



# EXHIBIT A

# NEWMAN FERRARA LLP

1140 Avenue of the Americas, 9th Floor, New York, NY 10036  
tel. 212-619-5400 • fax 212-619-3090  
[www.nflfp.com](http://www.nflfp.com)

## FIRM DESCRIPTION

Newman Ferrara LLP (“Newman Ferrara” or the “firm”) specializes in complex, multi-party litigation with an emphasis on securities class actions, shareholder class and derivative actions, consumer protection, products liability, civil rights, and employment discrimination. In addition, the firm maintains a well-regarded real estate and commercial litigation practice that brings over five decades of experience and extensive staff support.

Newman Ferrara’s Class Action & Complex Litigation Practice Group has handled some of the nation’s most significant class actions and civil rights matters. A number of the firm’s attorneys also maintain teaching positions at various law schools, are frequent lecturers at CLE programs, authors of leading practice treatises and textbook supplements, and are regularly called upon by the media to provide legal context and experienced insight.

Newman Ferrara’s attorneys have served in a leadership capacity in numerous securities and shareholder class actions where plaintiffs or class members won substantial benefits, including *Solak v. Huff*, No. 2022-0400-LWW (Del. Ch. 2023) (\$8 million settlement); *Solak v. Starr*, No. 2020-0674-KSJM (Del. Ch. 2022) (\$13 million settlement); *Solak v. Rochford*, No. 19-CV-00410-MMD-CSD (D. Nev. 2022) (settlement after surviving two motions to dismiss); *Dos Ramos v. Lynch*, No. 2020-0237-LWW (Del. Ch. 2021) (\$5 million settlement); *Solak v. Sato*, No. 2020-0775-JTL (Del. Ch. 2021) (\$21.3 million settlement); *Witchko v. Schorsch*, No. 15-CV-06043 (S.D.N.Y. 2020) (\$225 million settlement); *Fulton v. Dipp*, 17-cv-00869-RDM (D.Del. 2018) (\$1.3 million settlement); *Cano v. Guyer*, No. 650601/2018 (Sup. Ct. NY 2018) (\$12 million settlement); *Solak v. Barrett*, No. 2017-0362-JRS. (Del. Ch. 2017) (\$10 million settlement);

*Leafstedt v. Puma Technology, Inc.*, No. 2017-0659-AGB (Del. Ch. 2017) (\$20 million settlement); *In re Zynga Inc. Securities Litigation*, 12-CV-04007-JSW (N.D. Cal. 2013) (\$23 million settlement); *In re Popular Inc. ERISA Litigation*, 09-CV-01552 (D.P.R. 2012) (\$8.2 million settlement); *In re AIG ERISA Litig.*, 04-CV-9387 (S.D.N.Y. 2011) (\$24.5 million settlement); *Graden v. Conexant Systems, Inc.*, 05-CV-00695 (D.N.J. 2009) (settlement valued at over \$12 million); *In re Veritas Software Corp. Securities Litigation*, No. 04-831-SLR (D. Del. 2008) (\$21.5 million settlement); *Salvato v. Zale Corp.*, 06-CV-1124-D (N.D. Tx. 2008) (settlement valued over \$7 million); *In re Conagra Foods, Inc. ERISA Litig.*, No. 05-CV-00348 (D. Neb. 2007) (settlement valued over \$14 million); and *In re Royal Dutch/Shell Transport ERISA Litig.*, (D.N.J. 2005) (\$90 million settlement).

## **THE FIRM'S ATTORNEYS**

### ***Class Action & Complex Litigation Practice Group***

**Jeffrey M. Norton**, a partner of the firm, serves as Chair of the firm's Class Action & Complex Litigation Practice Group. Mr. Norton concentrates his practices in the areas of shareholder rights, securities and ERISA litigation, consumer fraud, products liability and civil rights. Selected for inclusion in *Super Lawyers* each year from 2012 to 2025, maintaining a Martindale-Hubbell AV Preeminent Attorney rating from 2011 to 2025, and selected for inclusion in the Lawdragon 500 Leading Plaintiff Financial Lawyers from 2023 to 2025, he has argued matters before numerous state and federal courts and has played a key role in numerous actions where substantial benefits were conferred upon plaintiffs and class members, including *In re Royal Dutch/Shell Transport ERISA Litigation* 2:04-CV-01398 (D.N.J.) (\$90 million settlement); *In re AIG ERISA Litig.*, 04-CV-9387 (S.D.N.Y.) (\$24.5 million settlement); *In re Conagra Foods, Inc. ERISA Litig.*, 8:05-CV-00348 (D. Neb.) (\$14 million settlement); *Salvato v. Zale Corp. et al.*, 3:06-

