

EXHIBIT 2

1 Jeffrey C. Block (*pro hac vice*)
2 **BLOCK & LEVITON LLP**
3 260 Franklin Street, Suite 1860
4 Boston, MA 02110
5 (617) 398-5600 phone
6 jeff@blockesq.com

7 *Co-Lead Counsel*

8 **UNITED STATES DISTRICT COURT**
9 **NORTHERN DISTRICT OF CALIFORNIA**

10
11 IN RE TEZOS SECURITIES LITIGATION

12 This document relates to:
13 ALL ACTIONS.

Master File No. 17-cv-06779-RS

CLASS ACTION

**DECLARATION OF JEFFREY C.
BLOCK IN SUPPORT OF LEAD
COUNSEL'S MOTION FOR AN
AWARD OF ATTORNEYS' FEES AND
LITIGATION EXPENSES AND
CHARGES**

**FILED ON BEHALF OF BLOCK &
LEVITON LLP**

Date: August 27, 2020
Time: 1:30 p.m.
Courtroom: 3, 17th floor
Judge: Hon. Richard Seeborg

1 I, Jeffrey C. Block, Esq., pursuant to 28 U.S.C. § 1746, hereby declare as follows:

2 1. I am admitted to practice law before all the courts of the Commonwealth of
3 Massachusetts and I am admitted *pro hac vice* in this Action. I am the founding partner of the
4 law firm Block & Leviton LLP (“Lead Counsel”), counsel of record for Lead Plaintiff Trigon
5 Trading Pty. Ltd. (“Lead Plaintiff”), and Co-Lead Counsel for the Class. I respectfully submit
6 this declaration in support of Lead Counsel’s Motion for an Award of Attorneys’ Fees and
7 Reimbursement of Litigation Expenses.

8 2. I have personally participated in, overseen, and monitored the prosecution of this
9 Action, and have otherwise been kept informed of developments in this Litigation by attorneys
10 working with me and under my supervision. Thus, if call upon, I can testify to the matters set
11 forth herein.

12 3. As Lead Counsel, my firm was involved in all aspects of the litigation and its
13 settlement as set forth in the Declaration of Jeffrey C. Block in Support of: (1) Lead Plaintiff’s
14 Motion for Final Approval of Class Action Settlement and Plan of Allocation; and (2) Lead
15 Counsel’s Motion for an Award of Attorneys’ Fees and Reimbursement of Litigation Expenses.

16 4. Attorneys and Professional Support Staff at my firm billed the following
17 aggregate hours to this matter as of the date of filing, with fees applied at the firms current
18 billing rates:

Timekeeper	Type	Hours	Hourly Rate	Total
Jeffrey Block	P	278.2	\$1000	\$278,200
Jacob Walker	P	761.3	\$750	\$570,975
Joel Fleming	P	237.3	\$750	\$177,975
Jason Leviton	P	8.1	\$875	\$7,088
Nate Silver	A	206.1	\$475	\$97,898
Amanda Crawford	A	3.9	\$450	\$1,755
Mark Byrne	LC	19.6	\$175	\$3,430
Rachel Murphy	PL	1.9	\$250	\$475
Brooke Jordy	PL	19.3	\$235	\$4,536
Elizabeth Davey	PL	29.7	\$250	\$7,425
Total				\$1,149,756

P = Partner; A = Associate; PL = Paralegal; LC = Law Clerk

5. Block & Leviton directly seeks payment of the following expenses and charges directly related to the litigation of this action (which have been summarized in categories):

Category	Expense
Experts	\$22,068.75
Travel (Flights, Lodging, Meals)	\$8,611.21
Document Review Software	\$6,131.76
Legal Research	\$1,633.03
Mediation Fees	\$7,500.00

Court Fees, Court Reporters	\$2,341.18
Printing	\$175.96
Process Servers	\$2,756.20
Shipping & Postage	\$1,049.83
Total Expenses	\$52,267.92

6. Attached as Exhibit A is a true and correct copy of Block & Leviton LLP’s firm resume.

7. Attached as Exhibit B is a summary chart describing the work described in Paragraph 4, above.

I declare under penalty of perjury that the foregoing is true and correct. Executed on this 28th day of July 2020, at Boston, Massachusetts.

By: /s/ Jeffrey C. Block
 Jeffrey C. Block (*pro hac vice*)
Block & Leviton LLP
 260 Franklin Street, Suite 1860
 Boston, Massachusetts 02110
 (617) 398-5600 phone
 jeff@blockesq.com
*Co-Lead Counsel and Counsel to
 Lead Plaintiff Trigon Trading Pty. Ltd.*

Exhibit A

BLOCK & LEVITON LLP



260 Franklin Street, Suite 1860 | Boston, MA 02110

100 Pine Street, Suite 1250 | San Francisco, CA
94111

1735 20th St NW | Washington, DC 20009
8 W. Mozart Dr. | Wilmington, DE 19807



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BLOCK & LEVITON LLP

FIGHT FOR A LEVEL PLAYING FIELD.

Block & Leviton believes investors, pensioners, consumers and employees deserve an advocate who will take a stand to protect their rights. We value our role not only in recovering our clients' immediate losses, but in protecting their long-term interests by helping to shape corporate policy. We genuinely enjoy our work, which each day offers an opportunity to tackle novel problems and unique challenges in a continuously evolving economy. We concur with Aristotle's observation that pleasure in the job puts perfection in the work. We believe this is reflected in our track record, which includes our ability to take a case to trial and win, as well as our appointment as lead or co-lead counsel in many dozens of high profile securities litigation matters, including:

In re BP Securities Litig., Case No. 4:10-MD-02185 (S.D. Tex.) (settled for \$175 million), In re Google Class C Shareholder Litig., Case No. 7469-CS (Del. Ch.) (settled for \$522 million), Snap Inc. Securities Cases, Case No. JCCP 4960 (Cal. Superior Ct.) (\$32.8 million settlement preliminarily approved), In re Tezos Securities Litig., Case No. 3:17-cv-07095 (N.D.Cal.) (\$25 million preliminarily approved), Plains Exploration & Prod. Co. Stockholder Litig., Case No. 8090-VCN (Del. Ch.) (\$400 million), In re Pilgrim's Pride Corporation Derivate Litigation, case no. 2018-0058-JTL (Del. Ch.) (\$42.5 million settlement) and In re Swisher Hygiene, Inc. Securities and Derivative Litig., Case No. 3:12-md-2384 (N.D.Cal.) (recovering 30% of the class's recoverable damages).

The Firm has also been appointed to represent, and succeeded in obtaining substantial recoveries on behalf of, class members in the areas of consumer protection, antitrust, and ERISA. See In re Volkswagen "Clean Diesel" Marketing, Sales Practices and Products Liability Litig., Case No. 3:15-md-02672 (N.D. Cal.) (settlement valued at approximately \$15 billion), In re Thalomid & Revlimid Antitrust Litig., Case No. 14-cv-6997 (D.N.J.) (\$34 million settlement preliminarily approved), and Pfeifer v. Wawa, Case No. 2:16-cv-00497 (E.D. Pa.) (\$25 million settlement in ESOP litigation).

Our attorneys have successfully recovered billions for our clients and class members and have done so even under adverse conditions, including successfully litigating against bankrupt and foreign-based corporations.

DEFY CONVENTION.

Instrumental to our philosophy is the willingness to embrace new ways of seeing, and solving, our clients' problems. For example, we challenged Google Inc.'s plan to issue a new class of non-voting stock that threatened to diminish the value of minority investors' holdings in the company. With trial set to begin in less than two days, Block & Leviton brokered a settlement with Google Inc. and its directors that provided for a forwardlooking payment ladder (valued at up to \$7.5 billion) to protect minority investors against future diminution in their stock value. As a result of the payment ladder, shareholders ultimately recovered \$522 million in cash and stock in May 2015. Appreciation of the fact that each of our clients has a unique viewpoint allows us to tailor our advice and representation accordingly to achieve superior results, and to do so with maximum efficiency.

SURROUND YOURSELF WITH THE BEST.

The Firm credits its success to its entire team of extremely talented, dedicated attorneys, the majority of whom have significant litigation experience. An in-depth curriculum vitae highlighting each attorney's areas of expertise, unique experience, recognition in the field and education credentials follows.



JEFFREY C. BLOCK

Partner

✉ jeff@blockesq.com

EDUCATION

- Brooklyn Law School, J.D., cum laude 1986
- State University of New York, B.A., Political Science, cum laude 1983

BAR ADMISSIONS

- New York
- Massachusetts

COURT ADMISSIONS

- United States Supreme Court
- First, Second, Third, Ninth, and Eleventh Circuit Courts of Appeal
- D. Mass.
- S.D.N.Y. and E.D.N.Y.

