) in individual actions in *In re Packaged Seafood Products Antitrust Litigation*, MDL No. 2670 (S.D. Cal.), alleging price-fixing and other antitrust violations against Tri-Union Seafoods, LLC (d/b/a Chicken of the Sea), Bumble Bee Foods, LLC, and others. Mr. McCahill currently represents some of the same clients in opt-out antitrust litigation against the nation's largest producers of broiler chickens, in *In re Broiler Chicken Antitrust Litigation*, pending in federal court in Chicago. He and other Kaplan Fox lawyers also represented the Ohio Public Employees Retirement System in an individual securities fraud action against Brazilian energy conglomerate Petrobras in *In re Petrobras Securities Litigation*, Civ. Action No. 14-cv-9662 (JSR) (S.D.N.Y.).

Mr. McCahill's current and past involvement in class action litigation at Kaplan Fox includes: *In re Cast Iron Soil Pipe Antitrust Litigation*, MDL No. 2508 (E.D. Tenn.), where

he represented a proposed class of direct purchasers of cast iron soil pipes and fittings in an antitrust case against the Cast Iron Soil Pipe Institute, Charlotte Pipe & Foundry Co. and McWane, Inc. and its subsidiaries; *In re SandRidge Energy, Inc. Shareholder Derivative Litigation*, No. CIV-13-102-W (W.D. Okla.) (partial settlement of \$38 million); *In re Neurontin Antitrust Litigation*, MDL No. 1479 (D.N.J.) (delayed-generic entry action brought by direct purchasers of Pfizer's drug Neurontin, which settled for \$190 million following nearly 12 years of litigation).

In 2014, 2015 and 2016, Mr. McCahill was named a "New York Metro Super Lawyer – Rising Star" in antitrust litigation, and was selected as a "Pennsylvania Super Lawyer – Rising Star" (also in antitrust litigation) in 2012 and 2013, and has each year since 2017 been named a "New York Metro Super Lawyer" in antitrust litigation. He is a member of the American, Pennsylvania State, New York State and New York City bar associations. Mr. McCahill's *pro bono* efforts focus primarily on representing Marine Corps veterans in benefits proceedings before the Veterans Administration.

Mr. McCahill is a 2000 graduate of Rutgers College where he received a B.A., *summa cum laude*, in history and was elected to Phi Beta Kappa. He graduated from Fordham Law School in 2003, where he was a member of the *Fordham Urban Law Journal*. He is fluent in French and proficient in Spanish.

Education:

- B.A., History, *summa cum laude*, Rutgers College (2000)
- J.D., Fordham Law School (2003)

Bar Affiliations and Court Admissions:

- Bars of the State of New York and the Commonwealth of Pennsylvania
- U.S. Court of Appeals for the Second Circuit
- U.S. District Courts for the Southern and Eastern Districts of New York and the Eastern District of Pennsylvania

Professional Affiliations:

- American Bar Association
- New York State Bar Association
- Pennsylvania Bar Association
- Association of the Bar of the City of New York

Mr. McCahill can be reached by email at: mmccahill@kaplanfox.com

ASSOCIATES

PAMELA MAYER is focused on the investigation, analysis and initiation of securities claims on behalf of the firm's institutional and individual clients utilizing her combined legal and finance background.

Prior to joining Kaplan Fox, Ms. Mayer was a securities investigation and litigation attorney for a multinational investment bank. Utilizing her combined legal and business background, including her M.B.A., Ms. Mayer focuses on the research and analysis of securities claims on behalf of our firm's individual and institutional clients and is dedicated full-time to the firm's Portfolio Monitoring and Case Evaluation Program. Ms. Mayer also has substantial litigation experience in the area of intellectual property.

Education:

- B.S., The University of Rochester
- J.D., The George Washington University
- M.B.A., Finance, The University of Michigan

Bar Affiliations and Court Admissions:

- Bar of the State of New York
- U.S. District Courts for the Southern and Eastern Districts of New York

Professional Affiliations:

- New York State Bar Association

Ms. Mayer can be reached by email at: pmayer@kaplanfox.com

AARON L. SCHWARTZ has been associated with Kaplan Fox since July 2017. He practices civil litigation with an emphasis on complex business disputes, securities, antitrust, and consumer protection.

Aaron has extensive experience advocating for consumer and shareholder rights, having served on court-appointed lead counsel teams in notable antitrust, consumer protection, and securities matters, including *In re Google Play Consumer Antitrust Litigation* (monopolization of the Google Play Store), *In re Apple Inc. Device Performance*

Litigation (iPhone throttling), and *In re Vale S.A. Securities Litigation* (misstatements and omissions to investors related to dam safety).

Aaron also currently serves as counsel to certain public pension funds and institutional investor clients in matters concerning corporate mismanagement and breach of fiduciary duties, including *In re Allianz Global Investor U.S. LLC Litigation*.

Prior to joining the firm, Mr. Schwartz was a Deputy Attorney General in the Pennsylvania Office of Attorney General, Antitrust Section. As a Deputy Attorney General, Mr. Schwartz conducted investigations, brought suit to enjoin anticompetitive corporate mergers, and prosecuted pharmaceutical product-hopping schemes, market allocation schemes, and unfair trade practices. Notable matters included *FTC v. Penn State Hershey Medical Center* and *U.S. v. Aetna Inc.*

Education:

- B.A., University of Wisconsin—Madison (2009)
- J.D., The Pennsylvania State University—The Dickinson School of Law (2014)

Bar Affiliations and Court Admissions:

- Bar of the Commonwealth of Pennsylvania
- Bar of the State of New York
- U.S. Court of Appeals for the Third Circuit
- U.S. District Courts for the Eastern, Middle, and Western Districts of Pennsylvania; and U.S. District Courts for the Eastern and Southern Districts of New York

Professional Affiliations:

- Pennsylvania Bar Association
- American Bar Association

Publications:

- *Effective Merger Enforcement: Is it Time for a Retrospective Study on Cross-Market Provider Transactions*, A.B.A., Section of Antitrust Law, 8 State Enforcement Committee Newsletter 4, 10 (Spring 2017).

Mr. Schwartz can be reached by email at: aschwartz@kaplanfox.com

JASON A. URIS has been associated with Kaplan Fox since May 2013 and has over nine years of securities litigation experience. He practices in the areas of securities, antitrust litigation. He has recently been a member of the litigation teams for various securities cases including *Milbeck v. Truecar, Inc., et al.* (C.D. Cal.) (\$28.25 million settlement); *Kasper v. AAC Holdings, Inc., et al.* (M.D. Tenn.) (\$25 million settlement); and *In re SandRidge Energy, Inc. Shareholder Derivative Litigation*, No. CIV-13-102-W (W.D. Okla.) (partial settlement of \$38 million).

He is currently involved in several litigations, including *Mehedi v. View Inc., et al.* (N.D. Cal.); *Julia Junge and Richard Junge, v. Geron Corp. and John Scarlett* (N.D. Cal.); and *Gluck v. Hecla Mining Company* (S.D.N.Y.). Mr. Uris was named a 2022 "Rising Star" by Thomson Reuters' *Super Lawyers*.

Education:

- B.A., *cum laude*, Boston University (2011)
- J.D., Fordham University School of Law (2014)

Bar Affiliations and Court Admissions:

- Bar of the State of New York (2015)
- U.S. District Courts for the Southern and Eastern Districts of New York

Professional Affiliations:

- New York State Bar Association

Mr. Uris can be reached by email at: juris@kaplanfox.com

BLAIR REED joined Kaplan Fox as an associate in January 2022. Blair's practice focuses on consumer class actions, employment cases, data privacy claims, and business litigation. She has extensive experience handling coordinated proceedings and complex discovery issues in both federal and state court.

Blair has represented consumers in cases involving unfair business practices and consumer fraud, breaches of warranty, invasions of privacy, data breaches, and wiretapping. Prior to joining Kaplan Fox, she was involved in numerous successful recoveries for consumers including *Moore v. Kimberly-Clark Worldwide, Inc.*, which resulted in a nationwide settlement valued at over \$11 million for purchasers of allegedly defective tampons. Additionally, in 2019, Blair participated on the trial team in *Perez v.*

Rash Curtis & Associates, where the jury returned a verdict for \$267 million in statutory damages under the Telephone Consumer Protection Act.

Blair received her Juris Doctor from University of San Francisco School of Law in 2017, where she was a Dean's Scholar and member of the University of San Francisco Law Review. Blair also attended University of San Francisco for her undergraduate degree where she played on the NCAA Division I Women's Tennis Team.

Education:

- Bar of the State of California (2017)
- J.D., University of San Francisco School of Law (2017)
 - Dean's Scholar
 - USF Law Review
- B.A. in Advertising and Communications, University of San Francisco (2013)

Bar Affiliations and Court Admissions:

- Bar of the State of California (2017)
- U.S. District Courts for the Northern, Central, Southern and Eastern Districts of California
- Ninth Circuit Court of Appeals

OF COUNSEL

GARY L. SPECKS practices primarily in the area of complex antitrust litigation. He has represented plaintiffs and class representatives at all levels of litigation, including appeals to the U.S. Courts of Appeals and the U.S. Supreme Court. In addition, Mr. Specks has represented clients in complex federal securities litigation, fraud litigation, civil RICO litigation, and a variety of commercial litigation matters. Mr. Specks is resident in the firm's Chicago office.

During 1983, Mr. Specks served as special assistant attorney general on antitrust matters to Hon. Neil F. Hartigan, then Attorney General of the State of Illinois.

Education:

- B.A., Northwestern University (1972)
- J.D., DePaul University College of Law (1975)

Bar Affiliations and Court Admissions:

- Bar of the State of Illinois (1975)
- U.S. Courts of Appeals for the Third, Fifth, Seventh, Ninth and Tenth Circuits
- U.S. District Court for the Northern District of Illinois, including Trial Bar

Professional Affiliations:

- American Bar Association
- Illinois Bar Association
- Chicago Bar Association

Mr. Specks can be reached by email at: GSpecks@kaplanfox.com

W. MARK MCNAIR has been associated with Kaplan Fox since 2003. He practices in the area of securities litigation. Mr. McNair is actively involved in maintaining and establishing the Firm's relationship with institutional investors and is active in the Firm's Portfolio Monitoring and Case Evaluation Program for the Firm's numerous institutional investors. Mr. McNair is a frequent attendee and speaker at various events for institutional investors.

Mr. McNair is a frequent speaker at various institutional events, including the National Conference of Public Employee Retirement Systems and the Government Finance Office Association.

Prior to entering private practice, Mr. McNair was an Assistant General Counsel at the Municipal Securities Rulemaking Board where he dealt in a wide range of issues related to the trading and regulation of municipal securities. Previously, he was an attorney in the Division of Market Regulation at the Securities and Exchange Commission. At the Commission his work focused on the regulation of the options markets and derivative products.

Education:

- B.A. with honors, University of Texas at Austin (1972)
- J.D. University of Texas at Austin (1975)
- L.L.M. (Securities) Georgetown University (1989)

Bar Affiliations and Court Admissions:

- Bar of the State of Texas (1975)
- Bar of the State of Maryland (1995)

- Bar of the State of Pennsylvania (1995)
- Bar of the District of Columbia (2008)
- U.S. Courts of Appeals for the Third, Fifth, Seventh, Ninth and Tenth Circuits
- U.S. District Court for the Northern District of Illinois, including Trial Bar

Mr. McNair can be reached at MMcnair@kaplanfox.com

WILLIAM J. PINILIS practices in the areas of commercial, consumer and securities class action litigation.

He has been associated with Kaplan Fox since 1999 and is resident in the firm's New Jersey office.

In addition to his work at the firm, Mr. Pinilis has served as an adjunct professor at Seton Hall School of Law since 1995 and is a lecturer for the New Jersey Institute for Continuing Legal Education. He has lectured on consumer fraud litigation and regularly teaches the mandatory continuing legal education course Civil Trial Preparation.

In 2021, Mr. Pinilis was appointed as Municipal Court Judge for Morristown, New Jersey.

Mr. Pinilis is the author of "Work-Product Privilege Doctrine Clarified," *New Jersey Lawyer*, Aug. 2, 1999; "Consumer Fraud Act Permits Private Enforcement," *New Jersey Law Journal*, Aug. 23, 1993; "Lawyer-Politicians Should Be Sanctioned for Jeering Judges," *New Jersey Law Journal*, July 1, 1996; "No Complaint, No Memo – No Whistle-Blower Suit," *New Jersey Law Journal*, Sept. 16, 1996; and "The *Lampf* Decision: An appropriate Period of Limitations?" *New Jersey Trial Lawyer*, May 1992.

Education:

- B.A., Hobart College (1989)
- J.D., Benjamin Cardozo School of Law (1992)

Bar Affiliations and Court Admissions:

- Bar of the State of New Jersey (1992)
- Bar of the State of New York (1993)
- U.S. District Courts for the District of New Jersey, and the Southern and Eastern Districts of New York

Professional Affiliations:

- Morris County Bar Association
- New Jersey Bar Association
- Graduate, Brennan Inn of Court

Mr. Pinilis can be reached by email at: WPinilis@kaplanfox.com

JUSTIN B. FARAR joined Kaplan Fox in March 2008. practices in the area of securities litigation and antitrust litigation with a special emphasis on institutional investor involvement. He is located in the Los Angeles office. Prior to working at Kaplan Fox, Mr. Farar was a litigation associate at O'Melveny & Myers, LLP and clerked for the Honorable Kim McLane Wardlaw on the Ninth Circuit Court of Appeals. Mr. Farar also currently serves as a Commissioner to the Los Angeles Convention and Exhibition Authority.

Mr. Farar is also an adjunct professor at the University of Southern California Gould Law School teaching a course on class actions.

Education:

- J.D., order of the coif, University of Southern California Law School (2000)
- B.A., with honors, University of California, San Diego

Bar Affiliations and Court Admissions:

- Bar of the State of California (2000)
- U.S. Court of Appeals for the Ninth Circuit (2000)
- U.S. District Court for the Central of California (2000)

Awards:

- The American Society of Composers, Authors and Publishers' Nathan Burkan Award Winner, 2000 for article titled "Is the Fair Use Defense Outdated?"

Mr. Farar can be reached by email at: JFarar@kaplanfox.com

MATTHEW GEORGE is a complex litigation attorney at Kaplan Fox & Kilsheimer LLP with a practice focused on data privacy, consumer protection, and employment/labor cases. He has significant experience and expertise handling multidistrict litigation and other coordinated proceedings in state and federal courts involving multiple parties and complex discovery issues.

Matthew has a strong track record opposing Silicon Valley's largest companies in lawsuits involving emerging technology and novel legal issues. He was on Kaplan Fox's lead counsel team in *In re: Apple Device Performance Litigation*, that recovered a settlement of up to \$500 million on claims that Apple violated the Computer Fraud and Abuse Act. In that case he managed third-party discovery of two dozen companies in the U.S. and Asia and first chaired a series of depositions. He is currently court appointed co-lead counsel in *In re: Robinhood Outage Litigation*, representing investors alleging losses attributable to a series of unprecedented outages of Robinhood's trading app in March of 2020. He also represents a certified class of patients alleging that failed blood testing startup Theranos and Walgreens unlawfully experimented on them in *In re: Arizona Theranos Incorporated Litigation*. Matthew has also obtained innovative rulings at the trial and appellate levels on claims against Facebook, Adobe, and Yahoo over mishandling of consumers' personal information and data.

Matthew has also advanced initiatives for underrepresented communities both in and out of court. He was recently co-lead counsel in cases against health care conglomerates CVS/Caremark and Aetna that collectively recovered over \$20 million on behalf of Americans living with HIV when their healthcare information was wrongfully exposed. Matthew has been a longstanding member of BALIF, the Bay Area's (and nation's oldest) LGBTQI+ bar association, where he has volunteered in BALIF's formal mentorship program helping new attorneys enter the profession. He has also been a member of the Consumer Attorneys of California's Diversity Committee, where he co-sponsored an event inclusive of the Bay Area's minority bar associations.

Matthew has been selected by his peers as a "Rising Star" by Northern California Super Lawyers each year from 2011-2014 and was chosen as a "Super Lawyer" in 2016, the first year he was eligible for the distinction and every year since. He has been a regular speaker at industry conventions and seminars on topics ranging from arbitration, expert depositions, and class action settlement strategies.

Education:

- B.A., Political Science and Criminal Justice, *magna cum laude*, Chapman University (2002)
- J.D., The University of Michigan Law School (2005)

Publications and Speaking Engagements:

- Expert Depositions: Promoting Expertise and Limiting Exposure –Bridgeport Continuing Legal Education “Mastering the Deposition” Seminar (January 2017)
- “How Viable Is the Prospect of Private Enforcement of Privacy Rights In The Age of Big Data? An Overview of Trends and developments In Privacy Class Actions” – Competition, The Journal of the Antitrust and Unfair Competition Law Section of the State Bar of California, Volume 24, No. 1 (Spring 2015)
- Panel Discussion of Sony Pictures Data Breach Cases – CNBC’s “Squawk On the Street” (December 2014)
- New and Developing Practice Areas – CAOC 53rd Annual Convention (November 2014)
- Privacy Law Symposium – University of California, Hastings College of the La (April 2014)
- Update On the Target Data Breach Litigation – HarrisMartin Target Data Breach MDL Conference (March 2014)
- Consumer Privacy Law – 8th Annual CAOC Class Action Seminar (February 2014)
- Privacy Litigation and Management: Strategies For Protection and Litigation – Bridgeport Continuing Legal Education Seminar (December 2012)
- Class Action Settlement Strategies and Mechanics – 12th Annual Bridgeport Class Action Litigation & Management Conference (April 2012)
- Developments In the Arbitration of Wage and Hour Disputes – Bridgeport 2010 Wage and Hour Conference (October 2010)

Bar Affiliations and Court Admissions:

- Bar of the State of California
- U.S. District Courts for the Northern, Central, Southern and Eastern Districts of California, and the District of Colorado
- Ninth Circuit Court of Appeals

Professional Affiliations:

- Bay Area Lawyers for Individual Freedom

- Consumer Attorneys of California (Diversity Committee)
- American Bar Association (Labor and Employment Section)

Mr. George can be reached by email at: mgeorge@kaplanfox.com

KATHLEEN HERKENHOFF is a complex litigation attorney, with a practice principally focused on securities and consumer class actions, as well as shareholder derivative actions. Kathleen's experience includes employment litigation and data privacy matters. Over the course of her career, she has played a key role in obtaining more than \$1 billion in settlement recoveries for victims of corporate fraud and misconduct. She joined Kaplan Fox & Kilsheimer LLP in 2021.

Kathleen's law career started at the United States Securities and Exchange Commission, where she investigated and litigated securities fraud and insider trading actions. Her SEC victories include securing a \$22 million judgment in a complex offering fraud.

Following her SEC career, she joined a national class action litigation firm. During her 12 years at the firm (at which she was a partner from 2002 to 2009), she practiced in all areas of securities class and derivative litigation on behalf of both institutional and individual shareholders. Kathleen's work contributed to securing monetary recoveries exceeding \$1 billion on litigation involving HealthSouth Corp. (\$671 million in class action), AOL Time Warner, Inc. (\$618 million in opt out litigation), Mattel, Inc. (\$122 million in class action), Honeywell International, Inc. (\$100 million in class action), Vesta Insurance Group, Inc. (\$78 million combined settlement, with \$17 million from auditor in class action), St. John Knits (\$60 million settlement value in challenge to insider deal seeking to take company private), SmarTalk Teleservices, Inc. (\$27.1 million, plus a separate \$15 million auditor settlement in class action) and scores of other corporate entities, including large value recoveries exceeding \$30 million in shareholder derivative actions. In addition to litigating these matters, Kathleen drafted and negotiated sweeping corporate governance improvements in connection with settlements for several of these actions.

In addition to the substantial class action practice Kathleen enjoyed at the national law firm, she also dedicated significant work toward achieving excellent results in numerous shareholder derivative cases:

In re KB Home Shareholder Derivative Litig., No. 06-CV-05148 (C.D. Cal.) (served on co-lead counsel team recovering more than \$31 million in financial benefits, including \$21.5 million in cash, plus substantial corporate governance enhancements relating to KB Home's stock option granting practices, director elections, and executive compensation practices).

In re Coherent, Inc. Shareholder Derivative Litig., No. 507CV00955 (N.D. Cal.) (settlement including recovery to company of over \$6 million in cash and cancelled stock options, and substantial governance reforms).

In re Corinthian Colleges, Inc. Shareholder Derivative Litig., No. SACV-06-0777-AHS (ANx) (C.D. Cal.) (settlement including repricing of \$2 million worth of misdated options, and enactment of corporate governance reforms).

In re First American Corp. Shareholder Derivative Litig., No. SACV-06-1230-JVS (RNBx) (C.D. Cal.) (settlement including repayment by certain officers and directors of more than \$700,000 to company, and corporate governance enhancements).

In re Eclipsys Corp. Derivative Litigation, No. 07-80611-CIV-MIDDLEBROOKS (S.D. Fla.) (settlement of shareholder derivative action involving governance improvements).

In re Rambus, Inc. Derivative Litig. No. 506CV03513 (N.D. Cal.) (settlement of shareholder derivative action for substantial governance reforms).

In 2010, Kathleen spearheaded the opening of a California office of a boutique firm with merger & acquisition and shareholder derivative practice groups. In her role, Kathleen continued to obtain significant victories, including obtaining cutting edge corporate governance reforms to be enacted by various corporate entities. A sampling of this work includes Kathleen's role as co-lead counsel in successful shareholder derivative litigation on behalf of Nominal Defendant Diamond Foods, Inc., resulting in more than \$10 million in financial consideration for the company, in addition to corporate governance enhancements. *In re Diamond Foods, Inc. S'holder Derivative Litig.*, Lead Case No. CGC-11-515895 (Cal. Super. Ct. San Francisco Cnty).

Kathleen also helped to secure the boutique firm's leadership position in a federal shareholder derivative litigation on behalf of Nominal Defendant Intuitive Surgical, Inc. ("Intuitive"). *Berg v. Guthart, et al.*, Case Nos. 5:14-cv-00515-EJD (N.D. Cal.). The Intuitive shareholder derivative action was thereafter litigated in a combined effort with the state court lead counsel before the Honorable Gerald J. Buchwald of the Superior Court for the State of California, San Mateo County, reaching a pre-trial settlement including \$15 million in value recovered for the Company. *Public School Teachers' Pension and Retirement Fund of Chicago v. Guthart, et al.*, Case No. CIV-526930 (Cal. Super. Ct San Mateo Cnty.).

Additional representative shareholder derivative actions include:

In re Galena Biopharma, Inc. Derivative Litigation, Case No. 3:14-cv-00382-SI (Lead) (D. Or.) (settlement including \$15 million payment, cancellation of \$1.2 million worth of stock options allegedly granted improperly to certain of Galena's directors, and the adoption of corporate governance reforms).

Barovic v. Ballmer, et al., Lead Case No: 2:14-cv-00540-JCC (W.D. Wa.) (derivative action on behalf of Microsoft, with settlement involving significant corporate governance measures concerning the Company's compliance with antitrust laws and regulations.).

In re Art Tech. Group, Inc. Shareholders Litig., C.A. No. 5955-CC (Del. Ch.) (member of deposition team involved in obtaining factual record to support preliminary injunction against proposed \$1 billion merger transaction for which partial fee was later awarded).

In re Rentech, Inc. Derivative Litig., Lead Case No. BC 430553 (Cal. Super. Ct. Los Angeles Cnty.) (settlement approved with extensive governance reforms, including limits on employee directors serving on more than two public company boards).

In re Cadence Design Systems, Inc. Securities and Derivative Litig., No. C-08-4966-SC (N.D. Cal.) (settlement resulting in corporate governance enhancements).

Denham v. Yoseloff, et al., A-09-603275-C (Eighth Judicial District for Clark County, Nevada) (action on behalf of Shuffle Master, Inc., with governance improvements in settlement including separation of Chairman and CEO positions).

As indicated, each of the representative actions included governance improvements. In particular, the governance enhancements that Kathleen has pushed for in various actions have received praise from courts, such as the Honorable Marie S. Weiner of the San Mateo County Superior Court, who commented that the governance improvements in one settlement were “the most detailed and extensive corporate governance changes I’ve seen in a derivative settlement.” *In re SciClone Pharms., Inc. S’holder Derivative Litig.*, No. CIV 499030 (Cal. Super. Ct., San Mateo Cnty.) (settlement included the adoption of cutting-edge corporate governance reforms including establishment of a Foreign Corrupt Practices Act (“FCPA”) compliance coordinator; the adoption of an FCPA compliance program; and the adoption of additional internal controls and compliance functions).

Kathleen’s work has also included protecting shareholders in appellate court matters. See e.g. *Dennis v. Hart, et al.*, 724 F.3d 1249 (9th Cir. 2013) (rejecting defendants’ arguments in shareholder derivative action that, among other things, the doctrine of complete preemption conferred federal jurisdiction in the action in view of the inclusion of allegations that defendants’ conduct violated the Dodd-Frank Wall Street Reform and Consumer Protection Act). At the time of its issuance, *Dennis* was considered a significant victory for shareholders seeking more than one forum in which to pursue claims for conduct stemming from Dodd-Frank.

Other key victories include *Rosenbloom v. Pyott*, 765 F.3d 1137 (9th Cir. 2014). Kathleen was involved in the litigation of this shareholder derivative litigation against various Allergan, Inc. insiders for the alleged illegal marketing of “Botox”. In the district court, plaintiffs were initially dismissed following defendants’ motions to dismiss, but on September 2, 2014, the Ninth Circuit issued a significant reversal in plaintiffs’ favor. A three-judge Ninth Circuit panel unanimously concluded that the district court abused its discretion in dismissing the action for purported failure to show that a pre-lawsuit “demand” should be excused. Kathleen worked extensively as part of the team of co-lead counsel in the action on the pleadings and briefs before the district court and development of the factual record. In assessing the record from the district court, Judge Stephen Reinhardt wrote that plaintiffs presented “a battery of particularized factual

allegations that strongly support an inference at this stage of the litigation that the Board knew of and did nothing about illegal activity.”

Immediately prior to joining Kaplan Fox, Kathleen served as a partner in a law firm specializing in employment litigation, as well as in class and shareholder derivative matters. This experience expanded her practice to include pursuing relief for employees victimized by illegal conduct in the workplace, whether for wage and hour claims, discrimination, harassment or a host of other improper practices.

Notably, since 2018, Kathleen has served on the Plaintiffs’ Executive Committee in *In re: Apple Inc. Device Performance Litigation (N.D. Cal.)*, which is profiled above in other sections of the firm’s resume and on the firm’s webpage.

Education:

- Bar of the State of California (1993)
- J.D., Pepperdine University School of Law (1993)
 - Dean’s Honor List
 - American Jurisprudence Award, Constitutional Law and Agency-Partnership
- B.A. in English Literature, University of California at Berkeley (1989)

Bar Affiliations and Court Admissions:

- Bar of the State of California (1993)
- U.S. District Courts for the Northern, Central, Southern and Eastern Districts of California
- Ninth Circuit Court of Appeals

Ms. Herkenhoff can be reached by email at: kherkenhoff@kaplanfox.com

PETER S. LINDEN joined Kaplan Fox in August 2021. Mr. Linden’s practice concentrates on securities, commercial, and healthcare fraud litigation. His clients include public pension funds and other institutional investors, individuals, businesses, and governmental entities. Prior to joining Kaplan Fox, Mr. Linden was a partner at another national securities law firm, where he spent over 30 years, including almost ten years as one of that firm’s managing partners. During his career, Mr. Linden has obtained numerous outstanding recoveries, totaling in excess of a billion dollars.

In the area of securities litigation, Mr. Linden has played a leading role in numerous successful class actions, including the following examples. He represented plaintiffs, as lead counsel, in *In re Citigroup Inc Securities Litig.*, 07 Civ. 9901 (S.D.N.Y.), a class action arising out of Citigroup's alleged misrepresentations regarding their exposure to losses associated with numerous collateralized debt obligations. This case settled for \$590 million -- at the time, the largest CDO-related settlement ever, as well as the largest settlement of a fraud-only action. In *In re BISYS Securities Litig.*, 04 Civ. 3840 (S.D.N.Y.), Mr. Linden's representation of a municipal pension fund as co-lead counsel in a securities class action alleging accounting improprieties resulted in a \$65 million recovery. In *In re Laidlaw Bondholder Litig.*, No. 3-00-2518-17 (D.S.C.), Mr. Linden represented, as lead counsel, two major insurance companies and a bondholder class in a securities class action resulting in a \$42.875 million recovery. Finally, he represented several large municipal bond issuers in confidential FINRA arbitrations against large, institutional banks. The claims alleged various misrepresentations and breaches of statutory and fiduciary duties by the underwriters of auction rate securities.

Mr. Linden has handled many notable actions in the consumer protection area as well. He served as Chairman of the Plaintiffs' Steering Committee in *In re MCI Non-Subscriber Litig.*, MDL No. 1275 (S.D. Ill.), a consumer class action resulting in an approximately \$90 million recovery for the class. In *Carnegie v. Household International, Inc., et al.*, No. 98 C 2178 (N.D. Ill.) he and his firm served as co-lead counsel in a class action against H&R Block and Household Bank (as successor to Beneficial National Bank) for the benefit of taxpayers who had obtained Refund Anticipation Loans ("RALs"). The case alleged that H&R Block and Beneficial National Bank made misrepresentations and charged people undisclosed fees on RALs. After years of litigation and appeals, the case resulted in a settlement of \$39 million in cash. In *In re IDT Corp. Calling Card Terms Litig.*, No. 207 CV 01076 (D.N.J.), Mr. Linden served as lead counsel in a class action litigation against certain related prepaid calling card providers, alleging that they failed to inform consumers sufficiently about the applicable rates and charges for such calling cards, and thereby violated various state consumer protection acts and other laws. The case resulted in a settlement of up to \$20 million in Refund PINs (representing free

domestic telephone minutes), \$2 million in charitable donations, and additional relief consisting of enhanced disclosures of calling card charges.

In the healthcare arena, Mr. Linden represented the State of Michigan in *Bill Schuette, Attorney General of The State Of Michigan, ex rel The State of Michigan v. McKesson Corporation, et al.*, No. 11-629-CZ (Ingham Cty. Cir. Ct.), a lawsuit arising out of a scheme to increase the Average Wholesale Prices of hundreds of brand name drugs causing the submission of false claims to the Michigan Medicaid program, and the overpayment of Medicaid pharmacy claims. The court determined that the State had successfully pled a cause for money damages under its Medicaid False Claims Act.

Mr. Linden's advocacy also has resulted in many notable decisions, including: *Epstein v. MCA, Inc.*, finding a private right of action, and granting partial summary judgment, under Section 14(d)(7) of the Securities Exchange Act; and *In re eBay, Inc. Shareholders Litig.*, finding that investment banking advisors could be held liable for aiding and abetting insiders' acceptance of IPO allocations through "spinning."

Mr. Linden has been selected by Super Lawyers for securities litigation. His work has also resulted in recognition in Law360 and the National Law Journal's "Plaintiffs' Hot List."

Prior to going into private practice, Mr. Linden worked as an Assistant District Attorney in the Kings County District Attorney's Office for over six years and gained significant trial and appellate experience. He ultimately served as a supervising attorney of that Office's Economic Crimes Bureau.

Education:

- B.A., State University of New York at Stony Brook (1980), Pi Sigma Alpha Honor Society
- J.D., Boston University School of Law (1984)

Court Admissions and Bar Affiliations:

- New York State Bar
- United States District Court for the Southern District of New York
- United States District Court for the Eastern District of New York
- United States District Court for the Eastern District of Michigan
- United States District Court for the Eastern District of Wisconsin

- United States District Court for the Southern District of California
- United States Courts of Appeals for the Second, Third, Sixth, Seventh, Eighth, Ninth, Tenth and the District of Columbia Circuits

Professional affiliations:

- New York State Bar Association
- Association of the Bar of the City of New York
- National Association of Public Pension Plan Attorneys
- Dean's Advisory Board, Boston University School of Law
- Advisory Board, Boston University School of Law Small & Mid-Size Firm Apprenticeship Program (SMAP)

Mr. Linden can be reached by email at: plinden@kaplanfox.com

EXHIBIT Q



SEC DIVISION OF ENFORCEMENT

Case Closing Report

As of: 12/22/2020

Matter No.: SF-04375-A **Matter Name:** Geron Corp.

The undersigned has been designated by the Director of the Division of Enforcement to exercise delegated authority to terminate and close all investigations authorized by the Commission pursuant to Section 20 of the Securities Act of 1933 [15 U.S.C. 77t], Section 21 of the Securities Exchange Act of 1934 [15 U.S.C. 78u], Section 18 of the Public Utility Holding Company Act of 1935 [15 U.S.C. 79r], Section 42 of the Investment Company Act of 1940 [15 U.S.C. 80a-41], and section 209 of the Investment Advisers Act of 1940 [15 U.S.C. 80b-9].

I hereby close this case, pursuant to delegated authority.

