

UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION

JACKSON COUNTY EMPLOYEES’ RETIREMENT SYSTEM, Individually and on Behalf of All Others Similarly Situated,	)	Civil Action No. 3:18-cv-01368
	)	<u>CLASS ACTION</u>
Plaintiff,	)	Hon. William L. Campbell, Jr.
	)	Magistrate Judge Alistair Newbern
vs.	)	
CARLOS GHOSN, et al.,	)	DECLARATION OF ROSS D. MURRAY REGARDING NOTICE DISSEMINATION, PUBLICATION, AND REQUESTS FOR EXCLUSION RECEIVED TO DATE
Defendants.	)	
_____	)	

I, ROSS D. MURRAY, declare and state as follows:

1. I am employed as a Vice President of Securities by Gilardi & Co. LLC (“Gilardi”), located at 1 McInnis Parkway, Suite 250, San Rafael, California. The following statements are based on my personal knowledge and information provided to me by other Gilardi employees and if called to testify I could and would do so competently.

2. Pursuant to this Court’s May 26, 2022 Order Preliminarily Approving Settlement and Providing for Notice (“Notice Order”), Gilardi was appointed as the Claims Administrator in connection with the proposed Settlement of the above-captioned litigation (the “Litigation”).<sup>1</sup> I oversaw the notice services that Gilardi provided in accordance with the Notice Order.

3. I submit this declaration in order to provide the Court and the parties to the Litigation with information regarding: (i) mailing of the Court-approved Notice of Proposed Settlement of Class Action (the “Notice”) and Proof of Claim and Release form (the “Proof of Claim”) (collectively, the “Claim Package,” attached hereto as Exhibit A); (ii) publication of the Summary Notice of Proposed Settlement of Class Action (the “Summary Notice”); (iii) establishment of the website and toll-free telephone number dedicated to this Settlement; and (iv) the number of requests for exclusion from the Class received to date by Gilardi.

#### **DISSEMINATION OF THE CLAIM PACKAGE**

4. Pursuant to the Notice Order, Gilardi is responsible for disseminating the Claim Package to potential Class Members. The Class consists of all Persons who, between May 11, 2014 and November 16, 2018, inclusive, purchased or otherwise acquired Nissan American Depository Receipts on the over-the-counter market and all citizens and residents of the United States who, between May 11, 2014 and November 16, 2018, inclusive, purchased or otherwise acquired Nissan common stock. Excluded from the Class are Nissan, Carlos Ghosn, Greg Kelly, Hiroto Saikawa, Hiroshi Karube, and Joseph G. Peter, current and former officers of Nissan,

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<sup>1</sup> Any capitalized terms used that are not otherwise defined herein shall have the meanings ascribed to them in the Stipulation of Settlement dated April 22, 2022 (the “Stipulation”), which is available on the website established for the Settlement at [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com).

members of their immediate families and their legal representatives, heirs, successors or assigns, agents, and any entity in which any Defendant, an immediate family member or a nominee has or had a controlling interest. Also excluded from the Class is any Person who would otherwise be a Member of the Class but who validly and timely requests exclusion in accordance with the requirements set by the Court.

5. Gilardi received a file via email from Nissan's transfer agent, which contained the names and addresses of potential Class Members. The list was reviewed to identify and eliminate duplicate entries and incomplete data, resulting in a usable mailing list of 462 unique names and addresses. Gilardi had the unique name and address data printed on to Claim Packages, posted the Claim Packages for First-Class Mail, postage prepaid, and delivered 462 Claim Packages on June 16, 2022, to the United States Post Office for mailing.

6. In addition, on June 16, 2022, as part of its normal mailing procedures, Gilardi mailed, by First-Class Mail, Claim Packages and cover letters to 281 brokerages, custodial banks, and other institutions ("Nominee Holders") that hold securities in "street name" as nominees for the benefit of their customers who are the beneficial owners of the securities. The Nominee Holders also include a group of filers/institutions who have requested notification of every securities case. These Nominee Holders are included in a proprietary database created and maintained by Gilardi. In Gilardi's experience, the Nominee Holders included in this proprietary database represent a significant majority of the beneficial holders of securities. The cover letter accompanying the Claim Packages advised the Nominee Holders of the proposed Settlement and requested their cooperation in forwarding the Claim Packages to potential Class Members. In the more than three decades that Gilardi has been providing notice and claims administration services in securities class actions, Gilardi has found the majority of potential class members hold their securities in street name and are notified through the Nominee Holders. Gilardi also mailed Claim Packages and cover letters to the 4,445 institutions included on the U.S. Securities and Exchange Commission's ("SEC") list of active brokers and dealers at the time of mailing. A sample of the

cover letter mailed to Nominee Holders and the institutions included on the SEC's list of active brokers and dealers is attached hereto as Exhibit B.