PUBLICATIONS | SPEAKING EVENTS

- ALI-ABA Conference for Insurance and Financial Services Industry Litigation, July 2009, Lecturer and Panelist
- Damages in Securities Litigation, sponsored by Law Seminars International at the Harvard Club, Panelist
- Litigation to Remedy Meltdown Damages: What Can Be Gained?, Harvard Law School's Capital Matters Conference, Speaker
- Guest commentator on NBC
- International Strategies Recoveries for Foreign Investments, Post Morrison, San Francisco Bar Association, Panel

Jeffrey Block is a co-founding partner of Block & Leviton. With a career spanning thirty years, Jeff is recognized as one of the nation's preeminent class action attorneys and is recognized as a "Super Lawyer" by Massachusetts Super Lawyers. Jeff was one of the lead attorneys representing the Ohio Public Employees Retirement System in *In re BP Sec. Litig.*, No. 4:10-MD-02185 (S.D. Tex.), charging that BP misled investors as to the amount of oil leaking from the Macondo well after the explosion aboard the Deepwater Horizon oil rig in the Gulf of Mexico in 2010. Jeff, on behalf of the plaintiffs, successfully argued against defendants' motions to dismiss, in favor of class certification, in opposition to summary judgment, and helped secure a settlement of \$175 million for the class, which represents more than 60% of the class' actual losses. Jeff also represented the Brockton Retirement System in an action challenging Google's attempt to split its stock into voting and non-voting shares. See *In re Google, Inc. Class C S'holder Litig.*, Case No. 7469-CS (Del. Ch. Ct.). Two days before the start of trial, the action settled for significant corporate governance changes and a payment ladder valued up to \$7.5 billion, which was designed to protect shareholders against any diminution in the value of their shares during the first year of trading. Because of the payment ladder, shareholders ultimately recovered \$522 million in cash and stock in May 2015.

Jeff also oversaw the Firm's litigation efforts in *In re McKesson Corporation Derivative Litigation* (N.D. Cal.), in which the McKesson Board agreed to re-pay to the company \$175 million and agreed to significant corporate governance reforms to ensure that McKesson would comply with Federal law regarding the sales and distribution of dangerous drugs, including opioids. Jeff also spearheaded the Firm's litigation involving the offering of unregistered cryptocurrency by the Tezos Foundation. Defendants' agreed to pay \$25 million to resolve the case, the first settlement of a cryptocurrency case by a private plaintiff in the country. *In re Tezos Securities Litigation* (N.D. Cal.) Finally, Jeff played a key role in helping to secure \$175 million in the aggregate to resolve claims that Snap, Inc. misled its investors in connection with its public offering of securities. *Snap, Inc. Securities Cases* (Sup. Ct. Cal.).

In addition, Jeff represents some of the country's largest institutional investors, including the Massachusetts Pension Reserves Investment Management Board (PRIM), the Ohio Public Employees Retirement System, the Ohio State Teachers Retirement System, the Washington State Investment Board, the New Mexico Educational Retirement Board, the New Mexico Public Employees Retirement System, and the New Mexico State Investment Council.

Some of the major class actions that Jeff has either led, or played a significant role in, include: *In re First Executive Corp. Securities Litig.*, 89-cv-7135 (C.D. Cal.) (settled for \$100 million); *In re Xerox Corp. Sec. Litig.*, 3:00-cv-01621 (D. Conn.) (settled for \$750 million); *In re Bristol Myers Squibb Sec.*

Litig., 02-cv-2251 (S.D.N.Y.) (settled for \$300 million); *In re Lernout & Hauspie Sec. Litig.*, 1:00-cv-11589 (D. Mass.) (settled for \$180 million); *In re Symbol Technologies Sec. Litig.*, 2:02-cv-1383 (E.D.N.Y.) (settled for \$127 million); *In re Prison Realty Corp. Sec. Litig.*, 3:99-cv-0452 (M.D. Tenn.) (settled for over \$100 million); *In re Philip Services Corp. Sec. Litig.*, 98-cv-835 (S.D.N.Y.) (settled for \$79.75 million); *In re American Home Mortgage Sec. Litig.*, 07-MD-1898 (E.D.N.Y.) (settled for \$50.5 million); *In re Force Protection Sec. Litig.*, 2:08-cv-845 (D.S.C.) (\$24 million settlement); *In re Swisher Hygiene, Inc., Securities and Derivative Litig.*, 3:12-md-2384 GCM (W.D.N.C.) (\$5.5 million settlement).

Jeff has a proven record of overcoming significant challenges to obtain substantial recoveries on behalf of his clients. For example, in the Philip Services securities litigation, Jeff persuaded the United States Court of Appeals for the Second Circuit to reverse the District Court's dismissal of the action on the grounds of forum non conveniens. See *Dirienzo v. Philip Services Corp.*, 294 F.3d 21 (2d. Cir. 2002).

Upon reversal, Jeff led the team of attorneys in taking more than 40 depositions and, upon the eve of trial, the action settled for \$79.50 million, among the largest recoveries ever in a securities action from a Canadian accounting firm. Jeff's skills were discussed in great lengths by the court, specifically noting that counsel:

“

“pursued this fact-intensive and legally complex litigation vigorously over a nine-year period, rejected offers of settlement for amounts inferior to the amounts upon which the parties ultimately agreed, and assumed significant risks of non-recovery. Co-Lead Counsel had to overcome the disclaimers and uncertainties of insurance coverage, and vigorous advocacy of extremely able and deeply-staffed defense counsel. ... And **they did their work efficiently, with minimal duplication, and maximum effectiveness.**

“

I was careful to choose attorneys who have great ability [and] great reputation... And I think you've undertaken the representation of these people, you've done an excellent job, you've reached a settlement that I think is fair and in their benefit.

Honorable C. Weston Houck

In re Force Protection Sec. Litig.,
2:08-cv-845 CWH (D.S.C.)
(\$24 million settlement)

In re Philip Servs. Corp. Sec. Litig., 2007 U.S. Dist. LEXIS 101427, 13-14 (S.D.N.Y. Mar. 27, 2007) (Honorable Alvin K. Hellerstein). Similarly, in *Lernout & Hauspie Sec. Litig.*, Jeff was the lead attorney in securing over \$180 million for defrauded investors. The action involved an accounting fraud of a company headquartered in both the United States and Belgium.

Recently, Jeff led a team of litigators, private investigators and a forensic accountant through a complex accounting fraud case. Jeff settled the case on terms extremely beneficial to the class, as recognized by the court. See *In re Swisher Hygiene, Inc., Securities and Derivative Litig.*, 3:12-md-2384 GCM (W.D.N.C.).



JASON M. LEVITON

Partner

✉ jason@blockesq.com

EDUCATION

- Georgetown University Law Center, LL.M., Securities and Financial Regulations - Dean's Award (1 of 6)
- Gonzaga University School of Law, J.D., *cum laude*, Moot Court Council, International Law Review
- Gonzaga University, B.A., Philosophy and Political Science

BAR ADMISSIONS

- Massachusetts
- District of Columbia
- Washington (voluntarily inactive)
- Florida (voluntarily inactive)

COURT ADMISSIONS

- First Circuit Court of Appeals
- D. Mass.
- D. D.C.
- W.D. Wash.

PUBLICATIONS | SPEAKING EVENTS

- Guest on Rights Radio
- Law360 Securities Law Editorial Advisory Board
- SEC Litigation Release No. 18638, primary author
- Contributor, *After the Ball is Over: Investor Remedies in the Wake of the Dot-Com Crash and Recent Scandals*, Nebraska Law Review, 2005
- Speaker at Georgetown University Law Center on prosecution of securities class action lawsuits
- Presenter at Business Law Symposium entitled *Shareholder Rights: An Idea Whose Time has Come*, November 2013

Jason is a co-founding partner of Block & Leviton and focuses his practice on investor protection and shareholder rights matters. He serves as Co-Chair of the Firm's New Case Investigation and Monitoring Team and Chair of the Merger and Acquisition/Deal Litigation Team.

In 2011 and each year thereafter, Jason was named either a "Super Lawyer" or "Rising Star" by Massachusetts Super Lawyers, an honor given to only 3% and 5% of all lawyers, respectively. Jason also has a Martindale-Hubbell AV Preeminent Rating, the highest rating possible. In 2014, Jason was named as a Top 100 Trial Lawyer by the National Trial Lawyer Association. After receiving his law degree from Gonzaga University School of Law, *cum laude*, Jason attended the Georgetown University Law Center and received a Master of Laws (LL.M.) in Securities and Financial Regulation (Dean's Award, 1 of 6). During that time, he was the inaugural LL.M. student selected for an externship with the S.E.C., Enforcement Division. Jason is now a member of the Association of Securities and Exchange Commission Alumni.

Jason has focused his practice on claims alleging breaches of fiduciary duty against officers and directors of publicly traded companies. Indeed, in just the last few years alone, his litigation efforts have led to hundreds of millions of dollars being returned to aggrieved stockholders. More specifically, Jason served as lead or co-lead counsel in the following breach of fiduciary duty actions: *In re Plains Exploration & Production Co. Stockholder Litig.*, Case No. 8090-VCN (Del. Ch.) (litigation led to an increase of approximately \$400 million to the original merger amount); *In re Pilgrim's Pride Corp. Derivative Litig.*, Case No. 2018-0058-VCL (Del. Ch.) (\$42.5 million settlement); *In re Handy & Harman, Ltd., S'holders Litig.*, Case No. 2017-0882-TMR (Del. Ch.) (settled for \$30 million, making it one of the largest sell-side premiums ever achieved for stockholders through Delaware litigation); *In re Onyx Pharmaceuticals Inc. Shareholder Litigation*, Case No. CIV523789 (Cal. Sup. Ct) (settled for \$30 million; at the time, the largest M&A class action in California state court history); and *In re Rentrak Shareholders Litig.*, Case No. 15CV27429 (Ore. Sup.) (\$19 million settlement and with the related action, \$23.75 million; the largest Oregon M&A settlement).