CV-1124-D (N.D. Tx.) (\$7 million settlement); *Graden v. Conexant Systems, Inc.*, 2:05-CV-00695 (D.N.J.) (\$12 million settlement); *In re Veritas Software Corp. Securities Litigation*, Civ. No. 04-831-SLR (D. Del.) (\$21.5 million settlement); and *In re Zynga Inc. Securities Litigation*, 12-cv-04007-JSW (N.D. Cal. 2013) (\$23 million settlement); *Solak v. Huff*, No. 2022-0400-LWW (Del. Ch. 2023) (\$8 million settlement); *Solak v. Starr*, C.A. No. 2020-0674-KSJM (Del. Ch. 2022) (\$13 million settlement); *Solak v. Rochford*, No. 19-cv-00410-MMD-CSD (D. Nev. 2022) (settlement after surviving two motions to dismiss); *Dos Ramos v. Lynch*, C.A. No. 2020-0237-LWW (Del. Ch. 2021) (\$5 million settlement); *Solak v. Sato*, C.A. No. 2020-0775-JTL (Del. Ch. 2021) (\$21.3 million settlement); *Fulton v. Dipp, et al.*, 1:17-cv-00869-RDM (Dist. Del. 2018) (\$1.3 million settlement); *Cano v. Guyer, et al.*, No. 650601/2018 (Sup. Ct. NY 2018) (\$12 million settlement); *Solak v. Barrett, et al.*, No. 2017-0362-JRS. (Del. Ch. 2017) (\$10 million settlement); *Leafstedt v. Puma Technology, Inc.*, No. 2017-0659-AGB (Del. Ch. 2017) (\$20 million settlement).

In the *Conexant* case, Mr. Norton argued and won an appeal before the U.S. Court of Appeals for the Third Circuit setting precedent that established statutory standing under ERISA for millions of otherwise disqualified former employees. See *Garden v. Conexant Systems, Inc.*, 496 F.3d 496 (3d Cir. 2007), *cert. denied* 128 S.Ct. 1473 (2008). Mr. Norton subsequently argued and won a similar result before the Eleventh Circuit in *Lanfear v. Home Depot, Inc.*, 536 F.3d 1217 (11th Cir. 2008). Mr. Norton was involved in the *In re: New York ReNu with Moistureloc Product Liability Litigation*, 766,000/2007 (NY Sup. Ct.), and was appointed to the Plaintiffs' Steering Committee in *In re: Zicam Cold Remedy Marketing, Sales Practices and Products Liability Litigation*, 2:09-MD-02096 (FJM), successfully settling the matter in plaintiffs' favor. Mr. Norton has been appointed to serve as lead counsel in a number of state and national class actions, including *In re Zynga Inc. Securities Litigation*, 12-cv-04007-JSW (N.D. Cal. 2012).

The high quality of Mr. Norton's work has been noted by Judges. For example, in a shareholder derivative case involving Hewlett-Packard Company, U.S. District Judge Vaughn R. Walker (ret.), sitting as the arbitrator on a fee application, noted that "the filings, oral argument and general demeanor of [Mr. Norton and his co-counsel] reflect that they are highly experienced, knowledgeable, hardworking, efficient and reputable counsel of high standing and ability." Judge Walker noted additionally that [Mr. Norton and his co-counsel]'s contributions to the case "demonstrate the high caliber of their work and the quality of time and effort they expended on achieving the corporate governance revisions... Their efforts to litigate in an efficient, constructive manner and to cooperate with other counsel resulted in decreased litigation expenses that substantially benefitted HP and its shareholders." See *Riccardi v. Lynch*, Case No. 12-6003-CRB (N.D. Cal.), Docket No. 252 (October 23, 2014).