(b)(6); (b)(7)(C)

04.29.21

Date

EXHIBIT R

EXHIBIT S

Junge v. Geron Corp., 20-cv-547-WHA
EXHIBIT S - INDIVIDUAL ATTORNEY AND PROFESSIONAL BILLING CODE CHART
 Kaplan Fox & Kilsheimer LLP - July 27, 2020 through January 27, 2023

Category Codes:

[310] Briefs & Pretrial Motions	[324] Miscellaneous
[312] Pleadings	[330] Appeals
[314] Discovery	[370] Research
[316] Class Certification	[380] Experts
[318] Settlement	[390] Trial Preparations
[320] Court Conferences & Prep	[400] Travel
[322] Prep Papers in Support Of Settlement	

Title Codes:

Partner/Principal/Shareholder/Director/Owner	P
Counsel/Senior Counsel/Of Counsel	OC
Associate/Senior Associate	A
Law Clerk/Staff Attorney/Contract Attorney	LC
Paralegal	PL
Investigator	I

Staff Name	Title	[310]	[312]	[314]	[316]	[318]	[320]	[322]	[324]	[330]	[370]	[380]	[390]	[400]	Billing Rate	Cumulative Time	Cumulative Lodestar
RN KAPLAN	P	5.00	18.50	8.50	1.70	19.50	6.20		3.70			0.20			\$1,300.00	63.30	\$82,290.00
GK ARENSON	P											0.40			\$1,250.00	0.40	\$500.00
FS FOX	P		2.00			6.90									\$1,250.00	8.90	\$11,125.00
LD KING	P	31.80	2.60	72.20	9.70	58.70	19.30	15.20	12.90		2.40	15.20	15.30	8.00	\$1,100.00	263.30	\$289,630.00
M MOONSAMMY	PL	1.50		239.20		4.50									\$380.00	245.20	\$93,176.00
DR HALL	P					1.20									\$1,025.00	1.20	\$1,230.00
JP CAMPISI	P	243.40	114.00	1399.50	271.40	248.10	92.40		12.00	2.80	10.40	129.70	13.30	56.00	\$955.00	2593.00	\$2,476,315.00
KM COSGROVE	I			4.50					196.10						\$380.00	200.60	\$76,228.00
MM CHOI	A	37.70	4.00	37.80	3.10		8.20		26.80		1.5	0.90			\$725.00	118.50	\$85,912.50
PA MAYER	A														\$815.00	1.50	\$1,222.50
TN HARVEY	PL			7.50											\$325.00	7.50	\$2,437.50
S POWLEY	PL	30.70	11.30	55.80	11.50		8.70	8.00	5.10		2.60		0.90		\$335.00	134.60	\$45,091.00
J JURIS	A	59.90	29.50	264.8			4.7	5.5	192.9		40.1	14.6			\$575.00	612.00	\$351,900.00
N LEE	PL	8.3	0.20	279.0		2	1.7	2	6.9		0.5				\$225.00	49.50	\$11,137.50
S FLECHA	PL		25.90	6.30				1	55.2		8.7				\$225.00	97.10	\$21,847.50
B FOX	LC		21.10	472.90	216.4			14.5	5.2		115.1				\$290.00	845.20	\$245,108.00
J GRIFFIN	PL			1.00											\$275.00	1.00	\$275.00
T YAGMAN	LC			56.00					53.6		21.3				\$230.00	130.90	\$30,107.00
A FRANK	LC										25.6				\$250.00	25.60	\$6,400.00
C MORRISON	OC	1							0.5		55.5				\$250.00	57.00	\$14,250.00
K HERKENHOFF	OC	99.2	0.70	422.90	11.8	156.7	19.8	72.8	29.4		83.9	39	3.2		\$1,000.00	939.40	\$939,400.00
B REED	A		4.70	183.4				12.9	5		105.4	30.1			\$485.00	341.50	\$165,627.50
TOTALS		518.50	234.50	3,260.20	525.60	497.60	161.00	131.90	382.40	2.80	695.90	230.10	32.70	64.00		6,737.20	\$4,951,210.00

EXHIBIT T

COOLEY LLP

Cullen D. Speckhart (VSB 79096)
 Olya Antle (VSB 83153)
 1299 Pennsylvania Avenue, NW, Suite 700
 Washington, DC 20004-2400
 Telephone: (202) 842-7800
 Facsimile: (202) 842-7899

Co-Counsel to the Reorganized Debtors

**IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE EASTERN DISTRICT OF VIRGINIA
 NORFOLK DIVISION**

In re:	)	Chapter 11
RETAIL GROUP, INC., <i>et al.</i> , ¹	)	Case No. 20-33113(FJS)
)	
Reorganized Debtors.	)	(Jointly Administered)
)	

**COVER SHEET TO THE APPLICATION OF COOLEY LLP FOR COMPENSATION
 AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD OF JANUARY 13, 2022
 THROUGH MARCH 3, 2022**

Basic Information	
Name of Applicant	Cooley LLP
Name of Client	Mahwah Bergen Group, Inc., <i>et al.</i> (<i>fka</i> Ascena Retail Group, Inc., <i>et al.</i>)
Petition Date	July 23, 2020
Retention Date	effective as of July 23, 2020
Date of Order Approving Employment	September 9, 2020
Compensation Period	
Time Period Covered	January 13, 2022 through March 3, 2022
Hours Billed	271.4
Total Fees Sought	\$268,183.00

¹ A complete list of each of the Reorganized Debtors in these chapter 11 cases may be obtained on the website of the Reorganized Debtors' claims and noticing agent at <http://cases.ra.kroll.com/ascena>. The location of Reorganized Debtor Mahwah Bergen Group, Inc.'s principal place of business and the Reorganized Debtors' service address in these chapter 11 cases is 933 MacArthur Boulevard, Mahwah, New Jersey 07430.

Total Expenses Sought	\$1,167.81
Blended Rate (All Timekeepers)	\$988.15
Blended Rate (Attorneys)	\$1,152.66
Blended Rate (Paralegals)	\$393.32
Total Fees and Expenses Requested	\$269,350.81

This is Cooley LLP’s fee application in these chapter 11 cases for the period of January 13, 2022 through March 3, 2022 (the “Compensation Period”).

The total time expended in connection with the preparation of this fee application is not included herein as such time was expended after the Compensation Period.

**PRIOR MONTHLY FEE STATEMENTS SUBJECT TO THE
COMPENSATION PERIOD**

None.

<u>COMPENSATION BY TIMEKEEPER DURING THE COMPENSATION PERIOD</u>				
Name of Professional Person²	Position of the Applicant, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate	Total Billed Hours	Total Compensation
Cathy Herschopf	Partner: Member of New York Bar since 1989; Area of Expertise: Bankruptcy	\$1,420	0.4	\$568.00
Summer Wynn*	Partner; Member of California Bar since 2005; Area of Expertise: Business Litigation	\$1,240	1.8	\$2,232.00
Cullen D. Speckhart	Partner; Member of Virginia Bar since 2009, New York Bar since 2010, Missouri Bar since 2016, and DC Bar since 2020; Area of Expertise: Bankruptcy	\$1,225	7.7	\$9,432.50
Robert L. Eisenbach III	Of Counsel; Member of California Bar since 1986; Area of Expertise: Bankruptcy	\$1,440	33.7	\$48,528.00
Rebecca Givner-Forbes*	Special Counsel; Member of Virginia Bar since 2012 and DC Bar since 2013; Area of Expertise: Trademark	\$1,165	2.8	\$3,262.00
Paul Moura*	Special Counsel; Member of California Bar since 2013 and New York Bar since 2014; Area of Expertise: Insurance	\$1,165	4.1	\$4,776.50
Olya Antle	Associate; Member of Virginia Bar since 2012 and DC Bar since 2020; Area of Expertise: Bankruptcy	\$1,115	139.1	\$155,096.50
Jeremiah Ledwidge	Associate; Member of New York Bar since 2018; Area of Expertise: Bankruptcy	\$920	23.0	\$21,160.00
David Fleischer	Paralegal	\$515	5.6	\$2,884.00
Elizabeth Rice	Paralegal	\$435	0.5	\$217.50
Mollie Canby	Paralegal	\$380	52.7	\$20,026.00
TOTAL			271.4	\$268,183.00
Blended Hourly Rate for All Timekeepers				\$988.15
Blended Hourly Rate for Attorneys				\$1,152.66
Blended Hourly Rate for Paraprofessionals				\$393.32

² An asterisks appears next to the last names of attorneys who provided limited services to the Debtors in connection with issues in the attorneys' areas of specialization.

TIME BILLED BY PROJECT CATEGORY DURING THE COMPENSATION PERIOD

Subject Matter Categories		Hours Spent	Fees
B01	Asset Analysis and Recovery	0.9	\$971.00
B03	Business Operations	22.5	\$25,765.50
B04	Case Administration	70.9	\$40,891.00
B05	Claims	56.6	\$63,738.00
B07	Fee/Employment Applications	0.6	\$228.00
B10	Litigation	7.6	\$9,789.00
B11	Meetings	3.4	\$3,621.00
B12	Plan and Disclosure Statement	66.8	\$73,248.00
B18	Leases and Executory Contracts	0.5	\$460.00
B19	Preparation For and Attendance at Court Hearings	17.3	\$19,279.50
B21	Tax Issues	20.1	\$25,369.00
B29	Intellectual Property	4.2	\$4,823.00
	Total	271.4	\$268,183.00

EXPENSE SUMMARY DURING THE COMPENSATION PERIOD

Expense Category	Amount
Certificate of Good Standing	\$15.00
Document Preparation	\$10.03
Filing Fees	\$310.05
Hearing Transcripts (eScribers LLC)	\$427.85
Research Database / Document Retrieval	\$404.88
TOTAL	\$1,167.81

COOLEY LLP

Cullen D. Speckhart (VSB 79096)
Olya Antle (VSB 83153)
1299 Pennsylvania Avenue, NW, Suite 700
Washington, DC 20004-2400
Telephone: (202) 842-7800
Facsimile: (202) 842-7899

Co-Counsel to the Reorganized Debtors

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
NORFOLK DIVISION**

)	
In re:	)	Chapter 11
)	
RETAIL GROUP, INC., <i>et al.</i> , ¹	)	Case No. 20-33113(FJS)
)	
Reorganized Debtors.	)	(Jointly Administered)
)	

**APPLICATION OF COOLEY LLP FOR COMPENSATION AND REIMBURSEMENT
OF EXPENSES FOR THE PERIOD OF JANUARY 13, 2022 THROUGH MARCH 3,
2022**

Cooley LLP (“Cooley” or “Applicant”), co-counsel to Mahwah Bergen Retail Group, Inc. (*fka* Ascena Retail Group, Inc.) and certain of its affiliates (collectively, the “Reorganized Debtors,” and between January 13, 2022, and March 3, 2022, the “Debtors”), respectfully represents:

¹ A complete list of each of the Reorganized Debtors in these chapter 11 cases may be obtained on the website of the Reorganized Debtors’ claims and noticing agent at <http://cases.ra.kroll.com/ascena>. The location of Reorganized Debtor Mahwah Bergen Group, Inc.’s principal place of business and the Reorganized Debtors’ service address in these chapter 11 cases is 933 MacArthur Boulevard, Mahwah, New Jersey 07430.

INTRODUCTION

1. This is Cooley’s application (the “Application”) for allowance of compensation and reimbursement of expenses pursuant to §§ 330 and 331 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the Eastern District of Virginia (the “Local Rules”), the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases (the “U.S. Trustee Guidelines”), the *Order (i) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (ii) Granting Related Relief* (the “Interim Compensation Order”) [Docket No. 550] and the *Revised Order (A) Modifying and Confirming the Amended Chapter 11 Plan Consistent with the District Court’s Memorandum Opinion, (B) Ratifying Action Taken in Reliance on the Order Dated February 25, 2021, and (C) Granting Related Relief* (the “Reconfirmation Order”) [Docket No. 2611].

2. Applicant seeks approval of compensation for legal services rendered by Applicant to the Debtors during the period from January 13, 2022 through March 3, 2022 (the “Compensation Period”) in the total amount of \$268,183.00 and reimbursement of certain expenses incurred by (or first billed by outside vendors to) Applicant in the amount of \$1,167.81.² Cooley’s Application

² Prior to the entry of the *Order Remanding Case to Bankruptcy Court; Ordering Reassignment* [Docket No. 2549] (the “Remand Order”), and specifically, between December 1, 2021 and January 12, 2022 (the “Pre-Compensation Period”), Applicant incurred post-effective date fees in the amount of \$196,904.00 and post-effective date costs in the amount of \$3,596.52 in connection with its representation of Jackson Square Advisors LLC, the Plan Administrator appointed pursuant to the Confirmation Order (as defined *infra*) [Docket No. 1811]. Jackson Square Advisors LLC engaged Cooley as its counsel on or around March 2, 2021. Applicant has not been compensated for these fees or reimbursed for these costs, which are not part of the Application.

includes, among other things, contemporaneously maintained time entries for each professional who provided services during the Compensation Period, maintained in increments of tenths (1/10) of an hour, and an itemization and description of the costs and expenses incurred by Applicant.

3. This Application complies with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the U.S. Trustee Guidelines, the Interim Compensation Order, and the Reconfirmation Order.

4. In support of this Application, Applicant submits the declaration of Cullen D. Speckhart (the "Speckhart Declaration"), a partner at Cooley LLP. The Speckhart Declaration is attached hereto as **Exhibit A** and incorporated by reference herein.

JURISDICTION AND STATUTORY PREDICATES

5. This Court has jurisdiction to consider this Application pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

6. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

7. The statutory predicates for the relief requested herein are §§ 105(a), 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016 and Local rule 2016-1.

RELEVANT CASE BACKGROUND

8. On July 23, 2020 (the "Petition Date"), each of the Debtors filed a voluntary petition with the United States Bankruptcy Court for the Eastern District of Virginia (the "Court") for relief under chapter 11 of the Bankruptcy Code. The Debtors' chapter 11 cases were consolidated for procedural purposes and were jointly administered pursuant to Bankruptcy Rule 1015(b).

9. On August 13, 2020, the Debtors filed the *Debtors' Application for Entry of an Order Authorizing the Employment and Retention of Cooley LLP as Co-Counsel for the Debtors and Debtors-In-Possession Effective as of the Petition Date* [Docket No. 258].

10. On September 9, 2020, the Court entered the *Order Authorizing the Debtors to Employ and Retain Cooley LLP as Co-Counsel for the Debtors and Debtors-in-Possession Effective as of the Petition Date* [Docket No. 559].

11. On February 25, 2021, the Court entered the order (the "Confirmation Order") [Docket No. 1811], which confirmed *the Amended Joint Chapter 11 Plan (Technical Modifications) of Reorganization of Mahwah Bergen Retail Group, Inc. (f/k/a Ascena Retail Group, Inc.) and its Debtor Affiliates* (the "Plan") [Docket No. 1794].

12. Pursuant to the Plan, Confirmation Order, and Plan Administration Agreement [Docket No. 1790, Ex. H], Jackson Square Advisors LLC was appointed as the Plan Administrator and sole representative of the Debtors upon occurrence of the Effective Date. On March 5, 2021, the Debtors filed the *Notice of Occurrence of the Plan Effective Date* [Docket No. 1845].

13. Immediately prior to the Effective Date, the Plan Administrator engaged Cooley as its counsel to represent Jackson Square Advisors LLC in its capacity as the Plan Administrator and to assist the Plan Administrator with administering the Plan and take any other actions authorized by the Plan and the Plan Administration Agreement. The Plan Administrator and Cooley executed an engagement letter (the "Engagement Letter") reflecting the scope, cost, and other provisions relevant to Cooley's representation of the Plan Administrator. Following the Reorganized Debtors' emergence from bankruptcy and pursuant to the Engagement Letter, Cooley provided services to the Plan Administrator and billed the Plan Administrator on a monthly basis for all

services performed and costs incurred consistent with Cooley’s billing policy as reflected in the Engagement Letter.

14. On January 13, 2022, the United States District Court for the Eastern District of Virginia (the “District Court”) vacated the Confirmation Order and entered the Remand Order, remanding the case back to this Court and directing the Debtors to strike Article VIII.F of the Plan (Third-Party Release), modify Article VIII.G of the Plan (Exculpation Provision), and seek re-confirmation of the Plan in a manner consistent with the Remand Order and the District Court’s Memorandum Opinion accompanying the same (the “Remand Opinion”) [Docket No. 2548].

15. On March 3, 2022, the Court entered the Reconfirmation Order approving and reconfirming the Plan effective as of February 25, 2021, under all applicable sections of the Bankruptcy Code, including section 1129, and applicable law, subject to the limited modifications reflected in the Reconfirmation Order, consistent with the Remand Order and the Remand Opinion.

16. Applicant is submitting this Application in accordance with paragraph 10 of the Reconfirmation Order.

SERVICES RENDERED DURING THE COMPENSATION PERIOD

17. During the Compensation Period, Applicant’s services to the Debtors included professional advice and representation in connection with discrete categories in these chapter 11 proceedings. The aggregate hours and amount billed for each category are set forth on the cover page to this Application.

18. To apprise this Court of the legal services provided during the Compensation Period, Applicant sets forth the following summary of legal services rendered. The summary is intended only to highlight the general categories of services performed by Applicant on behalf of

the Debtors; it is not intended to set forth each and every item of professional services that Applicant performed.

Business Operations

19. This category includes time spent by Applicant with respect to the Debtors' business operations, including (i) reviewing and analyzing materials in connection with winding down certain of the Debtor entities; (ii) reviewing the Debtors' monthly operating report; and (iii) communicating with the Debtors' financial professionals, the U.S. Trustee, and other interested parties regarding the Debtors' monthly operating report and post-confirmation quarterly fees and winding down the Debtor entities.

20. Applicant expended 22.5 hours of time for a charge of \$25,765.50 for services rendered with respect to matters relating to business operations.

Case Administration

21. This category includes time expended by Applicant on a variety of activities relating to the day-to-day management of these chapter 11 cases. Services rendered in this category include (i) regularly conferring with Applicant's co-counsel and other estate professionals, the U.S. Trustee, and other parties in interest regarding the status of the cases; (ii) finalizing and filing pleadings throughout these chapter 11 cases; (iii) coordinating service of filed pleadings; (iv) calendaring critical dates; (v) communicating with Chambers and the U.S. Trustee's office concerning matters related to case administration; (vi) preparing and working to obtain entry of proposed orders; (vii) drafting and filing various pleadings related to the administration of these cases, including, but not limited to, hearing agendas, remote procedures notices, certifications of no objection, monthly operating reports, and adjournment and cancellation notices; (viii) managing

the docket of the cases; and (ix) attending to miscellaneous tasks that do not properly fall into any other project category.

22. Applicant expended 70.9 hours of time for a charge of \$40,891.00 for services rendered in connection with case administration.

Claims

23. This category includes time expended by Applicant related to reconciliation of claims filed against the Debtors. During the Compensation Period, Applicant spent time (i) reconciling claims filed against the Debtors; (ii) drafting responsive pleadings in support of the Debtors' objection to certain claims filed by the claimants; (iii) conferring with Debtors' financial and tax professionals regarding claims reconciliation issues and claims objection schedules; and (iv) responding to formal and informal responses from claimants and counsel related to the omnibus claims objections, including negotiation of settlements.

24. Applicant expended 56.6 hours of time for a charge of \$63,738.00 for services rendered in connection with this category.

Litigation

25. This category includes time expended by Applicant related to litigation matters. During the Compensation Period, Applicant spent time analyzing and addressing various litigation matters filed against the Debtors and communicating with other professionals and interested parties regarding the foregoing.

26. Applicant expended 7.6 hours of time for a charge of \$9,789.00 with respect to litigation.

Meetings

27. This category includes time expended by Applicant preparing for and attending meetings with the Debtors' professionals and other parties in interest in connection with the District Court's ruling, professional compensation, and status conference scheduled by the Court.

28. Applicant expended 3.4 hours of time for a charge of \$3,621.00 with respect to this category.

Plan and Disclosure Statement

29. This category includes time expended by Applicant in connection with the reconfirmation of the Reorganized Debtors' Plan. During the Compensation Period, Applicant spent time (i) reviewing and analyzing the District Court's Remand Opinion, Remand Order and related orders; (ii) reviewing and providing comments to the motion to reconfirm the Reorganized Debtors' Plan and the Reconfirmation Order; (iii) analyzing the third party releases issues; and (iv) communicating with co-counsel, estate professionals, and interested parties regarding the foregoing.

30. Applicant expended 66.8 hours of time for a charge of \$73,248.00 with respect to reconfirmation of the Reorganized Debtors' Plan.

Preparation For and Attendance at Court Hearings

31. This category includes, among other things, time expended by Applicant with respect to the preparation for and attendance of hearings in these chapter 11 cases including the status conferences on January 20, 2022, January 27, 2022, February 24, 2022, and March 1, 2022, and the reconfirmation hearing on March 3, 2022.

32. Applicant expended 17.3 hours of time for a charge of \$19,279.50 for services rendered with respect to preparation for and attendance of hearings.

Tax Issues

33. This category includes time expended by Applicant with respect to (i) analyzing various tax issues and (ii) conferring with the Debtors' tax professionals regarding the foregoing.

34. Applicant expended 20.1 hours of time for a charge of \$25,369.00 for services rendered with respect to tax matters.

Intellectual Property

35. This category includes time expended by Applicant with respect to (i) analyzing assignment of trademarks, (ii) reviewing draft assignment agreements and related documentation, and (iii) conferring with counsel to the purchaser of the Debtors' assets and Debtors' professionals regarding the foregoing.

36. Applicant expended 4.2 hours of time for a charge of \$4,823.00 for services rendered with respect to intellectual property matters.

APPLICANT'S TIME RECORDS FOR THE COMPENSATION PERIOD

37. Applicant has maintained contemporaneous time records that reflect the time each attorney has spent working on a particular matter and the nature of the work performed. Copies of these time records are annexed to this Application as **Exhibit B**. The total number of hours expended by Applicant's attorneys and para-professionals during the Compensation Period is 271.4. All services have been rendered by the individuals employed by Applicant.

38. Applicant, by experience, training and ability, is fully qualified to perform the services for which compensation is sought. Applicant represents or holds no interest adverse to the Debtors with respect to the matters upon which it is engaged.

39. No agreement or understanding exists between Applicant and any other entity for the sharing of compensation to be received for services rendered in or in connection with these chapter 11 cases.

EXPENSES INCURRED DURING THE COMPENSATION PERIOD

40. Annexed as part of the cover sheet is a list of the necessary and actual disbursements incurred during the Compensation Period in connection with the above-described work. The list is derived from the information found in **Exhibit B**. These records reflect that Applicant has advanced the sum of \$1,167.81 in necessary and actual out-of-pocket expenses during the Compensation Period.

ALLOWANCE OF COMPENSATION

41. With respect to the level of compensation, section 330 of the Bankruptcy Code provides, in pertinent part, that the Court may award to a professional person, “reasonable compensation for actual, necessary services rendered.” Section 330(a)(3), in turn, provides that:

In determining the amount of reasonable compensation to be awarded . . . , the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and

- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

42. Applicant asserts that in accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested to be approved is fair and reasonable given (i) the complexity of these cases, including issues related to taxation, insurance, intellectual property, labor-related litigation, deregistration and dissolution of entities located in the United States, Puerto Rico, Hong Kong, Canada and the Netherlands, (ii) the time expended, (iii) the nature and extent of the services rendered, (iv) the value of such services, and (v) the costs of comparable services other than in a case under this title. It is respectfully submitted that, had counsel with less experience and breadth of expertise in specialized areas of law been retained, the cost to the estate would have been greater.

43. The fees charged by Cooley in these chapter 11 cases are billed in accordance with Cooley's existing billing rates and procedures in effect during the Compensation Period. Additionally, Cooley, like other law firms that represent debtors and committees in large Chapter 11 cases, complied with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective November 1, 2013* (the "Appendix B Guidelines") in charging the same customary billing rates in these Chapter 11 cases as in Cooley's other bankruptcy and non-bankruptcy engagements throughout the United States regardless of the geographic location of the case.³

³ Pursuant to the Appendix B Guidelines, "the Guidelines are intended to elicit information that will aid the United States Trustee, the parties, and the court in determining whether the fees and expenses sought in a fee application are reasonable and necessary as required by section 330 of the Code. In applying section 330 to the review of fee applications, the United States Trustee will consider the following: . . . 1. *Geographic variations in rates*: Whether the applicant increased the hourly rates of its professionals and paraprofessionals based solely on the geographic location of the bankruptcy case. The United States Trustee will not object to "non-forum" rates of professionals when the "non-forum" rates are based on the reasonable rates where the professionals maintain their primary office, even if

44. Cooley's customary billing rates have been approved in every bankruptcy case in which Cooley has served as counsel to the debtors, the official committee of unsecured creditors or similar statutory committees, liquidating trustees, and other actors, including in LTL Management LLC, Mallinckrodt, 24 Hour Fitness, Advanced Sports, Aerogroup, American Apparel, Avenue Stores, Big M, Blockbuster, Bob's Stores, Brookstone, Celadon Group, City Sports, Charming Charlie, Claire's, Destination Maternity, Eddie Bauer, Edwin Watts, Federated Department Stores, Filene's Basement, Fresh Produce, Fuhu, Fusion Connect, Golfsmith, Gottschalk's, Great Lakes Comnet, Hancock Fabrics, Health Diagnostics Laboratory, Inc., Hipcricket, J.C. Penney, Joyce Leslie, KB Toys, KIT Digital, Magnetation, Marsh Supermarkets, Mervyn's, Midway Gold, Montgomery Ward, National Stores, Orchard Brands, Oriental Trading, PacSun, Pizzeria Uno, RadioShack, Republic Metals, Ritz Camera, Rockport Co., rue21, Sbarro, Signature Styles, SkyMall, Steve & Barry's, Sharper Image, Sizmek, Stage Stores, Straight Up, The Athlete's Foot, The Wet Seal, Today's Man, Tower Records, True Religion, Vertis Holdings, Videology, and Z Gallerie, among many others.

45. Finally, the services rendered by Cooley were necessary, appropriate, and beneficial to the Debtors, consistently performed in a timely manner, and reasonable in light of the value of such services to the Debtors, Applicant's demonstrated skill and expertise in the bankruptcy field in national bankruptcy cases of this caliber, and the customary compensation charged by comparably skilled practitioners at the firms with a national bankruptcy practice. Accordingly, Cooley submits that approval of the requested compensation for professional

the locally prevailing rates where the case is pending are lower (*i.e.*, a professional may bill the same reasonable rate in any forum). Conversely, the United States Trustee will object if professionals increase their rates based on the forum where the case is pending when they bill lower rates where they maintain their primary offices." See Appendix B Guidelines, 78 Fed. Reg. 36248-50 (June 17, 2013).

services and reimbursement of expenses at the requested rate is warranted. *See In re Tobacco Row Phase IA Dev., L.P.*, 338 B.R. 684, 696 (Bankr. E.D. Va. 2005) (“[I]n large chapter 11 cases involving law firms outside the Richmond area, attorneys may charge hourly rates that exceed local rates. These cases often require the expertise of outside law firms due to the nature and difficulty of the issues raised.”); *see also In re Computer Learning Ctrs., Inc.*, 285 B.R. 191, 228, n. 39 (Bankr. E.D. Va. 2002) (“If a national chapter 11 case were filed in this court that required bankruptcy counsel experienced in large, complex reorganizations, the relevant market for such counsel would be those counsel who regularly represent debtors in large, complex reorganizations throughout the United States.”)

NOTICE, PRIOR APPLICATION AND CERTIFICATION

46. Notice of this Application has been provided in accordance with the Interim Compensation Order and upon the parties identified in paragraph 141 of the Confirmation Order. Applicant submits that the foregoing constitutes good and sufficient notice and that no other or further notice need be provided.

47. No previous application for the relief sought herein has been made to this or any other court.

48. Applicant has reviewed the requirements of the Local Rules, and this Application complies with those rules.

RESERVATION OF RIGHTS

49. Applicant expressly reserves all rights to supplement this Application on any factual or legal aspect related to the subject matter of the same, including by declaration or by presentation at a hearing before this Court.

WHEREFORE, Applicant hereby respectfully requests that this Court enter an Order, substantially in the form attached hereto as **Exhibit C**, (i) approving this Application; (ii) allowing compensation for Applicant's duly authorized, necessary and valuable service to the Debtors during the Compensation Period in the aggregate amount of \$268,183.00, and reimbursement of actual and necessary expenses incurred by (or first billed by outside vendors to) Applicant in the amount of \$1,167.81; (iii) authorizing and directing the Reorganized Debtors to pay Applicant the foregoing sums; and (iv) awarding Applicant such other and further relief that this Court deems just and proper.

Date: May 26, 2022

/s/ Cullen D. Speckhart

COOLEY LLP

Cullen D. Speckhart (VSB 79096)

Olya Antle (VSB 83153)

1299 Pennsylvania Avenue, NW, Suite 700

Washington, DC 20004-2400

Telephone: (202) 842-7800

Facsimile: (202) 842-7899

Co-Counsel to the Reorganized Debtors

EXHIBIT A

Speckhart Declaration

COOLEY LLP

Cullen D. Speckhart (VSB 79096)
Olya Antle (VSB 83153)
1299 Pennsylvania Avenue, NW, Suite 700
Washington, DC 20004-2400
Telephone: (202) 842-7800
Facsimile: (202) 842-7899

Co-Counsel to the Reorganized Debtors

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
NORFOLK DIVISION**

)	
In re:	)	Chapter 11
)	
RETAIL GROUP, INC., <i>et al.</i> , ¹	)	Case No. 20-33113(FJS)
)	
Reorganized Debtors.	)	(Jointly Administered)
)	

**DECLARATION OF CULLEN D. SPECKHART IN SUPPORT OF THE APPLICATION
OF COOLEY LLP FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD OF JANUARY 13, 2022 THROUGH MARCH 3, 2022**

I, Cullen D. Speckhart, being duly sworn, state the following under penalty of perjury:

1. I am an attorney at law and a partner of the law firm of Cooley LLP, located at 1299 Pennsylvania Avenue, NW, Suite 700, Washington D.C. 20004 (“Cooley”). I am the lead attorney from Cooley representing Mahwah Bergen Retail Group, Inc. (*fka* Ascena Retail Group, Inc.) and certain of its affiliates (collectively, the “Reorganized Debtors,” and during the Compensation Period,² the “Debtors”). I am a member in good standing of the Bars of the Commonwealth of

¹ A complete list of each of the Reorganized Debtors in these chapter 11 cases may be obtained on the website of the Reorganized Debtors’ claims and noticing agent at <http://cases.ra.kroll.com/ascena>. The location of Reorganized Debtor Mahwah Bergen Group, Inc.’s principal place of business and the Reorganized Debtors’ service address in these chapter 11 cases is 933 MacArthur Boulevard, Mahwah, New Jersey 07430.

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the *Application of Cooley LLP for Compensation and Reimbursement of Expenses for the Period of January 13, 2022 Through March 3, 2022* (the “Application”).

Virginia, the States of New York and Missouri, and the District of Columbia. There are no disciplinary proceedings pending against me.

2. I have read the Application of Cooley seeking allowance of compensation and reimbursement of expenses for services rendered to the Debtors during the Compensation Period. To the best of my knowledge, information and belief, the statements contained in the Application are true and correct. In addition, I believe that the Application complies with the Local Rules.

3. In connection herewith, I hereby certify that:

a. to the best of my knowledge, information, and belief, formed after reasonable inquiry, the fees and disbursements sought in the Application are permissible under the relevant rules, court orders, and Bankruptcy Code provisions;

b. the fees and disbursements sought in the Application are billed at rates customarily employed by Cooley and generally accepted by Cooley's clients. In addition, none of the professionals seeking compensation varied their hourly rate based on the geographic location of the Debtors' chapter 11 cases;

c. in providing a reimbursable expense, Cooley does not make a profit on that expense, whether the service is performed by Cooley in-house or through a third party;

d. in accordance with Rule 2016(a) of the Federal Rules of Bankruptcy Procedure and 11 U.S.C. § 504, no agreement or understanding exists between Cooley and any other person for the sharing of compensation to be received in connection with the above cases except as authorized pursuant to the Bankruptcy Code, Bankruptcy Rules, and Local Rules; and

e. all services for which compensation is sought were professional services on behalf of the Debtors and not on behalf of any other person.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Date: May 26, 2022

/s/ Cullen D. Speckhart
Cullen D. Speckhart

EXHIBIT B

Time Records



April 29, 2022

Michael Veitenheimer
 EVP, General Counsel and Secretary
 Ascena Retail Group, et al.
 933 MacArthur Boulevard
 Mahwah, NJ 07430

ATTORNEYS AT LAW
 Palo Alto, CA
 San Diego, CA
 Los Angeles, CA
 Denver, CO
 Seattle, WA
 New York, NY
 Reston, VA
 Washington, DC
 Boston, MA
 Chicago, IL
 Shanghai, P. R. China
 Beijing, P. R. China
 Hong Kong
 Singapore
 London, United Kingdom
 Brussels, Belgium

3 Embarcadero Center
 20th Floor
 San Francisco, CA
 94111-4004
 MAIN 415 693-2000
 FAX 415 693-2222

www.cooley.com
 Taxpayer ID Number
 94-1140085

Invoice Number: 2452013

341266-201
Debtor Side Restructuring/Bankruptcy

For services rendered through January 31, 2022

Fees	\$	133,228.50
Chargeable costs and disbursements	\$	307.18
Total Due on Current Invoice (USD)	\$	133,535.68

To protect against wire fraud attacks, wiring instructions will not be changed during this transaction. If you receive updated wire transfer instructions that do not agree to the information on this invoice, please contact a member of Accounting-Accounts Receivable. Cooley's public website includes firm office phone numbers.