He has also litigated numerous actions pursuant to the federal securities laws, including, but not limited to: *In re BP plc Securities Litigation*, Case No. MDL 2185 (S.D.Tex) (settlement of \$175 million); *Rubin v. MF Global, LTD., et al.*, Case No. 08-cv- 02233 (S.D.N.Y.) (\$90 million settlement); *In re VeriSign Securities Litigation*, Case No. C-02-2270 (N.D. Cal.) (\$78 million settlement); *Welmon v. Chicago Bridge & Iron*, Case No. 06-cv-01283 (S.D.N.Y.) (settlement of \$10.5 million; in approving the settlement, the court noted: "Plaintiffs' counsel have conducted the litigation and achieved the settlement with skill, perseverance and diligent advocacy.");

Ong v. Sears Roebuck & Co., Case No. 03 C 4142 (N.D. Ill.) (\$15.5 million settlement); and In re Swisher Hygiene, Inc., Securities and Derivative Litig., Case No. 3:12-md-2384 GCM (W.D.N.C.) (\$5.5 million settlement; in approving the settlement, the court held:



The settlement is – gosh. . . the fact that it’s occurring within the context of a securities case, which is very difficult for plaintiffs to win, is extremely impressive to me. . . . [T]his is a matter which has been fairly litigated by people.

Honorable Graham C. Mullen,

In re Swisher Hygiene, Inc., Securities and Derivative Litig., 3:12-md-2384 GCM (W.D.N.C.) (\$5.5 million

Jason has considerable experience litigating consumer class action cases involving deceptive business practices as well. For example, Jason, as co-lead counsel, successfully recovered 100% of the class’s alleged damages stemming from the overcharging of scooped coffee beans at Starbucks stores throughout the country. See *In re Starbucks Consumer Litig.*, Case No. 2:11-cv-01985-MJP (W.D. Wa.); *Keenholtz v. GateHouse Media, LLC, et al.*, Case No. 17-184-A (Mass. Sup.) (settlement involved complete relief to punitive class members and significant corporate governance measures); *MabVax Therapeutics Holdings, Inc. v. Sichenzia Ross Ference LLP, et al.*, Case No. 3:18-cv-02494-WQH-MSB (S.D. Cal.) (representing a formerly-public company in its malpractice action against its former law firm).

Jason has considerable experience litigating consumer class action cases involving deceptive business practices as well. For example, Jason, as co-lead counsel, successfully recovered 100% of the class’s alleged damages stemming from the overcharging of scooped coffee beans at Starbucks stores throughout the country. See *In re Starbucks Consumer Litig.*, Case No. 2:11-cv-01985-MJP (W.D. Wa.); *Keenholtz v. GateHouse Media, LLC, et al.*, Case No. 17-184-A (Mass. Sup.) (settlement involved complete relief to punitive class members and significant corporate governance measures); *MabVax Therapeutics Holdings, Inc. v. Sichenzia Ross Ference LLP, et al.*, Case No. 3:18-cv-02494-WQH-MSB (S.D. Cal.) (representing a formerly-public company in its malpractice action against its former law firm).

In addition to his class action experiences, Jason has litigated other forms of complex litigation. For instance, he worked with a former State of New York Attorney General in the defense of an attorney accused of insider trading, which included a criminal referral to the United States Department of Justice. Similarly, Jason represented a former employee whistleblower before the S.E.C. where, in one instance, he successfully argued that his clients should receive the maximum whistleblower award of 30% pursuant to the Dodd-Frank Act, which equated to nearly \$1 million. He also represented the same whistleblower in a retaliation claim against his old employer, a large, multinational financial institution. See *John Doe v. Oppenheimer Asset Management, Inc., et al.*, Case No. 1:14-cv-00779-LAP (S.D.N.Y.). Finally, he was also heavily involved in the representation of four detainees being held at the Guantánamo Bay Naval Station in Cuba.

Jason is currently litigating a number of investor suits against large corporations, including: Charter Communications; Facebook; Surgery Partners; PennyMac; John Hancock; Fidelity; GE; Putnam; and Craft Brew Alliance, among others.



WHITNEY E. STREET

Partner

✉ whitney@blockesq.com

EDUCATION

- University of Virginia School of Law, J.D.
- University of Virginia, B.A., Economics and Literature

BAR ADMISSIONS

- California
- New York
- Massachusetts
- Texas

COURT ADMISSIONS

- All California Federal Courts
- S.D.N.Y. and E.D.N.Y.
- D. Mass.

PROFESSIONAL ACTIVITIES

- Co-Founder and former Co-Chair of the American Association for Justice Antitrust Litigation Group (2014-2016)
- Law360 Competition Law Editorial Advisory Board Member (2014-2018)
- American Bar Association Member
- Contributor, Complex Litigation E-Discovery Forum

Block & Leviton Partner Whitney Street has over seventeen years of complex litigation experience and significant expertise in securities and antitrust class action litigation. Whitney represented the Brockton Retirement System and the class in an action challenging Google's attempt to split its stock into voting and non-voting shares in *In re Google, Inc. Class C S'holder Litig.*, case no. 7469-CS (Del. Ch. Ct.). Two days before the start of trial, the action settled for significant corporate governance changes and a payment ladder valued up to \$7.5 billion, which was designed to protect shareholders against any diminution in the value of their shares during the first year of trading. As a result of the payment ladder, shareholders ultimately recovered \$522 million in cash and stock in May 2015. Whitney was also a key member of the litigation team representing the Ohio Pension Funds *In re: BP Sec. Litig.*, No. 4:10-MD-02185 (S.D. Tex.). The case was litigated for over six years, through an interlocutory appeal to the Fifth Circuit and a decision on summary judgment, and ultimately resulted in a \$175 million recovery for the class.

In addition, Whitney served as co-lead counsel in *In re Thalomid & Revlimid Antitrust Litig.*, 14-cv-6997 (D.N.J.) (\$34 million settlement preliminarily approved) and in *In re Domestic Drywall Antitrust Litig.*, 13-md-02437 (E.D. Pa.) (\$17 million settlement). Whitney was also appointed to the Plaintiffs' Steering Committee in *In re Liquid Aluminum Sulfate Antitrust Litig.*, 16-md-02687 (D.N.J.) (settlements totaling over \$110 million) and in *In re Packaged Seafood Antitrust Litig.*, 15-md-02670 (S.D. Cal.) (litigation pending). Whitney is currently litigating a number of class action cases in federal courts around the country, including *In re Lyft Securities Litig.*, case no. 4:19-cv-02690-HSG (N.D.Cal.), *In re Mammoth Energy Services, Inc. Securities Litig.*, case no. 19-cv-00522 (W.D. Okla.), *In re Broiler Chicken Antitrust Litig.*, 16-cv-08637 (N.D. Ill.), and in *In re Pork Antitrust Litig.*, 18-cv-01776 (D. Minn.).

Prior to joining Block & Leviton, Whitney was an integral part of the litigation teams in the following class actions: *Air Cargo Shipping Services Antitrust Litigation*, 06-md-1775 (E.D.N.Y.) (settlements totaling more than \$270.0 million); *In re Ethylene Propylene Diene Monomer (EPDM) Antitrust Litigation*, 3:03-md-1542 (D. Conn.) (partial settlements totaling \$87.0 million); *In re Methyl Methacrylate (MMA) Antitrust Litigation*, 06-md-01768 (E.D. Pa.) (settled for \$15.0 million); and *In re Hydrogen Peroxide Antitrust Litigation*, 05-civ-666 (E.D. Pa.) (partial settlements of more than \$4.0 million).

PUBLICATIONS | SPEAKING EVENTS

- Panelist, Healthcare & Pharma Regulation through Antitrust Legislation, American Bar Association (April 2019).
- Panelist, Big Data & Storylines, Complex Litigation E-Discovery Forum (September 2016).
- Moderator, Introduction to the Use of Regression Analysis in Antitrust Class Action Litigation, American Association for Justice Webinar (August 2016).
- Co-Author, What Lies Ahead in High Stakes Pay-For-Delay Antitrust Litigation, American Association of Justice Business Torts Newsletter (May 2015).
- Author, Technology Assisted Review: The Disclosure of Training Sets and Related Transparency Issues, Georgetown Law Advanced eDiscovery Institute (Fall 2014).
- Faculty, Georgetown University Law Advanced eDiscovery Institute (November 2014).
- Co-Author, Decision Re-Affirms Critical Role of Shareholders, Benefits and Pensions Monitor (October 2014).
- Panelist, American Association for Justice Class Certification Seminar (2013).

Whitney received her training at prominent litigation firms in New York and Boston where she represented clients in antitrust and securities class actions. She began her career at Pillsbury Winthrop Shaw Pittman, one of the largest law firms in California.