7. On June 16, 2022, Gilardi also delivered electronic copies of the Claim Package to 366 registered electronic filers who are qualified to submit electronic claims. These filers are primarily institutions and third-party filers who typically file numerous claims on behalf of beneficial owners for whom they act as trustees or fiduciaries.

8. As part of the notice program for this Settlement, on June 16, 2022, Gilardi also delivered electronic copies of the Claim Package via email to be published by the Depository Trust Company ("DTC") on the DTC Legal Notice System ("LENS"). LENS enables the participating bank and broker nominees to review the Claim Package and contact Gilardi for copies of the Claim Package for their beneficial holders.

9. Gilardi has acted as a repository for shareholder and nominee inquiries and communications received in this Settlement. In this regard, Gilardi has forwarded the Claim Package on request to nominees who held or acquired Nissan ADRs and/or Nissan common stock for the beneficial interest of other persons. Gilardi has also forwarded the Claim Package directly to beneficial owners upon receipt of the names and addresses from such beneficial owners or nominees.

10. Following the initial mailing, Gilardi received 21 responses to the outreach efforts described above, which included computer files containing a total of 29,293 names and addresses of potential Class Members. In addition, 25 institutions requested that Gilardi send them a total of 39,027 Claim Packages for forwarding directly to their clients. Gilardi also received one response that included mailing labels with names and addresses of an additional two potential Class Members. Gilardi has also mailed 93 Claim Packages as a result of returned mail for which new addresses were identified for re-mailing to those potential Class Members. Each of these requests has been completed in a timely manner.

11. As of August 15, 2022, Gilardi has mailed a total of 73,969 Claim Packages to potential Class Members and nominees.

## **PUBLICATION OF THE SUMMARY NOTICE**

12. In accordance with the Notice Order, on June 24, 2022, Gilardi caused the Summary Notice to be published in *The Wall Street Journal*, and to be transmitted over *Business Wire*, as shown in the confirmations of publication attached hereto as Exhibit C.

## **TELEPHONE HELPLINE AND WEBSITE**

13. On June 16, 2022, in conjunction with the mailing of the Notice, Gilardi established and continues to maintain a case-specific, toll-free telephone helpline, 1-888-890-6706, to accommodate potential Class Member inquiries. The toll-free number was set forth in the Notice, Summary Notice, and on the case website. Gilardi has been and will continue to promptly respond to all inquiries to the toll-free telephone helpline.

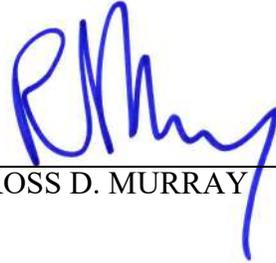
14. On June 16, 2022, Gilardi established and continues to maintain a website dedicated to this Settlement ([www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com)) to provide additional information to Class Members and to provide answers to frequently asked questions. The web address was set forth in the Claim Package and the Summary Notice. The website includes information regarding the Litigation and the Settlement, including the objection and claim filing deadlines, and the date, time, and location of the Court's Settlement Hearing. Copies of the Notice, Proof of Claim, Stipulation, and Notice Order are posted on the website and are available for downloading. Class Members can also complete and submit a Proof of Claim through the website.

## **REQUESTS FOR EXCLUSION RECEIVED TO DATE**

15. The Notice informs potential Class Members that written requests for exclusion from the Class must be mailed to *Nissan Securities Litigation*, c/o Gilardi & Co. LLC, EXCLUSIONS, 150 Royall Street, Suite 101, Canton, MA 02021, such that they are received no later than August 29, 2022.

16. The Notice also sets forth the information that must be included in each request for exclusion. Gilardi has monitored and will continue to monitor all mail delivered to this address. As of the date of this declaration, Gilardi has not received any requests for exclusion.

I declare under penalty of perjury that the foregoing is true and correct and that this declaration was executed this 15th day of August, 2022, at San Rafael, California.