341266-201

Invoice Number: 2452013

Debtor Side Restructuring/Bankruptcy

For services rendered through January 31, 2022 :

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
ASSET ANALYSIS AND RECOVERY				
01/13/22	Olya Antle	Correspond with A&M re quarterly report	0.20	
01/21/22	Robert L. Eisenbach	Analyze issues re CNA collateral and claim	0.20	
		Task Total:	0.40	511.00
BUSINESS OPERATIONS				
01/14/22	Mollie N. Canby	Call with E&Y, Ascena, R. Eisenbach and O. Antle re US de-registrations	0.70	
01/14/22	Robert L. Eisenbach	Conference call with Ascena, E&Y, Cooley teams re deregistration issues	0.50	
01/14/22	Olya Antle	Bi-weekly call with G. Nathan and A&M re case status and updates	0.50	
01/19/22	Robert L. Eisenbach	Analyze issues re estate funds	0.40	
01/19/22	Robert L. Eisenbach	Analyze issues re Dutch liquidation statements	0.20	
01/20/22	Robert L. Eisenbach	Analyze issues re Puerto Rico dissolution	0.10	
01/20/22	Robert L. Eisenbach	Review email re Dutch entity liquidation statements	0.10	
01/20/22	Robert L. Eisenbach	Analyze Hong Kong entity liquidation and expenses	0.10	
01/20/22	Olya Antle	Correspond with S. Loong (.1) and G. Nathan (.1) re accounting services to the Hong Kong entity	0.20	
01/20/22	Olya Antle	Review correspondence from Ascena and Vistra re final accounting for the Dutch entities	0.20	
01/21/22	Robert L. Eisenbach	Analyze issues re Dutch entity liquidations	0.20	
01/23/22	Robert L. Eisenbach	Review email re Dutch liquidations	0.10	
01/23/22	Olya Antle	Review correspondence from M. Kilgren re dissolution of the Dutch entities (.1); review resolutions of the liquidator received from Loyens (.2); communicate with Loyens re deregistration requirements and next steps	0.50	



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
		(.2)	
01/24/22	Robert L. Eisenbach	Analyze corporate deregistration issues	0.20
01/24/22	Olya Antle	Correspond with Vistra re Dutch entities dissolution	0.10
01/26/22	Robert L. Eisenbach	Review Delaware Secretary of State notice	0.10
01/27/22	Robert L. Eisenbach	Analyze issues re Dutch power of attorney	0.10
01/27/22	Olya Antle	Correspond re Dutch dissolution issues with R. Eisenbach	0.20
01/27/22	Olya Antle	Correspond with G. Nathan and Ascena team re India account closure	0.30
01/27/22	Olya Antle	Review and revise forms received from Vistra (.5); communicate re same with R. Eisenbach (.2)	0.70
01/28/22	Olya Antle	State deregistration call with E&Y and Ascena teams	0.50
01/28/22	Olya Antle	Correspond with G. Nathan and M. Kilgren re Dutch entities dissolution	0.20
01/28/22	Olya Antle	Correspond with Ascena team re process for closure of dormant bank account	0.20
01/28/22	Olya Antle	Correspond with Ascena and PWC re Canadian tax filings	0.20
01/29/22	Olya Antle	Correspond with Ascena re Dutch entities dissolutions and POAs from Vistra	0.20
01/29/22	Robert L. Eisenbach	Review Dutch entity meeting minutes	0.20
01/30/22	Olya Antle	Correspond with G. Nathan and A. Levy re Indian account closure	0.20
01/30/22	Olya Antle	Correspond with G. Nathan re POAs for Dutch entities dissolutions and letter to JP Morgan India re account closure	0.30
01/31/22	Olya Antle	Correspond with R. Eisenbach and S. Seneczko re Partnership Transfer Agreement and India matters	0.20
01/31/22	Olya Antle	Review correspondence from Ascena and JP Morgan re closure of India account	0.10
01/31/22	Olya Antle	Review Premium Brands APA for provisions related to Ascena Global (.2) and correspond re additional agreements concerning same	0.30



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
		with S. Seneczko (.1)		
01/31/22	Olya Antle	Review correspondence from R. Harambam re Dutch entities dissolution process updates	0.10	
Task Total:			8.20	9,376.00

CASE ADMINISTRATION

01/13/22	Mollie N. Canby	Review email from Duke Energy's counsel requesting further extension to 42nd omnibus objection (.2); update internal claims tracker and workstream memo (.3)	0.50	
01/13/22	Mollie N. Canby	Review emails re I. Rodriguez complaint, CT and Denver tax claims, Duke Energy claim, and filing of post confirmation quarterly report (.3); update internal claims tracker and workstream memo (.4)	0.70	
01/13/22	Mollie N. Canby	Review Judge Novak opinion (.5); discuss briefly with O. Antle (.1); review Federal Rules on deadline to file appeal of district court order (.3) and email O. Antle with findings (.1)	1.00	
01/14/22	Mollie N. Canby	Review emails re insurance coverage re Dotson matter	0.10	
01/14/22	Mollie N. Canby	Emails re 1/17 call on Judge Novak's decision and schedule same	0.10	
01/14/22	Mollie N. Canby	Emails with group re quarterly report (.1), next steps post Judge Novak's ruling (.1), and Dinkin claims (.1)	0.30	
01/14/22	Mollie N. Canby	Review emails re post confirmation quarterly report	0.20	
01/14/22	Olya Antle	Review quarterly report received from A&M (.1) and correspond with M. Walsh re same (.1)	0.20	
01/14/22	Olya Antle	Call (.2) and email (.1) with S. Cho re scheduled omnibus hearings in the case	0.20	
01/14/22	Olya Antle	Correspond with Kirkland team re next steps in case	0.20	
01/14/22	Olya Antle	Review and analyze Judge Novak's memorandum opinion in the appeals matter	2.50	
01/14/22	Olya Antle	State deregistration call with E&Y and Ascena	0.60	



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
		teams	
01/14/22	Mollie N. Canby	Review and e-file affidavits of service	0.30
01/14/22	Mollie N. Canby	Emails with O. Antle re scheduling call with Kirkland, G. Nathan, and Cooley team to discuss Judge Novak's ruling	0.10
01/14/22	Mollie N. Canby	Calendar deadline to appeal Judge Novak's ruling	0.10
01/17/22	Olya Antle	Call with R. Esposito re effect of the appeals decision	0.20
01/18/22	Olya Antle	Call with R. Eisenbach re status conference and notice related to same	0.50
01/18/22	Olya Antle	Multiple calls with J. Luze re status conference preparation	0.30
01/18/22	Olya Antle	Calls with J. Lang re status conference notice	0.50
01/18/22	Olya Antle	Revise draft of status conference notice (.3); communicate re same with Prime Clerk (.5); correspond re status conference with G. Nathan and co-counsel (1.0)	1.80
01/18/22	Olya Antle	Review reassignment order (.1); communicate re same internally and with the Kirkland team (.2)	0.30
01/18/22	Mollie N. Canby	Review Court order setting 1/20 status conference	0.10
01/18/22	Mollie N. Canby	Discuss with O. Antle re service requirements for notice of status conference and emails with O. Antle re same	0.50
01/18/22	Mollie N. Canby	E-file notice of 1/20 status conference and coordinate service of same	0.20
01/18/22	Mollie N. Canby	Emails with O. Antle and S. Wynn re stay notice for Daniel litigation matter	0.20
01/18/22	Mollie N. Canby	Prepare stay notice for filing in Daniel litigation matter	0.20
01/18/22	Mollie N. Canby	Review email from chambers containing 1/20 status conference zoom details and update calendar re same	0.20
01/18/22	Mollie N. Canby	Draft notice of 1/20 status conference	0.30
01/18/22	Mollie N. Canby	Communicate with O. Antle re stay notice in Daniel litigation matter (.1); circulate to O.	0.20



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
		Antle copy of stay form and copies of Ascena petition and notice of commencement (.1)	
01/18/22	Mollie N. Canby	Revise notice of status conference	0.40
01/18/22	Mollie N. Canby	Further emails with Prime Clerk re serving notice of status conference	0.20
01/18/22	Mollie N. Canby	Calls with O. Antle re status conference, notice of status conference, and service of same	0.50
01/18/22	Mollie N. Canby	Emails with Prime Clerk and O. Antle re service of status conference notice	0.70
01/18/22	Mollie N. Canby	Discuss reassignment of case and status conference notice with O. Antle and C. Speckhart	0.30
01/18/22	Mollie N. Canby	Review notice of reassignment of case to Judge Santoro	0.10
01/19/22	Olya Antle	Discuss omnibus hearing adjournment with J. Ledwidge	0.20
01/19/22	Olya Antle	Correspond with M. Walsh re further revisions to quarterly report	0.10
01/19/22	Olya Antle	Review drafts of omnibus hearing adjournment and cancellations (.1) and provide comment to M. Canby (.1)	0.20
01/19/22	Olya Antle	Call with M. Canby re revisions to hearing adjournment notices	0.10
01/19/22	Olya Antle	Correspond with M. Kilgren re dissolution of the Dutch entities	0.20
01/19/22	Olya Antle	Call with M. Canby re adjournment of omnibus hearings	0.20
01/19/22	Olya Antle	Correspond with J. Luze re quarterly report and claims administration	0.20
01/19/22	Olya Antle	Review quarterly report with the A&M team	0.60
01/19/22	Olya Antle	Correspond with A&M re quarterly report and claims administration data	0.20
01/19/22	Olya Antle	Call with C. Speckhart re path forward in the case	0.10
01/19/22	Mollie N. Canby	Revise notices of cancellation and adjournment per O. Antle's comments	0.50



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
01/19/22	Mollie N. Canby	Review emails between O. Antle and Kirkland re 1/20 status conference and re-confirmation motion	0.20
01/19/22	Mollie N. Canby	Discuss with O. Antle re notices of cancellation and adjournment	0.10
01/19/22	Mollie N. Canby	Discuss with O. Antle re Town of Canton tax matter and January 27 hearing status	0.30
01/19/22	Mollie N. Canby	Draft notices of cancellation and adjournment of hearings	1.00
01/19/22	Mollie N. Canby	Emails with M. Salas re stay notice for Daniel litigation (.2); review revised stay notice (.1)	0.30
01/20/22	Mollie N. Canby	Email chambers re hearing procedures and practices	0.20
01/20/22	Mollie N. Canby	Discuss with O. Antle re upcoming 1/27 hearing and need to prepare notice and agenda	0.20
01/20/22	Mollie N. Canby	Review email between J. Ledwidge and counsel for Dinkins re adjournment of hearing on claims objection	0.10
01/20/22	Mollie N. Canby	Draft 1/27 hearing agenda	0.80
01/20/22	Mollie N. Canby	Review emails between O. Antle and E&Y re Louisiana tax matter (.1); discuss with O. Antle re same (.2)	0.30
01/20/22	Mollie N. Canby	Review emails between O. Antle and A&M re MORs	0.30
01/20/22	Mollie N. Canby	Review UST new reporting guidelines for MORs and discuss same with O. Antle	0.30
01/20/22	Mollie N. Canby	E-file post confirmation quarterly report and circulate copy of same to A&M	0.30
01/20/22	Mollie N. Canby	Emails with O. Antle and A&M re post confirmation quarterly report	0.20
01/20/22	Mollie N. Canby	Draft notice of remote hearing procedures for 1/27 hearing	0.20
01/20/22	Mollie N. Canby	Receive and review email from chambers containing Zoom details for 1/27 hearing	0.20
01/20/22	Mollie N. Canby	Discuss with O. Antle re deadline to file objections to claims and status of 1/27 hearing	0.10



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
01/20/22	Mollie N. Canby	Review emails re UST payment	0.10
01/20/22	Olya Antle	Correspond with R. Eisenbach re Denver and Connecticut tax claim negotiations	0.10
01/20/22	Olya Antle	Correspond with A&M re monthly reporting requirements moving forward	0.10
01/20/22	Olya Antle	Call and email with M. Canby re monthly reporting	0.20
01/20/22	Olya Antle	Correspond with M. Canby and J. Hinkle re upcoming omnibus hearings	0.30
01/20/22	Olya Antle	Call with M. Canby re hearing agenda preparation	0.20
01/20/22	Olya Antle	Correspond with S. Cho re January 27 hearing	0.10
01/21/22	Mollie N. Canby	Review email from O. Antle re claim details for inclusion in reconfirmation motion	0.10
01/21/22	Mollie N. Canby	Emails with Prime Clerk re service of notice of remote procedures	0.20
01/21/22	Mollie N. Canby	E-file notice of remote hearing procedures for 1/27 hearing and coordinate service of same	0.30
01/21/22	Mollie N. Canby	Review emails re MORs	0.10
01/21/22	Mollie N. Canby	Review response from chambers re hearing procedures	0.10
01/21/22	Olya Antle	Correspond with J. Turner re monthly reporting requirements	0.10
01/21/22	Olya Antle	Correspond with M. Canby re remote procedures notice	0.10
01/24/22	Mollie N. Canby	Emails with Prime Clerk re upcoming filings and service needs	0.10
01/24/22	Mollie N. Canby	Emails with Kirkland re 1/27 hearing	0.10
01/24/22	Mollie N. Canby	Review changes to notice to reconfirmation motion and emails with O. Antle re same	0.20
01/24/22	Mollie N. Canby	Review emails between O. Antle and R. Eisenbach re changes to reconfirmation motion	0.20
01/24/22	Mollie N. Canby	Discuss with O. Antle re 1/27 hearing agenda (.2); revise schedule 1 to 1/27 hearing agenda per O. Antle's comments (.2); email	0.70



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
		counsel to GUC Trust inquiring as to matters needed to be added to 1/27 hearing agenda (.1); finalize and email Kirkland with draft 1/27 hearing agenda (.2)	
01/24/22	Mollie N. Canby	Discuss with O. Antle re 1/27 agenda and notice to reconfirmation motion	0.20
01/24/22	Mollie N. Canby	Draft notice of motion and hearing to reconfirmation motion	0.80
01/24/22	Mollie N. Canby	Emails with Kirkland re reconfirmation motion	0.20
01/24/22	Mollie N. Canby	Participate in call with E&Y, Deloitte, and O. Antle re Louisiana tax matters	0.50
01/24/22	Mollie N. Canby	Draft 1/27 hearing agenda	0.50
01/24/22	Mollie N. Canby	Review emails re Louisiana tax matters	0.20
01/24/22	Mollie N. Canby	Review emails between O. Antle and UST re MORs	0.20
01/24/22	Olya Antle	Revise agenda for status hearing (.2); discuss same with M. Canby (.2)	0.40
01/24/22	Olya Antle	Review hearing agenda (.1); discuss comments to same with M. Canby (.1)	0.20
01/24/22	Olya Antle	Correspond with E&Y re monthly reporting requirement	0.10
01/24/22	Olya Antle	Call with former Justice employee re status conference notice	0.20
01/24/22	Olya Antle	Call with J. Turner re estate's monthly reporting	0.30
01/24/22	Olya Antle	Correspond with J. Turner re monthly reporting requirements	0.10
01/25/22	Mollie N. Canby	Review messages from interested parties in response to status conference notice	0.20
01/25/22	Mollie N. Canby	Update calendar re reply deadline to Dinkin's response to 41st omnibus objection	0.10
01/25/22	Mollie N. Canby	Update workstream / critical dates memo	0.20
01/25/22	Mollie N. Canby	Review email re further extension of deadline for Duke Energy to 42nd omnibus objection and update tracker	0.10
01/25/22	Mollie N. Canby	E-file 1/27 hearing agenda and coordinate service of same	0.20



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
01/25/22	Mollie N. Canby	Review emails between O. Antle and G. Nathan re Louisiana tax petitions	0.10
01/25/22	Mollie N. Canby	Emails with O. Antle and Kirkland re revised 1/27 hearing agenda	0.20
01/25/22	Mollie N. Canby	Receive and review emails from counsel to the GUC Trust re matters for 1/27 hearing agenda (.1); revise 1/27 hearing agenda accordingly (.1)	0.20
01/25/22	Olya Antle	Correspond with Prime Clerk re agenda for 1/27 hearing	0.10
01/25/22	Olya Antle	Correspond with M. Canby re agenda for 1/27 hearing	0.20
01/26/22	Mollie N. Canby	Finalize and e-file reconfirmation motion, notice, and amended 1/27 hearing agenda (.4); coordinate service of same (.2); calendar critical dates (.1)	0.70
01/26/22	Mollie N. Canby	Emails with O. Antle and Prime Clerk re status of filings and service needs	0.20
01/26/22	Mollie N. Canby	Review email from O. Antle to chambers requesting early March hearing date for reconfirmation motion	0.10
01/26/22	Mollie N. Canby	Review emails re changes to reconfirmation motion	0.20
01/26/22	Mollie N. Canby	Prepare amended 1/27 hearing agenda	0.20
01/26/22	Mollie N. Canby	Emails with Kirkland re notice to reconfirmation motion and 3/3 hearing details	0.20
01/26/22	Mollie N. Canby	Review letter from DE SOS re Tween Brands VDA Program and emails with R. Eisenbach and O. Antle re same	0.20
01/26/22	Mollie N. Canby	Revise notice to reconfirmation motion to include hearing details	0.30
01/26/22	Mollie N. Canby	Review email from chambers with 3/3 hearing zoom details	0.20
01/26/22	Mollie N. Canby	Call with O. Antle re filing and serving reconfirmation motion	0.20
01/26/22	Mollie N. Canby	Emails with Prime Clerk re upcoming service needs	0.10
01/26/22	Mollie N. Canby	Draft CNOs, NOF, and prepare orders to 42	0.40



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
		and 43 omnibus objections	
01/26/22	Mollie N. Canby	Review emails from J. Ledwidge re follow up on calls / emails inquiring as to case status	0.10
01/26/22	Mollie N. Canby	Emails and discuss with O. Antle re 42 and 43 omnibus objections	0.30
01/26/22	Olya Antle	Call with M. Canby re amended agenda for January 27 hearing	0.10
01/26/22	Olya Antle	Correspond with Judge Santoro's Chambers re hearing for motion to supplement plan confirmation order	0.10
01/27/22	Mollie N. Canby	Finalize and e-file amended notice of reconfirmation motion and coordinate service of same	0.50
01/27/22	Mollie N. Canby	Prepare amended notice of reconfirmation motion and hearing to include corrected Zoom details	0.20
01/27/22	Mollie N. Canby	Review emails and update workstream/critical dates memo and calendar	1.00
01/27/22	Mollie N. Canby	Communicate with Prime Clerk and O. Antle re service of motion and amended notice	0.20
01/27/22	Mollie N. Canby	Review emails between O. Antle and chambers re 3/3 hearing zoom details and procedure changes	0.20
01/27/22	Elizabeth A. Rice	Correspond with M. Canby, O. Antle and eScribers re 1/20 and 1/27 hearing transcripts	0.50
01/28/22	Olya Antle	Review quarterly UST fee statements received from Ascena and communicate re same with E&Y	0.10
01/28/22	David M. Fleischer	Return calls re status conference notices	0.30
01/28/22	Mollie N. Canby	Review and e-file affidavits of service	0.70
01/28/22	Mollie N. Canby	Call with E&Y, Ascena, R. Eisenbach and O. Antle re tax matters	0.60
01/28/22	Mollie N. Canby	Receive revised schedule 2 to 43rd omnibus objection	0.10
01/31/22	Olya Antle	Confer with A&M re UST quarterly fee inquiry	0.10
01/31/22	Mollie N. Canby	Review copies of 1/20 and 1/27 hearing transcripts	0.20



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
01/31/22	Mollie N. Canby	Review emails re S. Glanzer litigation	0.20	
01/31/22	Mollie N. Canby	Review Delaware tax notice	0.10	
Task Total:			40.00	24,529.00

CLAIMS

01/13/22	Robert L. Eisenbach	Analyze CNA secured claim issues	0.20
01/13/22	Robert L. Eisenbach	Review Cacique employment complaint	0.10
01/13/22	Robert L. Eisenbach	Analyze Connecticut tax claim proposal	0.20
01/13/22	Robert L. Eisenbach	Conference call with Denver tax officials re tax claim matters	0.30
01/13/22	Olya Antle	Call with C. Hershcopf and J. Ledwidge re Dinkin reply	1.00
01/13/22	Olya Antle	Finalize revisions to Dinkin reply	0.50
01/13/22	Olya Antle	Prepare for (.4) and conduct a call (.4) with City and County of Denver re tax claims	0.80
01/13/22	Jeremiah P. Ledwidge	Call with O. Antle and C. Hershcopf re reply to Dinkin's opposition (0.5); Call with O. Antle re same (0.5)	1.00
01/13/22	Olya Antle	Revise reply to Dinkin's response to claim objection	0.30
01/14/22	Olya Antle	Correspond with P. Moura re Maggie Dotson complaint and insurer notification re same	0.10
01/14/22	Olya Antle	Call with J. Donaldson re Molax claims	0.30
01/14/22	Jeremiah P. Ledwidge	Revisions to Dinkin reply brief (1.8); Conduct research in connection with same (1.3)	3.10
01/17/22	Robert L. Eisenbach	Analyze issues re pending litigations	0.40
01/17/22	Olya Antle	Correspond with S. Wynn re Daniel litigation	0.50
01/17/22	Olya Antle	Call with R. Eisenbach re wage and hour litigation issues	0.60
01/17/22	Olya Antle	Correspond with R. Esposito re distributions inquiry	0.20
01/18/22	Olya Antle	Correspond with S. Wynn, C. Lucio, and R. Eisenbach re automatic stay in the Daniel matter and issues related to meet and confer	1.00



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
01/18/22	Olya Antle	Correspond with L. Vitobello and R. Davis re former employee inquiries	0.20
01/19/22	Olya Antle	Call with R. Esposito re claims reconciliation summary	0.70
01/19/22	Olya Antle	Correspond with C. Speckhart and J. Luze re email from counsel to Justice Brand Holdings	0.10
01/19/22	Olya Antle	Analyze claims reconciliation spreadsheet received from A&M (.5); correspond re same with J. Luze (.5)	1.00
01/20/22	Jeremiah P. Ledwidge	Call with O. Antle re adjournment of contested hearings (0.4); Emails with counsel to Dinkins re same (0.3)	0.70
01/20/22	Olya Antle	Correspond with P. Moura re AXA XL call	0.10
01/20/22	Olya Antle	Call with J. Ledwidge re Dinkin contested hearing and other claim matters	0.50
01/21/22	Robert L. Eisenbach	Analyze issues re tax claims	0.10
01/21/22	Olya Antle	Correspond with T. Ridgeway and R. Eisenbach re CNA collateral issues (.4); correspond with E&Y re Town of Canton claims (.1)	0.50
01/24/22	Robert L. Eisenbach	Conference call with T. Ridgway, O. Antle re C N A proof of claim issues	0.80
01/24/22	Robert L. Eisenbach	Review email from T. Ridgway re C N A claim issues	0.10
01/24/22	Olya Antle	Call with R. Eisenbach re CNA and Louisiana claim issues	0.20
01/24/22	Olya Antle	Call with Lockton re CNA claim resolution	0.80
01/25/22	Olya Antle	Confer with M. Caskey and A&M re Duke Energy Ohio claim	0.20
01/25/22	Olya Antle	Respond to inquiries re Louisiana tax claims from KPMG (.3); correspond internally re landlord lease inquiry (.1); review judgment and related pleadings from Howerton litigation (.3)	0.70
01/25/22	Olya Antle	Correspond with M. Caskey re Duke Energy claim	0.10
01/26/22	Robert L. Eisenbach	Review email from Justice counsel re Justice claim and plan distributions	0.10



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
01/26/22	Olya Antle	Correspond with E&Y re SOS VDA program	0.10
01/26/22	Olya Antle	Correspond with counsel to Shulamit Ostrovitch re proof of claim and litigation against Debtor entities	0.20
01/26/22	Olya Antle	Confer with A&M and Duke Energy re reissued claim payment	0.10
01/26/22	Olya Antle	Call with M. Canby re CNOs, NOFs and orders concerning 42nd and 43d omnibus claims objections	0.30
01/26/22	Olya Antle	Review employment records requests received from J. Malecha (.1); correspond re same with R. Davis (.1)	0.20
01/26/22	Olya Antle	Correspond with M. Canby re orders sustaining 42nd and 43d omnibus claims objections	0.20
01/27/22	Olya Antle	Confer with A&M re omnibus objections schedules	0.10
01/27/22	Olya Antle	Call with C. Speckhart re Justice Brand holdings matters and related claims issues in the cases	0.40
01/28/22	Olya Antle	Review personal injury complaint and related documents received from M. Schept	0.20
01/28/22	Olya Antle	Review correspondence from Cooley research services re Domigan docket activity and pleadings filed in the case	0.20
01/28/22	Olya Antle	Review correspondence from Ascena and E&Y re NJ Grow Program	0.30
01/28/22	Olya Antle	Confer with A&M re White Lake Township claim inquiry	0.10
01/30/22	Olya Antle	Prepare answers to inquiries received from Georgia AG related to settlement of claims	0.60
01/30/22	Olya Antle	Correspond with Ascena and internally re Glanzer complaint	0.10
01/31/22	Olya Antle	Prepare revised responses to W. Groff re Georgia tax claim stipulation (.5); respond to counsel for Glanzer re default in personal injury action (.5); correspond re Glanzer complaint with P. Moura and S. Cho (.2)	1.20
01/31/22	Olya Antle	Call with E&Y team re Georgia AG	1.00



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
		discussions concerning reconciliation of Georgia claims (.7); correspond with E&Y team re same (.3)		
01/31/22	Olya Antle	Correspond with L. Vitobello and E&Y re Delaware Division of Revenue notice	0.20	
01/31/22	Olya Antle	Prepare for call with B. Harstine re CNA secured claim (.2) and correspond re same with R. Eisenbach (.1)	0.30	
01/31/22	Olya Antle	Review and analyze relevant tax provisions in the Premium Brands APA (.8) and correspond re same with R. Eisenbach (.2)	1.00	
01/31/22	Robert L. Eisenbach	Analyze issues re Glanzer lawsuit	0.20	
01/31/22	Robert L. Eisenbach	Analyze closing agreement re C N A letter of credit issue	0.30	
		Task Total:	24.80	27,626.00

LITIGATION

01/13/22	Summer J. Wynn	Draft stipulation to extend time to respond to L. Daniel complaint and related communications	0.40	
01/13/22	Paul T. Moura	Initial review of potential new claim to report to Safety National and develop strategy for same	0.40	
01/14/22	Summer J. Wynn	Draft and review correspondence with counsel for L. Daniel	0.20	
01/14/22	Paul T. Moura	Analyze potential insurance for new lawsuit (.5), draft recommendations (.4), and draft notice to insurer (.3)	1.20	
01/17/22	Summer J. Wynn	Review correspondence re appeal court ruling and related communications	0.20	
01/18/22	Robert L. Eisenbach	Review emails from S. Wynn and plaintiffs' counsel in Daniel litigation	0.20	
01/18/22	Robert L. Eisenbach	Analyze issues re Daniel litigation	0.50	
01/18/22	Robert L. Eisenbach	Review suggestion of bankruptcy and stipulation in Daniel litigation	0.20	
01/18/22	Summer J. Wynn	Draft and review correspondence with counsel for L. Daniel (.1); Prepare filing re	0.70	



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
		notice of automatic stay and related communications (.3); Review draft stipulation from counsel for L. Daniel re case management conference (.3)		
01/19/22	Cullen D. Speckhart	Discuss appeal matters with O. Antle	0.50	
01/19/22	Summer J. Wynn	Prepare court filing re notice of stay and related client team communications	0.10	
01/20/22	Paul T. Moura	Analyze outreach from Access regarding Safety National and provide recommendations regarding same	0.30	
01/26/22	Summer J. Wynn	Review court docket for status of implementing stay (.1); Draft and review correspondence with counsel for L. Daniel (.1)	0.20	
01/31/22	Paul T. Moura	Review and analyze new litigation against debtor and develop strategy for reporting same to Safety National	0.60	
Task Total:			5.70	7,053.00

MEETINGS

01/17/22	Mollie N. Canby	Call with Cooley team, Kirkland team, and G. Nathan re Judge Novak's ruling	1.00	
01/17/22	Robert L. Eisenbach	Conference call with G. Nathan, Kirkland, Cooley re case strategy	0.90	
01/18/22	Cullen D. Speckhart	Communicate with court and client re status hearing, reassignment and related matters	1.00	
01/19/22	Robert L. Eisenbach	Conference call with G. Nathan, Kirkland, O. Antle re preparation for status conference	0.50	
Task Total:			3.40	3,621.00

PLAN AND DISCLOSURE STATEMENT

01/13/22	Robert L. Eisenbach	Review and analyze District Court opinion	1.60	
01/13/22	Olya Antle	Review and analyze Judge Novak's memorandum opinion	3.00	
01/13/22	Olya Antle	Calls with G. Nathan and internally re Judge Novak's memorandum opinion	0.50	



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
01/14/22	Robert L. Eisenbach	Analyze issues re District Court opinion	0.90
01/14/22	Olya Antle	Call with R. Eisenbach re effect of appeals decision	0.80
01/14/22	Olya Antle	Call with C. Speckhart re effect of appeals order	0.10
01/17/22	Olya Antle	Call with G. Nathan and Kirkland team re appeals decision	0.90
01/18/22	Robert L. Eisenbach	Analyze status conference order and service issues	0.30
01/18/22	Robert L. Eisenbach	Develop strategy re status conference	0.40
01/18/22	Robert L. Eisenbach	Review reassignment order	0.10
01/19/22	Jeremiah P. Ledwidge	Call with O. Antle re case status and hearing on Jan. 20	0.40
01/19/22	Jeremiah P. Ledwidge	Review and summarize third party release provisions in Purdue plan and Ascena plan in preparation for Jan. 20 hearing	1.30
01/19/22	Mollie N. Canby	Call with Kirkland, G. Nathan, R. Eisenbach, C. Speckhart, and O. Antle re district court decision and upcoming status conference with Judge Santoro	0.50
01/20/22	Jeremiah P. Ledwidge	Review and summarize third party release provisions in Purdue plan and Ascena plan in preparation for Jan. 20 hearing	1.20
01/20/22	Olya Antle	Call with G. Nathan re path to reconfirmation of plan	0.10
01/21/22	Robert L. Eisenbach	Review and analyze language for reconfirmation motion	0.40
01/21/22	Olya Antle	Correspond with S. Seneczko re insert for reconfirmation motion	0.10
01/21/22	Olya Antle	Call with R. Eisenbach re plan reconfirmation motion and related issues (.4); email to S. Seneczko re same (.2)	0.60
01/21/22	Olya Antle	Revise portions of the motion to reconfirm plan (2.0) and correspond re same with R. Eisenbach and S. Seneczko (.3)	2.30
01/21/22	Olya Antle	Correspond with S. Seneczko re motion to reconfirm plan	0.20
01/24/22	Robert L. Eisenbach	Analyze issues re supplemental order on	0.20



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
		confirmation	
01/24/22	Robert L. Eisenbach	Review and revise draft motion for supplemental order on plan confirmation	1.40
01/24/22	Olya Antle	Review and revise motion for supplemental confirmation order (2.3); correspond re revised motion with S. Seneczko (.1) and R. Eisenbach (.1)	2.50
01/24/22	Olya Antle	Correspond with Kirkland re motion to supplement and reconfirm order confirming plan (.1); correspond with R. Eisenbach re same (.1)	0.20
01/24/22	Olya Antle	Call with N. Flagg re Louisiana tax appeal	0.20
01/26/22	Robert L. Eisenbach	Review further revised confirmation motion and form of order	0.10
01/26/22	Robert L. Eisenbach	Analyze and comment on revised confirmation motion and form of order	0.90
01/26/22	Robert L. Eisenbach	Review revised confirmation motion and form of order	0.40
01/26/22	Olya Antle	Correspond with M. Canby re service of motion to reconfirm and related pleadings	0.20
01/26/22	Olya Antle	Discuss notice of motion to reconfirm plan with S. Seneczko	0.20
01/26/22	Olya Antle	Correspond with S. Seneczko re revised motion and notice of motion to reconfirm plan (.3); calls with M. Canby re same (.4)	0.70
01/26/22	Olya Antle	Review revised notice of motion to reconfirm plan and correspondence re same from M. Canby	0.20
01/26/22	Olya Antle	Review and revise motion reconfirming the plan (.7); call with R. Eisenbach re same (.5)	1.20
01/26/22	Olya Antle	Review further revised motion to reconfirm plan and provide comments to Kirkland re same	2.00
01/26/22	Olya Antle	Correspond with S. Seneczko re motion to reconfirm plan and notice related thereto	0.60
01/26/22	Cullen D. Speckhart	Review draft reconfirmation pleadings in advance of filing (.3), emails re same with O. Antle (.2)	0.50