R. JOSEPH BARTON*Partner*✉ joe@blockesq.com**EDUCATION**

- College of William & Mary, Marshall-Wythe Law School, J.D. Order of the Coif
- College of William & Mary, B.A., History and Minor in Classical Studies

BAR ADMISSIONS

- California
- District of Columbia

COURT ADMISSIONS

- First, Second, Third, Fourth, Fifth, Seventh, Eighth, Ninth, Tenth, and Eleventh Circuit Courts of Appeal
- All California Federal Courts
- D. Colorado
- D.D.C.
- N. D. Illinois
- D. Maryland
- E. D. Michigan
- D. Nebraska
- D. North Dakota
- N. D. Texas and W.D. Texas
- E. D. Wisconsin and W.D. Wisconsin

R. Joseph Barton is the Chair of the Firm's Employee Benefits Group and the Firm's Veterans/Servicemember Rights Group at the Firm. Joe has significant experience handling a diverse array of complex and class litigation. Joe has a Martindale-Hubbell AV Preeminent Rating, has been selected every year since 2013 as a Washington, D.C. Super Lawyer, has a 10.0 rating from Avvo, and is listed in the Marquis' Who's Who in American Law.

Notable ERISA Cases

Since 2001, Joe has handled a wide variety of employee benefit (i.e. ERISA) cases. He has been trial counsel in four ERISA cases. He was lead trial counsel in a case challenging a complex transaction involving the Trachte ESOP and the Alliance ESOP on behalf of a class of employees of Trachte, *Chesemore v. Alliance Holdings, Inc.*, No. 3:09-cv-00413 (W.D. Wis.). In that case, Joe obtained a favorable trial decision on liability and remedies of \$17.2 million (plus prejudgment interest) for the Class which was affirmed by the Seventh Circuit. In *Severstal Wheeling Inc. Ret. Comm. v. WPN Corporation*, No. 10-cv-954 (S.D.N.Y.), Joe was lead trial counsel representing the fiduciaries of two pension plans suing their former investment manager for improper investments and obtained a judgment for plaintiffs of over \$15 million which was affirmed by the Second Circuit.

Mr. Barton was Co-Lead Class Counsel in *Ahrens. v. UCB Pension Plan* (N.D. Ga.) representing participants challenging the calculation of their benefits in a defined benefit plan. He also obtained a class settlement of \$5.5 million which was 60% of claimed benefits.

Joe is among a handful of lawyers who regularly represent participants in litigation involving ESOPs holding privately held stock. In addition to the Alliance/Trachte ESOP litigation, Joe has litigated and successfully settled a number of private ESOP cases, including the Azon Corporation ESOP, the Jeld-Wen ESOP, the Tharaldson Motels, Inc. ESOP and the Wawa ESOP.

Joe has also been involved in a number of cases involving breaches of fiduciary duty and self-dealing, including improperly investing 401k plan assets in artificially inflated stock of publicly traded companies and in improper and risky investments such as hedge funds or private equity. He litigated one of the earliest cases challenging the prudence of investing in the pension and 401k plans sponsored by New York Life Insurance Company.

Joe has also litigated cases involving the failure to properly pay benefits. In *Slipchenko v. Brunel*, No. 4-11-cv-01465 (S.D. Tex.), Joe obtained a settlement in a COBRA class action which resulted in the largest per classmember recovery in any reported COBRA class action. In *Simpson v. Fireman's Fund Insurance Company* (N.D. Cal.), Joe represented a class of employees alleging that FFIC's policy of terminating persons on disability violated the discrimination provisions of ERISA, and obtained a settlement restoring their right to benefits for a period of years and also reimbursement of past

PROFESSIONAL ACTIVITIES

- Co-Chair of the Civil Procedure Subcommittee for the ABA Employee Benefits Committee (2012 to Present)
- Current member AAJ Publications Committee (2013-Present)
- Current member, Advisory Board, Employee Benefits Law360 (2019 to Present)
- Former Co-Chair of the American Association of Justice (AAJ) Class Action Litigation Group (2014 to 2016).
- Former Chair of Employment Rights Section of the AAJ (2013 to 2014)

PUBLICATIONS & SPEAKING ENGAGEMENTS

- Author, "Navigating the Unfriendly Skies of ERISA Reimbursement," Trial Magazine (2014)
- Author, "Determining the Meaning of 'Direct Evidence' in Discrimination Cases Within the Eleventh Circuit: Why Judge Tjoflat was (W)right," 77 Fla.B.J. 42 (2003)
- Author, "Drowning in A Sea of Contract: Application of the Economic Loss Rule to Fraud and Negligent Misrepresentation Claims," 41 Wm. & Mary L. Rev. 1789 (2000)
- Author, "Utilizing Statistics and Bellweather Plaintiff Trials: What do the Constitution and the Federal Rules of Civil Procedure, Permit?" 8 Wm. & Mary Bill Rts. J. 199 (1999).
- Speaker on ERISA, USERRA, Class Actions or Civil Procedure at numerous ABA conferences (including the ABA Employee Benefits Committee, the ABA Joint Committee on Employee Benefits, and ABA Labor & Employment Section) and conferences by the American Conference Institute, Defined Contribution Institutional Investments Association (DCIIA), National Employment Lawyers Association ("NELA"), the American Association of Justice ("AAJ") and others. For a full list, see <https://www.linkedin.com/in/r-joseph-barton-6ba0273/>.

Notable Cases Involving Veterans & Service members

In cases involving the rights of veterans and service members, Joe is proud to have achieved results which one court described as **"outstanding, worthy of being emulated by class representatives and counsel in other comparable litigation."** In that case, *Tuten v. United Airlines*, No. 12-cv-1561-WJM-MEH (D. Col.), he was lead counsel for a class of United Airlines Pilots alleging USERRA violations in connection with their pension contributions. The case was settled for an amount that provided the Class with 100% of their actual damages. Also, in *Allman v. American Airlines* (D. Mass.) Joe was Lead Class Counsel in an action alleging USERRA and ERISA violations where American Airlines pilots who took leave to serve in the United States Armed Forces did not receive the full amount of pension contributions they were entitled to receive during their period of military leave; the settlement was for 100 percent of actual damages.

In *Bush v. Liberty Life Assurance Co.*, Joe was lead class counsel on behalf of a class participants whose long-term disability benefits were insured by Liberty Life. The case alleged that those benefits should not have been reduced by the amount of benefits provided through the Department of Veterans Affairs. As part of the settlement, Liberty Life agreed to return 60% of the monies imposed as offsets and to cease imposing such reductions/offsets unless and until the state departments of insurance had approved them.

In *Martin, et al. v. Washington State Patrol, et al.* (Sup. Ct. Wash.) Joe was Co-Lead Class Counsel on behalf of Washington State Troopers alleging that the Washington State Patrol failed to provide military veterans with veteran's preference when such veterans applied to become state troopers or applied for a promotion.

Notable Other Cases

Joe has been significantly involved in litigating antitrust cases. In *In re Mercedes-Benz Antitrust Litigation* (D.N.J.), a class action alleging price-fixing of new Mercedes-Benz vehicles in the New York Region, Joe briefed, argued and obtained summary judgment on an issue of first impression that established that lessee-plaintiffs had standing to sue as direct purchasers under the federal antitrust laws. That case later settled for \$17.5 million. Joe was a part of the team that engaged in intensive trial preparations in *In re High Fructose Corn Syrup Antitrust Litigation* (C.D. Ill.), a class action alleging price-fixing by the manufacturers of high fructose corn syrup, which settled for more than \$500 million shortly before trial.

In a case alleging securities fraud, Joe represented limited partners of Lipper Convertibles, a defunct hedge fund, in an arbitration against the fund's former general partners, and in litigation against the outside auditor in federal district court. He has also litigated securities fraud cases involving publicly traded companies.

Pro Bono Cases

Joe considers pro bono representation an important part of his practice and has represented clients in actions concerning their employer's failure to pay wages and/or overtime. In one such case, the Judge in D.C. Superior Court described his work: **"everything done on behalf of the Plaintiff has been professional, timely and thorough."**

Clerkship

After graduating law school, Joe served as a judicial law clerk to the Honorable Lenore C. Nesbitt, United States District Judge for Southern District of Florida (2000-2001).

NATHAN COOK*Partner*

✉ nathan@blockesq.com

EDUCATION

- University of Virginia School of Law, J.D.
- University of Virginia, B.A., *with distinction*, Economics and History (Jefferson Scholar and Echols Scholar)

BAR ADMISSIONS

- New York
- Delaware

COURT ADMISSIONS

- U.S. District Court for the District of Delaware
- U.S. District Court for the Southern District of New York

PUBLICATIONS | SPEAKING EVENTS

- Led roundtable discussion on “D&O Fiduciary Duties during Insolvency” sponsored by the Institutional Investor Educational Foundation (October 2019)
- Litigation panelist for the Delaware State Bar Association’s conference “Hot Topics in Delaware Corporate Law: Updates that Transactional Lawyers and Litigators Need to Know – A View from the Bench and Bar” (May 2019)
- Co-hosted presentation on “Recent Developments in Delaware Case Law and Changes to the Delaware General Corporation Law” sponsored by the Council of Institutional Investors (June 2018)
- Panelist for the Securities Litigation Panel at the Perrin Class Action Litigation Conference (May 2017)

Nathan is the managing partner of Block & Leviton’s Delaware office and focuses his practice on trial and appellate litigation relating to Delaware corporations and alternative entities. Nathan has experience with a broad range of complex Delaware corporate law matters, including fiduciary duties, appraisal, hostile takeovers, and inspection of corporate books and records. He has had a leading role in multiple trials before the Delaware Court of Chancery, presented argument before the Delaware Supreme Court, and obtained recoveries of hundreds of millions of dollars. Nathan’s experience also includes expedited corporate arbitration and significant corporate advisory work for boards of directors, special committees, and corporate officers.