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ROSS D. MURRAY

**CERTIFICATE OF SERVICE**

I hereby certify under penalty of perjury that on August 15, 2022, I authorized the electronic filing of the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the email addresses on the attached Electronic Mail Notice List, and I hereby certify that I caused the mailing of the foregoing via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

s/ Christopher M. Wood  
CHRISTOPHER M. WOOD

ROBBINS GELLER RUDMAN  
& DOWD LLP  
414 Union Street, Suite 900  
Nashville, TN 37219  
Telephone: 615/244-2203  
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cwood@rgrdlaw.com

# Mailing Information for a Case 3:18-cv-01368 Jackson County Employees' Retirement System v. Ghosn et al

## Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

- **Ameya S. Ananth**  
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### **Manual Notice List**

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

**Hiroshi Karube**  
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# EXHIBIT A

UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION

JACKSON COUNTY EMPLOYEES' RETIREMENT ) Civil Action No. 3:18-cv-01368  
SYSTEM, Individually and on Behalf of All Others )  
Similarly Situated, ) CLASS ACTION  
 )  
Plaintiff, ) Hon. William L. Campbell Jr.  
 ) Magistrate Judge Alistair Newbern  
vs. )  
CARLOS GHOSN, et al., ) NOTICE OF PROPOSED SETTLEMENT OF  
 ) CLASS ACTION  
Defendants. )  
 )

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**TO: ALL PERSONS WHO, BETWEEN MAY 11, 2014 AND NOVEMBER 16, 2018, INCLUSIVE, PURCHASED OR OTHERWISE ACQUIRED NISSAN MOTOR CO., LTD. ("NISSAN" OR THE "COMPANY") AMERICAN DEPOSITARY RECEIPTS ("ADRS") ON THE OVER-THE-COUNTER MARKET ("OTC MARKET") AND ALL CITIZENS AND RESIDENTS OF THE UNITED STATES WHO, BETWEEN MAY 11, 2014 AND NOVEMBER 16, 2018, INCLUSIVE, PURCHASED OR OTHERWISE ACQUIRED NISSAN COMMON STOCK (THE "CLASS")**

PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. YOUR RIGHTS MAY BE AFFECTED BY PROCEEDINGS IN THIS LITIGATION. PLEASE NOTE THAT IF YOU ARE A CLASS MEMBER, YOU MAY BE ENTITLED TO SHARE IN THE PROCEEDS OF THE SETTLEMENT DESCRIBED IN THIS NOTICE. TO CLAIM YOUR SHARE OF THE SETTLEMENT PROCEEDS, YOU MUST SUBMIT A VALID PROOF OF CLAIM AND RELEASE FORM ("PROOF OF CLAIM") **POSTMARKED OR SUBMITTED ONLINE ON OR BEFORE SEPTEMBER 14, 2022.**

This Notice of Proposed Settlement of Class Action ("Notice") has been sent to you pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Middle District of Tennessee, Nashville Division (the "Court"). The purpose of this Notice is to inform you of the pendency and the proposed \$36 million settlement of the Litigation (the "Settlement") and of the hearing to be held by the Court to consider the fairness, reasonableness, and adequacy of the Settlement and the proposed Plan of Allocation of the Settlement proceeds, as well as counsel's application for fees and expenses. This Notice describes the rights you may have in connection with your participation in the Settlement, what steps you may take in relation to the Settlement and this Litigation, and, alternatively, what steps you must take if you wish to be excluded from the Class and this Litigation.<sup>1</sup>

<sup>1</sup> All capitalized terms used in this Notice that are not otherwise defined herein shall have the meanings provided in the Stipulation of Settlement, which, along with other important documents, is available on the Settlement website, [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com).