341266-201

Invoice Number: 2452013

Debtor Side Restructuring/Bankruptcy

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
01/27/22	Jeremiah P. Ledwidge	Review motion seeking reconfirmation of plan	0.80	
01/27/22	David M. Fleischer	Call with O. Antle re filing calls re Plan, and status conference ordered by Judge Santoro (.2); listen to messages received from interested parties and return calls (1.0)	1.20	
01/27/22	Cullen D. Speckhart	Discuss with O. Antle status of matters re confirmation proceedings and receive update from omnibus hearing	0.50	
01/27/22	Robert L. Eisenbach	Determine status of reconfirmation motion	0.10	
01/27/22	Olya Antle	Call (.2) and emails (.2) with D. Fleischer re responses to inquiries related to the notice of status conference	0.40	
01/27/22	Olya Antle	Amend notice of motion (.2); correspond re amended notice with Kirkland (.4); coordinate service of motion and notice with M. Canby and Prime Clerk (.5)	1.10	
01/27/22	Olya Antle	Call with G. Nathan re status hearing and motion to reconfirm plan	0.20	
01/27/22	Olya Antle	Correspondence and calls with Kirkland team re motion to reconfirm and fee order issues	1.00	
01/27/22	Olya Antle	Call with J. Ledwidge re motion to reconfirm	0.20	
Task Total:			32.70	36,971.50

LEASES AND EXECUTORY CONTRACTS

01/26/22	Jeremiah P. Ledwidge	Call with attorney to landlord re assumption of Ann Taylor lease (0.3); Emails with attorney to landlord re same (0.2)	0.50	
Task Total:			0.50	460.00

PREPARATION FOR AND ATTENDANCE AT COURT HEARINGS

01/18/22	Olya Antle	Correspond with S. Cho re upcoming status conference	0.10	
01/19/22	Olya Antle	Prepare for the 1/20 status conference hearing	0.50	
01/19/22	Olya Antle	Call with J. Luze re status conference (.3); email to J. Luze re same (.2)	0.50	



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
01/19/22	Olya Antle	Call with R. Eisenbach re status conference hearing	0.30	
01/19/22	Olya Antle	Call with G. Nathan and Kirkland re status conference and path forward in the case	0.50	
01/20/22	Robert L. Eisenbach	Attend status conference hearing concerning re-confirmation of the plan	0.50	
01/20/22	Olya Antle	Attend status conference hearing concerning re-confirmation of plan	0.60	
01/20/22	Olya Antle	Prepare for the status conference hearing	1.50	
01/20/22	Jeremiah P. Ledwidge	Attend Jan. 20 hearing re next steps for case administration	0.50	
01/27/22	Jeremiah P. Ledwidge	Attend status conference hearing on motion to reconfirm plan	0.40	
01/27/22	Olya Antle	Attend status conference hearing re motion to reconfirm	0.40	
Task Total:			5.80	6,454.00

TAX ISSUES

01/13/22	Robert L. Eisenbach	Analyze issues re Louisiana tax matters	0.40
01/13/22	Robert L. Eisenbach	Conference call with Louisiana tax officials, KPMG, E&Y teams re tax matters	0.70
01/13/22	Olya Antle	Call with Louisiana Department of Taxation, KPMG and E&Y re Louisiana tax claims (.5); follow up call with R. Eisenbach re same (.5)	1.00
01/13/22	Olya Antle	Prepare for call with Louisiana Department of Taxation, KPMG and E&Y teams re claim reconciliation issues and petitions to the LA Board of Tax Appeals	0.50
01/13/22	Olya Antle	Prepare summary of discussions with Denver and Connecticut re tax claims	0.50
01/14/22	Olya Antle	Correspond with A. Bochet re appeal of tax assessments to the Louisiana Board of Tax Appeals	0.20
01/20/22	Robert L. Eisenbach	Analyze Louisiana tax appeal issues	0.10
01/20/22	Olya Antle	Correspond with E&Y and Ascena re Louisiana tax appeal petitions (.4);	0.80



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
		correspond with A&M re same (.1); call with M. Canby re Louisiana petitions and filing of same (.3)	
01/21/22	Olya Antle	Correspond with N. Flagg (E&Y) re Louisiana tax appeal filing	0.10
01/23/22	Robert L. Eisenbach	Review email re Louisiana tax appeal	0.10
01/23/22	Olya Antle	Correspond with KPMG re Louisiana tax appeal issues	0.20
01/24/22	Robert L. Eisenbach	Analyze issues re Louisiana tax claim appeal petitions	0.40
01/24/22	Olya Antle	Call with E&Y and KPMG re Louisiana tax appeal (.4); follow up call with N. Flagg (E&Y) re same (.2)	0.60
01/24/22	Olya Antle	Call with R. Eisenbach re issues related to Louisiana appeal and deregistration	0.30
01/24/22	Olya Antle	Call with M. Kilgren re Louisiana tax appeal and general deregistration issues	0.30
01/24/22	Olya Antle	Calls with N. Flagg re Louisiana tax appeal issues	0.30
01/24/22	Olya Antle	Correspond with E&Y and KPMG re Louisiana tax appeal process	0.30
01/24/22	Olya Antle	Call to M. Kilgren re Louisiana tax appeal (.1); emails with KPMG re same (.2)	0.30
01/24/22	Olya Antle	Correspond with E&Y re Louisiana tax appeal petitions (.1); correspond with counsel to CNA re claim reconciliation (.1)	0.20
01/25/22	Robert L. Eisenbach	Analyze issues re Louisiana tax appeal petitions	0.10
01/25/22	Robert L. Eisenbach	Review Louisiana tax appeal petitions	0.20
01/25/22	Olya Antle	Review and revise Louisiana tax appeal petitions (.7); communicate re same with G. Nathan, R. Eisenbach and KPMG (.3)	1.00
01/25/22	Olya Antle	Correspond with KPMG re Louisiana tax appeal petitions	0.30
01/26/22	Robert L. Eisenbach	Analyze issues re Canadian entity tax returns	0.10
01/27/22	Robert L. Eisenbach	Analyze issues re Canadian tax returns	0.10
01/27/22	Olya Antle	Correspond with PWC and Ascena teams re	0.30



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
		Canadian tax issues	
01/27/22	Olya Antle	Correspond with E. Cobb re Canadian tax filings	0.20
01/27/22	Olya Antle	Call (.2) and emails with M. Kilgren (.2) and PWC (.2) re tax filings for Tween and Ann Canada	0.60
01/27/22	Olya Antle	Correspond with PWC re Canadian tax filing issues	0.30
01/28/22	Robert L. Eisenbach	Review emails re Canadian tax filings	0.10
01/28/22	Robert L. Eisenbach	Conference call with Ascena, E&Y re state tax issues	0.50
01/31/22	Robert L. Eisenbach	Analyze Town of Canton tax issue	0.10
01/31/22	Robert L. Eisenbach	Conference call with E&Y team re Georgia tax settlement issues	0.70
Task Total:			11.90
			14,438.50

INTELLECTUAL PROPERTY

01/18/22	Rebecca Givner-Forbes	Revise draft confirmatory assignment of U.S. trademark filings for ASCENA marks to prepared by C. Klinger	0.20
01/18/22	Rebecca Givner-Forbes	Draft correspondence to C. Klinger re: proposed assignment documents for filing in U.S. and Russia	0.10
01/18/22	Rebecca Givner-Forbes	Analyze proposed assignment of trademark filings in Russia prepared by C. Klinger	0.10
01/18/22	Rebecca Givner-Forbes	Analyze Patent and Trademark Office files for U.S. trademark filings for ASCENA marks, Patent & Trademark Office rules applicable to confirmatory assignments, and IP Assignment Agreement from Ascena to buyers as needed to review draft confirmatory assignment for U.S. ASCENA marks prepared by C. Klinger	0.30
01/19/22	Olya Antle	Review correspondence from C. Klinger re Russia confirmatory trademark assignment agreement	0.10
01/20/22	Rebecca Givner-Forbes	Finalize confirmatory assignment of U.S. filings for ASCENA marks for execution	0.20



341266-201

Invoice Number: 2452013

Debtor Side Restructuring/Bankruptcy

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
01/20/22	Rebecca Givner-Forbes	Draft correspondence to C. Klinger re: short-form assignment of ANN TAYLOR marks in Russia	0.10
01/20/22	Rebecca Givner-Forbes	Draft correspondence to G. Nathan re: instructions for executing confirmatory assignment of U.S. filings for ASCENA marks and short-form assignment of ANN TAYLOR marks in Russia	0.30
01/21/22	Olya Antle	Correspond with J. Luze re confirmatory TM assignment issues	0.20
01/21/22	Olya Antle	Correspond with R. Ginger-Forbes re handling of trademark issues	0.20
01/25/22	Rebecca Givner-Forbes	Correspond with C. Klinger re: confirmatory assignment of U.S. filings for ASCENA marks and short-form assignment of ANN TAYLOR marks in Russia	0.10
Task Total:			1.90
			2,188.50

Total Fees \$133,228.50

Fee Summary:

<u>Timekeeper</u>	<u>Type</u>	<u>Rate</u>	<u>Hours</u>	<u>Total</u>
Summer J. Wynn	Partner	1240	1.80	2,232.00
Cullen D. Speckhart	Partner	1225	2.50	3,062.50
Robert L. Eisenbach	Of Counsel	1440	18.50	26,640.00
Rebecca Givner-Forbes	Special Counsel	1165	1.40	1,631.00
Paul T. Moura	Special Counsel	1165	2.50	2,912.50
Olya Antle	Associate	1115	67.90	75,708.50
Jeremiah P. Ledwidge	Associate	920	9.90	9,108.00
Mollie N. Canby	Paralegal	380	28.80	10,944.00
Elizabeth A. Rice	Paralegal	435	.50	217.50
David M. Fleischer	Paralegal	515	1.50	772.50

For costs and disbursements recorded through January 31, 2022 :

Certificate of Good Standing 15.00



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

Certificate of Good Standing

Document Preparation 10.03

Trial Transcript 282.15

ESCRIBERS LLC - Receipt for transcript for Elizabeth Rice by Brian Barrette. -
CH - JOHN BROCALES
Wells Fargo Bank N.A.

Total Costs \$307.18

Total: \$133,535.68



ATTORNEYS AT LAW
 Palo Alto, CA
 San Diego, CA
 3 Embarcadero Center
 20th Floor
 Los Angeles, CA
 San Francisco, CA
 Denver, CO
 94111-4004
 Seattle, WA
 MAIN 415 693-2000
 New York, NY
 FAX 415 693-2222
 Reston, VA
 Washington, DC
 Boston, MA
 Chicago, IL
 Taxpayer ID Number
 94-1140085
 Shanghai, P. R. China
 Beijing, P. R. China
 Hong Kong
 Singapore
 London, United Kingdom
 Brussels, Belgium

April 29, 2022

Michael Veitenheimer
 EVP, General Counsel and Secretary
 Ascena Retail Group, et al.
 933 MacArthur Boulevard
 Mahwah, NJ 07430

www.cooley.com

Taxpayer ID Number
 94-1140085

341266-201
 Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

REMITTANCE ADVICE

Please include this Remittance Advice with your payment

For services rendered-Invoice No. 2452013:		
Fees	\$	133,228.50
Chargeable costs and disbursements	\$	307.18
Total Due on Current Invoice (USD)	\$	133,535.68

Outstanding Balance from prior Invoices as of 4/29/2022 **(May not reflect recent payments)**

<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Balance</u>	<u>Late Charges</u>	<u>Balance Due</u>
2463455	3/23/2022	109,866.05	0.00	109,866.05
2478531	4/26/2022	25,949.08	0.00	25,949.08
Total Outstanding Balance from prior Invoices (Disregard if paid)			\$	135,815.13



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2452013

Total Amount Due on Current and Prior Invoices (USD) \$ 269,350.81

Cooley LLP
3 Embarcadero Center, 20th Floor
San Francisco, CA 94111-4004

Tax ID# 94-1140085

Payment may be made by wire transfer or ACH:
Wells Fargo Bank - San Francisco, CA 94104
Account # 4129155206 ABA Routing # 121000248 Swift # WFBIUS6S
**When making electronic payments please provide invoice number(s)
and send remittance advice to AR@cooley.com**

Invoices are due and payable upon receipt. Any unpaid balance after 30 days may accrue late charges.

To protect against wire fraud attacks, wiring instructions will not be changed during this transaction. If you receive updated wire transfer instructions that do not agree to the information on this invoice, please contact a member of Accounting-Accounts Receivable. Cooley's public website includes firm office phone numbers.



March 23, 2022

Michael Veitenheimer
 EVP, General Counsel and Secretary
 Ascena Retail Group, et al.
 933 MacArthur Boulevard
 Mahwah, NJ 07430

ATTORNEYS AT LAW
 Palo Alto, CA
 San Diego, CA
 3 Embarcadero Center
 20th Floor
 Los Angeles, CA
 San Francisco, CA
 Denver, CO
 94111-4004
 Seattle, WA
 MAIN 415 693-2000
 New York, NY
 FAX 415 693-2222
 Reston, VA
 Washington, DC
 Boston, MA
 Chicago, IL
 Taxpayer ID Number
 94-1140085
 Shanghai, P. R. China
 Beijing, P. R. China
 Hong Kong
 Singapore
 London, United Kingdom
 Brussels, Belgium

Invoice Number: 2463455

341266-201
Debtor Side Restructuring/Bankruptcy

For services rendered through February 28, 2022

Fees	\$	109,556.00
Chargeable costs and disbursements	\$	310.05
Total Due on Current Invoice (USD)	\$	109,866.05

To protect against wire fraud attacks, wiring instructions will not be changed during this transaction. If you receive updated wire transfer instructions that do not agree to the information on this invoice, please contact a member of Accounting-Accounts Receivable. Cooley's public website includes firm office phone numbers.



341266-201

Invoice Number: 2463455

Debtor Side Restructuring/Bankruptcy

For services rendered through February 28, 2022 :

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
ASSET ANALYSIS AND RECOVERY				
02/14/22	Jeremiah P. Ledwidge	Review Sycamore APA in connection with shutting down certain phone lines	0.50	
Task Total:			0.50	460.00
BUSINESS OPERATIONS				
02/01/22	Robert L. Eisenbach	Analyze issues re Delaware escheat notice	0.40	
02/01/22	Olya Antle	Call with M. Walsh re reporting requirements	0.50	
02/01/22	Olya Antle	Confer with B. Harstine re additional Oracle assignment agreements	0.10	
02/02/22	Olya Antle	Correspond with C. Morazzani re ATPR dissolution	0.20	
02/03/22	Olya Antle	Finalize liquidator statements (.2) and correspond re same with G. Nathan, Vistra and Loyens (.2)	0.40	
02/04/22	Robert L. Eisenbach	Review status of Dutch liquidations	0.10	
02/04/22	Olya Antle	Confer with A. Faaj re dissolution of the Netherlands entities	0.20	
02/04/22	Olya Antle	Correspond with L. Pellet and M. Kilgren re Canadian tax filings	0.20	
02/04/22	Olya Antle	Confer with B. Harstine and G. Nathan re service of process with CSC	0.20	
02/04/22	Olya Antle	Correspond with E&Y re deregistration issues	0.20	
02/06/22	Olya Antle	Correspond with C. Morazzani (.2) and M. Kilgren (.2) re dissolution of Puerto Rico and Hong Kong entities	0.40	
02/07/22	Robert L. Eisenbach	Analyze Puerto Rico dissolution issues	0.10	
02/07/22	Olya Antle	Review correspondence from R. Harambam re Dutch entities financial details	0.10	
02/07/22	Olya Antle	Correspond with C. Morazzani and M. Kilgren re ATPR stock certificate issue	0.10	
02/08/22	Olya Antle	Correspond with C. Morazzani re dissolution issues	0.20	



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
02/10/22	Robert L. Eisenbach	Analyze issues re Puerto Rico stock certificate and dissolution	0.40
02/10/22	Robert L. Eisenbach	Analyze registered agent issues	0.10
02/10/22	Olya Antle	Call with B. Harstine re estate accounts and Ascena Global Innovations issues	0.80
02/10/22	Olya Antle	Call with M. Canby re state deregistration issues	0.20
02/10/22	Olya Antle	Review agreements re sale and transition services concerning Ascena Innovation Global operations	0.40
02/10/22	Olya Antle	Calls (.8) and emails (.2) with M. Walsh re estate reporting and fee payments	1.00
02/10/22	Olya Antle	Correspond with B. Harstine re Ascena Innovations Global and associated bank account	0.10
02/10/22	Olya Antle	Multiple calls with G. Nathan re UST quarterly fee issues	0.50
02/10/22	Olya Antle	Call with R. Eisenbach re ATPR and deregistration issues	0.60
02/10/22	Olya Antle	Correspondence (.2) and call (.2) with A. Levy re estate bank accounts	0.40
02/11/22	Olya Antle	Confer with G. Nathan and A&M re call with UST	0.30
02/11/22	Olya Antle	Call with K. Montgomery and J. Turner re closure of the duplicative debtor case and payment of outstanding UST fees	0.50
02/14/22	Robert L. Eisenbach	Analyze issues re Dressbarn customer lined	0.10
02/15/22	Robert L. Eisenbach	Analyze issues re ATPR dissolution	0.20
02/15/22	Olya Antle	Correspond with S. Loong re issues concerning dissolution of the Puerto Rico and Hong Kong entities	0.20
02/16/22	Robert L. Eisenbach	Analyze issues re Puerto Rico stock certificate	0.10
02/17/22	Olya Antle	Review Oracle assignment agreements (.2) and correspond re same with B. Harstine and G. Nathan (.1)	0.30
02/20/22	Olya Antle	Review monthly operating report and provide comment to A&M	0.20



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
02/25/22	Mollie N. Canby	Call with O. Antle, R. Eisenbach, Ascena, and E&Y re deregistration status and tax matters	0.50
02/25/22	Olya Antle	Review change of directors paperwork concerning Ascena Far East (.1); correspond re same with M. Kilgren (.1)	0.20
02/25/22	Olya Antle	Participate in state deregistration call with E&Y and Ascena teams	0.50
02/25/22	Robert L. Eisenbach	Conference call with Ascena, E&Y, Cooley re de-registration issues	0.50
02/27/22	Olya Antle	Correspond with G. Nathan and R. Eisenbach re Vistra issues	0.10
02/27/22	Robert L. Eisenbach	Analyze Vistra invoice issues	0.20
02/28/22	Olya Antle	Prepare correspondence to C. Morazzani re ATPR stock certificate	0.20
02/28/22	Olya Antle	Correspond with G. Nathan and M. Kilgren re Vistra (.1); correspond with S. Loong re ATPR stock certificate (.1)	0.20
02/28/22	Olya Antle	Prepare for call with R. Eisenbach re Vistra, ATPR dissolution and letters received from Ohio re tax issues (.4); call with R. Eisenbach re same (.8)	1.20
02/28/22	Olya Antle	Review correspondence from S. Loong re ATSFE and ATPR issues	0.20
02/28/22	Robert L. Eisenbach	Analyze issues re Puerto Rico dissolution and stock certificate	0.20
Task Total:			13.80
			15,799.50

CASE ADMINISTRATION

02/01/22	David M. Fleischer	Emails with O. Antle re inquiries from interested parties (.1); discuss same with Kirkland (.1); respond to interested parties re case status (.4)	0.60
02/01/22	Mollie N. Canby	Review emails re Glanzer litigation	0.20
02/01/22	Mollie N. Canby	Discuss with O. Antle re UST fees	0.10
02/01/22	Olya Antle	Correspond with D. Fleischer re status conference notice inquiries	0.10



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
02/02/22	David M. Fleischer	Receive and listen to messages from interested parties (.2); telephone calls and emails with interested parties re case status (.6)	0.80
02/02/22	Mollie N. Canby	Emails with O. Antle re duplicate case filing and review emails re same	0.50
02/02/22	Mollie N. Canby	Receive Zoom details from chambers for 2/24 and 3/31 hearings and update calendar	0.20
02/03/22	Mollie N. Canby	Review emails re K. Henandez litigation	0.20
02/03/22	Mollie N. Canby	Review emails re UST fees and duplicative case	0.20
02/04/22	Mollie N. Canby	Review and efile affidavits of service	0.30
02/04/22	Mollie N. Canby	Email Ballard re payment status for claim subject to 31st omnibus objection	0.10
02/04/22	Mollie N. Canby	Emails re K. Williams debt warrant	0.20
02/04/22	Mollie N. Canby	Emails re call with E&Y on tax matters	0.20
02/04/22	Olya Antle	Call with A. Shahbain (A&M) re case status updates	0.20
02/07/22	Mollie N. Canby	Review emails re tax matters and Puerto Rico winddown	0.20
02/07/22	Mollie N. Canby	Review emails re Kimberly Williams litigation	0.10
02/07/22	Mollie N. Canby	Provide O. Antle with copy of petition of AnnTaylor. Inc	0.10
02/07/22	Mollie N. Canby	Contact counsel for K. Williams re debt warrant filing	0.10
02/08/22	David M. Fleischer	Telephone calls with interested parties re status conference notice	0.50
02/08/22	Mollie N. Canby	Review emails re Puerto Rico dissolution	0.10
02/08/22	Mollie N. Canby	Review emails between O. Antle and counsel for Kimberly Williams re debt warrant	0.20
02/08/22	Mollie N. Canby	Call with Simon Property Group counsel re Kimberly Williams debt warrant matter (.2); email and discuss with O. Antle re same (.2)	0.40
02/08/22	Olya Antle	Correspond with M. Walsh re UST quarterly reporting and fee inquiry (.1); call with M. Walsh re same (.4)	0.50



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
02/08/22	Olya Antle	Correspond with J. Ledwidge and D. Fleischer re calls from potential claimants in the cases and response to same	0.10
02/09/22	David M. Fleischer	Telephone calls with interested parties re status conference notice	0.50
02/09/22	Mollie N. Canby	Review emails re K. Hernandez and K. Williams litigation matters	0.20
02/09/22	Olya Antle	Confer with A&M re UST fee payment issues	0.20
02/10/22	David M. Fleischer	Telephone calls with interested parties re status conference notice	0.40
02/10/22	Mollie N. Canby	Update workstreams/dashboard memo	0.50
02/10/22	Mollie N. Canby	Review emails from E&Y re tax & deregistration call and discuss briefly with O. Antle re same	0.20
02/10/22	Mollie N. Canby	Receive and review updated address and request for removal from notice list from certain creditors (.1) and email Prime Clerk re same (.1)	0.20
02/10/22	Mollie N. Canby	Email with Committee counsel re 2/24 hearing Zoom details	0.10
02/10/22	Mollie N. Canby	Discuss with O. Antle re bank accounts (.1) and add note to dashboard (.1)	0.20
02/10/22	Mollie N. Canby	Review Wenzel docket (.2) and circulate report to O. Antle (.1) and emails re same (.1)	0.40
02/10/22	Robert L. Eisenbach	Analyze UST fee issues	0.20
02/10/22	Olya Antle	Correspond with D. Fleischer re status conference inquiries	0.10
02/11/22	Mollie N. Canby	Discuss with O. Antle re UST fees and duplicate case	0.20
02/11/22	Mollie N. Canby	Review emails re UST fees	0.10
02/14/22	David M. Fleischer	Telephone calls with interested parties re status conference notice	0.90
02/14/22	Mollie N. Canby	Review emails re response to K. Hernandez counsel	0.10
02/14/22	Olya Antle	Correspond with D. Fleischer re inquiries from parties in interest concerning notices received	0.10



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
02/15/22	Mollie N. Canby	Review original final decree order closing certain cases (.2), emails re duplicate case (.2), and draft supplemental final decree order closing duplicate case (.6)	1.00
02/15/22	Olya Antle	Correspond re February omnibus hearing with R. Page	0.10
02/16/22	Mollie N. Canby	Review emails re K. Hernandez litigation matter	0.10
02/17/22	Olya Antle	Review order re February 24 omnibus hearing (.1); correspond re same with S. Seneczko (.1) and M. Canby (.1)	0.30
02/17/22	Mollie N. Canby	Review emails re 2/24 hearing and Fashion Bug claim	0.20
02/17/22	Mollie N. Canby	Draft 2/24 hearing agenda	0.50
02/17/22	Mollie N. Canby	Draft notice of remote hearing procedures for 2/24 hearing	0.20
02/17/22	Mollie N. Canby	Review Court's order re 2/24 hearing additional items (.1) and discuss same with O. Antle (.1)	0.20
02/17/22	Robert L. Eisenbach	Review court order on hearing topics	0.10
02/18/22	Mollie N. Canby	Register attorneys for 2/24 hearing	0.20
02/18/22	Mollie N. Canby	Emails with O. Antle re notice of 2/24 hearing remote procedures	0.10
02/18/22	Mollie N. Canby	Email A&M re January 2022 MOR	0.10
02/18/22	Mollie N. Canby	Review and e-file affidavit of service	0.20
02/18/22	Mollie N. Canby	E-file notice of remote hearing procedures for 2/24 hearing and coordinate service of same	0.20
02/18/22	Mollie N. Canby	Emails with O. Antle re January 2022 MOR and duplicate case	0.20
02/18/22	David M. Fleischer	Telephone calls with interested parties re status conference notice	0.40
02/20/22	Olya Antle	Call with C. Speckhart re case status	0.80
02/22/22	Mollie N. Canby	Emails with O. Antle and Committee counsel re 2/24 hearing agenda	0.20
02/22/22	Mollie N. Canby	Review, compile, and finalize January 2022 MOR and circulate to O. Antle	0.20



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
02/22/22	Mollie N. Canby	E-file 2/24 hearing agenda and coordinate service of same	0.20
02/22/22	Mollie N. Canby	E-file January 2022 MOR	0.20
02/22/22	Mollie N. Canby	Emails with O. Antle re 2/24 hearing agenda (.1); review email from Committee's counsel re 2/24 hearing agenda (.1)	0.20
02/22/22	Olya Antle	Confer with S. Cho re agenda for February 24 hearing (.1); revise agenda per comments from S. Cho (.1)	0.20
02/22/22	Olya Antle	Revise agenda for February 24 hearing (.2); correspond re same with Kirkland and Pachulski (.2)	0.40
02/23/22	Mollie N. Canby	Review emails with Kirkland re filing of revised proposed re-confirmation order (.2) and discuss same with O. Antle (.1)	0.30
02/23/22	Mollie N. Canby	Prepare 3/3 remote hearing procedures notice	0.20
02/23/22	Mollie N. Canby	Draft notice of filing re revised proposed re-confirmation order	0.40
02/24/22	Mollie N. Canby	Register attorneys for 3/1 hearing	0.20
02/24/22	Mollie N. Canby	Emails with O. Antle re 3/1 and 3/3 hearing agendas and CNO prep to re-confirmation motion	0.20
02/24/22	Mollie N. Canby	Draft 3/1 and 3/3 hearing agendas	0.70
02/24/22	Mollie N. Canby	E-file notice of remote procedures for 3/3 hearing	0.20
02/24/22	Mollie N. Canby	Emails with Kirkland, C. Speckhart, and O. Antle re filing of notice of revised proposed re-confirmation order	0.20
02/24/22	Mollie N. Canby	Review order approving GUC trust/Committee's extension of claims objection deadline and update dashboard	0.10
02/24/22	Mollie N. Canby	Receive Zoom details from chambers for 3/1 hearing (.1) and draft notice of remote hearing procedures for 3/1 hearing (.2)	0.30
02/24/22	Mollie N. Canby	E-file 3/1 hearing remote procedures notice and coordinate service of same	0.20
02/24/22	Mollie N. Canby	Finalize and e-file notice of revised proposed	0.20



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
		re-confirmation order		
02/24/22	Olya Antle	Revise 3/1 hearing agenda (.1) and correspond re same with M. Canby (.1)	0.20	
02/24/22	Olya Antle	Correspond with M. Canby re filing and service of hearing procedures notices	0.20	
02/25/22	Mollie N. Canby	Register attorneys for 3/3 hearing	0.10	
02/25/22	Mollie N. Canby	Email Prime Clerk re service needs	0.10	
02/25/22	Mollie N. Canby	Draft CNO to re-confirmation motion	0.60	
02/25/22	Mollie N. Canby	Review and e-file affidavits of service	0.30	
02/25/22	Mollie N. Canby	E-file 3/1 hearing agenda and coordinate service of same	0.20	
02/25/22	Mollie N. Canby	Emails with O. Antle and Kirkland re filing of 3/1 hearing agenda and CNO to re-confirmation motion	0.20	
02/25/22	Mollie N. Canby	Email chambers requesting omnibus hearing dates in April and May 2022	0.10	
02/25/22	Olya Antle	Correspond with S. Seneczko re transcript from February 24 hearing	0.10	
02/25/22	Olya Antle	Correspond with M. Canby re March 1 agenda and reconfirmation motion CNO	0.20	
02/28/22	Mollie N. Canby	Review emails re payment details with Duke Energy and update internal claims tracker	0.20	
02/28/22	Mollie N. Canby	Emails with Kirkland re 3/1 hearing	0.10	
		Task Total:	23.10	12,442.50

CLAIMS

02/01/22	Robert L. Eisenbach	Analyze issues re CNA discussion	0.10
02/01/22	Robert L. Eisenbach	Analyze issues re Justice claim	0.40
02/01/22	Robert L. Eisenbach	Conference call with B. Harstine, T. Ridgway, D. Johnson, O. Antle re CNA claim issues	0.60
02/01/22	Olya Antle	Confer with R. Eisenbach and M. Kilgren re Kuwait tax claim issues	0.20
02/01/22	Olya Antle	Call with R. Eisenbach re Justice Holdings claim approach	0.20



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
02/01/22	Olya Antle	Confer with T. Ridgeway re CNA claim issues	0.20
02/01/22	Olya Antle	Correspond with A. Gloriosso re Justice Brand Holdings claim	0.10
02/01/22	Olya Antle	Emails with S. Cho, R. Eisenbach and R. Tolchin re Glanzer litigation	0.30
02/01/22	Olya Antle	Call with Ascena and Lockton re CNA claims and related issues	0.70
02/01/22	Paul T. Moura	Analyze new claim/matter to be reported to Safety National, and provide notice to Safety National of same	0.80
02/02/22	Robert L. Eisenbach	Review CNA letter of credit documents	0.20
02/02/22	Robert L. Eisenbach	Review emails re CNA policies	0.10
02/02/22	Olya Antle	Review CNA Program Agreements and letter of credit in preparation for call with CNA's counsel	0.80
02/03/22	Olya Antle	Call with the E&Y team re multiple tax claims issues	1.40
02/03/22	Olya Antle	Review applicable documentation to discuss tax, D&O, dissolution, insurance and unclaimed property issues with R. Eisenbach	1.00
02/03/22	Olya Antle	Call with R. Eisenbach re tax claim issues	1.10
02/03/22	Olya Antle	Research re trust fund liability issues	1.00
02/03/22	Olya Antle	Prepare response to Georgia AG re tax claim inquiries (1.5); correspond re same with E&Y and R. Eisenbach (.5)	2.00
02/04/22	Robert L. Eisenbach	Analyze Delaware escheat issues	0.40
02/04/22	Olya Antle	Correspond with C. Klinger, R. Eisenbach and M. Canby re Williams warrant in debt	0.30
02/04/22	Olya Antle	Prepare for call with R. Eisenbach re Delaware escheat notice, ATPR dissolution issues, CNA claim and Georgia tax claim settlement (1.5); call with R. Eisenbach re foregoing (1.5)	3.00
02/04/22	Olya Antle	Call with M. Canby re Williams warrant	0.10
02/06/22	Olya Antle	Correspond with E&Y and certain taxation authorities re payment of tax claims	0.30
02/06/22	Olya Antle	Correspond with E&Y regarding tax claim	1.50



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
		analysis related to personal property and sales and use taxes	
02/07/22	Robert L. Eisenbach	Analyze New York tax claims	0.10
02/07/22	Robert L. Eisenbach	Conference call with J. Young, B. Harstine, T. Ridgway, O. Antle re C N A claim issues	0.50
02/07/22	Robert L. Eisenbach	Conference call with counsel for Justice Brand Holdings, O. Antle re administrative claim	0.50
02/07/22	Olya Antle	Draft correspondence re response to litigation status inquiries, Lee & Co. claims reconciliation inquiries and New Jersey Grow issues	0.90
02/07/22	Olya Antle	Call with Ascena and counsel to CNA re resolution of secured claim	0.50
02/07/22	Olya Antle	Call with S. Kohn re Justice Brands Holdings claim	0.50
02/07/22	Olya Antle	Review correspondence from E&Y re New York tax claims and Delaware notice of claim related to Catherines	0.30
02/08/22	Olya Antle	Call with M. Canby re litigation matter of Kimberly Williams (.2); correspond with counsel to Kimberly Williams re same (.2)	0.40
02/08/22	Olya Antle	Revise Georgia stipulated order and email response to W. Groff (.5); call and emails with A. Chandler re litigation claims of Nancy Wargo (.4)	0.90
02/08/22	Olya Antle	Call with E&Y and Ascena teams re Delaware escheat notice	1.00
02/08/22	Olya Antle	Call with M. Arena re tax claims of Prince William County (.2); email with E&Y and M. Arena re claims of Prince William County (.2)	0.40
02/09/22	Paul T. Moura	Analyze complaint to be tendered to Safety National (.4); Review prior Safety National correspondence and draft new tender correspondence for same (.4)	0.80
02/09/22	Olya Antle	Call (.1) and correspondence (.2) with R. Davis and A. Eddy re Hernandez subpoena response	0.30
02/09/22	Olya Antle	Call (.2) and emails (.1) with M. Kilgren re	0.30