In 2019, Lawdragon listed Nathan in its Lawdragon 500 Leading Plaintiff Financial Lawyers guide, which showcases the best of the U.S. plaintiff bar who specialize in representing investors and businesses harmed by corporate misconduct.

After receiving his law degree from the University of Virginia School of Law, Nathan clerked for Vice Chancellor John W. Noble of the Delaware Court of Chancery. After his clerkship, Mr. Cook joined Abrams & Laster (now known as Abrams & Bayliss, after J. Travis Laster joined the Court of Chancery) and worked on a wide range of high-stakes, bet-the-company corporate advisory and litigation matters. Prior to joining Block & Leviton, Mr. Cook was a director at one of the preeminent securities and corporate governance class-action firms in the nation and worked on behalf of numerous institutional investors.

Nathan focuses his practice on claims alleging breaches of fiduciary duty against directors and officers of publicly-traded companies. In the last few years alone, Nathan’s litigation efforts have led to recoveries of hundreds of millions of dollars: In re Dole Food Co. Stockholder Litigation and In re Dole Food Co. Appraisal Litigation, C.A. Nos. 8703-VCL, 9079-VCL (Del. Ch.) (co-lead counsel in stockholder class action and appraisal litigation relating to a take-private merger by a controlling stockholder that resulted in a damages award of \$148 million, plus interest, following a nine-day trial in the Delaware Court of Chancery); In re Clear Channel Outdoor Holdings, Inc. Derivative Litigation, C.A. No. 7315-CS (Del. Ch.) (co-lead counsel in a stockholder derivative lawsuit relating to an alleged unfair cash-sweep lending arrangement imposed on a publicly-traded subsidiary by its parent entity, resulting in a settlement that returned \$200 million to Clear Channel Outdoor Holdings stockholders); In re News Corporation Shareholder Derivative Litigation, C.A. No. 6316-VCN (Del. Ch.) (stockholder derivative lawsuit alleging corporate overpayment and failure to investigate and remedy cover-up of illegal activity associated with phone-hacking, resulting in a settlement of \$139 million); In re Delphi Financial Group Shareholder Litigation, C.A. No. 7144-VCG (Del. Ch.) (stockholder class action relating to

to

- Panelist for the “M&A and Advising the Board” panel at the Delaware Law Issues Update Conference sponsored by the John L. Weinberg Center and the Society of Corporate Secretaries & Governance Professionals (November 2015)
- Panelist for the “Section 220 Litigation” panel at the Practising Law Institute’s seminar “Delaware Law Developments 2015: What All Business Lawyers Need to Know” (June 2015)
- Co-author with Adam Levitt, Delaware Supreme Court Okays One-Way Fee-Shifting Bylaws, AAJ (Summer 2014)
- Co-author with A. Thompson Bayliss and Adam Schulman, Frequently Asked Questions, Answers and More Questions about the Business Strategy Immunity, PLI (2011)
- Co-author with J. Travis Laster, The Delaware Supreme Court Weighs in on Fiduciary Duties to Creditors, Insights (June 2007)

PROFESSIONAL ORGANIZATIONS / AWARDS

- Delaware Corporation Law Council’s Sub-Committee on Common Law Trusts
- Richard S. Rodney Inn of Court (Executive Committee member for next term)
- Delaware State Bar Association
- Delaware Trial Lawyers Association
- Volunteer for the Delaware Office of the Child Advocate
- Volunteer for the Delaware Volunteer Legal Services protection from abuse program
- Listed in 2019 in the Lawdragon 500 Leading Plaintiff Financial Lawyers
- Listed in 2019 in The National Trial Lawyers: Top 40 under 40

allegations that founder, CEO and Chairman improperly diverted merger consideration to himself, resulting in a \$49 million settlement); *Indiana Electrical Workers Pension Trust Fund IBEW v. Wal-Mart Stores, Inc.*, C.A. No. 7779-CB (Del. Ch.) (stockholder books and records lawsuit that resulted in a landmark Delaware Supreme Court ruling recognizing the “Garner doctrine” as Delaware law); and *Lillis v. AT&T and AT&T Wireless*, Nos. 459, 2007 and 490, 2007 (Del.) (successful action on behalf of former directors and executive offices of MediaOne to recover the value of out-of-the-money stock options, which were cancelled in the AT&T-Cingular Wireless merger).

In addition to the matters described above, Nathan served as lead counsel in multiple complex appraisal actions before the Delaware Court of Chancery that were confidentially settled. Nathan served as co-lead counsel for the trial of the largest appraisal matter in Delaware Court of Chancery history, representing petitioners seeking judicial appraisal on their nearly \$900 million equity stake in the respondent corporation.

Nathan also has broad experience enforcing investors’ rights to inspect internal corporate books and records. In addition to the landmark Wal-Mart Stores action referenced above, Nathan has served as lead and co-lead counsel in multiple books and records actions before the Delaware courts. In *UnitedHealth Group Inc. v. Amalgamated Bank*, No. 162, 2018 (Del.), Nathan served as lead trial and appellate counsel, which included the presentation of successful oral argument before the Delaware Supreme Court.

In addition, Nathan has experience serving as corporate advisory and litigation counsel in hostile takeover matters. Nathan’s hostile takeover work includes serving as lead counsel before the Court of Chancery in a stockholder’s successful bid to oust and replace the longtime incumbent board of directors of a corporation. Nathan also served as co-lead counsel in expedited arbitration of a merger earn-out dispute.

Nathan has also served as counsel to boards of directors, special committees, corporate officers and alternative entities, providing extensive corporate advisory services and legal opinions on a variety of transactional matters relating to Delaware law, including advising in connection with mergers, tender offers, reorganizations and other fundamental strategic transactions; corporate charters and bylaws; stockholder rights plans (i.e., poison pills); and dividends and distributions.

Nathan devotes a portion of his time to pro bono work for the Delaware Office of the Child Advocate and Delaware Volunteer Legal Services protection from abuse program.

Nathan’s current cases involve multiple other companies, including Charter Communications and Facebook.



JOEL FLEMING

Partner

✉ joel@blockesq.com

EDUCATION

- Harvard Law School, J.D., *cum laude*
- Wilfrid Laurier University, B.A., Political Science with high distinction

BAR ADMISSIONS

- California
- Massachusetts

COURT ADMISSIONS

- First and Ninth Circuit Courts of Appeal
- N.D. Cal., C.D. Cal, and S.D. Cal.
- D. Mass.

PUBLICATIONS

- Co-author, Decision Re-Affirms Critical Role of Shareholders, Benefits and Pensions Monitor (October 2014)
- Co-author, Meltdowns crank up muni-bond litigation, Daily Journal (September 18, 2013)
- Co-author, SEC takes hard line on 'cyber incidents', Daily Journal (April 5, 2013)
- Co-author, Lower Courts Interpret The Supreme Court's Decision In Janus Capital Group, Inc. v. First Derivative Traders, Financial Fraud Law Report 4:5 (May 2012)

PROFESSIONAL ACTIVITIES

- Visiting Lecturer, Tufts University: Experimental College (2013-2015)

Block & Leviton Partner Joel Fleming has significant experience in stockholder litigation. Since graduating with honors from the Harvard Law School, Joel has spent his entire career practicing stockholder litigation. In 2019, Law360 named Joel as one of the top six securities litigators in the country under the age of 40.

Since joining Block & Leviton in 2014, Joel has played a lead role in cases that have recovered over \$100 million for investors in actions in which the firm was lead or co-lead counsel. Those cases include:

- *In re Pilgrim's Pride Corporation Derivate Litigation* (Del. Ch.) (\$42.5 million settlement of derivative litigation arising from conflicted, related-party transaction with controlling stockholder);
- *In re Handy & Harman Corporation Stockholders Litigation* (Del. Ch.) (\$30 million settlement of class action arising from sale of Handy & Harman to its controlling stockholder; recovery was a 33% premium to deal price; a near-record for merger litigation in Delaware);
- *In re Rentrak Corporation Shareholders Litigation* (Ore. Sup. Ct.) (\$19.5 million settlement of litigation arising from all-stock merger between Rentrak Corporation and comScore, Inc.; largest settlement of merger litigation in Oregon state court history); and
- *In re Tangoe, Inc. Stockholders Litigation* (Del. Ch.) (\$12.5 million settlement of litigation arising from sale of Tangoe, Inc. to affiliates of Marlin Equity Partners in take-private transaction).