<b>YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT</b>	
<b>SUBMIT A PROOF OF CLAIM</b>	The only way to be eligible to receive a payment. <b>Proofs of Claim must be postmarked or submitted online on or before September 14, 2022.</b>
<b>EXCLUDE YOURSELF</b>	Receive no payment. This is the only option that <b><i>potentially</i></b> allows you to ever be part of any other lawsuit against the Defendants or any other Released Persons about the legal claims related to the issues raised in this Litigation in the United States. Should you elect to exclude yourself from the Class, you should understand that Defendants and the other Released Defendant Parties will have the right to assert any and all defenses they may have to any claims that you may seek to assert, including, without limitation, the defense that such claims are untimely under applicable statutes of limitation and statutes of repose. <b>Exclusions must be received no later than August 29, 2022.</b>
<b>OBJECT</b>	Write to the Court about why you oppose the Settlement, the Plan of Allocation, the request for attorneys' fees and expenses, and/or the expenses of Plaintiffs. You will still be a Member of the Class. <b>Objections must be received by the Court no later than September 2, 2022 and by counsel no later than August 29, 2022. If you submit a written objection, you may (but do not have to) attend the hearing.</b>
<b>GO TO A HEARING ON SEPTEMBER 19, 2022</b>	Ask to speak in Court about the fairness of the Settlement. <b>Requests to speak must be received by the Court and counsel on or before August 29, 2022.</b> You do not have to attend the hearing unless you wish to speak either in support of the Settlement or in support of any objection you may have submitted.
<b>DO NOTHING</b>	Receive no payment from the Settlement. However, you will be bound by the Settlement, unless you have requested exclusion from the Class.

### **SUMMARY OF THIS NOTICE**

#### **Statement of Class Recovery**

Pursuant to the Settlement described herein, the Settlement Amount is \$36 million. Lead Counsel estimates that approximately 28.5 million Nissan ADRs and 174 million shares of common stock may have been damaged. If 100% of those securities submit a claim, the average distribution per damaged ADR is \$0.63, and the average distribution per common share is \$0.10, before deduction of any Taxes on any income earned on the Settlement Amount, Tax Expenses, Notice and Administration Expenses, the attorneys' fee and expense award and the expenses of Plaintiffs, as determined by the Court. A Class Member's actual recovery will be a proportion of the Net Settlement Fund determined by that claimant's claim as compared to the total claims of all Class Members who submit acceptable Proofs of Claim. An individual Class Member may receive more or less than this estimated average amount depending on the number of shares submitted for each security, when during the Class Period a Class Member purchased or acquired Nissan ADRs or common stock, the price paid, and whether those securities were held or sold, and, if sold, when they were sold and the amount received. See the Plan of Allocation as set forth at pages 10-12 below for more information on your claim.

#### **Statement of Potential Outcome of Litigation**

The parties disagree on liability and damages and do not agree on the average amount of damages per Nissan security that would be recoverable if the Class prevailed on each claim alleged.

#### **Statement of Attorneys' Fees and Expenses Sought**

Lead Counsel will apply to the Court for an award of attorneys' fees up to one-third (33-1/3%) of the Settlement Amount, plus expenses not to exceed \$250,000, plus interest earned on both amounts from the date the Settlement is funded, at the same rate as earned on the Settlement Fund. Since the Litigation's inception, Lead Counsel have expended considerable time and effort in the prosecution of this Litigation on a contingent fee basis and advanced the expenses of the Litigation in the expectation that if they were successful in obtaining a recovery for the Class they would be paid from such recovery. In this type of litigation it is customary for counsel to be awarded a percentage of the common fund recovery as their attorneys' fees. In addition, the Plaintiffs may seek payment for time and expenses in representing the Class in an amount not to exceed \$25,000 in the aggregate. The requested fees and expenses amount to approximately \$0.22 per damaged ADR and \$0.04 per damaged common share. The average cost per damaged security will vary depending on the number of acceptable Proofs of Claim submitted.

## **Further Information**

For further information regarding the Litigation, this Notice or to review the Stipulation of Settlement, please contact the Claims Administrator toll-free at 1-888-890-6706, or visit the website [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com).

You may also contact a representative of Lead Counsel: Shareholder Relations Department, Robbins Geller Rudman & Dowd LLP, 655 West Broadway, Suite 1900, San Diego, CA 92101, 1-800-449-4900, [settlementinfo@rgrdlaw.com](mailto:settlementinfo@rgrdlaw.com); [www.rgrdlaw.com](http://www.rgrdlaw.com).

Please Do Not Call the Court or Defendants with Questions About the Settlement.

## **Reasons for the Settlement**

The principal reason for the Settlement is the benefit to be provided to the Class now. This benefit must be compared to the risk that no recovery might be achieved after a contested trial and likely appeals, possibly years into the future.

## **BASIC INFORMATION**

### **1. Why did I get this notice package?**

You or someone in your family may have purchased or acquired Nissan ADRs or Nissan common stock during the time period between May 11, 2014 and November 16, 2018, inclusive (“Class Period”).