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
		estate's escheat liabilities	
02/10/22	Olya Antle	Confer with A. Eddy and M. Canby re Wenzel litigation	0.20
02/10/22	Olya Antle	Correspond with A&M re claim reconciliation updates	0.20
02/10/22	Olya Antle	Correspond with M. Arena and E&Y re Prince William county tax claims payments	0.20
02/10/22	Olya Antle	Correspond with A. Eddy and M. Canby re Wenzel litigation	0.20
02/14/22	Olya Antle	Review and revise letter from Canadian counsel re production of Hernandez employment records	0.10
02/15/22	Mollie N. Canby	Review emails re Jones Day claims	0.10
02/15/22	Olya Antle	Correspond with B. Harstine re Oracle agreements	0.10
02/15/22	Olya Antle	Confer with A&M and D. Moss re Jones Day claims	0.20
02/17/22	Olya Antle	Confer with A&M and E&Y re tax claim issues	0.30
02/24/22	Olya Antle	Review correspondence from N. Flagg re Riverside tax claims	0.30
02/25/22	Mollie N. Canby	Email Ballard (L. Heilman) re status of payment for certain claim subject to 31st omnibus objection	0.10
02/25/22	Mollie N. Canby	Emails with O. Antle re next round of omnibus objections to claims	0.20
02/26/22	Olya Antle	Review service of process notices received from G. Nathan	0.20
02/27/22	Olya Antle	Correspond with M. Caskey re Duke claims	0.10
02/28/22	Olya Antle	Correspond with B. Harstine re Brandt garnishment notice	0.10
02/28/22	Olya Antle	Confer with A&M and M. Caskey re Duke claims	0.20
02/28/22	Mollie N. Canby	Emails with A&M re creditors subject to 44-46 omnibus objections	0.10

Task Total: 27.10 30,871.50



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
LITIGATION				
02/01/22	Robert L. Eisenbach	Review update on Daniel lawsuit	0.10	
02/01/22	Robert L. Eisenbach	Analyze issues re Glanzer litigation	0.20	
02/04/22	Robert L. Eisenbach	Review summons for Ohio lawsuit	0.10	
		Task Total:	0.40	576.00

PLAN AND DISCLOSURE STATEMENT

02/07/22	Olya Antle	Call with J. Luze re revisions to order approving motion to reconfirm plan	0.30	
02/07/22	Cullen D. Speckhart	Discussions and further analysis of implications of Novak orders and Santoro directives re professional fees	0.90	
02/11/22	Olya Antle	Discuss preparation of supplemental order re final decree to close duplicative case with M. Canby	0.20	
02/11/22	Cathy Rae Hershcopf	Call with O. Antle re Plan/trust issues	0.40	
02/16/22	Robert L. Eisenbach	Analyze revised supplemental re-confirmation order	0.50	
02/16/22	Olya Antle	Call with G. Nathan re order reconfirming plan and post-remand reporting requirements	0.20	
02/16/22	Olya Antle	Call with R. Eisenbach re revisions to order reconfirming plan (.8); correspond with S. Seneczko (Kirkland) re same (.2)	1.00	
02/20/22	Robert L. Eisenbach	Analyze issues re revised draft supplemental re-confirmation order	0.30	
02/20/22	Robert L. Eisenbach	Review revised draft supplemental re-confirmation order	0.10	
02/21/22	Olya Antle	Call with J. Luze re reconfirmation order (.5); follow up call with C. Speckhart re same (.3)	0.80	
02/21/22	Cullen D. Speckhart	Call with O. Antle and J. Luze re fee order	0.50	
02/22/22	Jeremiah P. Ledwidge	Conduct research in connection with post-confirmation professional fees (2.3); Draft summary of research re same (2.2); Draft outline for memo re same (1.4)	5.90	
02/22/22	Olya Antle	Call with B. Sandler and C. Speckhart re	0.50	



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
		reconfirmation order	
02/23/22	Robert L. Eisenbach	Analyze issues re supplemental re-confirmation order	0.80
02/23/22	Mollie N. Canby	Discuss with O. Antle re revised proposed re-confirmation order	0.10
02/23/22	Olya Antle	Call with C. Speckhart re revised reconfirmation order	0.20
02/23/22	Olya Antle	Correspond re revised reconfirmation order with S. Seneczko	0.20
02/23/22	Olya Antle	Discuss revisions to notice of revised reconfirmation order and filing of same with M. Canby	0.30
02/23/22	Olya Antle	Call with R. Eisenbach re revised reconfirmation order	0.90
02/23/22	Olya Antle	Revise notice of revised proposed order granting reconfirmation motion (.1); correspond re same with S. Seneczko (.1)	0.20
02/23/22	Olya Antle	Review order reconfirming plan (.2); calls with S. Seneczko re same (.3)	0.50
02/23/22	Olya Antle	Review District Court's second fee order (.1); discuss same with C. Speckhart (.4)	0.50
02/23/22	Cullen D. Speckhart	Multiple calls and emails re Ascena confirmation matters	1.20
02/24/22	Jeremiah P. Ledwidge	Draft letter to court re professional fees (2.7); Call with O. Antle re same (0.4); Conduct research in connection with letter to court re professional fees (0.8)	3.90
02/24/22	Olya Antle	Revise letter brief to Judge Santoro	2.50
02/25/22	Jeremiah P. Ledwidge	Review letter to court re professional fee issues (0.4); Revisions to letter to court professional fee issues (0.9)	1.30
02/25/22	Olya Antle	Calls with S. Seneczko re reconfirmation issues	0.20
02/25/22	Olya Antle	Revise CNO re reconfirmation motion	0.10
02/25/22	Olya Antle	Draft and revise letter brief to Judge Santoro re fee orders	2.80
02/26/22	Olya Antle	Finalize Cooley letter brief to Judge Santoro and share same with C. Speckhart	0.30



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
02/28/22	Olya Antle	Call with G. Nathan re reconfirmation hearing and related case updates	0.20	
02/28/22	Olya Antle	Email re reconfirmation order with J. Luze	0.10	
02/28/22	Mollie N. Canby	Review emails from O. Antle re fees	0.10	
Task Total:			28.00	29,869.00

PREPARATION FOR AND ATTENDANCE AT COURT HEARINGS

02/18/22	Olya Antle	Call with J. Luze in preparation for the February 24 omnibus hearing (.2); correspond with C. Speckhart re same (.1)	0.30	
02/20/22	Cullen D. Speckhart	Review materials and emails with O. Antle re upcoming hearings and proceedings related to confirmation	0.80	
02/22/22	Olya Antle	Prepare for omnibus hearing on February 24 (1.0) and share research and case law summaries with C. Speckhart (.2)	1.20	
02/23/22	Olya Antle	Call with J. Luze, S. Serajeddini and C. Speckhart in preparation for February 24 omnibus hearing	0.40	
02/24/22	Jeremiah P. Ledwidge	Attend Feb. 24 status conference re professional fees	0.70	
02/24/22	Olya Antle	Call with J. Ledwidge re letter brief to the Court in preparation for hearing on March 1	0.60	
02/24/22	Olya Antle	Attend hearing re fee orders (.8); calls with C. Speckhart re hearing (.4)	1.20	
02/28/22	Olya Antle	Call with C. Speckhart re March 1 hearing	0.20	
02/28/22	Olya Antle	Correspond with S. Seneczko re March 1 hearing	0.10	
02/28/22	Olya Antle	Correspond with C. Speckhart re March 1 hearing	0.10	
Task Total:			5.60	6,195.50

TAX ISSUES

02/01/22	Robert L. Eisenbach	Analyze issues re Kuwait Tax Authority	0.10	
02/03/22	Robert L. Eisenbach	Conference call with E&Y, O. Antle re	1.40	



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
		personal property and other tax issues	
02/03/22	Robert L. Eisenbach	Analyze issues re personal property tax	1.00
02/03/22	Robert L. Eisenbach	Analyze Delaware unclaimed property issues	0.30
02/03/22	Olya Antle	Review and update memorandum re New Jersey tax refund issues	0.40
02/04/22	Robert L. Eisenbach	Analyze tax issues	1.10
02/07/22	Robert L. Eisenbach	Analyze New Jersey tax issue	0.10
02/08/22	Robert L. Eisenbach	Analyze New Jersey tax credit issues	0.10
02/08/22	Robert L. Eisenbach	Conference call with E. Millar, E&Y team, O. Antle re unclaimed property issues	0.90
02/08/22	Olya Antle	Analyze potential liabilities related to New Jersey Grow Program	1.50
02/17/22	Olya Antle	Confer with E&Y re Ohio sale and use tax issues	0.30
02/17/22	Robert L. Eisenbach	Review and analyze Ohio tax notice issues	0.30
02/24/22	Olya Antle	Review correspondence re Fashion Bug Ohio tax assessment issues	0.30
02/28/22	Robert L. Eisenbach	Analyze issues re Ohio sales tax notice	0.20
Task Total:			8.00
			10,707.50

INTELLECTUAL PROPERTY

02/09/22	Olya Antle	Correspond with R. Givner-Forbes re AnnTaylor Loft registration in Mexico	0.30
02/09/22	Rebecca Givner-Forbes	Analyze C. Klinger's request for consent to submit trademark arguments in response to petition to cancel ANN TAYLOR mark in Mexico in name of AnnCo Inc. and potential risks of granting request	0.20
02/09/22	Rebecca Givner-Forbes	Provide instructions to V. Caba to confirm status of ANN TAYLOR mark in Mexico and petition to cancel same	0.10
02/09/22	Rebecca Givner-Forbes	Draft correspondence to C. Klinger requesting additional information re: petition to cancel ANN TAYLOR mark in Mexico	0.10
02/10/22	Olya Antle	Correspond with R. Givner-Forbes re urgent	0.20



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
		request from Loft Ipco		
02/10/22	Rebecca Givner-Forbes	Correspond with C. Klinger re: claims and anticipated arguments in response to petition to cancel ANN TAYLOR mark in Mexico	0.50	
02/10/22	Rebecca Givner-Forbes	Draft correspondence to G. Nathan re: C. Klinger's request for consent to submit trademark arguments in response to petition to cancel ANN TAYLOR mark in Mexico in name of AnnCo Inc	0.20	
02/23/22	Olya Antle	Review correspondence from C. Klinger re China trademark renewal applications (.1) and correspond re same with R. Givner-Forbes (.1)	0.20	
02/23/22	Rebecca Givner-Forbes	Propose revisions to draft Power of Attorney for renewal of trademark registrations for CACIQUE mark in China prepared by C. Klinger	0.20	
02/24/22	Olya Antle	Discuss power of attorney re China renewals with G. Nathan (.1); correspond re same with G. Nathan and C. Klinger (.1)	0.20	
02/24/22	Rebecca Givner-Forbes	Review revised draft Power of Attorney for renewal of trademark registrations for CACIQUE mark in China	0.10	
Task Total:			2.30	2,634.50
Total Fees				\$109,556.00



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

Fee Summary:

<u>Timekeeper</u>	<u>Type</u>	<u>Rate</u>	<u>Hours</u>	<u>Total</u>
Cullen D. Speckhart	Partner	1225	3.40	4,165.00
Cathy Rae Hershcopf	Partner	1420	.40	568.00
Robert L. Eisenbach	Of Counsel	1440	13.20	19,008.00
Rebecca Givner-Forbes	Special Counsel	1165	1.40	1,631.00
Paul T. Moura	Special Counsel	1165	1.60	1,864.00
Olya Antle	Associate	1115	56.30	62,774.50
Jeremiah P. Ledwidge	Associate	920	12.30	11,316.00
Mollie N. Canby	Paralegal	380	16.10	6,118.00
David M. Fleischer	Paralegal	515	4.10	2,111.50

For costs and disbursements recorded through February 28, 2022 :

Filing Fees	310.05
attorney service filing	
Nationwide Legal, LLC	
Total Costs	\$310.05
Total:	\$109,866.05



March 23, 2022

Michael Veitenheimer
 EVP, General Counsel and Secretary
 Ascena Retail Group, et al.
 933 MacArthur Boulevard
 Mahwah, NJ 07430

ATTORNEYS AT LAW
 Palo Alto, CA
 San Diego, CA
 3 Embarcadero Center
 20th Floor
 Los Angeles, CA
 San Francisco, CA
 Denver, CO
 94111-4004
 Seattle, WA
 MAIN 415 693-2000
 New York, NY
 FAX 415 693-2222
 Reston, VA
 Washington, DC
 www.cooley.com
 Boston, MA
 Taxpayer ID Number
 Chicago, IL
 94-1140085
 Shanghai, P. R. China
 Beijing, P. R. China
 Hong Kong
 Singapore
 London, United Kingdom
 Brussels, Belgium

341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

REMITTANCE ADVICE

Please include this Remittance Advice with your payment

For services rendered-Invoice No. 2463455:		
Fees	\$	109,556.00
Chargeable costs and disbursements	\$	310.05
Total Due on Current Invoice (USD)	\$	109,866.05



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2463455

Cooley LLP

3 Embarcadero Center, 20th Floor
San Francisco, CA 94111-4004

Tax ID# 94-1140085

Payment may be made by wire transfer or ACH:

Wells Fargo Bank - San Francisco, CA 94104
Account # 4129155206 ABA Routing # 121000248 Swift # WFBIUS6S

**When making electronic payments please provide invoice number(s)
and send remittance advice to AR@cooley.com**

Invoices are due and payable upon receipt. Any unpaid balance after 30 days may
accrue late charges.

To protect against wire fraud attacks, wiring instructions will not be changed during this transaction.
If you receive updated wire transfer instructions that do not agree to the information on this invoice,
please contact a member of Accounting-Accounts Receivable.
Cooley's public website includes firm office phone numbers.



April 26, 2022

Michael Veitenheimer
 EVP, General Counsel and Secretary
 Ascena Retail Group, et al.
 933 MacArthur Boulevard
 Mahwah, NJ 07430

ATTORNEYS AT LAW
 Palo Alto, CA
 San Diego, CA
 Los Angeles, CA
 Denver, CO
 Seattle, WA
 New York, NY
 Reston, VA
 Washington, DC
 Boston, MA
 Chicago, IL
 Shanghai, P. R. China
 Beijing, P. R. China
 Hong Kong
 Singapore
 London, United Kingdom
 Brussels, Belgium

3 Embarcadero Center
 20th Floor
 San Francisco, CA
 94111-4004
 MAIN 415 693-2000
 FAX 415 693-2222

www.cooley.com
 Taxpayer ID Number
 94-1140085

Invoice Number: 2478531

341266-201
Debtor Side Restructuring/Bankruptcy

For services rendered through March 31, 2022

Fees	\$	25,398.50
Chargeable costs and disbursements	\$	550.58
Total Due on Current Invoice (USD)	\$	25,949.08

To protect against wire fraud attacks, wiring instructions will not be changed during this transaction. If you receive updated wire transfer instructions that do not agree to the information on this invoice, please contact a member of Accounting-Accounts Receivable. Cooley's public website includes firm office phone numbers.



341266-201

Invoice Number: 2478531

Debtor Side Restructuring/Bankruptcy

For services rendered through March 31, 2022 :

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
BUSINESS OPERATIONS				
03/01/22	Robert L. Eisenbach	Review email from O. Antle to Puerto Rico counsel re dissolution issue	0.10	
03/01/22	Olya Antle	Review correspondence re Dutch entities financials	0.10	
03/01/22	Olya Antle	Correspond with C. Morazzani re ATPR dissolution issues	0.20	
03/02/22	Olya Antle	Review correspondence from J. Sutherland re BV financials	0.10	
		Task Total:	0.50	590.00
CASE ADMINISTRATION				
03/01/22	Mollie N. Canby	Emails with professionals re April and May omnibus hearing dates	0.20	
03/01/22	Mollie N. Canby	E-file 3/3 hearing agenda and coordinate service of same	0.20	
03/01/22	Mollie N. Canby	Finalize and BOPs supplemental final decree order to chambers and emails with O. Antle re same	0.30	
03/01/22	Mollie N. Canby	E-file notice of omnibus hearing dates and coordinate service of same	0.20	
03/01/22	Mollie N. Canby	Review April and May omnibus hearing dates from chambers (.1); update calendar and dashboard (.1); prepare notice of omnibus hearing dates (.3)	0.50	
03/01/22	Mollie N. Canby	Revise 3/3 hearing agenda per O. Antle's comment	0.10	
03/01/22	Mollie N. Canby	Emails with O. Antle re 3/3 hearing agenda	0.10	
03/01/22	Mollie N. Canby	Revise supplemental final decree order	0.10	
03/01/22	Olya Antle	Correspond with M. Canby re submission of supplemental order for final decree to BOPS	0.10	
03/01/22	Olya Antle	Revise agenda for March 3 hearing (.1) and correspond re same with Kirkland (.1)	0.20	
03/01/22	Olya Antle	Revise omnibus hearing dates notice	0.20	



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2478531

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
03/01/22	Olya Antle	Revise order re closure of duplicate Chapter 11 case (.3); communicate re order with M. Canby (.2) and K. Montgomery (.1)	0.60
03/02/22	Mollie N. Canby	E-file notice of filing of further revised reconfirmation order and amended 3/3 hearing agenda (.3); emails with Kirkland, O. Antle and Prime Clerk re same (.2); email chambers copy of further revised proposed reconfirmation order (.1)	0.60
03/02/22	Mollie N. Canby	Emails with Kirkland, O. Antle and Prime Clerk re notice of filing of further revised reconfirmation order and amended 3/3 hearing agenda	0.80
03/02/22	Mollie N. Canby	Review emails regarding garnishment action, Daniels dismissal of state court action, Hardman and Catoliato settlements and City of Calumet claim	0.50
03/02/22	Mollie N. Canby	Review Secured Plaintiff's objection to reconfirmation motion and emails with O. Antle and Kirkland re same	0.20
03/02/22	Mollie N. Canby	Review Alvarez state court docket and request copies of default pleadings (.4) and emails with O. Antle re same (.2)	0.60
03/02/22	Mollie N. Canby	Draft notice of filing further revised reconfirmation order (.3) and emails with O. Antle and Kirkland re same (.2)	0.50
03/02/22	Mollie N. Canby	Draft amended 3/3 hearing agenda	0.20
03/02/22	Mollie N. Canby	Circulate copies of 1/20, 1/27, 2/24 and 3/1 hearing transcripts to Kirkland	0.10
03/02/22	Mollie N. Canby	Review change of address form for Snogen Green and submit to Prime Clerk for processing	0.20
03/03/22	Mollie N. Canby	Submit reconfirmation order to chambers	0.10
03/03/22	Mollie N. Canby	Emails with O. Antle re reconfirmation order and fee applications	0.30
03/03/22	Mollie N. Canby	Emails with Kirkland re service of amended notice of reconfirmation motion	0.20
03/03/22	Mollie N. Canby	Review reconfirmation order and calendar fee application deadline	0.20



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2478531

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
03/03/22	Mollie N. Canby	Review entered reconfirmation order and circulate copy of same to Cooley and Kirkland teams	0.20	
03/03/22	Mollie N. Canby	Review entered supplemental final decree order	0.10	
03/03/22	Olya Antle	Correspond with M. Canby re service of entered orders	0.20	
Task Total:			7.80	3,919.50

CLAIMS

03/01/22	Olya Antle	Review and respond to emails re Maurices and Denver tax claims	0.50	
03/01/22	Olya Antle	Correspond with C. Speckhart re cease and desist correspondence	0.10	
03/01/22	Olya Antle	Review issues concerning Madrigal subrogation matter (.3); correspond re same with R. Eisenbach (.1)	0.40	
03/02/22	Olya Antle	Review Alvarez docket (.1); correspond with R. Eisenbach and Alvarez counsel re entry of default and violation of automatic stay (.2)	0.30	
03/02/22	Olya Antle	Correspond with M. Canby re Alvarez default notice	0.20	
03/02/22	Olya Antle	Review correspondence re Heath garnishment matter (.2) and correspond re same with R. Eisenbach (.2)	0.40	
03/02/22	Olya Antle	Call with B. Harstine re Madrigal and Heath litigation matters and Maurices issue	0.60	
03/02/22	Olya Antle	Correspond with G. Nathan, M. Schept and S. Wynn re Daniel PAGA proceeding	0.20	
03/02/22	Olya Antle	Review correspondence from L. Vitobello re Brandt garnishment	0.10	
03/02/22	Olya Antle	Correspond with B. Harstine re Madrigal subrogation claim	0.10	
03/03/22	Olya Antle	Calls with R. Eisenbach re effect of reconfirmation order and claims reconciliation process updates	0.70	
03/03/22	Olya Antle	Review Madrigal complaints and	1.00	



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2478531

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
		correspondence in preparation for call with B. Tapper		
03/03/22	Olya Antle	Correspond with B. Isaly re Calumet City service inquiry	0.10	
Task Total:			4.70	5,240.50

FEE/EMPLOYMENT APPLICATIONS

03/01/22	Mollie N. Canby	Discuss with O. Antle re fee applications	0.10	
03/03/22	Mollie N. Canby	Review retention orders for debtors' professionals employed under section 327 and email O. Antle re same	0.50	
Task Total:			0.60	228.00

LITIGATION

03/01/22	Robert L. Eisenbach	Analyze issues re Madigral lawsuit	0.20	
03/02/22	Robert L. Eisenbach	Review Heath garnishment judgment and related papers	0.10	
03/02/22	Robert L. Eisenbach	Analyze response to Alvarez default entry	0.30	
03/02/22	Robert L. Eisenbach	Analyze response to Heath garnishment matter	0.10	
03/02/22	Robert L. Eisenbach	Review dismissal of Daniel lawsuit	0.10	
03/03/22	Robert L. Eisenbach	Review complaint and docket in Madrigal litigation	0.30	
03/03/22	Robert L. Eisenbach	Analyze issues re Madrigal litigation	0.40	
Task Total:			1.50	2,160.00

PLAN AND DISCLOSURE STATEMENT

03/01/22	Olya Antle	Call with C. Speckhart re March 1 hearing and hearing re reconfirmation	0.10	
03/01/22	Olya Antle	Call with G. Nathan re reconfirmation and next steps	0.10	
03/02/22	Olya Antle	Finalize revised reconfirmation order and notice related to same (1.5); correspond with	2.00	



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2478531

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
		S. Seneczko and M. Canby re revised reconfirmation order (.5)		
03/02/22	Olya Antle	Review revised reconfirmation order and correspondence re same from S. Seneczko	0.20	
03/02/22	Olya Antle	Review limited objection to reconfirmation filed by Lead Securities Plaintiffs (.1); correspond re same with S. Seneczko, J. Luze and M. Canby (.3)	0.40	
03/02/22	Olya Antle	Call with M. Canby re notice of revised proposed reconfirmation order	0.20	
03/02/22	Olya Antle	Correspond with S. Seneczko re reconfirmation hearing	0.10	
03/02/22	Cullen D. Speckhart	Receipt and review of emails related to second revised supplemental reconfirmation order and redlines related to same	0.80	
03/03/22	Robert L. Eisenbach	Review entered reconfirmation order	0.10	
03/03/22	Mollie N. Canby	Prepare and finalize reconfirmation order (including UST, Committee, and Securities Plaintiffs signature blocks) (.3); emails with O. Antle, Kirkland, UST, Committee, and Securities Plaintiffs re same (.4)	0.70	
03/03/22	Olya Antle	Update reconfirmation order (.5); correspond with counsel re execution and submission of same to Chambers (.5)	1.00	
03/03/22	Olya Antle	Discuss submission of reconfirmation order with M. Canby	0.20	
03/03/22	Olya Antle	Correspond with G. Nathan, E&Y and A&M re entry of reconfirmation order	0.20	
		Task Total:	6.10	6,407.50

PREPARATION FOR AND ATTENDANCE AT COURT HEARINGS

03/01/22	Jeremiah P. Ledwidge	Attend March 1 hearing re professional fees	0.40
03/01/22	Olya Antle	Prepare for March 3 omnibus hearing	0.50
03/01/22	Olya Antle	Attend continued hearing re reconfirmation effect on payment of professional fees	0.40
03/01/22	Cullen D. Speckhart	Prepare for and participate in hearing regarding re confirmation aspects and	1.00



341266-201

Invoice Number: 2478531

Debtor Side Restructuring/Bankruptcy

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	
		professional fees		
03/02/22	Olya Antle	Prepare for reconfirmation hearing	0.50	
03/03/22	Jeremiah P. Ledwidge	Attend plan reconfirmation hearing	0.40	
03/03/22	Robert L. Eisenbach	Attend hearing on motion for reconfirmation order	0.30	
03/03/22	Olya Antle	Attend the reconfirmation hearing	0.40	
03/03/22	Olya Antle	Correspondence (1.0) and calls (1.0) with S. Seneczko and M. Canby re reconfirmation hearing in preparation for same	2.00	
Task Total:			5.90	6,630.00

TAX ISSUES

03/02/22	Olya Antle	Correspond with E&Y re Maurices refund issues	0.20	
Task Total:			0.20	223.00

Total Fees **\$25,398.50**

Fee Summary:

<u>Timekeeper</u>	<u>Type</u>	<u>Rate</u>	<u>Hours</u>	<u>Total</u>
Cullen D. Speckhart	Partner	1225	1.80	2,205.00
Robert L. Eisenbach	Of Counsel	1440	2.00	2,880.00
Olya Antle	Associate	1115	14.90	16,613.50
Jeremiah P. Ledwidge	Associate	920	.80	736.00
Mollie N. Canby	Paralegal	380	7.80	2,964.00

For costs and disbursements recorded through March 31, 2022 :

Research Database / Document Retrieval	404.88
Trial Transcript	89.90
ESCRIBERS LLC - Transcript request handled by Elizabeth Rice. - CH - JOHN BROCALES	



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2478531

Wells Fargo Bank N.A.

Trial Transcript	55.80
ESCRIBERS LLC - Transcript request handled by Elizabeth Rice. - CH - JOHN BROCALES	
Wells Fargo Bank N.A.	

Total Costs **\$550.58**

Total: **\$25,949.08**



ATTORNEYS AT LAW
 Palo Alto, CA
 San Diego, CA
 3 Embarcadero Center
 20th Floor
 Los Angeles, CA
 San Francisco, CA
 Denver, CO
 94111-4004
 Seattle, WA
 MAIN 415 693-2000
 New York, NY
 FAX 415 693-2222
 Reston, VA
 Washington, DC
 Boston, MA
 Chicago, IL
 Taxpayer ID Number
 94-1140085
 Shanghai, P. R. China
 Beijing, P. R. China
 Hong Kong
 Singapore
 London, United Kingdom
 Brussels, Belgium

April 26, 2022

Michael Veitenheimer
 EVP, General Counsel and Secretary
 Ascena Retail Group, et al.
 933 MacArthur Boulevard
 Mahwah, NJ 07430

www.cooley.com

Taxpayer ID Number
 94-1140085

341266-201
 Debtor Side Restructuring/Bankruptcy

Invoice Number: 2478531

REMITTANCE ADVICE

Please include this Remittance Advice with your payment

For services rendered-Invoice No. 2478531:		
Fees	\$	25,398.50
Chargeable costs and disbursements	\$	550.58
Total Due on Current Invoice (USD)	\$	25,949.08

Outstanding Balance from prior Invoices as of 4/26/2022 **(May not reflect recent payments)**

<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Balance</u>	<u>Late Charges</u>	<u>Balance Due</u>
2452013	2/28/2022	134,621.68	0.00	134,621.68
2463455	3/23/2022	109,866.05	0.00	109,866.05
Total Outstanding Balance from prior Invoices (Disregard if paid)			\$	244,487.73



341266-201
Debtor Side Restructuring/Bankruptcy

Invoice Number: 2478531

Total Amount Due on Current and Prior Invoices (USD) \$ 270,436.81

Cooley LLP
3 Embarcadero Center, 20th Floor
San Francisco, CA 94111-4004

Tax ID# 94-1140085

Payment may be made by wire transfer or ACH:
Wells Fargo Bank - San Francisco, CA 94104
Account # 4129155206 ABA Routing # 121000248 Swift # WFBIUS6S
**When making electronic payments please provide invoice number(s)
and send remittance advice to AR@cooley.com**

Invoices are due and payable upon receipt. Any unpaid balance after 30 days may accrue late charges.

To protect against wire fraud attacks, wiring instructions will not be changed during this transaction. If you receive updated wire transfer instructions that do not agree to the information on this invoice, please contact a member of Accounting-Accounts Receivable. Cooley's public website includes firm office phone numbers.

EXHIBIT C

Proposed Order

COOLEY LLP

Cullen D. Speckhart (VSB 79096)
Olya Antle (VSB 83153)
1299 Pennsylvania Avenue, NW, Suite 700
Washington, DC 20004-2400
Telephone: (202) 842-7800
Facsimile: (202) 842-7899

Co-Counsel to the Reorganized Debtors

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
NORFOLK DIVISION**

In re:	)	Chapter 11
RETAIL GROUP, INC., <i>et al.</i> , ¹	)	Case No. 20-33113 (FJS)
Reorganized Debtors.	)	(Jointly Administered)
)	

**ORDER GRANTING APPLICATION OF COOLEY LLP FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE
PERIOD OF JANUARY 13, 2022 THROUGH MARCH 3, 2022**

Upon consideration of the Application (the “Application”)² of Cooley LLP (“Cooley” or “Applicant”), co-counsel to Mahwah Bergen Retail Group, Inc. (*fka* Ascena Retail Group, Inc.) and certain of its affiliates (collectively, the “Reorganized Debtors,” and between January 13, 2022, and March 3, 2022, the “Debtors”), for the Compensation Period; and the Court having reviewed the Application, and finding that the Court has jurisdiction over this matter pursuant to

¹A complete list of each of the Reorganized Debtors in these chapter 11 cases may be obtained on the website of the Reorganized Debtors’ claims and noticing agent at <http://cases.ra.kroll.com/ascena>. The location of Reorganized Debtor Mahwah Bergen Group, Inc.’s principal place of business and the Reorganized Debtors’ service address in these chapter 11 cases is 933 MacArthur Boulevard, Mahwah, New Jersey 07430.

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Application [Docket No. ___].

28 U.S.C. §§ 157 and 1334; and determining that proper and adequate notice has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefore,

IT IS HEREBY ORDERED that:

1. The Application is GRANTED.
2. Cooley is allowed compensation in the amount of \$268,183.00 and reimbursement of expenses in the amount of \$1,167.81 for the Compensation Period as requested in the Application.
3. The Reorganized Debtors are authorized and directed to disburse payment to Cooley in the amount of fees and expenses incurred during the Compensation Period.
4. The Reorganized Debtors are authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.
5. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Application and Order.
6. This Order shall be effective immediately upon entry.

Date: _____
Norfolk, Virginia

United States Bankruptcy Judge

WE ASK FOR THIS:

/s/ Cullen D. Speckhart

COOLEY LLP

Cullen D. Speckhart (VSB 79096)
Olya Antle (VSB 83153)
1299 Pennsylvania Avenue, NW, Suite 700
Washington, DC 20004-2400
Telephone: (202) 842-7800
Facsimile: (202) 842-7899

Co-Counsel to the Reorganized Debtors

CERTIFICATION OF ENDORSEMENT
UNDER LOCAL BANKRUPTCY RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Cullen D. Speckhart

EXHIBIT U

UNITED STATES BANKRUPTCY COURT

EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

In re:)	
	)	Case No. 20-33113-FJS
	)	(Jointly Administered)
RETAIL GROUP, INC., ET AL.,)	
<i>Debtors.</i>	)	Chapter 11

BANKRUPTCY JUDGE’S REPORT AND RECOMMENDATION

This matter comes before the Court on the applications for compensation and reimbursement of expenses for the period from January 13, 2022, through March 3, 2022 (the “Compensation Period”), filed on May 26, 2022, by Cooley LLP (“Cooley”), co-counsel for the above-captioned debtors (the “Cooley Application”)¹; Pachulski Stang Ziehl & Jones LLP (“Pachulski”), counsel for the Official Committee of Unsecured Creditors (the “Pachulski Application”); and Hirschler Fleischer, P.C. (“Hirschler”), local counsel for the Official Committee of Unsecured Creditors (the “Hirschler Application”) (collectively, with the Cooley Application and Pachulski Application, the “Fee Applications”).

Venue is proper in this matter under 28 U.S.C. §§ 1408 and 1409(a). The Court has jurisdiction over the subject matter of this proceeding pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2)(A). Pursuant to the Order Requiring Submission of Approval of Petition for Attorneys’ Fees to District Court entered on January 13, 2022 (the “Fee Order”), the United States District Court for the Eastern District of Virginia (the “District Court”) directed this Court to submit proposed findings of fact and

¹ The Court notes for the record that Cooley’s co-counsel, Kirkland & Ellis LLP, elected not to file an application for compensation and reimbursement of expenses for the Compensation Period.

conclusions of law on all future applications for attorneys' fees. Fee Order at 1, ECF No. 2550. Accordingly, after notice and a hearing and upon review of the relevant pleadings, the Court proposes the findings of fact and conclusions of law set forth below with respect to the Fee Applications.

I. Procedural History

The above-captioned debtors (collectively, the "Reorganized Debtors," and before the reconfirmation of the modified Chapter 11 plan in these cases on March 3, 2022, the "Debtors"),² filed petitions under Chapter 11 of the Bankruptcy Code on July 23, 2020, in the Richmond Division of the United States Bankruptcy Court for the Eastern District of Virginia. Those petitions were ultimately consolidated into the above-captioned case. Order Granting Mot. for Joint Admin., ECF No. 50. On July 24, 2020, the Court entered an order establishing, among other things, the notice and service requirements and procedures for pleadings filed in the case (the "Case Management Order").³ See Case Mgmt. Order Ex. 1, ECF No. 79. On September 8, 2020, the

² The Debtors described their business as follows:

The Debtors are a leading specialty retailer for women and girls. Tracing their roots back to a single Dressbarn store built in 1962, today the Debtors operate a portfolio of recognizable brands, including Ann Taylor, LOFT, Lane Bryant, Catherines, Justice, Lou & Grey, and Cacique. As of the Petition Date (as defined herein), the Debtors operated approximately 2,800 stores in the United States, Canada, and Puerto Rico, with more than 12.5 million active customers, and nearly 40,000 employees. As of the Petition Date, the Debtors have approximately \$1.60 billion in funded debt obligations, including approximately \$330 million in outstanding obligations under the its \$500 million senior secured asset-based lending facility and approximately \$1.27 billion in senior secured term loan obligations.