Joel also played a key role in several other actions where Block & Leviton was able to achieve significant settlements, including

- *In re McKesson Corporation Derivative Litigation* (N.D. Cal.) (Block & Leviton was one of five firms that played a leading role in this action, which resulted in a \$175 million derivative settlement of litigation arising from the McKesson Board's alleged oversight failures relating to opioid distribution; one of the five largest derivative settlements of all time);
- *Snap, Inc. Securities Cases* (Sup. Ct. Cal.) (Block & Leviton was co-lead counsel in this action which resulted in a \$32.8 million settlement of claims arising from alleged misstatements made in connection with Snap's IPO) (final approval pending); and
- *In re Tezos Securities Litigation* (N.D. Cal.) (Block & Leviton was co-lead counsel in this action which resulted in a \$25 million settlement of claims arising from the alleged unregistered sale of securities in connection with an initial coin offering of cryptocurrency) (final approval pending).

Prior to joining the firm, Joel was a member of the Securities Litigation and Enforcement group at Wilmer Cutler Pickering Hale and Dorr—a large defense firm headquartered in Boston and Washington, D.C. While at WilmerHale, he served as a member of the trial team in *AATI v. Skyworks*, the first-ever arbitration to go to trial before the Delaware Chancery Court, in a case involving a merger-related dispute between two companies in the high technology industry. Joel represented both companies in a subsequent shareholder class action that ended with the dismissal with prejudice of all counts.



JACOB WALKER

Partner

✉ jake@blockesq.com

EDUCATION

- University of Michigan Law School, J.D., *cum laude*
- Babson College, B.S., Business Administration

BAR ADMISSIONS

- Massachusetts
- California

COURT ADMISSIONS

- Supreme Court
- First and Ninth Circuit Courts of Appeal
- D. Mass.
- N.D. Cal. and C.D. Cal.

PROFESSIONAL CERTIFICATIONS

- Certified Information Privacy Professional (CIPP/US)

PUBLICATIONS

- Co-author, PLI's Securities Litigation treatise – chapters on loss causation and securities trials

Jake Walker is a partner who focuses primarily on federal securities litigation throughout the country. He has been named a “Rising Star” in securities litigation since 2016 by Super Lawyers.

Among other cases, Jake is actively litigating cases on behalf of investors against *Immunomedics, Inc.* (D. N.J.) related to the company's misrepresentations about FDA inspections of its drug manufacturing facilities; *Lyft, Inc.* (N.D. Cal.) arising out of the company's 2019 initial public offering; *Mammoth Energy Services, Inc.* (W.D. Okla.) arising from the indictment of the CEO of the company's most significant division over bribery in Puerto Rico following Hurricane Maria; *Mattel* (C.D. Cal.) related to the company's restatement of financial results; *Synchronoss Technologies* (D. N.J.) related to the company's sale of a profitable business division; and *Trevena* (E.D. Pa.) related to the Company's public statements concerning their interactions with the FDA. Jake is also instrumental in the appeal to the First Circuit on behalf of investors in *Keryx Biopharmaceuticals* (1st Cir.) arising from the company's misstatements concerning a key supplier.

In the past year, Jake has led litigation teams that recovered \$32.8 million from Snap, Inc. in litigation arising from its initial public offering (Cal. Sup. Ct.) and \$25 million from the Tezos Foundation (N.D. Cal.), in litigation arising from the cryptocurrency's initial coin offering. Both cases are awaiting preliminary approval. Jake has also obtained recoveries on behalf of investors in *EZCORP, Inc.* (W.D. Tex.), *Amicus Therapeutics* (D. N.J.), *Atossa Therapeutics* (W.D. Wash.), *Onyx Pharmaceuticals* (Cal. Sup. Ct.), and *Globalscape, Inc.* (W.D. Tex.), among others.

In addition to his securities litigation work, Jake also assisted the firm in its work on the \$14.7 billion settlement in the Volkswagen Diesel engine multi-district litigation, and has also led consumer litigation, including obtaining 100% recovery of damages for Massachusetts subscribers to newspapers published by Gatehouse Media, who were overcharged by the company.

Prior to joining Block & Leviton in 2015, Jake was an associate at two of the country's top defense firms: Gibson Dunn in Palo Alto and Skadden, Arps in Boston. There, he represented boards of directors, corporate acquisition targets, and acquirers in litigation related to mergers and acquisitions. Jake represented defendants in litigation related to the \$5.3 billion private equity acquisition of Del Monte Foods Company in state and federal courts in California and in the Delaware Court of Chancery, as well as in litigation related to Intel's \$7.7 billion acquisition of McAfee Inc. in the Superior Court of California, Santa Clara County. He has also represented numerous third

parties, including various investment banks, in M&A litigation in California and Delaware courts.

While Jake's ten-year career has centered on securities and corporate governance litigation, Jake also has significant experience representing several large technology companies, including in the defense of consumer class actions related to privacy and technology issues. He is a Certified Information Privacy Professional and has a deep understanding of technology and privacy issues. Jake has also represented companies in antitrust class actions and investigations, stockholder derivative actions, securities class actions, and in investigations before the F.T.C. and the Massachusetts Attorney General's Office.

Jake graduated from Babson College with a B.S. degree in Business Administration in 2001 and received his law degree, with honors, from the University of Michigan in 2010.

VINCENT CHENG*Senior Associate*✉ vincent@blockesq.com**EDUCATION**

- University of California Berkeley School of Law, J.D.
- University of California, Berkeley, B.A., Philosophy and Mathematics

BAR ADMISSIONS

- California

COURT ADMISSIONS

- N.D. Cal., E.D. Cal., and C.D. Cal.
- N.D. Ill.

PUBLICATIONS

- Author, "A Jigsaw of Worker Classifications," *Trial Magazine* (September 2018)
- Author, "National Railroad Passenger Corporation v. Morgan: A Problematic Formulation of the Continuing Violation Theory," *California Law Review* (October 2003)

Vincent Cheng is an associate at the firm and a member of the Employee Benefits Group and Veterans/Servicemember Rights Group. Since graduating from law school, Vincent has focused his work on advocating for the rights of employees and retirees and of veterans and servicemembers. Prior to joining Block & Leviton in January 2017, he had over 8 years of experience in litigating a variety of lawsuits on behalf of employees.

Vincent has litigated cases brought under the Employee Retirement Income Security Act (ERISA) involving breach of fiduciary duty and benefit denial claims and cases brought under the Uniformed Services Employment and Reemployment Rights Act (USERRA) involving veterans' employment rights and benefits. He has also litigated employment cases involving unpaid overtime wages under the Fair Labor Standards Act (FLSA) and the California Labor Code and race and gender discrimination under Title VII and the California Fair Employment and Housing Act (FEHA).

Notable Employee Benefits Cases

- *Foster v. Adams Associates, Inc.*, No. 18-cv-02723 (N.D. Cal.): represents a class of participants in an ESOP alleging that the directors and shareholders of Adams engaged in prohibited transactions and fiduciary breaches in connection with the October 2012 sale of Adams to the ESOP.
- *Hurtado v. Rainbow Disposal Co., Inc. ESOP Committee*, No. 8:17-cv-01605 (C.D. Cal.): represents a class of employees alleging that the October 2014 sale of Rainbow to the ESOP was not for adequate consideration and included various prohibited transactions and fiduciary breaches.
- *Carlson v. Northrop Grumman Severance Plan*, No. 13-cv-02635 (N.D. Ill.): represented a class of employees who were laid off from Northrop Grumman alleging they were improperly denied cash severance under the severance plan.
- *Aguilar v. Melkonian Enterprises, Inc.*, No. 05-cv-00032 (E.D. Cal.): represented a class of participants in two pension plans alleging that the fiduciaries failed to prudently invest the plan assets; obtained a settlement that provided for recovery of more than 85% of the losses to the plans.
- *Simpson v. Fireman's Fund Insurance Company*, No. C 05-000225 (N.D. Cal.): represented disabled employee-participants alleging that FFIC terminated them in violation of ERISA § 510 to prevent them from continuing to receive medical benefits; obtained a settlement that provided for restoration of their right to benefits for a period of years and reimbursement of past medical expenses.
- *Paulsen v. CNF Inc.*, No. C 03-3960 (N.D. Cal.): represented a group of employees alleging that the fiduciaries breached their duties under ERISA in connection with the spinoff of a division of CNF, and that the CNF pension plan's actuary breached its duty of care under state law in valuing the plan liabilities to be transferred at spinoff and certifying post spinoff

that the new plan was adequately funded.

- *Hurlic v. Southern California Gas Company*, No. 05-5027 (C.D. Cal.): represented a putative class of participants alleging that the pension benefit accrual formula under SCGC's cash balance defined benefit plan violated ERISA's prohibition against age discrimination and ERISA's anti-backloading rules.