In addition to representing both plaintiffs and defendants in a wide range of commercial and civil litigation matters, Mr. Norton drafted the supplement to Paul D. Rheingold, Mass Tort Litigation (1996) and played a critical role in the seminal voting rights case of *Goosby v. Town Board of the Town of Hempstead*, 981 F. Supp. 751 (E.D.N.Y. 1997), *aff'd*, 180 F.3d 476 (2d. Cir. 1999), *cert. denied*, 528 U.S. 1138 (2000). Mr. Norton's efforts have been the subject of various television and newspaper pieces and he has been a panelist for CLE seminars and conferences, including the Interfaith Center on Corporate Responsibility's 2025 Spring Conference on Strategies for Corporate Engagement in the Current Moment, ALI-ABA's Lender Misconduct in Consumer Foreclosures and Bankruptcy; and Pace Law School's Local Government Actions Under Section 1983.

Mr. Norton is an adjunct professor at Pace Law School where he teaches mass torts and class action litigation. Mr. Norton graduated with honors from Arizona State University in 1992

and cum laude from Pace Law School in 1997 where he received a Dean's Grant as well as a Public Interest Law Scholarship for his work with the Center for Constitutional Rights in New York City and Pace University's Social Justice Center.

**Roger A. Sachar**, a partner of the firm, focuses his practice primarily in the firm's Class Action and Complex Litigation Group. Selected for inclusion in *Super Lawyers* each year from 2019 to 2025, he represents the interests of tenants, investors, consumers, and small businesses in the areas of shareholder rights, antitrust law, consumer fraud and rent regulation.

While with the firm, Mr. Sachar successfully argued *Maddicks v Big City* (34 NY3d 116 [2019]) before New York's highest court, a landmark decision establishing dismissal standards for class actions. In addition to other victories, he prevailed in *Simpson v 16-26 East 105<sup>th</sup>* (176 AD3d 481 [1st Dept 2020] [holding that DHCR's default formula is not a penalty prohibited in a class action]) and *Montera v KMR Amsterdam*, (193 AD3d 102 [2021] [holding that a landlord's deregulation of a unit, contrary to a Court of Appeals directive, demonstrated "hallmarks of fraud."]).

Mr. Sachar obtained his Juris Doctor degree from Washington University in St. Louis. While in law school, he was an editor for the Washington University Journal of Law and Public Policy, and President of the Federalist Society. He earned his undergraduate degree in history from Arizona State University.

**Benjamin D. Baker**, an associate of the firm, working primarily in the firm's Class Action and Complex Litigation Group. He represents the interests of investors, consumers, and others in the areas of shareholder rights, consumer fraud, and complex commercial matters. Selected for inclusion in the 2025 edition of *Best Lawyers: Ones to Watch® in America* for Mass Tort Litigation/Class Actions - Plaintiffs, as a *Rising Star* in *Super Lawyers* from 2022 to 2025 and as

one of New York's Top 40 Under 40 by *National Trial Lawyers* in 2024, Mr. Baker has played a key role in numerous actions where substantial benefits were conferred upon public companies and shareholders, including *Solak v. Huff*, No. 2022-0400-LWW (Del. Ch. 2023) (\$8 million settlement); *Solak v. Starr*, C.A. No. 2020-0674-KSJM (Del. Ch. 2022) (\$13 million settlement); *Solak v. Rochford*, No. 19-cv-00410-MMD-CSD (D. Nev. 2022) (settlement after surviving two motions to dismiss); *Dos Ramos v. Lynch*, C.A. No. 2020-0237-LWW (Del. Ch. 2021) (\$5 million settlement); and *Solak v. Sato*, C.A. No. 2020-0775-JTL (Del. Ch. 2021) (\$21.3 million settlement). Mr. Baker has litigated and successfully resolved numerous shareholder derivative actions involving corporate governance issues, excessive compensation practices, corporate waste, and breaches of fiduciary duties. Mr. Baker was a panelist and speaker on corporate governance litigation at the Interfaith Center on Corporate Responsibility's 2025 Spring Conference on Strategies for Corporate Engagement in the Current Moment.

Mr. Baker graduated from Northeastern University in 2012 and received his JD from Benjamin N. Cardozo School of Law in 2018. While in law school, he was competitively selected to be a clinical law student for the Innocence Project and interned for the Environmental Protection Bureau at the New York State Office of the Attorney General. Prior to joining the firm, Mr. Baker worked at an AmLaw 100 firm and was an Associate at a New York City boutique law firm that handled a broad range of civil and commercial litigation matters, including complex tort actions.