Am. Discl. Stmt § II, ECF No. 600.

³ The Case Management Order established that filings, including applications for compensation, shall be served on the "Service List." Case Mgmt. Order Ex. 1 ¶¶ 2, 6. ECF No. 79. The "Service List" is defined as the "Core Group," the "2002 List," and the "Affected Entities." *Id.* Ex. 1 ¶ 3. The "Core Group" includes (1) the United States Trustee; (2) the Debtors; (3)

Court entered an order outlining the notice and service requirements specifically related to monthly, interim, and final fee applications (the “Fee Notice Procedures Order”).⁴ ECF No. 550.

The Debtors filed an Amended Joint Chapter 11 Plan on February 24, 2021 (the “Plan”). The Court confirmed the Plan by order entered on February 25, 2021 (the “Confirmation Order”). Subsequently, the Confirmation Order was appealed to the District Court. Notice of Appeal, ECF No. 1859. On January 13, 2022, the District Court entered an order vacating the Confirmation Order, voiding and severing the Plan’s third-party releases, voiding the Plan’s exculpation provision, and remanding the case to the Bankruptcy Court (the “Remand Order”). Remand Order at 1, ECF No. 2549. The Remand Order further required the Chief Judge of the Bankruptcy Court

proposed co-counsel for the Debtors, Kirkland & Ellis LLP, and Cooley; (4) counsel for any committee appointed pursuant to section 1102 of the Bankruptcy Code; (5) agents under the Debtors’ prepetition credit facilities and counsel thereto; (6) counsel to the administrative agent under the Debtors’ prepetition term loan facility and debtor-in-possession term loan facility, Latham & Watkins LLP; (7) counsel to the administrative agent under the Debtors’ prepetition asset-based lending credit facility and debtor-in-possession asset-based lending credit facility, Morgan Lewis & Bockius LLP; (8) counsel to the ad hoc group of term loan lenders, Milbank LLP; and (9) any party that has requested notice pursuant to Bankruptcy Rule 2002. *Id.* The “2002 List” is comprised of all entities that have filed a request for service of filings under Rule 2002. *Id.* The Core Group list and the 2002 List are maintained online by the Claims and Noticing Agent, Kroll Restructuring Group, formerly known as Prime Clerk LLC. *Id.* The “Affected Entities” are all entities with a particularized interest in the subject matter of the court filing. *Id.*

⁴ The Fee Notice Procedures Order called for all professionals to “serve (a) the Monthly Fee Statements, the Interim Fee Applications, and the Final Fee Application on the Application Recipients, and (b) notice of hearings on the Interim Fee Applications and Final Fee Application on all other parties that have filed a notice of appearance with the clerk of this Court and requested notice of pleadings in these chapter 11 cases.” Fee Notice Proc. Order ¶ 6, ECF No. 550. The “Application Recipients” are defined as (1) the Debtors; (2) co-counsel to the Debtors, Kirkland & Ellis LLP, and Cooley; (3) counsel to the administrative agent under the Debtors’ prepetition asset-based lending credit facility and debtor-in-possession asset-based lending credit facility, Morgan Lewis & Bockius LLP; (4) counsel to the ad hoc group of term loan lenders, Milbank LLP; and (5) the Office of the U.S. Trustee. *Id.* ¶ 2.

for the Eastern District of Virginia to reassign the case. *Id.* at 2. The Remand Order was supported by a memorandum opinion issued on January 13, 2022 (the “Memorandum Opinion”).⁵

The District Court entered the Fee Order the same day. The Fee Order directed this Court to issue a report and recommendation on all future attorneys’ fee applications in the case. Fee Order at 1, ECF No. 2550. It also ordered that the hourly rate requested in such applications be capped at the rate charged by attorneys in the Richmond Division of the Eastern District of Virginia. *Id.* at 1-2.

The undersigned reassigned the case to himself on January 18, 2022, as authorized by the Remand Order. On January 26, 2022, the Debtors filed a motion to modify the Plan in accordance with the Memorandum Opinion and reconfirm the Plan retroactively to the date of the Confirmation Order (the “Reconfirmation Motion”). After notice and a hearing, the Court entered an order on March 3, 2022 (the “Reconfirmation Order”), which reconfirmed the Plan as modified

⁵ One of the reasons the District Court issued the Remand Order, as stated in the Memorandum Opinion, was the perception that forum shopping or judge shopping may have been occurring for “mega cases” filed in the Eastern District of Virginia. The District Court stated, “To be clear, venue properly exists in the Richmond Division Consequently, the question is not whether venue was proper here, but why Debtors chose this venue over the many other venue options it had available to it.” *Patterson v. Mahwah Bergen Retail Grp.*, 636 B.R. 641, 655 n.4 (E.D. Va. 2022) (citation omitted). On February 22, 2022, the District Court entered an order requesting that the undersigned consider any impact the recent adoption of Local Bankruptcy Rule 1075-2, which promulgated the Procedures for Assignment and Administration of “Mega Cases” in the Eastern District of Virginia, may have on the matter. *See* Order Modifying Order on Attorneys’ Fees at 1-2, 3:21-cv-00167-DJM, ECF No. 83. The newly adopted “mega case” procedures referenced in the District Court’s order were, in part, designed to combat any perception of forum shopping or judge shopping. These procedures included a new judge assignment policy for “mega cases” filed in the Eastern District of Virginia. *See* LBR Ex. 16 § II. Accordingly, any Chapter 11 case filed in the Eastern District of Virginia that is classified as a “mega case” will be randomly assigned to one of the Bankruptcy Judges in the Eastern District of Virginia, with the exception of the Chief Bankruptcy Judge, regardless of the Division in which the case is filed. *Id.*

by the Reconfirmation Motion (the “Modified Plan”) effective as of February 25, 2021.⁶ Reconfirmation Order ¶ 2, ECF No. 2611. To comply with the Fee Order, the Reconfirmation Order stated the following:

[A]ny unpaid fees and expenses of retained attorneys incurred by the Debtors before the entry of this Order and all fees and expenses of Professionals incurred from the entry of the Remand Order to the entry of this Order (the “Applicable Fees and Expenses”) may only be paid by the Debtors following an application in accordance with the Fee Order[] (with respect to attorneys’ fees), the Bankruptcy Code, the Bankruptcy Rules, and this Order. All applications for the Applicable Fees and Expenses must be filed with this Court no later than 90 days after the date of entry of this Order.

Id. ¶ 10.

Fee applications were thus required for unpaid fees incurred on behalf of the Debtors and the Official Committee of Unsecured Creditors (the “Committee”) for the Compensation Period. The Fee Applications were filed on May 26, 2022. Following its review of the Fee Applications, the Court entered an order on June 15, 2022 (the “Briefing Order”), that established a hearing date for the Fee Applications of July 7, 2022, and directed that, “[f]or Fee Applications that request hourly rates that exceed the prevailing rate in the Richmond market, the brief[s] must analyze why a departure from the rate in the local market is reasonable.” Briefing Order at 3, ECF No. 2718.

On June 15, 2022, the U.S. Trustee filed a statement indicating that he had negotiated with the respective fee applicants and proposed fee reductions as to all of the Fee Applications and did

⁶ The Reconfirmation Order reinstated the notice procedures present in the Confirmation Order. *See* Reconfirmation Order ¶ 4, ECF No. 2611. The Confirmation Order required that notice of all post-confirmation pleadings be served on the following entities: (1) the Reorganized Debtors and counsel thereto, (2) the U.S. Trustee, (3) the Consenting Stakeholders (as defined in the Restructuring Support Agreement attached to the Amended Disclosure Statement as a group of term loan lenders that agreed to assist the Debtors with funding throughout the restructuring process), (4) the GUC Trustee and counsel thereto, (5) any party directly affected by the relief sought in the pleading, and (6) any party that specifically requested additional notice in writing. Confirmation Order ¶ 141, ECF No. 1811.

not object to any of the Fee Applications (the “UST Statement”). UST Stmt ¶¶ 2-3, ECF No. 2721. However, the U.S. Trustee indicated he would supplement the UST Statement in light of the Briefing Order. *Id.* ¶ 4. No other party filed a response or objection to the Fee Applications.

Thereafter, the fee applicants served notices of hearing electronically on all parties who had appeared in this case. Cooley Notice, ECF No. 2726; Hirschler and Pachulski Notice, ECF No. 2731. The fee applicants and the U.S. Trustee also filed timely briefs in response to the Briefing Order. The Court convened hearings on the Fee Applications on July 7, 2022 (collectively, the “Fee Hearing”), at which the fee applicants and counsel for the U.S. Trustee appeared. Because Cooley served as co-counsel for the Debtors with another law firm, the Court required additional information to supplement the record to define more clearly Cooley’s discrete contributions during the Compensation Period. Accordingly, Cooley filed a supplemental declaration in support of the Cooley Application on July 11, 2022 (the “July Speckhart Declaration”). Cooley simultaneously filed the declaration of Gilbert E. Nathan, the Plan Administrator, in support of the Cooley Application (the “Plan Administrator Declaration”).

This matter is now ripe for determination.

II. Findings of Fact

Upon consideration of the record, the court makes the following proposed findings of fact.

A. The Hirschler Application

Hirschler is local counsel for the Committee. Hirschler is a Virginia-based law firm with three offices in Virginia and a significant bankruptcy practice. *See* Appl. to Employ Hirschler ¶ 10, ECF No. 516. The Committee filed an application to employ Hirschler as its local counsel on September 2, 2020, which the Court granted by order entered on September 22, 2020. After the initial confirmation of the Plan, the Court approved Hirschler’s second interim and final

application for compensation of fees and reimbursement of expenses. Hirschler Fee Order, ECF No. 2136. The Court entered a final order allowing \$115,446.00 in fees and \$1,159.50 in expenses (net of a voluntary reduction). *Id.* ¶ 3.

The Hirschler Application, which is now before the Court, was served on “all registered ECF participants who have appeared in this case” via the Court’s Case Management/Electronic Case Files system and “on the Application Recipients (as defined in the [Fee Notice Procedures Order])”⁷ by email or first class mail. Certificate of Service at 2, ECF No. 2713. Hirschler requested allowance of payment of \$7,683.00 in fees and \$0.00 in expenses for services rendered during the Compensation Period. Hirschler Appl. ¶ 10, ECF No. 2706. Two Hirschler attorneys—a partner and an associate—provided services for a total of 15.5 hours, with each billing approximately half of the total amount, at a blended rate⁸ of \$495.67 per hour. *Id.* at 2, Ex. B. The categories of services that Hirschler provided include handling matters related to case administration, the Fee Order, reconfirmation of the Modified Plan, and general unsecured claims reconciliation. *Id.* ¶¶ 14-18. Hirschler’s activities included attending hearings; preparing, reviewing, and filing pleadings; and communicating with lead counsel for the Committee. *Id.* at Ex. B.

The U.S. Trustee negotiated a reduction of Hirschler’s fees in the amount of \$500.00. UST Stmt ¶ 2. Accordingly, Hirschler’s total requested fees after the reduction are \$7,183.00 (the “Hirschler Fees”). *Id.*

⁷ See note 4.

⁸ The blended rate is the total dollar amount billed by all timekeepers (attorneys and non-attorneys) divided by their total hours billed.

B. The Pachulski Application

Pachulski is lead counsel for the Committee. Pachulski is a national law firm with five offices, approximately eighty lawyers, and an expertise in the bankruptcy and restructuring field. Pachulski Resp. to Briefing Order ¶ 3, ECF No. 2742. The Committee filed an application to employ Pachulski as its lead counsel on September 2, 2020, which the Court granted by order entered on September 22, 2020. Following the initial confirmation of the Plan, the Court approved Pachulski’s second interim and final application for compensation of fees and reimbursement of expenses. Pachulski Fee Order, ECF No. 2135. The Court entered a final order allowing \$1,052,450.50 in fees and \$6,036.10 in expenses (net of a voluntary reduction). *Id.* ¶ 2.

The Pachulski Application currently before the Court was noticed and subsequently served on “all registered ECF participants who have appeared in this case” via the Court’s Case Management/Electronic Case Files system and “on the Application Recipients (as defined in the [Fee Notice Procedures Order])”⁹ by email or first class mail. Certificate of Service at 2, ECF No. 2713. Pachulski requested allowance of payment of \$93,180.00¹⁰ in fees and \$4.10 in expenses for services rendered during the Compensation Period. Pachulski Appl. at 2, ECF No. 2705. Pachulski rendered services during the Compensation Period totaling 94.60 hours. *Id.* The blended rate for the seven Pachulski professionals working on the case during this period was \$985.00 per hour. *Id.* Pachulski’s timekeepers included six attorneys (five partners and one counsel) and three non-attorneys. *Id.* at Ex. B. The Pachulski attorney who billed the most hours during the Compensation Period, a partner, billed 36.4 hours at a rate of \$1,445.00 per hour. *See id.*

⁹ *See* note 4.

¹⁰ This amount is net of a voluntary discount of \$24,818.50.

The legal services Pachulski provided during the Compensation Period related to the appeal and remand, case administration, general unsecured claims reconciliation, reconfirmation of the Modified Plan, and compliance with the Fee Order. *Id.* ¶¶ 16-24. The bulk of Pachulski’s services (58.4 out of 94.6 hours) involved analyzing the complex issues raised by the Remand Order and Memorandum Opinion and expeditiously reconfirming the Modified Plan. *Id.* ¶¶ 17, 24. In particular, Pachulski spent significant time reviewing and analyzing the Remand Order and Memorandum Opinion; discussing, drafting, revising, and reviewing the Reconfirmation Motion (alongside counsel for the Debtors); and preparing for hearings on the Reconfirmation Motion. *Id.* at Ex. B. This was all done in an effort to minimize potential harm facing the “thousands of affected unsecured creditors holding many hundreds of millions of dollars in claims.” *See* Pachulski Resp. to Briefing Order ¶ 10, ECF No. 2742. Only a small percentage of Pachulski’s services (8 out of 94.6 hours) was dedicated to case administration and claims administration. Pachulski Appl. ¶¶ 18-19.

Rather than file a responsive pleading with respect to the Pachulski Application, the U.S. Trustee negotiated a reduction of \$10,000.00, thereby reducing the requested fees and expenses to \$83,184.10. UST Stmt ¶ 2, ECF No. 2721. As the analysis herein requires that fees and expenses be considered separately, the Court will apply the reduction to Pachulski’s fees, resulting in fees requested of \$83,180.00 (the “Pachuski Fees”) and expenses requested of \$4.10 (the “Pachulski Expenses”).

C. The Cooley Application

Cooley is co-counsel for the Reorganized Debtors. Cooley is an international law firm with seventeen offices and significant expertise in the bankruptcy and restructuring field. *See* Cooley Resp. to Briefing Order Ex. A ¶ 7, ECF No. 2741. Cooley also maintains non-bankruptcy practice

groups in the areas of litigation, intellectual property, mergers and acquisitions, corporate services and transactions, finance, real estate, tax, and employment law. *Id.* The Debtors filed an application to employ Cooley as co-counsel on August 13, 2020 (the “Cooley Application to Employ”). The Cooley Application to Employ specified that the Debtors also expected to retain Kirkland & Ellis LLP (“Kirkland”) as co-counsel but asserted that Cooley’s employment would not be duplicative of the services provided by Kirkland. Cooley Appl. to Employ ¶¶ 10, 12, ECF No. 258. The Debtors explained that Cooley’s retention as co-counsel was necessary to

provide additional legal resources to advise the Debtors on various matters and will allow the Debtors to operate more effectively given Cooley’s specialized knowledge of bankruptcy law and procedure in Virginia. In particular, Cooley’s lawyers have experience practicing before this Court and have the ability to respond quickly to any contingency, emergency hearings, or other matters before this Court.

Id. ¶ 10.

On August 31, 2020, the U.S. Trustee filed a limited objection to the Cooley Application to Employ. The U.S. Trustee expressed concern that Cooley’s services would be duplicative of Kirkland’s services, stating,

Despite attempts to better understand Cooley’s role, aside from that of local counsel—meaning a member of the Bar of the Bankruptcy Court for the Eastern District of Virginia who joins in a foreign attorney’s pleading by endorsement pursuant to Local Rule 2090-1(F)—the United States Trustee has not received any clear delineation of the services that Cooley is to provide as co-counsel that fall outside its local counsel role. Without any clear indication of services, the United States Trustee cannot determine whether Cooley will serve solely in a local counsel capacity or will augment its representation by also serving as efficiency or conflict counsel. As currently contemplated in the Cooley Application, Cooley’s services will unnecessarily overlap with the services being provided by Kirkland. While these proceedings are indeed large and complex, without more, the Debtors have not met their burden to show that the proposed retention of Kirkland and Cooley – as co-counsel – is warranted. That is, the Debtors are seeking to retain two attorneys when there is no clear indication as to their roles.

Limited Obj. at 5-6, ECF 484.

On September 1, 2020, Cullen D. Speckhart, a Cooley attorney, filed a Supplemental Declaration clarifying that

Cooley acts as Kirkland’s co-counsel in the capacity as both local counsel pursuant to the Local Rules and as conflicts counsel to the extent a conflict arises that would prevent Kirkland from representing the Debtors in a manner adverse to a party in interest in these chapter 11 cases and provides certain additional services to the Debtors in connection with these chapter 11 cases.

Suppl. Decl. of Cullen D. Speckhart ¶ 4, ECF No. 507. This explanation was satisfactory to the U.S. Trustee, as Cooley filed a certification on September 2, 2020, indicating that the U.S. Trustee’s objection was resolved. Certification of Counsel at 2, ECF No. 529. As a result, the Court entered an order on September 9, 2020, granting the Cooley Application to Employ.

On May 12, 2021, the Court entered an order approving Cooley’s second interim and final application for compensation of fees and reimbursement of expenses. Cooley Fee Order, ECF No. 2011. The Court entered a final order allowing \$978,894.12 in fees and \$119,692.28 in expenses (net of a voluntary reduction). *Id.* at Sch. A.

The Cooley Application, which is now before the Court, was “served via email on the Core/2002 Service List.”¹¹ Aff. of Service at 1, ECF No. 2716. Cooley requested allowance of \$268,183.00 in fees and \$1,167.81 in expenses for 271.4 hours of legal services rendered during the Compensation Period. Cooley Appl. at 1-2, ECF No. 2700. The blended rate for the eleven Cooley timekeepers on the case during the Compensation Period was \$988.15 per hour. *Id.* at 4. Cooley’s blended hourly rate is comprised of the rates of eight attorneys (three partners, three counsel, and two associates) and three paralegals. *Id.* The Cooley attorney who billed the most hours, an associate, billed 139.1 hours at a rate of \$1,115.00 per hour. *Id.*

¹¹ See note 3.

Rather than file a response or objection to the Cooley Application, the U.S. Trustee negotiated a reduction of \$17,010.50, thereby reducing the requested fees and expenses to \$252,340.31 for the Compensation Period. UST Stmt ¶ 2, ECF No. 2721. As the analysis herein requires that fees and expenses be considered separately, the Court will apply the reduction to Cooley’s fees, resulting in fees requested of \$251,172.50 (the “Cooley Fees”) and expenses requested of \$1,167.81 (the “Cooley Expenses”).

During the Compensation Period, Cooley provided legal services related to litigation, business operations, case administration, claims reconciliation, resolution of tax and intellectual property issues, and reconfirmation of the Modified Plan.¹² Cooley Appl. ¶¶ 19-36, ECF No. 2700; July Speckhart Decl. at 4-10, ECF No. 2756. Cooley spent considerable time on corporate and compliance issues (22.5 hours). July Speckhart Decl. at 6, ECF No. 2756. This involved working with advisors regarding Canadian tax filings; asset transfers from foreign accounts; and the dissolution of international entities; as well as assisting with state deregistration concerns. *Id.* at 6-7. Cooley also resolved national and international tax issues during the Compensation Period (20.1 hours). *Id.* at 8-9. This required Cooley work with outside tax advisors to prepare petitions for Louisiana tax appeals and respond to audit requests by Louisiana taxing authorities, analyze tax concerns raised by Kuwait authorities, evaluate tax refund and set-off rights under New Jersey law

¹² In a declaration, the Plan Administrator described the roles of Cooley and its co-counsel as follows:

Cooley was engaged to provide legal services concerning a number of complex legal issues, including subject matter categories related to litigation, tax, intellectual property, claims resolution and business operations, while Kirkland & Ellis LLP primarily focused on the representation of Mahwah Bergen Retail Group, Inc. in the appeals before the District Court.”

Decl. of Gilbert E. Nathan ¶ 5, ECF No. 2757.

and the Bankruptcy Code, and analyze issues regarding income, sales and use, and personal property taxes. *Id.* A significant portion of Cooley’s work during the Compensation Period (56.6 hours) involved claims reconciliation. *Id.* at 7. The claims reconciliation process in this case involved the resolution of numerous claims that raised myriad legal issues, including issues of insurance, tax, and property law. *Id.* at 7-8. Finally, Cooley spent 70.9 hours of time on general case administration. Cooley Appl. at 6-7.

III. Applicable Law

American bankruptcy law originates in Article I, Section 8 of the U.S. Constitution, which empowers Congress to “establish . . . uniform laws on the subject of bankruptcies.” U.S. Const. art. I, § 8, cl. 4. Congress passed the first bankruptcy laws in the United States in 1800, drawing heavily on English bankruptcy law. *See* Charles Jordan Tabb, *The Historical Evolution of the Bankruptcy Discharge*, 65 Am. Bankr. L.J. 325, 345 (1991). Congress passed two additional acts in 1841 and 1867. The Bankruptcy Act of 1898 (the “Act”), however, is regarded as the foundation for modern bankruptcy law in the United States. David S. Kennedy & Erno Lindner, *The Bankruptcy Amendatory Act of 1938 / The Legacy of the Honorable Walter Chandler*, 41 U. Mem. L. Rev. 769, 776 (2011).

The Act afforded courts substantial discretion in evaluating fee applications. *See Milbank, Tweed & Hope v. McCue*, 111 F.2d 100, 101 (4th Cir. 1940); *see also* George W. Kuney, *Hijacking Chapter 11*, 21 Emory Bankr. Dev. J. 19, 40 (2004). “[O]ne overriding principle,” however, cabined this discretion: the “spirit of economy,” which made (1) “conservation of the estate” and (2) “return to creditors” paramount to the fee analysis. 3 Collier on Bankruptcy ¶ 330.LH[3] (16th ed. 2022). The “spirit of economy” meant the “strictest economy.” *See id.*

This principle justified limiting attorney compensation to amounts less than market rate. Kuney, *supra*, at 40; *see also* Steve H. Nickles & Edward S. Adams, *Tracing Proceeds to Attorneys' Pockets (and the Dilemma of Paying for Bankruptcy)*, 78 Minn. L. Rev. 1079, 1089 (1994). Courts rationalized this limitation by likening attorneys employed in bankruptcy cases to public servants, whose entitlement to compensation must be balanced with the public interest. Nickles & Adams, *supra*, at 1089. Some courts adopted a rule that bankruptcy attorneys' compensation "should never be as large as the compensation of those engaged in private employment." *See In re Nat'l Dep't Stores*, 11 F. Supp. 633, 638 (D. Del. 1935), *aff'd*, 93 F.2d 127 (3d Cir. 1937); *see also In re McGrath Mfg. Co.*, 95 F. Supp. 825, 829 (D. Neb. 1951). This approach was a clear disincentive for attorneys to pursue the field and led to the perception that only attorneys of lesser caliber would represent debtors in bankruptcy. *See* Robert J. Landry, III & James R. Higdon, *Ethical Considerations in Appointment and Compensation of an Attorney for a Chapter 11 Debtor-in-Possession*, 66 Miss. L.J. 355, 379-80 (1996).

In a case near the end of the Act's tenure, the Fourth Circuit observed that although the "yardstick" for compensation of legal services in a bankruptcy case was "not necessarily" the same as that used for similar legal services outside the bankruptcy context, there is "a public interest in attracting competent counsel in bankruptcy proceedings." *In re Farrington Mfg. Co.*, 540 F.2d 653, 657 (4th Cir. 1976). That public interest, the Court of Appeals explained, was to be balanced against the equally important interest of "doing equity to the estate and its creditors." *See id.*

Two years later, in 1978, Congress sought to "give the bankruptcy court the independence it needs to operate in today's complex bankruptcy world." H.R. Rep. No. 95-595, at 4 (1978). This objective underscored the passage of the Bankruptcy Reform Act of 1978, by which Congress enacted the Bankruptcy Code (the "Code"). The Code's revisions to the attorney compensation

scheme represented a sharp departure from the principles that drove awards of compensation under the Act:

With the advent of the Bankruptcy Code came the abolition of the economy principle, a time-honored yet curious notion that attorneys practicing bankruptcy should be paid less than those practicing in other forums [Under the Code], attorneys are not limited by an arbitrary figure; the beacon is reasonableness. What constitutes a reasonable fee will vary from case to case depending upon the complexity of the issues presented.

In re McLean, 6 B.R. 327, 328 (Bankr. E.D. Va. 1980) (citations omitted).

Indeed, during the legislative process, the Senate bill, which adhered to the same principles that governed attorney compensation under the Act, was rejected in favor of the bill from the House of Representatives, which imposed a standard of reasonable compensation commensurate with the cost of comparable services and “emphasize[d] the importance[] of attracting the highest caliber of professional persons to bankruptcy practice.” See *In re Jensen-Farley Pictures, Inc.*, 47 B.R. 557, 578 (Bankr. D. Utah 1985). With this paradigm shift, courts began to view reasonable compensation through a new lens that required them to consider the fees charged by attorneys in non-bankruptcy matters. Under then newly enacted 11 U.S.C. § 330(a), courts awarded “reasonable compensation for actual, necessary services rendered by such . . . attorney . . . based on the time, the nature, the extent, and the value of such services, and the cost of comparable services other than in a case under [the Code]” and “reimbursement for actual, necessary expenses.” Bankruptcy Reform Act of 1978, Pub. L. No. 95–598, § 330, 92 Stat 2549, 2564 (1978).

The new standard for review of attorney compensation made the court akin to “a surrogate for the estate, reviewing the fee application much as a sophisticated non-bankruptcy client would review a legal bill” such that the “review of fee applications becomes primarily an exercise in fact-finding, with relatively little room for the application of inflexible legal rules.” *In re Busy Beaver Bldg. Ctrs., Inc.*, 19 F.3d 833, 848 (3d Cir. 1994). The court’s independent, non-delegable duty to

review compensation served, and continues to serve, the important purpose of “safeguard[ing] the integrity of the bankruptcy system” and “maintain[ing] the public’s confidence that bankruptcy cases are economically administered for the benefit of creditors rather than estate professionals.” *In re Jay*, No. BR 16-22038, 2018 WL 2176082, at *3 (Bankr. D. Utah May 9, 2018), *aff’d sub nom. In re Reynolds*, No. 2:18CV398 DAK, 2019 WL 4645385 (D. Utah Sept. 24, 2019), *aff’d*, 835 F. App’x 395 (10th Cir. 2021). For these reasons, the court must discharge this duty even in the absence of any objection. *In re Silvus*, 329 B.R. 193, 204 (Bankr. E.D. Va. 2005).¹³

The original version of § 330 provided no specific guidance regarding the factors to consider when determining the amount of reasonable compensation. Courts therefore employed the lodestar method—the product of the reasonable hours spent and the reasonable hourly rate—guided by the factors articulated by the Fifth Circuit in *Johnson v. Georgia Highway Express*, 488 F.2d 714 (5th Cir. 1974) and adopted by the Fourth Circuit in *Barber v. Kimbrell’s, Inc.*, 577 F.2d 216, 226 n.28 (4th Cir. 1978) (the “*Johnson* factors”) to assess reasonableness. *See In re Great Sweats, Inc.*, 113 B.R. 240, 242 (Bankr. E.D. Va. 1990); *In re United Rockwool, Inc.*, 32 B.R. 558, 559 (Bankr. E.D. Va. 1983). The *Johnson* factors include

(1) the time and labor expended; (2) the novelty and difficulty of the questions raised; (3) the skill required to properly perform the legal services rendered; (4) the attorney’s opportunity costs in pressing the instant litigation; (5) the customary fee for like work; (6) the attorney’s expectations at the outset of the litigation; (7) the time limitations imposed by the client or circumstances; (8) the amount in controversy and the results obtained; (9) the experience, reputation and ability of the attorney; (10) the undesirability of the case within the legal community in which the suit arose; (11) the nature and length of the professional relationship between attorney and client; and (12) attorneys’ fees awards in similar cases.

Barber, 577 F.2d at 226 n.28.

¹³ Even in chapter 13 cases where the court has adopted a presumptively reasonable attorney’s fee, the court is not absolved of its duty to determine the reasonableness of compensation. *See In re Beale*, 553 B.R. 69, 75 (Bankr. E.D. Va. 2016)

The Code underwent a significant revision in 1994, which included an amendment to § 330(a) “to add a non-exhaustive list of factors, including some of the *Johnson* factors, to aid courts in assessing the reasonableness of fees.” Stanislav Veyber, *Bankruptcy: Where Attorneys Can Lose Big Even If They Win Big*, 11 Brook. J. Corp. Fin. & Com. L. 257, 262 (2016). The five factors added to § 330 in 1994 remain part of the statute with the addition of a sixth factor in 2005. *Compare* Bankruptcy Reform Act of 1994, Pub. L. No. 103–394, § 330, 108 Stat 4106, 4119 (1994), *with* Bankruptcy Abuse Prevention & Consumer Protection Act of 2005, Pub. L. No. 109–8, § 330, 119 Stat 23, 107 (2005).

Accordingly, since 2005, § 330(a)(3) has provided that to determine reasonable compensation, the court must consider the nature, extent, and value of the services, taking into account

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3). Because the factors listed in § 330(a)(3) are non-exhaustive, courts within the Fourth Circuit consider the *Johnson* factors in addition to those set forth in the statute.¹⁴ *In re Grubb*, No. 07–30253–KRH, 2010 WL 396181, at *4-5 (Bankr. E.D. Va. Jan. 25, 2010). The burden of proving what constitutes reasonable compensation is on the party seeking compensation. *Matter of Nor-Les Sales, Inc.*, 32 B.R. 900, 902 (Bankr. E.D. Mich. 1983), *modified sub nom. Stark & Reagan, P.C. v. Nor-Les Sales*, 53 B.R. 442 (E.D. Mich. 1984).

In applying the factors set forth in § 330(a)(3) and the *Johnson* factors to an out-of-market fee, courts must consider factors that may warrant the selection of a non-local professional including—

[t]he “specialization” of the applicant, the “urgencies of the debtor’s financial condition,” the “regional nature of the debtor’s holdings and creditors,” the fact that a primary creditor may be a “national lender,” the out of state locale of some large unsecured creditors, and the involvement of non-local counsel for several creditors.

In re Wash. Furniture Mfg. Co., 283 B.R. 201, 203 (Bankr. N.D. Miss. 2002) (quoting *In re Waldoff’s, Inc.*, 132 B.R. 329, 335 (Bankr. S.D. Miss. 1991)). The Court must also consider the applicant’s unique skillset, the nature of the work performed, and the availability of capable professionals in the local market. *In re LearningSmith, Inc.*, 247 B.R. 581, 583 (Bankr. D. Mass. 2000); *In re Am. Freight Sys., Inc.*, No. 88-41050-11, 1997 WL 309123, at *8 (D. Kan. May 6,

¹⁴ The United States Trustee Program (the “USTP”) has developed its own guidelines for review of compensation. In 2013, USTP guidelines specific to attorneys’ fees in large Chapter 11 cases became effective. App. B, Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Case, 78 Fed. Reg. 36,248 (June 17, 2013) (to be codified at 28 C.F.R. pt. 58, app. B). The USTP guidelines applicable to attorneys’ fees in larger Chapter 11 cases are not a substitute for court review of compensation under § 330. In other words, they “are intended to elicit information that will aid the United States Trustee, the parties, and the court in determining whether the fees and expenses sought in a fee application are reasonable and necessary,” but “do not supersede local rules, court orders, or other controlling authority.” *Id.* at 36,249.

1997) (collecting cases); *In re Temple Ret. Cmty., Inc.*, 97 B.R. 333, 342-43 (Bankr. W.D. Tex. 1989); *In re Pac. Exp., Inc.*, 56 B.R. 859, 864 (Bankr. E.D. Cal. 1985).

How a fee applicant’s community is defined is an important issue in determining whether the hourly rate charged is reasonable in light of the compensation charged by the applicant’s similarly skilled peers. *See Blum v. Stenson*, 465 U.S. 886, 895 n.11 (1984); *Temple*, 97 B.R. at 342; *Matter of Liberal Mkt., Inc.*, 24 B.R. 653, 659 (Bankr. S.D. Ohio 1982) (“In determining average attorney fees, the ‘local bar’ in an area of law necessitating both specialization and large volume work may bear only remote relation to the immediate geographic locality.”). As the Fourth Circuit has observed,

The relevant market for determining the prevailing rate is ordinarily the community in which the court where the action is prosecuted sits. In circumstances where it is reasonable to retain attorneys from other communities, however, the rates in those communities may also be considered.