Notable Cases Involving Veterans and Servicemembers Rights

- *Anderson v. City and County of San Francisco*, No. 20-cv-01149 (N.D. Cal.): represents a putative class of employees alleging that the City's policies and practices governing military leave impose burdensome procedures not required by law and fail to provide servicemembers with certain benefits and proper reemployment in violation of USERRA, the California Military and Veterans Code ("MVC"), and the City's Annual Salary Ordinances.
- *Clarkson v. Alaska Airlines, Inc.*, No. 19-cv-00005 (E.D. Wash.): represents putative classes of servicemembers alleging that Alaska Airlines and Horizon Air violated USERRA by subjecting employees who took military leave to Horizon's "virtual credit" policy and by failing to provide paid short-term military leave when providing paid leave for other comparable short-term leave.
- *Nelson v. Ditech Financial, LLC*, No. 17-cv-05582 (W.D. Wash.), represents servicemember alleging Ditech violated the Servicemembers Civil Relief Act ("the SCRA") by refusing to apply the statutory 6% interest rate cap to mortgage loans incurred by servicemembers and their spouses.
- *Allman v. American Airlines, Inc. Pilot Retirement Benefit Program Variable Income Plan*, No. 14-cv-10138 (D. Mass.), obtained settlement of 100% actual damages on behalf of a class of pilots alleging that American Airlines allegedly violated USERRA and ERISA by making deficient pension contributions when pilots took military leave.
- *Bush v. Liberty Life Assurance Company of Boston*, No. 14-cv-01507 (N.D. Cal.), obtained settlement whereby Liberty Life agreed to return 60% of reduced long-term disability benefits to veteran-claimants and further agreed not to reduce future benefits absent state approval of revised policy language.
- *Munoz v. InGenesis STGi Partners, LLC*, No. 14-cv-1547 (S.D. Cal.), a USERRA discrimination and failure-to-reemploy case that settled for full amount of the plaintiff's lost pay and benefits plus interest and a sizable amount of liquidated damages.

Notable Employment Cases

- *Walkinshaw v. CommonSpirit Health*, No. 19-cv-03012 (D. Neb.): represents a putative class of employees who have worked as hourly-rate medical nurses alleging that the defendants violated the Fair Labor Standards Act ("the FLSA"), the Nebraska Wage and Hour Act ("the NWhA"), and the Nebraska Wage Payment and Collection Act ("the NWPCA"), by paying employees less than overtime and minimum wages for work performed while they were "on call."
- *Gutierrez v. Schmid Insulation Contractors, Inc.*, No. 07-cv-5852 (C.D. Cal.), a wage-and-hour class action alleging that the defendants failed to pay for travel time from offices to construction sites, provide meal and rest breaks, and pay overtime to a group of Spanish-speaking, immigrant workers.
- *Wynne v. McCormick & Schmick's Seafood Restaurants, Inc.*, 06-cv-03153 (N.D. Cal.), a Title VII and FEHA class action alleging race discrimination in hiring and job assignments, which resulted in a consent decree through settlement that provided for significant injunctive relief to promote equal employment opportunity.



STEPHEN TETI

Senior Associate

✉ steti@blockesq.com

EDUCATION

- Quinnipiac University School of Law, J.D., *magna cum laude*
- Fairfield University, B.A., Political Science and French, *cum laude*

BAR ADMISSIONS

- Massachusetts
- Connecticut

COURT ADMISSIONS

- Ninth Circuit Court of Appeals
- D. Mass.
- D. Conn.
- D. Colo.
- S.D.N.Y.
- W.D.N.Y.

Stephen Teti is a senior associate at Block & Leviton LLP, and with nearly a decade of experience litigating complex securities fraud, antitrust, and consumer class actions, he serves as a lead case investigator at the Firm.

Steve has recovered tens of millions of dollars in securities fraud class actions for shareholders. Steve's securities successes include *City of Birmingham Ret. & Relief Sys. v. MetLife, Inc.*, Case No. CV-2012-902101 (Ala. Cir. Ct.) (\$9.75 million settlement); *Rosenberg v. Cliffs Natural Resources, Inc.*, No. 2014 CV 828140 (Ohio Ct. Com. Pleas) (\$10 million settlement); and *Niitsoo v. Alpha Natural Resources, Inc.*, No. AD-303-2014 (Pa. Ct. Com. Pleas) (\$3.6 million settlement).

Steve has also represented banks and financial institutions in high-profile data security breach class actions nationwide. Representative matters include *In re Home Depot Inc. Customer Data Security Breach Litig.*, 14-md-2583 (N.D. Ga.) (\$27.25 million settlement; served on Plaintiffs' Coordination & Discovery Committee); *In re Target Corp. Customer Data Security Breach Litig.*, 14-md-2522 (D. Minn.) (\$59 million settlement); and *WinSouth Credit Union v. Mapco Express, Inc.*, No. 14-cv-1573 (M.D. Tenn.) (largest dollar-per-card settlement obtained on behalf of financial institutions involving data breach of credit and debit card information).

Steve's antitrust matters include *In re Thalomid & Revlimid Antitrust Litig.*, No. 14-cv-6997 (D.N.J.) (\$34 million settlement preliminarily approved), a class action alleging that the defendant's extensive anticompetitive conduct excluded generic alternatives for Thalomid and Revlimid, two drugs used to treat rare but deadly conditions, from entering the market, causing end payors to incur millions of dollars in overcharges. Steve is also a member of the team representing direct purchasers in *In re Broiler Chicken Antitrust Litig.*, No. 16-cv-8637 (N.D. Ill.), a class action alleging that broiler chicken producers engaged in a price fixing conspiracy. Steve is also a member of the team representing direct purchasers in *In re Pork Antitrust Litig.*, No. 18-cv-1776 (D. Minn.), a class action alleging that pork producers engaged in a price fixing conspiracy.

Steve joined Block & Leviton after practicing securities, derivative, and consumer class litigation for six years at a nationally-recognized plaintiffs' law firm in Connecticut. He previously clerked for the judges of the Connecticut Superior Court. During law school, Steve served as Publications Editor of the Quinnipiac Law Review, a judicial extern to the Honorable Stefan R. Underhill in the United States District Court for the District of Connecticut, an intern for the State of Connecticut Office of the Attorney General, and as a legislative extern to the Judiciary Committee of the Connecticut General Assembly.

Additional Notable Cases

- Obtained a significant decision for consumers in *Friedman v. Maspeth Fed. Loan & Savings Ass'n*, 30 F. Supp. 3d 183 (E.D.N.Y. 2014). In a case before the Honorable Jack B. Weinstein, raising “issues of first impression on the reach of the Real Estate Settlement Procedures Act,” Steve defeated a motion to dismiss, and later obtained a settlement that reimbursed consumers for 100% of their losses in the case which involved wrongful imposition of late charges on timely received mortgage payments;
- Lead associate in several successful appeals, including *Cottrell v. Duke*, 737 F.3d 1238 (8th Cir. 2013); *Westmoreland Cty. Emp. Ret. Sys. v. Parkinson*, 737 F.3d 719 (7th Cir. 2013); and *Chavez v. Nestlé USA, Inc.*, 511 Fed. Appx. 606 (9th Cir. 2013);
- Achieved several favorable decisions regarding the improper removal of class actions under the Securities Act of 1933, including *Niitsoo v. Alpha Natural Resources, Inc.*, 902 F. Supp. 2d 797 (S.D. W. Va. 2012); *Rosenberg v. Cliffs Natural Resources, Inc.*, 2015 WL 1534033 (N.D. Ohio Mar. 25, 2015); and *Rajasekaran v. CytRx Corp.*, 2014 WL 4330787 (C.D. Cal. Aug. 21, 2014).



NATE SILVER

Associate

✉ nate@blockesq.com

EDUCATION

- Boston College Law School, J.D. '15, *magna cum laude*
- Suffolk University, B.A., History '11, *magna cum laude*

BAR ADMISSIONS

- Massachusetts
- New York

COURT ADMISSIONS

- First Circuit Court of Appeals
- D. Mass

PUBLICATIONS

- Contributing author to Massachusetts Evidence: A Courtroom Reference (MCLE)

Nate Silver is an associate in Block & Leviton's securities litigation practice.

Nate is a member of the teams actively litigating on behalf of investors against *Immunomedics, Inc.* (D. N.J.) related to the Company's misrepresentations about FDA inspections of its drug manufacturing facilities; *Lyft, Inc.* (N.D. Cal.) arising out of its initial public offering; *Mammoth Energy Services, Inc.* (W.D. Okla.) arising from the indictment of the CEO of the Company's most significant division over bribery in Puerto Rico following Hurricane Maria; *Synchronoss Technologies* (D. N.J.) related to the Company's sale of a profitable business division; and *Trevena, Inc.* (E.D. Pa.) related to the Company's public statements concerning their interactions with the FDA.

Recently, Nate was a member of the litigation teams that recovered \$32.8 million from Snap, Inc. in litigation arising from its initial public offering (Cal. Sup. Ct.) and \$25 million from the Tezos Foundation (N.D. Cal.), in litigation arising from the cryptocurrency's initial coin offering. Nate was also a member of the litigation teams that obtained recoveries on behalf of shareholders in *EZCORP, Inc.* (W.D. Tex.) and *Globalscape, Inc.* (W.D. Tex.).

Prior to joining Block & Leviton in 2018, Nate was an associate at one of Massachusetts' premier criminal defense firms – J. W. Carney, Jr. & Associates – where he represented defendants in criminal trials and appeals in state and federal court. There, Nate gained valuable litigation and trial experience as the lead associate on a broad range of matters, including securities fraud, visa fraud, murder, and drug distribution cases.