**Prof. Randolph M. McLaughlin**, of counsel to the firm, is co-chair of the firm's Civil Rights Practice Group and member of the firm's Class Action and Complex Litigation Group. Selected for inclusion in *Super Lawyers* each year from 2013 to 2025, Professor McLaughlin handles cases involving employment discrimination, housing discrimination, voting rights, marriage equality, police misconduct, and land use. In 1978, Mr. McLaughlin began his legal

career at the Center for Constitutional Rights, a civil rights/civil liberties legal organization in New York City. For eight years, Professor McLaughlin worked side by side with the renowned civil rights attorney William Kunstler where he was responsible for the management and coordination of important civil rights/civil liberties cases at the trial and appellate levels. While there, Professor McLaughlin pioneered the development of a legal strategy to redress incidents of racially-motivated violence, and in 1982, he won an award of \$535,000 for five black women who had been attacked by members of the Chattanooga Ku Klux Klan.

On February 20, 1997, Professor McLaughlin won a landmark victory in a voting rights case against the Town of Hempstead, N.Y., entitled *Goosby v. Town Board of the Town of Hempstead*, 981 F. Supp. 751 (E.D.N.Y. 1997), *aff'd*, 180 F.3d 476 (2d Cir. 1999), *cert. denied*, 528 U.S. 1138 (2000). A federal judge ruled that the town-wide method of electing the Town Council was discriminatory and ordered that the system be dismantled.

Professor McLaughlin is currently on the faculty at Pace Law School where he teaches courses focusing on civil rights law, litigation, labor law, voting rights, and civil procedure. Prior to joining Pace's law faculty in 1988, Professor McLaughlin was an attorney associated with Meyer, Suozzi, English & Klein, where he specialized in civil litigation and labor law. Mr. McLaughlin is a graduate of Columbia College and Harvard Law School.

**Debra S. Cohen**, of counsel to the firm, is co-chair of the firm's Civil Rights Practice Group and member of the firm's Class Action and Complex Litigation Group. Selected for inclusion in *Super Lawyers* each year from 2013 to 2025, Ms. Cohen has represented a wide variety of clients in complex commercial matters, class actions, as well as civil-rights. In addition, Ms. Cohen has assisted both individual and corporate clients in a variety of disputes in state and federal

courts. Ms. Cohen is a graduate of Vassar College and Pace University Law School, where she graduated *cum laude* and has been an Adjunct Professor of Civil Rights Law since 2005.

### ***Commercial Litigation & Real Estate Practice Groups***

**Jonathan H. Newman**, senior partner of the firm, has an extensive array of trial, commercial litigation, and transactional experience. Selected for inclusion in *Super Lawyers* in 2011, and each year from 2016 to 2025, Mr. Newman has been involved in numerous transactions involving multi-million dollar properties and has represented publicly-traded real estate investment trusts, major building owners and managing agents, noted restaurateurs, and prominent sports and entertainment celebrities in a variety of matters. In addition to regularly appearing before local, state, and federal courts and administrative agencies, Mr. Newman advises clients who are forming new businesses, and provides continuing legal guidance thereafter. Mr. Newman has authored a series of published articles on legal issues, contributes articles to the Real Estate Section of the *New York Times*, and has chaired a number of events and programs sponsored by Lorman Education Services and the New York County Lawyers' Association.

Mr. Newman graduated from Tulane University and John Marshall Law School – Chicago.

**Lucas A. Ferrara**, senior partner of the firm, has been representing corporate clients in a variety of disputes and advocating clients' interests in federal, state, and local forums for over two decades. Selected for inclusion in *Chambers & Partners* from 2023 to 2025, the 2025 edition of *The Best Lawyers in America*, *Super Lawyers* from 2007 to 2025, and the Top 100 New York Metro Super Lawyers from 2014 to 2020, Mr. Ferrara has authored numerous essays and articles which have appeared in a variety of publications including *New York Newsday*, the *New York Law Journal*, and the *New York State Bar Journal*. Mr. Ferrara contributes to the Real Estate Section of the *New York Times*, is the named co-author of the West treatise *Landlord and Tenant Practice*

*in New York* and has contributed a chapter to West's *New York State Administrative Procedure and Practice*.