Rum Creek Coal Sales, Inc. v. Caperton, 31 F.3d 169, 175 (4th Cir. 1994) (citations omitted).

A few cases have imposed what appears to be a bright-line rule limiting fees to those charged within those courts’ localities. *See, e.g., In re Meridian Grp., Inc.*, 213 B.R. 455, 456 (Bankr. D. Vt. 1997); *In re Narragansett Clothing Co.*, 160 B.R. 477, 481 (Bankr. D.R.I. 1993). Even if such a rule comported with the Code, Fourth Circuit precedent, and persuasive case law, this rule would not appear to apply to attorneys seeking compensation for complex work that achieved favorable results in a complex case.

The *Meridian* bankruptcy was not a “national” bankruptcy case. *See* 213 B.R. at 457 (“To summarize, *Meridian* is a Vermont case, it’s in a Vermont Court, [and] the complexities involved are fully within the competence of members of the Vermont bar . . .”). And even the bright-line rule in *Meridian* carved out “extraordinary circumstances”—presumably those presented in both local and national cases. *See id.* at 456-57. In *Narragansett Clothing*, the animating principle of

the court’s analysis was that the trustee and his counsel were requesting large fees for a job not well done. *See* 160 B.R. at 480 (“In this case . . . the spotlight is on achievement and result because it was in that context that the Applicants based their earlier requests, and it was likewise on the assumption of a . . . ‘job well done’ that the Court made its prior awards.”).

Courts vary in how they analyze requests for out-of-market attorneys’ fees, but a consistent theme emerges: national bankruptcy cases are different. *See In re Rocky Mountain Helicopters, Inc.*, 186 B.R. 270, 273 (Bankr. D. Utah 1995) (justifying out-of-market rates in cases that “can fairly be considered . . . of national scope”); *In re Cambern*, 134 B.R. 565, 570 (Bankr. E.D. Tex. 1991) (“[T]his Court can safely conclude that this is not a case of national scope.”); *In re Prop. Co. of Am. Joint Venture*, 110 B.R. 244, 252 (Bankr. N.D. Tex. 1990); *In re S.T.N. Enters.*, 70 B.R. 823, 843 (Bankr. D. Vt. 1987) (“And of course, in a complex case of national scope, rates for nationally prominent, out-of-state counsel may apply.”); *In re Seneca Oil Co.*, 65 B.R. 902, 911 (Bankr. W.D. Okla. 1986) (“When a case is not national the market is limited to the geographic area involved.”); *Jensen-Farley*, 47 B.R. at 579 (stating that fees may be set by reference to “national market” in “unusually large cases with significant creditor interest”).

Accordingly, although in many cases of local import the community is defined as where the case is pending, limiting counsel to local-market rates in cases that are national or regional in scope would cap attorneys’ fees without consideration of whether the rate is reasonable in the particular case. *See Temple*, 97 B.R. at 342; *see also In re Gurley Hous. Assocs.*, No. 20-10712, 2021 WL 1422874, at *3-4 (Bankr. N.D.N.Y. Jan. 12, 2021); *In re First Magnus Fin. Corp.*, No. 4:07-BK-01578 JMM, 2008 WL 2233503, at *2 (Bankr. D. Ariz. May 22, 2008). Because there is no single, *per se* rule that defines the relevant community or sets the reasonable hourly rate across

all bankruptcy cases,¹⁵ the court must assess whether a requested rate is justified based upon the facts and circumstances of the case.

A national bankruptcy case may demand that a law firm possess expertise across multiple practice areas to effectively manage the complexities of the case, which is often not readily available at local rates in the local market. *See Magnus*, 2008 WL 2233503, at *2; *In re Robertson Cos.*, 123 B.R. 616, 619 (Bankr. D.N.D. 1990). If a local law firm is “truly available” to render services of “like quality,” the reasonableness of turning to a national firm with higher fees is suspect. *See Nat’l Wildlife Fed’n v. Hanson*, 859 F.2d 313, 317 (4th Cir. 1988); *Seneca*, 65 B.R. at 911. The interstate (and often international) and interdisciplinary nature of large Chapter 11 bankruptcy cases, together with the exigencies and sheer magnitude of work involved, typically means that local counsel is not “truly available” to take on such cases.

This is not to say that lawyers at national firms automatically get out-of-market fees for all work in a national bankruptcy case. While “talent and expertise” are indeed important considerations that may justify a higher rate, they must be viewed against the nature of the service actually performed and results obtained. *See In re Glob. Int’l Airways Corp.*, 38 B.R. 440, 443 (Bankr. W.D. Mo. 1984) (“[T]he hourly rate of lead counsel is more than double the customary rate in this district. The Court respects the talent and expertise of the practitioners but does not find that the work performed is twice as efficient or as effective as that of local counsel.”). Accordingly, courts will also consider whether “the work done by counsel is atypically complex, efficient, or precocious for the relevant local market.” *Am. Freight Sys.*, 1997 WL 309123, at *8.

¹⁵ The Fourth Circuit has cautioned against the establishment of *per se* rules in bankruptcy cases “beyond those legislatively mandated” because the bankruptcy court must exercise its discretion in consideration of “the facts of a particular case and the overall objectives of the bankruptcy system.” *In re Harold & Williams Dev. Co.*, 977 F.2d 906, 910 (4th Cir. 1992).

To seek compensation and reimbursement of expenses under § 330(a)(1), an attorney must file “an application setting forth a detailed statement of (1) the services rendered, time expended and expenses incurred, and (2) the amounts requested.” Fed. R. Bankr. P. 2016(a). The application must make various disclosures about compensation already received and any fee sharing arrangements. *Id.*

An application for compensation may require a hearing. *See* 11 U.S.C. § 330(a)(1). The Bankruptcy Court for the District of Arizona explained the notice and hearing requirements as they relate to § 330(a)(1) as follows:

Section 330 provides that after notice and a hearing, a court may award an attorney employed by a debtor “reasonable compensation for actual, necessary services” and “reimbursement for actual, necessary expenses.” 11 U.S.C. § 330(a)(1)(A), (B). “Notice and a hearing” is a term of art in the Code defined as notice and hearing “appropriate in the particular circumstances.” 11 U.S.C. 102(1)(A). Bankruptcy courts have broad discretion as to the type of hearing to convene, and on occasion, “the hearing requirement may be satisfied without oral presentation of evidence and without oral argument.” *Law Offices of David A. Boone v. Derham–Burk (In re Eliapo)*, 468 F.3d 592, 603 (9th Cir. 2006). All that is required is that the applicant be given a reasonable opportunity to present legal argument and/or evidence to clarify or supplement his Application.” *Id.* (internal quotation omitted).

In re Sunset Pro. Park, LLC, No. 4:09-BK-32194-EWH, 2012 WL 2884827, at *2 (Bankr. D. Ariz. July 13, 2012); *see also In re I Don’t Tr.*, 143 F.3d 1, 3 (1st Cir. 1998) (“The words ‘after notice and hearing’ denote notice and an opportunity for a hearing *as appropriate in the particular circumstances*, but a hearing—much less an evidentiary hearing—is not required in every instance.”). Accordingly, courts must determine whether, based on the unique circumstances of each case, a hearing on a fee application is necessary. If a hearing is convened, notice is to be afforded in accordance with Federal Rule of Bankruptcy Procedure 2002(a)(6).

IV. Conclusions of Law

A. Notice

All three Fee Applications contained a detailed statement of services provided and time expended during the Compensation Period as required under Federal Rule of Bankruptcy Procedure 2016(a). The Court finds that notice of the Hirschler Application, the Pachulski Application, and the Cooley Application was afforded in accordance with the Case Management Order, Fee Notice Procedures Order, and Confirmation Order, which are the final orders that govern notice in this case. The notice recipients were parties with a direct, palpable interest in the utilization of the financial resources of the estate and among the most experienced and sophisticated actors in the bankruptcy system. The fee applicants also provided notice of the Fee Hearing.

B. The Hirschler Application

Turning to the substance of Hirschler's request for compensation under 11 U.S.C. § 330,¹⁶ the Court's record and the Hirschler Application reflect that, during the Compensation Period, Hirschler provided actual and necessary legal services to the Committee. These services included communicating with lead counsel for the Committee, attending multiple hearings, and reviewing and filing pleadings. They were rendered in direct support of lead counsel for the Committee's efforts to address the implications of the Remand Order. Furthermore, Hirschler's services were within the scope of the firm's duties as local counsel for the Committee and were necessary and beneficial to the estate as they were performed in furtherance of the Committee's efforts to protect the interests of unsecured creditors.

¹⁶ The Hirschler Application did not request reimbursement of any expenses.

The Court must also determine whether the Hirschler Fees of \$7,183.00 constitute reasonable compensation for the actual and necessary legal services Hirschler provided during the Compensation Period. For the reasons set forth below, the Court concludes that the Hirschler Fees are reasonable under 11 U.S.C. § 330 and should be approved.

The Court first notes that Hirschler's \$495.67 blended hourly rate is consistent with the prevailing rates for comparable services in the Richmond market. Thus, there is no indication that Hirschler engaged in premium billing on the basis that this is a national case.¹⁷ Hirschler expended only 15.5 hours in legal services during the Compensation Period, split evenly between the partner and associate timekeepers, which the Court believes was exceedingly reasonable given Hirschler's duty to support lead counsel for the Committee in addressing the complex and novel issues presented by the Remand Order. Ultimately, due in part to Hirschler's assistance to the Committee, the Debtors were able to obtain reconfirmation of the Modified Plan with the Committee's support within forty-five days of the Remand Order, minimizing potential disruption to creditors and the estate. Accordingly, having considered the Hirschler Application in light of the relevant factors, the Court recommends approval of the Hirschler Application to the extent of the Hirschler Fees.

C. The Pachulski Application

The Court must next determine whether Pachulski's request for compensation and reimbursement of expenses satisfies the requirements of 11 U.S.C. § 330. First, the Court's record and the Pachulski Application reflect that Pachulski provided actual and necessary legal services to the Committee during the Compensation Period, which were primarily aimed at addressing the

¹⁷ Under the Procedures for Complex Chapter 11 Cases in the Eastern District of Virginia, promulgated by Local Bankruptcy Rule 1075-1, professionals "should not expect the Court to authorize hourly rates that have been increased based on the size of the Chapter 11 Case (i.e., no premium billing)." LBR Ex. 15 § VI.F.4.b.

implications of the Remand Order. This included engaging in dialogue with Debtors' counsel, editing and drafting the Reconfirmation Motion and Reconfirmation Order, communicating directly with the Committee, and appearing at multiple court hearings, which culminated in reconfirmation of the Modified Plan. The services performed were within the scope of the firm's duties as lead counsel for the Committee and were necessary and beneficial to the estate as they were provided in furtherance of the Committee's efforts to protect the interests of unsecured creditors. The Pachulski Expenses, which were negligible, were directly related to these necessary legal services.

The focus of the Court's inquiry now shifts to whether the Pachulski Fees of \$83,180.00 constitute reasonable compensation for the actual and necessary legal services Pachulski provided during the Compensation Period. For the reasons set forth below, the Court concludes that the Pachulski Fees are reasonable under 11 U.S.C. § 330.

The Compensation Period represented an extraordinary juncture in this case because it began with the vacatur of the confirmation of the Plan pursuant to the Remand Order. Accordingly, the 94.60 hours of time that Pachulski expended during this period was reasonable given the tasks necessitated by the Remand Order and the need for the Committee to coordinate with other parties to find a consensual path forward following the District Court's ruling. Ultimately, Pachulski's involvement was critical in moving the case towards swift, consensual reconfirmation while preserving the interests of the Committee's constituents who relied on the previously confirmed Plan in good faith. Achievement of this favorable outcome for the Committee required that Pachulski possess and apply a high level of experience, legal knowledge, and skill in the face of unique issues and significant time pressure.

Pachulski's customary rates exceed the prevailing rates in the Richmond market. The Pachulski Application calls for a blended hourly rate of \$985.00 per hour, which is comparable to the rates charged by firms, like Pachulski, with a national practice who regularly appear in national Chapter 11 cases. As previously discussed, the rates charged by attorneys in the local community are not determinative of the reasonableness of compensation because, particularly in national cases, it may be reasonable to retain out-of-market attorneys. Rather, the Court must examine whether Pachulski's out-of-market rates are reasonable under the particular facts and circumstances of this case.

Here, the size and complexity of this case likely explains the Committee's decision to hire Pachulski at the outset, given the firm's national presence and bankruptcy specialization. During the Compensation Period, and as reflected in the Court's record and the Pachulski Application, Pachulski attorneys leveraged their expertise to resolve the complex issues presented by the Remand Order to the benefit of thousands of unsecured creditors. And, given the novelty of the issues at hand, it was imperative that attorneys handling the matter during the Compensation Period have extensive expertise in handling large Chapter 11 reorganizations. In the Court's view, a firm of Pachulski's caliber was necessary to achieve a favorable outcome for the Committee following the Remand Order, and Pachulski's rates reasonably reflect the skilled application of their expertise to the exigencies and complexities of the task at hand.

Accordingly, having considered the Pachulski Application in light of all of the relevant factors discussed above, the Court recommends approval of the Pachulski Application to the extent of the Pachulski Fees and the Pachulski Expenses.

D. The Cooley Application

Lastly, the Court must consider the Cooley Application pursuant to 11 U.S.C. § 330, looking first at whether the Cooley Fees and Cooley Expenses were actual and necessary. The Court's record and the Cooley Application reflect that, during the Compensation Period, Cooley worked toward expeditious reconfirmation of the Modified Plan alongside the other parties in interest, reconciled and settled numerous categories of claims, assisted with various litigation matters, and resolved national and international corporate and tax issues. All of these activities were necessary to the efficient administration of the case and beneficial to the estate. The Court further finds that the Cooley Expenses, in the amount of \$1,167.81, were directly related to the actual and necessary services provided by Cooley.

Having determined that Cooley performed compensable legal services for the Debtors, the Court must now consider whether the Cooley Fees of \$251,172.50 constitute reasonable compensation under 11 U.S.C. § 330. During the Compensation Period, Cooley expended significant time on case administration. The Court attributes this expenditure of time largely to the entry of the Remand Order, which necessitated additional case administration activities beyond those typically required for the day-to-day management of a large Chapter 11 bankruptcy case. The Remand Order also required that Cooley dedicate substantial time to Plan reconfirmation issues so that the Modified Plan could be reconfirmed in a manner consistent with the Remand Order while still protecting those who had relied on the previously confirmed Plan. Finally, Cooley was tasked with managing a high-volume claims reconciliation process, which demanded considerable attorney time due to its magnitude and the varied legal issues involved. Given the foregoing, as well as the other legal services provided during the Compensation Period, the 271.40 hours of time that Cooley expended was reasonable.

Similar to the rates charged by Pachulski, the rates contemplated in the Cooley Application (blended rate of \$988.15 an hour) exceed the prevailing rates in the Richmond market and are typical of similar firms that handle national Chapter 11 cases. Therefore, the Court must examine whether Cooley's out-of-market rates are reasonable under the facts and circumstances presented by this case.

Cooley's engagement as co-counsel for the Debtors in this case is consistent with the firm's national presence and reputation for expertise in bankruptcy and other various fields of law. Indeed, the scope and complexity of the legal issues facing the Debtors during the Compensation Period required the services of a large firm with experienced and capable lawyers across a variety of practice areas, and Cooley's rates reflect the firm's experience, capabilities, and position in the national market.

This was not a case where counsel performed ministerial functions. Rather, Cooley's expertise in bankruptcy, tax, litigation, and corporate law was integral to the effective resolution of the array of complex legal issues presented in this case. And when Cooley was handling the less complex, but still necessary, tasks related to case administration, the work was typically performed by an associate or a paralegal, who charged lower rates. Cooley ultimately achieved important and favorable results for the Debtors, including reconciling a multitude of claims and working cooperatively with the other parties in interest to reconfirm the Modified Plan. These results evince the value the firm brought to the case. For these reasons, the Court concludes that Cooley's customary rates are justified, and the Cooley Fees are reasonable under 11 U.S.C. § 330 and should be approved.

Accordingly, having considered the Cooley Application in light of all of the relevant factors discussed above, the Court recommends approval of the Cooley Application to the extent of the Cooley Fees and the Cooley Expenses.

V. Conclusion

The purpose of Chapter 11 is to maximize the value of estate property so that creditors recover as much as possible. Because the same general legal principles that govern the reorganization of an international conglomerate also govern the reorganization of a small auto repair shop, bankruptcy courts are afforded considerable flexibility in overseeing the implementation of the overarching statutory objective. The paths to maximizing value are as varied as the Chapter 11 debtors themselves, and each case must be evaluated on its specific facts. Here, there is no question that the value of the estate's assets has been maximized. The record reflects that the Reorganized Debtors and their team of professionals achieved excellent results under challenging circumstances.

The discrete question is the propriety of the proposed distribution of a portion of the estate's assets. Stated simply, every dollar paid for professional fees is a dollar no longer available to creditors. It is therefore the Court's responsibility to ensure that the expenditure of precious and scarce estate resources is appropriate. The statute and case law emphasize the need for a flexible, facts-and-circumstances approach to difficult resource-allocation issues. What is necessary and reasonable in one case may be totally inappropriate in another. Under the facts and circumstances here, the fees and expenses listed above are justified.


Accordingly, for the reasons stated in these proposed findings of fact and conclusions of law, the Court RECOMMENDS that the Hirschler Application be approved to the extent of the Hirschler Fees, the Pachulski Application be approved to the extent of the Pachulski Fees and the

Pachulski Expenses, and the Cooley Application be approved to the extent of the Cooley Fees and the Cooley Expenses.

Pursuant to Rule 9033 of the Federal Rules of Bankruptcy Procedure, the Clerk is ORDERED to electronically transmit and mail a copy of this Report and Recommendation to Cullen D. Speckhart and Olya Antle, co-counsel for the Reorganized Debtors; Robert J. Feinstein, Bradford J. Sandler, and Shirley S. Cho, counsel for the Official Committee of Unsecured Creditors; Robert S. Westermann and Brittany B. Falabella, local counsel for the Official Committee of Unsecured Creditors; and the Office of the United States Trustee; and mail a copy to all creditors and parties in interest listed on the attached service list, currently on file with Kroll Restructuring Group.

Any party objecting to this Report and Recommendation shall serve and file any such objections within fourteen (14) days after the date of the mailing of this Report and Recommendation with the Clerk of this Court. Any such objection shall identify the proposed recommendations objected to and state the grounds for such objection.

Entered this 30th day of August, 2022, at Norfolk, in the Eastern District of Virginia.



FRANK J. SANTORO
Chief United States Bankruptcy Judge

Entered on Docket: Aug 30 2022

In re: Retail Group, Inc., et al.
 Core/2002 Service List
 Case No. 20-33113 (FIS)

DESCRIPTION	NAME	NOTICE NAME	ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY	PHONE	FAX	EMAIL
			ADDRESS 1	ADDRESS 2							
CONSENTING STAKEHOLDER, BAIN CAPITAL CREDIT, LP	BAIN CAPITAL CREDIT, LP	ATTN: ANDREW S. VIENS, MANAGING DIRECTOR & GOBAL HEAD OF OPERATIONS	200 CLARENDON STREET		BOSTON	MA	02116				BAINCAPITALCREDITDOCS@BAINCAPITAL.COM
ATTORNEYS FOR CREDITOR IRVINE SPECTRUM CENTER LLC, A DELAWARE LIMITED LIABILITY COMPANY	BEWLEY, JASSLEBEN & MILLER, LLP	ATTN: ERNIE ZACHARY PARK ATTN: CULLEN D. SPECKHART, OLYA ANTLE	13215 E. PENN ST., SUITE 510 1299 PENNSYLVANIA AVENUE, NW, SUITE 700		WHITTIER WASHINGTON DC	CA DC	90602 20004-2400		562-698-9771 202-842-7800	562-309-8063 202-842-7899	ERNIE.PARK@BEWLEYLAW.COM CSPECKHART@COOLEY.COM OANTLE@COOLEY.COM
COUNSEL TO THE PLAN ADMINISTRATOR	COOLEY LLP										
CONSENTING STAKEHOLDER; AGF FLOATING RATE INCOME FUND, BRIGHTHOUSE FUNDS TRUST I - BRIGHTHOUSE/EATON VANCE FLOATING RATE PORTFOLIO, EATON VANCE CLO 2013-1 LTD., EATON VANCE CLO 2014-1R, LTD., EATON VANCE CLO 2015-1 LTD., EATON VANCE CLO 2018-1, LTD., EATON VANCE LOAN HOLDING LIMITED, EATON VANCE FLOATING-RATE INCOME PLUS FUND, EATON VANCE FLOATING-RATE 2022 TARGET TERM TRUST, EATON VANCE SENIOR FLOATING-RATE TRUST, EATON VANCE FLOATING RATE-TRUST, EATON VANCE FLOATING-RATE TRUST, EATON VANCE INTERNATIONAL (CAYMAN ISLANDS) FLOATING-RATE INCOME PORTFOLIO, EATON VANCE SENIOR INCOME TRUST, EATON VANCE SHORT DURATION DIVERSIFIED INCOME FUND, EATON VANCE INSTITUTIONAL SENIOR LOAN FUND, EATON VANCE INSTITUTIONAL SENIOR LOAN PLUS FUND, EATON VANCE LIMITED DURATION INCOME FUND, EATON VANCE FLOATING RATE PORTFOLIO, SENIOR DEBT PORTFOLIO, EATON VANCE VT FLOATING-RATE INCOME FUND	EATON VANCE MANAGEMENT	ATTN: MICHAEL B. BOTTHOF, VP	2 INTERNATIONAL PLACE, 9TH FLOOR		BOSTON	MA	02110				RPEEGASS@EATONVANCE.COM
COUNSEL TO JOHN GALLIN & SON INC., EXPORT CREATION, PEARL GLOBAL FAREAST LIMITED, GAURAV INTERNATIONAL, GO GO INTERNATIONAL PVT. LTD., TUSKER APPAREL LTD. CO., ASMARA INTERNATIONAL LIMITED, DIMPLE CREATIONS PVT LTD., PEE EMPRO EXPORTS PVT LTD., MODELAMA EXPORTS PVT LTD., RICHA & CO., RICHA GLOBAL EXPORTS PVT LTD., AND MODINDIA EXIMI PRIVATE LTD.; SAPIENT CORPORATION	GOODMAN ALLEN DONNELLY, PLLC	ATTN: DONNA J. HALL, ESQ.	150 BOUSH STREET, SUITE 900		NORFOLK	VA	23510		757-793-4422	757-625-7701	DHALL@GOODMANALLEN.COM
LOCAL COUNSEL TO GUC TRUSTEE	HIRSCHLER FLEISCHER PC	ATTN: ROBERT S. WESTERMANN, BRITTANY B. FALABELLA	P.O. BOX 500		RICHMOND	VA	23218-0500		804-771-9500	804-644-0957	bfalabella@hirschlerlaw.com rwestermann@hirschlerlaw.com
LOCAL COUNSEL TO GUC TRUSTEE	HIRSCHLER FLEISCHER PC	ATTN: ROBERT S. WESTERMANN, BRITTANY B. FALABELLA	2100 EAST CARY STREET		RICHMOND	VA	23223		804-771-9500	804-644-0957	bfalabella@hirschlerlaw.com rwestermann@hirschlerlaw.com
PLAN ADMINISTRATOR	JACKSON SQUARE ADVISORS LLC	ATTN: GILBERT NATHAN	606 POST ROAD E		WESTPORT	CT	06880-454				GIL@JACKSONSQUAREADVISORS.COM
COUNSEL TO DEBTORS	KIRKLAND & ELLIS LLP	ATTN: EDWARD O. SASSOWER, STEVEN N. SERAJEDDINI	601 LEXINGTON AVENUE		NEW YORK	NY	10022		212-446-4800	212-446-4900	EDWARD.SASSOWER@KIRKLAND.COM STEVEN.SERAJEDDINI@KIRKLAND.COM
COUNSEL TO DEBTORS	KIRKLAND & ELLIS LLP	ATTN: JOHN R. LUZE	300 NORTH LASALLE		CHICAGO	IL	60654		312-862-2000	312-862-2200	JOHN.LUZE@KIRKLAND.COM
CONSENTING STAKEHOLDER; LION POINT MASTER, LP	LION POINT CAPITAL, LP	ATTN: IRSHAD KARIM, GENERAL COUNSEL	250 WEST 55TH STREET, 33RD FLOOR		NEW YORK	NY	10019				OPS@LIONPOINT.COM LEGAL@LIONPOINT.COM

In re: Retail Group, Inc., et al.
 Core/2002 Service List
 Case No. 20-33113 (FIS)

DESCRIPTION	NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE	COUNTRY	PHONE	FAX	EMAIL
REORGANIZED DEBTORS	MAHWAH BERGEN RETAIL GROUP, INC.	ATTN: PRESIDENT OR GENERAL COUNSEL	933 MACARTHUR BOULEVARD		MAHWAH	NJ	07430				MICHAEL.VEITENHEIMER@ASCENARETAIL.COM
GUC TRUSTEE	META ADVISORS LLC	ATTN: JAMES S. CARR, DANA P. KANE & GRACE MARIE CODISPOTI	3 WORLD TRADE CENTER STREET	175 GREENWICH STREET	NEW YORK	NY	10007				j.carr@kelleydrye.com dkane@kelleydrye.com gcodispoti@kelleydrye.com
CONSENTING STAKEHOLDER: MBD 1 LTD	MONARCH ALTERNATIVE CAPITAL LP	ATTN: CHRIS SANTANA, MANAGING PRINCIPAL	535 MADISON AVENUE		NEW YORK	NY	10022				FUNDOPS@MONARCHLP.COM
UNITED STATES TRUSTEE EASTERN DISTRICT OF VIRGINIA	OFFICE OF THE UNITED STATES TRUSTEE	ATTN: KATHRYN MONTGOMERY AND JOHN P. FITZGERALD III	701 E. BROAD STREET, STE. 4304		RICHMOND	VA	23219		804-771-2310	804-771-2330	USTREGION04.RHECF@USDOJ.GOV rfeinstein@pszjlaw.com bsandler@pszjlaw.com scho@pszjlaw.com mseidl@pszjlaw.com
COUNSEL TO GUC TRUSTEE	PACHULSKI STANG ZIEHL & JONES LLP	BRADFORD J. SANDLER, ESQ., SHIRLEY S. CHO, ESQ., MICHAEL R. SEIDL, ESQ.	780 THIRD AVENUE, 34TH FLOOR		NEW YORK	NY	10017-2024		212-561-7700	212-561-7777	
COUNSEL TO AON CONSULTING, INC.	POST & SCHELL, P. C.	ATTN: BRIAN W. BISIGNANI	17 NORTH 2ND STREET	12TH FLOOR	HARRISBURG	PA	17101-1601		717-612-6041	717-731-1985	BBISIGNANI@POSTSCHELL.COM
CLAIMS AGENT	PRIME CLERK, LLC	ATTN: DAVID MALO	55 EAST 52ND STREET	17TH FLOOR	NEW YORK	NY	10055		212-257-5450	646-328-2851	ASCENATEAM@PRIMECLERK.COM SERVICEQA@PRIMECLERK.COM
COUNSEL TO TRAVIS COUNTY	TRAVIS COUNTY ATTORNEY	ATTN: JASON STARKS, DELIA GARZA	P.O. BOX 1748		AUSTIN	TX	78767		512-854-9092	512-854-9316	JASON.STARKS@TRAVISCOUNTYTX.GOV

EXHIBIT V

1 Jeffrey J. Angelovich (admitted *Pro Hac Vice*)
2 Bradley E. Beckworth (admitted *Pro Hac Vice*)
3 Susan Whatley (admitted *Pro Hac Vice*)
4 NIX, PATTERSON & ROACH, L.L.P.
5 205 Linda Drive
6 Daingerfield, Texas 75638
7 Telephone: 903-645-7333
8 Facsimile: 903-645-4415
9 JAngelovich@nixlawfirm.com
10 BBeckworth@nixlawfirm.com
11 SusanWhatley@nixlawfirm.com

7 Sean Rommel (admitted *Pro Hac Vice*)
8 PATTON ROBERTS, PLLC
9 Century Bank Plaza
10 2900 St. Michael Drive, Suite 400
11 Texarkana, TX 75505-6128
12 Telephone: 903-334-7000
13 Facsimile: 903-330-7007
14 srommel@pattonroberts.com

12 Co-Lead Counsel

1 Laurence D. King (State Bar No. 206423)
2 Linda M. Fong (State Bar No. 124232)
3 KAPLAN FOX & KILSHEIMER LLP
4 555 Montgomery Street, Suite 1501
5 San Francisco, CA 94111
6 Telephone: 415-772-4700
7 Facsimile: 415-772-4707
8 LKing@KaplanFox.com
9 LFong@KaplanFox.com

Liaison Counsel

7 Sean M. Handler (admitted *Pro Hac Vice*)
8 John A. Kehoe
9 SCHIFFRIN BARROWAY TOPAZ &
10 KESSLER LLP
11 280 King of Prussia Rd.
12 Radnor, PA 19087
13 Telephone: 610-667-7706
14 Facsimile: 620-677-7056
15 shandler@sbtclaw.com
16 jkehoe@sbtclaw.com

Additional Counsel for Erie

14 UNITED STATES DISTRICT COURT
15 NORTHERN DISTRICT OF CALIFORNIA
16 SAN FRANCISCO DIVISION

18 _____
19)
20 **In re: BROCADE SECURITIES**
21 **LITIGATION**
22)
23)
24)
25)
26 _____

Consolidated Case No.: 3:05-CV-02042-CRB

FINAL ORDER AND JUDGMENT

1 WHEREAS, a consolidated class action is pending in this Court captioned: *In re: Brocade*
2 *Securities Litigation*, Consolidated Case No. 3:05-CV-02042-CRB (the “Action”);

3 WHEREAS, the Court previously certified the Class (as defined herein) in this Action by
4 Order dated October 12, 2007, over the opposition of defendants Brocade Communications Systems,
5 Inc. (“Brocade” or the “Company”) and Gregory Reyes, Antonio Canova, Larry Sonsini, Seth
6 Neiman, and Neal Dempsey (collectively, “Individual Defendants”);

7 WHEREAS, on November 18, 2008, the Court preliminarily certified the same Class for
8 purposes of effectuating the settlement among Lead Plaintiff and Class Representative, Arkansas
9 Public Employees Retirement System (“APERS”), and Class Representative, Erie County Public
10 Employees Retirement System (“ERIE”) (together, “Class Representatives”), and KPMG LLP
11 (“KPMG” and, collectively with Brocade and the Individual Defendants, “Defendants”);

12 WHEREAS, pursuant to Federal Rule of Civil Procedure 23(e), this matter came before the
13 Court for hearing pursuant to the Preliminary Approval of Settlement Agreement Order dated
14 November 18, 2008 (the “Notice Order”), on the application of the parties for approval of a
15 proposed settlement of the Action (the “Settlement”) set forth in the following stipulations: (i) a
16 Modified Stipulation and Agreement of Settlement dated January 14, 2009 entered into among Class
17 Representatives, on behalf of themselves and the Class, Brocade and the Individual Defendants (the
18 “Brocade Stipulation”), and (ii) a Stipulation and Agreement of Settlement dated October 23, 2008
19 entered into among Class Representatives, on behalf of themselves and the Class, and KPMG (the
20 “KPMG Stipulation,” and together with the Brocade Stipulation, the “Stipulations”);

21 WHEREAS, due and adequate notice has been given to the Class as required in the Notice
22 Order; and

23 WHEREAS, the Court has considered all papers filed and proceedings had herein and
24 otherwise is fully informed in the premises and good cause appearing therefor;

25 IT IS HEREBY ORDERED, ADJUDGED AND DECREED as follows:

1 1. This Order and Final Judgment (the “Judgment”) incorporates by reference the
2 definitions in the Stipulations and all terms used herein shall have the same meanings as set forth
3 in the Stipulations unless otherwise defined herein.

4 2. This Court has jurisdiction over the subject matter of the Action, and over all parties
5 to the Action (the “Parties”), including all members of the Class.

6 3. The Notice of Class Action, Proposed Settlement, Motion for Attorneys’ Fees and
7 Fairness Hearing (the “Notice”) has been given to the Class, pursuant to and in the manner directed
8 by the Notice Order, proof of the mailing of the Notice and publication of the Publication Notice
9 was filed with the Court by Plaintiffs’ Counsel, and full opportunity to be heard has been offered
10 to all Parties, the Class, and persons and entities in interest. The form and manner of Notice and
11 Publication Notice are hereby determined to have: (a) constituted the best practicable notice, (b)
12 constituted notice that was reasonably calculated, under the circumstances, to apprise Class
13 Members of the pendency of the Action, of the effect of the Stipulations, including the effect of the
14 releases provided for therein, of their right to object to the proposed Settlement, of their right to
15 exclude themselves from the Class, and of their right to appear at the Fairness Hearing, (c)
16 constituted reasonable, due, adequate and sufficient notice to all persons or entities entitled to
17 receive notice, and (d) met all applicable requirements of the Federal Rules of Civil Procedure, the
18 United States Constitution (including the Due Process Clause), 15 U.S.C. § 78u-4(a)(7), the Rules
19 of the Court and all other applicable laws. It is further determined that all members of the Class are
20 bound by the Judgment herein.