Nate also represented indigent individuals accused of crimes in state court as a member of Middlesex Defense Attorneys, Inc., a non-profit organization that administers criminal defense services to those who cannot afford legal services.

While attending law school, Nate served as a senior editor for the Boston College Law Review, interned at the New England Innocence Project, and was a summer associate at Day Pitney LLP.

COLIN M. DOWNES

Associate

 colin@blockesq.com

EDUCATION

- University of Virginia School of Law, J.D
- University of Massachusetts, B.A.,
Philosophy

BAR ADMISSIONS

- District of Columbia
- New York

COURT ADMISSIONS

- D. D.C.
- S.D.N.Y
- First Circuit Court of Appeals

PUBLICATIONS

- *Appointing Chapter 11 Trustees in Reorganizations of Religious Institutions*, 101 Va. L. Rev. 2225 (2015)

Colin M. Downes is an associate with the firm who focuses his practice on defending the rights and benefits of workers and retirees. His experience includes cases brought under the Employee Retirement Income Security Act (ERISA) involving employee stock ownership plans, excessive 401k and 403b fees, pension plan underfunding, and the ERISA obligations of religiously affiliated nonprofits. He has also provided pro bono representation to indigent clients in contested asylum and child custody matters.

Prior to joining the firm, Colin practiced as an associate with Groom Law Group (an employer-side employment benefits boutique) and with the international law firm Clifford Chance. Colin served on the editorial board of the Virginia Law Review while in law school.



AMANDA R. CRAWFORD

Associate

✉ amanda@blockesq.com

EDUCATION

- University of North Carolina School of Law, J.D.
- Eugene Gressman and Daniel H. Pollitt Oral Advocacy Award for Best Overall Argument
- Certificate of Merit for highest grade in Legal Research, Reasoning, Writing, and Advocacy
- California State University, Fullerton, Criminal Justice, *cum laude*

BAR ADMISSIONS

- Massachusetts

COURT ADMISSIONS

- D. Mass

Amanda Crawford is an associate in Block & Leviton LLP's shareholder litigation practice.

Amanda is proficient in all stages of litigation. She has experience conducting pre-suit investigation of state and federal law violations, drafting initial pleadings, performing legal research and analyses, preparing for depositions, drafting case-dispositive motions, and participating in mediation. Amanda has also overseen large-scale discovery efforts, including developing case-specific strategies in complex, multi-million document cases.

She was a member of the litigation team in *In re Handy & Harman, Ltd. Stockholders Litigation*, a securities class action that obtained a \$30 million settlement—a 33% premium to the deal price and one of the largest sell-side premiums achieved for stockholders in Delaware. She was also part of the litigation team that secured a \$12.5 million recovery for investors in *In re Tangoe, Inc. Stockholders Litigation*. Most recently, she was on the team of attorneys who obtained a \$42.5 million recovery in *In re Pilgrim's Pride Corporation Derivative Litigation*.

Before joining Block & Leviton, Amanda gained practical corporate work experience in finance and employment law. During law school, she served as Executive Editor of the North Carolina Journal of International Law, Co-chair of the Craven Moot Court Board, a research assistant to the Assistant Dean of the Writing and Learning Resources at UNC School of Law, a law clerk at TIAA, and a summer associate at Mayer Brown LLP.



LAUREN GODLES MILGROOM

Associate

✉ lauren.milgroom@blockesq.com

EDUCATION

- Harvard Law School, J.D., *cum laude*
- Tufts University, B.A., *summa cum laude*

BAR ADMISSIONS

- Massachusetts

Lauren is an associate in Block & Leviton's shareholder litigation practice.

Before joining Block & Leviton, Lauren served as a judicial law clerk for the Honorable Denise Casper on the United States District Court of Massachusetts. Immediately prior to her clerkship, she was a litigation associate at Foley Hoag in Boston, where she primarily worked on *Doe v. Trump*, a federal challenge to the transgender military ban. In law school, Lauren served as the President of the Harvard Mediation Program and Executive Editor of the Harvard Latino Law Review. She was also a national competitor with the Harvard Mock Trial Association.



JEFFREY GRAY

Associate

✉ jgray@blockesq.com

EDUCATION

- Suffolk University Law School, J.D.
- Sawyer Business School, Suffolk University, M.B.A.
- Connecticut College, B.A., Economics

BAR ADMISSIONS

- Massachusetts

Jeff Gray joined Block & Leviton LLP as an Associate in 2016. His practice focuses on complex securities and antitrust litigation. Jeff is currently a member of the litigation team representing a putative class of Charter Communications shareholders, challenging an unfair share issuance to Charter's controlling shareholders, in connection with Charter's purchase of Time Warner Cable and Bright House Networks. See *Sciabacucchi v. Liberty Broadband Corporation*, No. CV 11418-VCG, 2017 WL 2352152, at *3 (Del. Ch. May 31, 2017). Jeff is a member of the litigation team in *Karth v. Keryx Biopharmaceuticals, Inc., et al.* (D. Mass.), a federal securities class action involving misrepresentations about the risks of relying on a single contract manufacturer.

Jeff is a member of the litigation team representing the City of Providence in an antitrust class action against Celgene Corp. for unlawfully excluding generic competition for vital cancer treatment drugs. See *In re Thalomid & Revlimid Antitrust Litig.*, 14-cv-6997 (D.N.J.) (\$34 million settlement preliminarily approved).

Jeff was a member of the litigation team that represented shareholders in *In re McKesson Corporation Derivative Litigation*, 4:17-cv-01850-CW (N.D.Cal.) (settled for \$175M, plus significant corporate governance reforms). Jeff was a member of the litigation team in *In re Pilgrim's Pride Corporation Derivative Litigation*, Consol. C.A. No. 2018-0058-JTL (Del. Ch.), a derivative action challenging a conflicted transaction between Pilgrim's Pride and its majority stockholder, JBS (settled for \$42.5M).

Earlier in his career, Jeff was a management consultant at a financial services firm in the Boston area and, prior to that, was a project manager in commercial lending at FleetBoston Financial. While in law school, he completed internships with MFS and with The Nature Conservancy and was a law clerk at CT Corporation System.

DAVID DORFMAN

Associate

 david@blockesq.com

David Dorfman is an associate at Block & Leviton, focusing his practice on securities litigation.

Prior to joining Block & Leviton, David worked as an equity research analyst for a leading investment bank covering the consumer sector. Earlier in his career, he was an associate at one of the country's top securities law firms, specializing in corporate finance and investment management.

EDUCATION

- Harvard Law School, J.D.
- New York University, M.B.A

BAR ADMISSIONS

- New York

*Not admitted in Massachusetts. Practicing under the supervision of firm principals.

Contact Us

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Exhibit B

In re Tezos Securities Litigation
Time and Billing by Category
Inception through July 24, 2020
Block & Leviton LLP

Timekeeper	Position	A	B	C	D	E	F	G	H	I	J	Total	Hourly Rate	Lodestar
Jeffrey Block	Partner			1.3	12.5			27.9	13.5	136.8	86.3	278.2	\$ 1,000	\$ 278,200
Jacob Walker	Partner	88.4	64.8	82.9	73.8	13.6	4.9	126.4	33.0	106.8	166.7	761.3	\$ 750	\$ 570,975
Joel Fleming	Partner	11.8	83.6	99.5	3.2		9.5	28.7		1.0		237.3	\$ 750	\$ 177,975
Jason Leviton	Partner		3.5	4.6								8.1	\$ 875	\$ 7,088
Nate Silver	Associate				4.1	18.9		28.6	88.3		66.2	206.1	\$ 475	\$ 97,898
Amanda Crawford	Associate		3.9									3.9	\$ 450	\$ 1,755
Mark Byrne	Law Clerk					9.7	9.2	0.7				19.6	\$ 175	\$ 3,430
Rachel Murphy	Paralegal									1.9		1.9	\$ 250	\$ 475
Brooke Jordy	Paralegal		11.4	3.4	4.5							19.3	\$ 235	\$ 4,536
Elizabeth Davey	Paralegal		0.2	10.0	9.4				10.1			29.7	\$ 250	\$ 7,425
Grand Total		100.2	167.4	201.7	107.5	42.2	23.6	212.3	144.9	246.5	319.2	1565.4	\$ 734.48	\$ 1,149,756
% of Total Hours		6.4%	10.7%	12.9%	6.9%	2.7%	1.5%	13.6%	9.3%	15.7%	20.4%			
Lodestar		\$ 75,150	\$ 118,847	\$ 145,374	\$ 75,605	\$ 20,875	\$ 12,410	\$ 157,933	\$ 82,718	\$ 218,075	\$ 242,770	\$ 1,149,756		
% of Lodestar		6.5%	10.3%	12.6%	6.6%	1.8%	1.1%	13.7%	7.2%	19.0%	21.1%			

Category Key

A = Investigation, Research, Complaints
B = TRO / Preliminary Injunction / Service
C = Leadership / Intervention Motions
D = Case Management, Client Updates
E = Ongoing Research
F = Non-Discovery Motions and Briefing
G = Discovery Negotiations, Disputes, Briefing
H = Discovery / Document Review
I = Settlement Negotiations
J = Settlement Approval, Class Member Communications