In 2002, Mr. Ferrara was appointed an Adjunct Professor of Law at New York Law School where he teaches Landlord and Tenant Law. Mr. Ferrara also serves as Adjunct Associate Professor of Real Estate at New York University's School of Continuing and Professional Studies, where he was the recipient of the University's prestigious "Teachers' Excellence Award." Mr. Ferrara graduated from Columbia University in 1981 and Brooklyn Law School in 1984. Mr. Ferrara has practiced landlord-tenant law in federal, state, and local forums for over two decades and principally represents the firm's corporate clients in a variety of real-estate disputes.

**Jarred I. Kassenoff**, a partner of the firm, has concentrated his practice in the areas of complex commercial disputes for the last decade. Selected for inclusion in *Super Lawyers* each year from 2014 to 2025, Mr. Kassenoff has represented numerous Fortune 500 Corporations and management companies in a variety of commercial litigation matters.

Prior to joining the firm as a partner, Mr. Kassenoff was a member of the Commercial Litigation Practice Group at Cozen O'Connor. Mr. Kassenoff graduated from Pennsylvania State University and the Benjamin N. Cardozo School of Law, where he was the editor of the *Journal of International and Comparative Law*. Mr. Kassenoff has published articles in the *New York State Bar Association Journal* and the *New York Law Journal*.

**Ricardo M. Vera**, a partner of the firm, focuses his practice on commercial and real estate litigation, representing management companies, contractors, cooperative and condominium boards and hotels and has successfully briefed and argued complex appeals before various appellate tribunals. Mr. Vera earned his undergraduate degree from Hofstra University and his J.D. from

New York Law School, where he was a member of the *Journal of International and Comparative Law*.

**Robert C. Epstein**, of counsel to the firm, has over twenty years of experience specializing in the firm's commercial-transaction practice. Mr. Epstein has represented numerous clients, including Unum Life Insurance Company, Citibank Private Bank, the New York State Bar Foundation, Hitachi, Peet's Coffee, the Girl Scout Council of Greater New York, the ASA Institute, Polestar Capital, the Hebrew Immigrant Aid Society (HIAS), the Malawi and Ba'hai missions to the United Nations, the Panama Maritime Commission, Midnight Oil (owner of the Whiskey Bar chain), as well as numerous hedge funds and private equity firms.

Mr. Epstein graduated from Cornell University in 1980 with a B.S. in Industrial and Labor Relations, and he graduated from Stanford University Law School in 1983.

**Gregory M. Dexter**, of counsel to the firm, focuses on complex, real-estate, and commercial litigation. He also serves as an outside general counsel to businesses, advising them on various legal issues, including laws relating to the COVID-19 pandemic, such as the CARES Act and its Paycheck Protection Program. He was co-counsel of record in *Manning v. Merrill Lynch*, in which the United States Supreme Court ruled unanimously in his clients' favor. Prior to the grant of certiorari, Mr. Dexter was the primary brief writer in the U.S. Supreme Court and the Third Circuit Court of Appeals. Those underlying motions, made by several of the country's largest financial institutions, were resolved entirely in favor of Mr. Dexter's clients.

In 2018 and 2019, Mr. Dexter secured reimbursement of substantial attorneys' fees under contractual fee-shifting provisions; reimbursement of attorneys' fees as frivolous-litigation sanctions; multiple post-judgment awards enforcing his clients' judgments and court orders; spoliation sanctions against litigants who destroyed evidence, including an adverse-inference

charge that promptly resolved his client's case favorably; significant insurance coverage settlements; and favorable summary-judgment decisions, including a decision that clarifies the scope of the New Jersey Consumer Fraud Act in real-estate transactions.

A 2009 graduate of Tulane University, *cum laude*, and from Temple University School of Law, *cum laude*, in 2012, Mr. Dexter was a member of the Temple Law Review and has been published in multiple law reviews. While in law school, Mr. Dexter was a judicial intern for the Honorable Petrese B. Tucker, U.S.D.J. (E.D.P.A.), the Honorable Susan D. Wigenton, U.S.D.J. (D.N.J.), and the Honorable Peter E. Doyne, A.J.S.C. (N.J. Sup.). Upon graduation, he was awarded the Terrence H. Klasky Memorial Award for being the outstanding graduate in banking, negotiable instruments, and consumer protection.