21 4. In connection with the certification of the Class, the Court has already determined
22 that each element Federal Rule of Civil Procedure 23(a) and 23(b)(3) was satisfied as to Class
23 Representatives’ claims against Brocade and the Individual Defendants and incorporates that prior
24 order as if set forth fully herein. Additionally, for purposes of effectuating the Settlement, each of
25 the provisions of Fed. R. Civ. P. 23 has been satisfied and the Action has been properly maintained
26 according to the provisions of Rules 23(a) and 23(b)(3) as to Class Representatives’ claims against

1 KPMG. Specifically, this Court finds that: (a) the Class is so numerous that joinder of all members
2 is impracticable; (b) there are questions of law and fact common to the Class; (c) the claims of the
3 Class Representatives are typical of the claims of the Class; (d) Class Representatives and their
4 counsel have fairly and adequately protected the interests of the Class; (e) the questions of law and
5 fact common to members of the Class predominate over any questions affecting only individual
6 members of the Class; and (f) a class action is superior to other available methods for the fair and
7 efficient adjudication of the controversy considering: (i) the interests of the Class Members in
8 individually controlling the prosecution of the separate actions, (ii) the extent and nature of any
9 litigation concerning the controversy already commenced by members of the Class, (iii) the
10 desirability or undesirability of continuing the litigation of the claims asserted in this Action, and
11 (iv) the difficulties likely to be encountered in the management of this Action as a class action.

12 5. Accordingly, the Action is hereby certified as a class action pursuant to Fed. R. Civ.
13 P. 23(a) and 23(b)(3) for purposes of effectuating the Settlement with KPMG on behalf of the same
14 Class previously certified in this Action, which consists of: all persons and entities who purchased
15 or otherwise acquired Brocade common stock between May 18, 2000 and May 15, 2005, inclusive,
16 and who were damaged thereby (the “Class”). Excluded from the Class are: (a) Defendants; (b) all
17 officers, directors, and partners of any Defendant and of any Defendant’s partnerships, subsidiaries,
18 or affiliates at all relevant times; (c) members of the immediate family of any of the foregoing
19 excluded parties; (d) the legal representatives, heirs, successors, and assigns of any of the foregoing
20 excluded parties; and (e) any entity in which any of the foregoing excluded parties has or had a
21 controlling interest at all relevant times. Also excluded from the Class are any putative members
22 of the Class who excluded themselves by timely requesting exclusion in accordance with the
23 requirements set forth in the Notice, as listed on Exhibit 1 annexed hereto.

24 6. The Settlement, and all transactions preparatory or incident thereto, is found to be
25 fair, reasonable, adequate, and in the best interests of the Class, and is hereby approved. The
26 Parties are hereby authorized and directed to comply with and to consummate the Settlement in

1 accordance with the Stipulations, and the Clerk of this Court is directed to enter and docket this
2 Judgment in the Action.

3 7. The Action and all claims included therein, as well as all of the Settled Claims
4 (defined in the Stipulations and in Paragraph 8(c) below) are dismissed with prejudice as to Class
5 Representatives and all other members of the Class, and as against each and all of the Released
6 Parties (defined in the Stipulations and in Paragraph 8(a) below). The Parties are to bear their own
7 costs, except as otherwise provided in the Stipulations.

8 8. As used in this Judgment, the terms “Released Parties,” “Related Parties,” “Settled
9 Claims,” “Settled Defendants’ Claims,” and “Unknown Claims” shall have the meanings set forth
10 below:

11 (a) “Released Parties” means Defendants and, as applicable, each of their Related Parties
12 as defined below.

13 (b) “Related Parties” means each of Defendants’ past or present directors, officers,
14 employees, partners, principals, members, insurers, co-insurers, re-insurers, controlling shareholders,
15 attorneys, advisors, accountants, auditors, personal or legal representatives, predecessors, successors,
16 parents, subsidiaries, divisions, joint ventures, assigns, spouses, heirs, related or affiliated entities,
17 any entity in which a Defendant has a controlling interest, any member of any Individual
18 Defendant’s immediate family, or any trust of which any Individual Defendant is the settlor or which
19 is for the benefit of any member of an Individual Defendant’s immediate family.

20 (c) “Settled Claims” means and includes any and all claims, debts, demands,
21 controversies, obligations, losses, rights or causes of action or liabilities of any kind or nature
22 whatsoever (including, but not limited to, any claims for damages (whether compensatory, special,
23 incidental, consequential, punitive, exemplary or otherwise), injunctive relief, declaratory relief,
24 rescission or rescissionary damages, interest, attorneys’ fees, expert or consulting fees, costs,
25 expenses, or any other form of legal or equitable relief whatsoever), whether based on federal, state,
26 local, statutory or common law or any other law, rule or regulation, whether fixed or contingent,

1 accrued or un-accrued, liquidated or unliquidated, at law or in equity, matured or unmatured,
2 whether class or individual in nature, including both known claims and Unknown Claims (defined
3 herein) that: (i) have been asserted in this Action by Class Representatives on behalf of the Class
4 and its Class Members against any of the Released Parties, or (ii) have been or could have been
5 asserted in any forum by Class Representatives, Class Members or any of them against any of the
6 Released Parties, which arise out of, relate to or are based upon the allegations, transactions, facts,
7 matters, occurrences, representations or omissions involved, set forth, or referred to in the Complaint
8 and/or the Amended Complaint. Settled Claims shall also include any claims, debts, demands,
9 controversies, obligations, losses, rights or causes of action that Class Representatives, Class
10 Members or any of them may have against the Released Parties or any of them which involve or
11 relate in any way to the defense of the Action or the Settlement of the Action. Notwithstanding the
12 foregoing, Settled Claims shall not include: (i) any claims to enforce the Settlement, including,
13 without limitation, any of the terms of the Stipulations, the Notice Order, this Judgment or any other
14 orders issued by the Court in connection with the Settlement; (ii) any claims asserted by Persons
15 who exclude themselves from the Class by timely requesting exclusion in accordance with the
16 requirements set forth in the Notice; (iii) any claims, rights or causes of action that have been or
17 could have been asserted in the Derivative Actions and/or the Company Action (as defined in the
18 Brocade Stipulation); or (iv) any and all claims that have been asserted under the Securities Act of
19 1933 and the Securities Exchange Act of 1934, or any other laws, for the allegedly wrongful conduct
20 complained of in *In re Brocade Communications Systems, Inc. Initial Public Offering Securities*
21 *Litigation*, 01 CV 6613 (SAS)(BSJ), as coordinated for pretrial purposes in *In re Initial Public*
22 *Offering Securities Litigation*, Master File No. 21 MC 92 (SAS), pending in the United States
23 District Court for the Southern District of New York.

24 (d) “Settled Defendants’ Claims” means and includes any and all claims, debts, demands,
25 controversies, obligations, losses, costs, rights or causes of action or liabilities of any kind or nature
26 whatsoever (including, but not limited to, any claims for damages (whether compensatory, special,
27

1 incidental, consequential, punitive, exemplary or otherwise), injunctive relief, declaratory relief,
2 rescission or rescissionary damages, interest, attorneys’ fees, expert or consulting fees, costs,
3 expenses, or any other form of legal or equitable relief whatsoever), whether based on federal, state,
4 local, statutory or common law or any other law, rule or regulation, whether fixed or contingent,
5 accrued or unaccrued, liquidated or unliquidated, at law or in equity, matured or unmatured,
6 including both known claims and Unknown Claims, that have been or could have been asserted in
7 the Action or any forum by the Released Parties against any of the Class Representatives, Plaintiffs’
8 Counsel, Class Members or their attorneys, which arise out of or relate in any way to the institution,
9 prosecution, or settlement of the Action. Notwithstanding the foregoing, Settled Defendants’ Claims
10 shall not include any claims to enforce the Settlement, including, without limitation, any of the terms
11 of the Stipulations, the Notice Order, this Judgment or any other orders issued by the Court in
12 connection with the Settlement .

13 (e) “Unknown Claims” means any and all claims that any Class Representative or Class
14 Member does not know or suspect to exist and any and all claims that any Defendant does not know
15 or suspect to exist in his, her or its favor at the time of the release of the Released Parties which, if
16 known by him, her or it, might have affected his, her or its settlement with and release of, as
17 applicable, the Released Parties, Class Representatives, and Class Members, or might have affected
18 his, her or its decision to object or not to object to this Settlement. The Class Representatives, Class
19 Members, Defendants and each of them have acknowledged and agreed that he, she or it may
20 hereafter discover facts in addition to or different from those which he, she or it now knows or
21 believes to be true with respect to the subject matter of the Settled Claims and/or the Settled
22 Defendants’ Claims. Nevertheless, with respect to any and all Settled Claims and Settled
23 Defendants’ Claims, the Parties to the Stipulations have stipulated and agreed that, upon the
24 Effective Date, they shall expressly waive and each of the Class Members shall be deemed to have,
25 and by operation of the Judgment shall have, waived all provisions, rights and benefits of California
26 Civil Code § 1542 and all provisions rights and benefits conferred by any law of any state or

1 territory of the United States, or principle of common law, which is similar, comparable or
2 equivalent to California Civil Code § 1542. California Civil Code § 1542 provides:

3 **A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS WHICH THE**
4 **CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER**
5 **FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF**
6 **KNOWN BY HIM OR HER MUST HAVE MATERIALLY AFFECTED HIS**
7 **OR HER SETTLEMENT WITH THE DEBTOR.**

8 The Parties to the Stipulations have expressly acknowledged and agreed, and the Class Members
9 shall be deemed to have, and by operation of the Judgment shall have acknowledged and agreed, that
10 the waiver and release of Unknown Claims constituting Settled Claims and/or Settled Defendants’
11 Claims was separately bargained for and a material element of the Settlement.

12 9. (a) In accordance with 15 U.S.C. § 78u-4(f)(7)(A), any and all claims for
13 contribution arising out of any Settled Claim (i) by any person against Brocade or the Individual
14 Defendants, and (ii) by Brocade or the Individual Defendants against any person, other than claims
15 for contribution that Brocade and/or the Special Litigation Committee (as defined in the Brocade
16 Stipulation) have asserted or may assert against the Individual Defendants, the Related Parties or
17 any of them, are hereby permanently barred and discharged. In accordance with 15 U.S.C. § 78u-
18 4(f)(7)(A), any and all claims for contribution arising out of any Settled Claim (i) by any person
19 against KPMG, and (ii) by KPMG against any person, other than a person whose liability has been
20 extinguished by the KPMG Settlement, are hereby permanently barred and discharged. This
21 paragraph 9(a) shall be referred to herein as the “Bar Order.”

22 (b) Notwithstanding the Bar Order or any other provision or paragraph in this
23 Judgment or 15 U.S.C. § 78u-4(f)(7)(A) to the contrary, the Individual Defendants have
24 acknowledged and agreed, and the Court finds, that the Individual Defendants are “person[s]
25 whose liability has been extinguished” by the Brocade Stipulation within the meaning of 15 U.S.C.
26 § 78u-4(f)(7)(A)(ii). Further, the Court finds that the Individual Defendants have knowingly and
27 expressly waived the right to assert the Bar Order or 15 U.S.C. § 78u-4(f)(7)(A) as a defense to
28 any claims for contribution that Brocade and/or the Special Litigation Committee have asserted

1 or may assert against them in connection with the defense and Settlement of the Action or any
2 related litigation arising from the transactions and occurrences that form the basis of the Action;
3 provided, however, that the Individual Defendants and their Related Parties, and each of them,
4 shall retain the right to defend against any such claims for contribution on other grounds,
5 including, without limitation: (i) that he or she is not at fault for the conduct giving rise to the
6 Settlement; (ii) that his or her proportional fault is less than asserted by Brocade and/or the Special
7 Litigation Committee; (iii) that Brocade is legally and/or contractually obligated to indemnify him
8 or her for some or all of the Settlement Amount and/or that he or she is not required to reimburse
9 or repay Brocade for that indemnified amount; and (iv) that the Settlement Amount is greater than
10 warranted under all of the circumstances. Further, Brocade and the Special Litigation Committee
11 have agreed that they will not argue or otherwise assert in any forum or proceeding that (i) by
12 entering into the Brocade Stipulation the Individual Defendants acquiesced in the Settlement
13 Amount or waived in any way their arguments challenging the Settlement Amount as excessive,
14 and (ii) the Bar Order in any way affects or impairs the existing rights of the Individual Defendants
15 to obtain indemnification and advancement of fees incurred in connection with Settled Claims or
16 any other claim asserted against them. The Individual Defendants have agreed that they will not
17 argue or otherwise assert in any forum or proceeding that, by entering into the Brocade
18 Stipulation, Brocade or the Special Litigation Committee in any way compromised or otherwise
19 affected its/their right to seek to limit or extinguish any purported obligation to indemnify or
20 advance fees to the Individual Defendants and their Related Parties or to seek to recover any of
21 the fees or expenses that Brocade has advanced or may advance on behalf of or for the benefit of
22 the Individual Defendants and/or their Related Parties.

23 10. Upon the Effective Date, Class Representatives and all Class Members on behalf
24 of themselves, their personal representatives, heirs, executors, administrators, trustees, successors
25 and assigns: (a) shall have fully, finally and forever released, relinquished and discharged each and
26 every one of the Settled Claims against the Released Parties, whether or not any such Class Member

1 or Class Representative executes or delivers a Proof of Claim and Release form (“Proof of Claim”);
2 and (b) shall be deemed to have covenanted not to sue on, and shall forever be barred from suing
3 on, instituting, prosecuting, continuing, maintaining or asserting in any forum, either directly or
4 indirectly, on their own behalf or on behalf of any class or other person, any Settled Claim against
5 any of the Released Parties.

6 11. Upon the Effective Date, each of the Defendants, on behalf of themselves and their
7 Related Parties: (a) shall have fully, finally and forever released, relinquished and discharged each
8 and every one of the Settled Defendants’ Claims; and (b) shall be deemed to have covenanted not
9 to sue on, and shall forever be barred from suing on, instituting, prosecuting, continuing, maintaining
10 or asserting in any forum, either directly or indirectly, on their own behalf or on behalf of any class
11 or other person, any Settled Defendants’ Claim against Class Representatives, Class Members and
12 their respective counsel, or any of them.

13 12. Notwithstanding ¶¶ 9-11 herein, nothing in this Judgment shall bar any action or
14 claim by any of the Parties or the Released Parties to enforce or effectuate the terms of the
15 Stipulations or this Judgment.

16 13. This Judgment and the Stipulations, including any provisions contained in the
17 Stipulations, any negotiations, statements, or proceedings in connection therewith, or any action
18 undertaken pursuant thereto:

19 (a) shall not be offered or received against any Released Party as evidence of or
20 construed as or deemed to be evidence of any presumption, concession, or admission by the
21 Released Parties with respect to the truth of any fact alleged by any of the plaintiffs or the validity
22 of any claim that has been or could have been asserted in the Action or in any litigation, or the
23 deficiency of any defense that has been or could have been asserted in the Action or in any litigation,
24 or of any liability, negligence, fault, or wrongdoing of any Released Party;

25 (b) shall not be offered or received against any Released Party as evidence of a
26 presumption, concession or admission of any fault, misrepresentation or omission with respect to
27

1 any statement or written document approved or made by any Released Party;

2 (c) shall not be offered or received against any Released Party as evidence of a
3 presumption, concession or admission with respect to any liability, negligence, fault or wrongdoing
4 in any civil, criminal or administrative action or proceeding, other than such proceedings as may be
5 necessary to effectuate the provisions of the Stipulations; provided, however, that the Released
6 Parties may offer or refer to the Stipulations to effectuate the terms of the Stipulations, including the
7 releases and other liability protection granted them hereunder, and may file the Stipulations and/or
8 this Judgment in any action that may be brought against them (other than one that has been or may
9 be brought by Brocade and/or the Special Litigation Committee) in order to support a defense or
10 counterclaim based on principles of res judicata, collateral estoppel, full faith and credit, release,
11 good faith settlement, judgment bar or reduction or any other theory of claim preclusion or issue
12 preclusion or similar defense or counterclaim;

13 (d) shall not be construed against any Released Party as an admission or concession that
14 the consideration to be given hereunder represents the amount that could be or would have been
15 recovered after trial; and

16 (e) shall not be construed as or received in evidence as an admission, concession or
17 presumption against the Class Representatives or any of the Class Members that any of their claims
18 are without merit, or that any defenses asserted by Defendants have any merit, or that damages
19 recoverable under the Action would not have exceeded the Settlement Amount.

20 14. The Plan of Allocation is approved as fair and reasonable, and Plaintiffs' Counsel
21 and the Claims Administrator are directed to administer the Settlement in accordance with the terms
22 and provisions of the Stipulations.

23 15. The Court finds that all Parties and their counsel have complied with each
24 requirement of the PSLRA and Rules 11 and 37 of the Federal Rules of Civil Procedure as to all
25 proceedings herein and that Class Representatives and Plaintiffs' Counsel at all times acted in the
26 best interests of the Class and had a good faith basis to bring, maintain and prosecute this Action as

1 to each Defendant in accordance with the PSLRA and Federal Rule of Civil Procedure 11.

2 16. Only those Class Members who submit valid and timely Proofs of Claim shall be
3 entitled to receive a distribution from the Net Settlement Fund. The Proof of Claim to be executed
4 by the Class Members shall further release all Settled Claims against the Released Parties. All Class
5 Members shall be bound by all of the terms of the Stipulations and this Judgment, including the
6 releases set forth herein, whether or not they submit a valid and timely Proof of Claim, and shall be
7 barred from bringing any action against any of the Released Parties concerning the Settled Claims.

8 17. No Class Member shall have any claim against Plaintiffs' Counsel, the Claims
9 Administrator, or other agent designated by Plaintiffs' Counsel based on the distributions made
10 substantially in accordance with the Settlement and Plan of Allocation as approved by the Court and
11 further orders of the Court.

12 18. No Class Member shall have any claim against the Defendants, Defendants' counsel,
13 or any of the Released Parties with respect to: (a) any act, omission or determination of Plaintiffs'
14 Counsel, the Escrow Agent or the Claims Administrator, or any of their respective designees or
15 agents, in connection with the administration of the Settlement or otherwise; (b) the management,
16 investment or distribution of the Gross Settlement Fund and/or the Net Settlement Fund; (c) the Plan
17 of Allocation; (d) the determination, administration, calculation or payment of claims asserted
18 against the Gross Settlement Fund and/or the Net Settlement Fund; (e) the administration of the
19 Escrow Account; (f) any losses suffered by, or fluctuations in the value of, the Gross Settlement
20 Fund and/or the Net Settlement Fund; or (g) the payment or withholding of any Taxes, expenses
21 and/or costs incurred in connection with the taxation of the Gross Settlement Fund and/or the Net
22 Settlement Fund or the filing of any tax returns.

23 19. Any order approving or modifying the Plan of Allocation set forth in the Notice, or
24 the application by Plaintiffs' Counsel for an award of attorneys' fees and reimbursement of expenses
25 or any request of Class Representatives for reimbursement of reasonable costs and expenses shall
26 not disturb or affect the Finality of this Judgment, the Stipulations or the Settlement contained

1 therein.

2 20. Plaintiffs' Counsel are hereby awarded a total of \$986,039 in reimbursement of
3 expenses, plus accrued interest. After deducting such expenses from the Gross Settlement Fund,
4 Plaintiffs' Counsel also are hereby awarded attorneys' fees in the amount of 25% of the Gross
5 Settlement Fund (net of any reimbursed expenses), plus accrued interest, which sum the Court finds
6 to be fair and reasonable. The foregoing awards of fees and expenses shall be paid to Plaintiffs'
7 Counsel from the Gross Settlement Fund, and such payment shall be made at the time and in the
8 manner provided in the Stipulations, with interest from the date the Gross Settlement Fund was
9 funded to the date of payment at the same net rate that interest is earned by the Gross Settlement
10 Fund. The appointment and distribution among Plaintiffs' Counsel of any award of attorneys' fees
11 shall be within Plaintiffs' Counsel's sole discretion.

12 21. In making this award of attorneys' fees and reimbursement of expenses to be paid
13 from the Gross Settlement Fund, the Court has considered and found that:

14 (a) the Settlement has created a fund of \$160,098,500 million in cash that is
15 already on deposit, plus interest thereon, and that numerous Class Members who submit acceptable
16 Proofs of Claim will benefit from the Settlement;

17 (b) Over 500,000 copies of the Notice were disseminated to putative Class
18 Members stating that Plaintiffs' Counsel were moving for attorneys' fees not to exceed 25% of the
19 Gross Settlement Fund and reimbursement of expenses from the Gross Settlement Fund in a total
20 amount not to exceed \$1.2 million, and no objections were filed by any Class Member against the
21 terms of the proposed Settlement or the ceiling on the fees and expenses contained in the Notice;

22 (c) Plaintiffs' Counsel have conducted the litigation and achieved the Settlement
23 in good faith and with skill, perseverance and diligent advocacy;

24 (d) The Action involves complex factual and legal issues and was actively
25 prosecuted for over three years and, in the absence of a settlement, would involve further lengthy
26 proceedings with uncertain resolution of the complex factual and legal issues;

1 (e) Had Plaintiffs' Counsel not achieved the Settlement there would remain a
2 significant risk that the Class Representatives and the Class may have recovered less or nothing from
3 the Defendants;

4 (f) Plaintiffs' Counsel have advanced in excess of the requested \$986,039 in
5 costs and expenses to fund the litigation of this Action; and

6 (g) The amount of attorneys' fees awarded and expenses reimbursed from the
7 Gross Settlement Fund are fair and reasonable under all of the circumstances and consistent with
8 awards in similar cases.

9 22. No Class Member filed an objection to the terms of the settlement or the fee
10 application. Two objections were filed by former defendants who are not Class Members. Those
11 objections have been withdrawn and are no longer before the Court. All other objections, if any, are
12 hereby denied.

13 23. Without affecting the Finality of this Judgment in any way, the Court reserves
14 exclusive and continuing jurisdiction over the Action, the Class Representatives, the Class, and the
15 Released Parties for purposes of: (a) supervising the implementation, enforcement, construction, and
16 interpretation of the Stipulations, the Plan of Allocation, and this Judgment; (b) hearing and
17 determining any application by Plaintiffs' Counsel for an award of attorneys' fees, costs, and
18 expenses and/or reimbursement to the Class Representatives, if such determinations were not made
19 at the Fairness Hearing; and (c) supervising the distribution of the Gross Settlement Fund and/or the
20 Net Settlement Fund.

21 24. In the event that the Settlement is terminated or does not become Final in
22 accordance with the terms of the Stipulations for any reason whatsoever, or in the event that the
23 Gross Settlement Fund, or any portion thereof, is returned to Brocade or KPMG, then this Judgment
24 shall be rendered null and void and shall be vacated to the extent provided by and in accordance with
25 the Stipulations and, in such event, all orders entered and releases delivered in connection herewith
26 shall be null and void to the extent provided by and in accordance with the Stipulations.

1 25. In the event that, prior to the Effective Date, Class Representatives or Brocade
2 institutes any legal action against the other to enforce any provision of the Brocade Stipulation or
3 this Judgment or to declare rights or obligations thereunder, the successful Party or Parties shall be
4 entitled to recover from the unsuccessful Party or Parties reasonable attorneys' fees and costs
5 incurred in connection with any such action. Neither KPMG nor the Individual Defendants shall
6 have any obligation under this paragraph.

7 26. There is no reason for delay in the entry of this Judgment and immediate entry by
8 the Clerk of the Court is expressly directed pursuant to Rule 54(b) of the Federal Rules of Civil
9 Procedure.

10 SIGNED January 26, 2009.



THE HONORABLE CHARLES R. BREYER
UNITED STATES DISTRICT JUDGE

EXHIBIT W

Exhibit 3

EXHIBIT 3

SEB Inv. Mgmt. AB v. Symantec Corp.,
Case No. 3:18-cv-02902-WHA

SUMMARY OF LEAD COUNSEL'S HOURS AND LODESTAR

Inception through June 8, 2021

NAME	HOURS	HOURLY RATE	LODESTAR
Partners			
Max Berger	83.75	\$1,300	\$108,875.00
Rebecca Boon	1,048.25	\$875	\$917,218.75
Salvatore Graziano	279.00	\$1,150	\$320,850.00
Jeremy P. Robinson	2,443.75	\$900	\$2,199,375.00
David Stickney	164.50	\$975	\$160,387.50
Senior Counsel			
David L. Duncan	64.25	\$775	\$49,793.75
Lucas Gilmore	427.50	\$775	\$331,312.50
Richard Gluck	922.50	\$800	\$738,000.00
Associates			
Lauren Cruz	44.00	\$550	\$24,200.00
Ryan Dykhouse	1,374.25	\$425	\$584,056.25
Jacob Spaid	360.50	\$475	\$171,237.50
Julia Tebor	425.25	\$575	\$244,518.75
Senior Staff Attorneys			
Andrew Boruch	725.75	\$425	\$308,443.75
Ryan Candee	910.50	\$425	\$386,962.50
Brian Chau	2,250.00	\$425	\$956,250.00
Lawrence Hosmer	1,028.00	\$425	\$436,900.00
Stephen Imundo	2,931.25	\$425	\$1,245,781.25
Staff Attorneys			
Lauren Cormier	1,972.25	\$375	\$739,593.75
Igor Faynshteyn	1,551.50	\$375	\$581,812.50
Helen Fikrey	2,285.25	\$400	\$914,100.00
Colette Foster	2,077.00	\$400	\$830,800.00
Addison F. Golladay	2,066.50	\$400	\$826,600.00
Ibrahim Hamed	1,292.00	\$400	\$516,800.00
Monique Hardial	1,274.50	\$375	\$477,937.50
Jed Koslow	1,943.75	\$400	\$777,500.00

NAME	HOURS	HOURLY RATE	LODESTAR
Erick Ladson	2,326.75	\$400	\$930,700.00
Juan Lossada	1,738.75	\$400	\$695,500.00
Ryan McCurdy	491.75	\$400	\$196,700.00
Ingvar Olsson	1,753.00	\$400	\$701,200.00
William Pham	1,556.25	\$375	\$583,593.75
Esinam Quarco	1,430.50	\$400	\$572,200.00
Justin Ratliff	1,110.50	\$350	\$388,675.00
Daniel Renehan	243.50	\$400	\$97,400.00
Lewis Smith	50.75	\$400	\$20,300.00
Investigators			
Amy Bitkower	214.00	\$575	\$123,050.00
Jacob Foster	235.50	\$300	\$70,650.00
Joelle Landino	556.75	\$425	\$236,618.75
Andrew Thompson	97.50	\$400	\$39,000.00
Case Managers & Paralegals			
Dena Bielasz	120.75	\$335	\$40,451.25
Jose Echeagaray	731.50	\$350	\$256,025.00
Michelle Leung	154.00	\$350	\$53,900.00
Preya Rodriguez	237.25	\$325	\$77,106.25
Litigation Support			
Johanna Pitcairn	152.25	\$400	\$60,900.00
Managing Clerk			
Mahiri Buffong	93.00	\$375	\$34,875.00
TOTALS	43,240.00		\$20,028,151.25

EXHIBIT X

1 LATHAM & WATKINS LLP
Peter A. Wald (SBN 85705)
2 505 Montgomery Street, Suite 2000
San Francisco, CA 94111-2562
3 Telephone: (415) 391-0600
Facsimile: (415) 395-8095
4 E-mail: peter.wald@lw.com

5 LATHAM & WATKINS LLP
Patrick E. Gibbs (SBN 183174)
6 140 Scott Drive
Menlo Park, CA 94025
7 Telephone: (650) 328-4600
Facsimile: (650) 463-2600
8 E-mail: patrick.gibbs@lw.com

9 LATHAM AND WATKINS LLP
Sean M. Berkowitz (*admitted pro hac vice*)
10 233 South Wacker Drive
Chicago, Il 60606
11 Phone: (312) 876-7700
Fax: (312) 993-9767
12 Email: sean.berkowitz@lw.com

13 Attorneys for Defendants ORACLE CORPORATION, LAWRENCE
J. ELLISON, JEFFREY O. HENLEY, and EDWARD J. SANDERSON

14 ORACLE CORPORATION
15 Dorian Daley (SBN 129049)
James C. Maroulis (SBN 208316)
16 500 Oracle Parkway
Mailstop 5OP7
17 Redwood Shores, California 94065
Telephone: (650) 506-5200
18 Facsimile: (650) 506-7114
E-mail: jim.maroulis@oracle.com

19 Attorneys for Defendant ORACLE CORPORATION

20
21 **UNITED STATES DISTRICT COURT**

22 **NORTHERN DISTRICT OF CALIFORNIA – SAN FRANCISCO DIVISION**

23 In re ORACLE CORPORATION
SECURITIES LITIGATION

Master File No. C-01-0988-SI
(Consolidated)

CLASS ACTION

24
25
26 This Document Relates To:

**DECLARATION OF PATRICK E. GIBBS
IN SUPPORT OF DEFENDANTS’ BILL
OF COSTS**

27 ALL ACTIONS.
28

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

I, Patrick E. Gibbs, declare as follows:

1. I am an attorney at law admitted to practice in the State of California and before this Court. I am a partner with the law firm of Latham & Watkins LLP, counsel of record for Defendants Oracle Corporation, Lawrence J. Ellison, Jeffrey O. Henley, and Edward J. Sanderson (“Defendants”) in this action. I make this Declaration in support of Defendants’ Bill of Costs, pursuant to 28 U.S.C. § 1920, et seq., Rule 54 (d) of the Federal Rules of Civil Procedure and the Local Rules of this Court. I have personal knowledge of the facts set forth in this declaration.

2. Attached hereto as Exhibit A is a spreadsheet that details the costs for which Defendants seek taxation. The spreadsheet is broken down by Cost Category and Total Amount of Cost. The costs detailed in Exhibit A consist of the following:

- a. Fees of the clerk totaling **\$1,715.00**;
- b. Subpoena fees totaling **\$5,410.40**;
- c. Deposition transcription charges totaling **\$318,647.37**, which include fees related to the expedition of certain deposition transcripts. Certain deposition transcripts were expedited given the compressed deposition schedule in the case and the large number of depositions demanded by Plaintiffs. I am informed and believe that if none of the deposition transcripts had been expedited, the deposition transcription charges incurred by Defendants would have been **\$296,736.21**;
- d. Reproduction costs to obtain copies of documents produced by other parties as part of formal discovery, and scanning, Bates-labeling and processing costs incurred in order to produce documents requested by Plaintiffs’ formal discovery document requests, totaling **\$444,970.57**;
- e. Witness fees and expenses totaling **\$29,088.72**;

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

- f. Exemplification costs totaling **\$299,685.76**. These exemplification costs include amounts paid to a vendor, The Focal Point LLC, to create graphics and visual aids that were prepared for use at the oral argument before the Honorable Martin J. Jenkins on December 20, 2007, or the oral argument before the Honorable Susan Illston on February 13, 2009, or for potential use at trial. These costs also include amounts paid to a vendor, On the Record, for technical assistance in presenting graphics and visual aids at the oral argument before the Honorable Martin J. Jenkins on December 20, 2007;
- g. Interpreter fees for the deposition of a non-English speaking witness totaling **\$517.08**; and
- h. Fees paid to the Court-appointed Special Master, the Honorable Edward A. Infante (Ret.), totaling **\$69,602.01**.

3. Attached hereto as Exhibit B are true and correct copies of invoices supporting the fees of the clerk identified in Exhibit A.

4. Attached hereto as Exhibit C are true and correct copies of invoices supporting the subpoena fees identified in Exhibit A.

5. Attached hereto as Exhibit D are true and correct copies of invoices supporting the transcription charges identified in Exhibit A.

6. Attached hereto as Exhibit E are true and correct copies of letters and invoices supporting the photocopying, scanning, Bates-labeling and processing charges identified in Exhibit A.

7. Attached hereto as Exhibit F are true and correct copies of invoices, check requests and checks supporting the witness fees and expenses identified in Exhibit A.

8. Attached hereto as Exhibit G are true and correct copies of invoices supporting the exemplification costs identified in Exhibit A. The total dollar amount of the invoices from The Focal Point LLC that are included in Exhibit G exceed the amount actually

1 paid by Defendants to The Focal Point LLC for work on graphics and visual aids. The amount
2 of exemplification costs reflected in paragraph 2(f) above and in Defendants' Bill of Costs
3 includes only those amounts actually paid by Defendants to The Focal Point LLC for its work on
4 graphics and visual aids.

5 9. Attached hereto as Exhibit H are true and correct copies of the invoice
6 supporting the interpreter fees identified in Exhibit A.

7 10. Attached hereto as Exhibit I are true and correct copies of invoices
8 supporting the Court-appointed Special Master fees identified in Exhibit A.

9 11. Defendants request that the Court tax Plaintiffs in the amount of
10 **\$1,169,636.91**. Defendants believe these costs are correctly stated, were necessarily and
11 reasonably incurred in the course of this action, and are allowable by law.

12 I declare under penalty of perjury under the laws of the United States and the
13 State of California that the foregoing is true and correct and that this declaration was executed on
14 June 30, 2009 in Menlo Park, California.

/s/ Patrick E. Gibbs

Patrick E. Gibbs

15
16
17
18
19
20
21
22
23
24
25
26
27
28