The Court directed that this Notice be sent to Class Members because they have a right to know about the proposed Settlement of this class action lawsuit, and about all of their options, before the Court decides whether to approve the Settlement.

This Notice explains the class action lawsuit, the Settlement, Class Members’ legal rights, what benefits are available, who is eligible for them, and how to get them.

The Court in charge of the Litigation is the United States District Court for the Middle District of Tennessee, Nashville Division, and the case is known as *Jackson County Employees’ Retirement System v. Ghosn, et al.*, Civil Action No. 3:18-cv-01368. The case has been assigned to the Honorable William L. Campbell Jr. The Jackson County Employees’ Retirement System and Providence Employees Retirement System have been appointed by the Court as class representatives (referred to as “Plaintiffs” in this Notice), and the parties who were sued and who have now settled are called the “Defendants.”

### **2. What is this lawsuit about?**

This is a class action alleging violations of the federal securities laws and the Financial Instrument and Exchange Act of Japan, brought on behalf of all Persons who purchased or acquired Nissan ADRs on the OTC Market and United States citizens or residents who purchased or acquired Nissan common stock during the Class Period. Plaintiffs allege that Hiroto Saikawa, Carlos Ghosn, Greg Kelly, Hiroshi Karube, and Joseph G. Peter (referred to collectively as the “Individual Defendants”) and Nissan (collectively, with the Individual Defendants, “Defendants”) violated Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 (“Exchange Act”) and Nissan violated the Financial Instrument and Exchange Act of Japan (the “FIEA”).

The Amended Complaint for Violations of the Federal Securities Laws (the “Complaint”), filed on May 6, 2019, alleges that Defendants violated §§10(b) and 20(a) of the Exchange Act, as well as that Nissan violated the FIEA. More specifically, Plaintiffs allege that throughout the Class Period (May 11, 2014 through November 16, 2018, inclusive), Defendants engaged in a scheme to defraud and made materially false and misleading statements and/or failed to disclose adverse information regarding the Company’s business and operations, which caused the prices of the Company’s securities to trade at artificially inflated prices, until the circumstances concealed by the alleged fraud were revealed, and the Company’s stock prices significantly declined. Defendants have asserted multiple defenses to Plaintiffs’ allegations.

Defendants moved to dismiss the Complaint on August 5, 2019. Plaintiffs opposed the motion on October 4, 2019, and Defendants filed their reply on November 18, 2019. On December 29, 2020, the Court granted the motion in part and denied the motion in part.<sup>2</sup>

On January 12, 2021, Nissan filed a motion for partial reconsideration or certification for interlocutory appeal of the Court’s order dated December 29, 2020. Defendant Ghosn filed a motion requesting certification of interlocutory appeal on January 19, 2021. On February 1, 2021 and February 4, 2021, Plaintiffs filed their responses to Nissan’s and Defendant Ghosn’s motions, respectively. Defendants answered the Complaint on February 11, 2021.

<sup>2</sup> The Court granted a motion to dismiss all claims against Hiroshi Karube on December 29, 2020.

On March 5, 2021, Defendant Peter moved for judgment on the pleadings. Plaintiffs filed their opposition on March 19, 2021, and Defendant Peter filed his reply on March 26, 2021. On June 11, 2021, the Court denied all pending motions filed by Defendants Nissan, Ghosn and Peter.

On June 25, 2021, Defendant Peter renewed his motion for reconsideration and certification. Plaintiffs filed their opposition on July 12, 2021. Nissan filed a renewed motion for partial reconsideration or certification for interlocutory appeal on August 30, 2021. Plaintiffs filed their opposition to Nissan's motion on September 15, 2021. Those motions remained undecided at the time this Settlement was reached.

Following resolution of Defendants' motion to dismiss, the parties attended numerous case management conferences, and had begun fact discovery.

On September 15, 2021, Plaintiffs and Nissan participated in a voluntary mediation with the Hon. Layn R. Phillips (Ret.) of Phillips ADR, an experienced mediator. Nissan acted on behalf of Nissan and Defendants Saikawa and Peter. The mediation was preceded by submission of mediation statements. Plaintiffs and Nissan ultimately accepted the mediator's proposal to resolve the Litigation as against the Defendants, and on September 21, 2021, executed a Term Sheet memorializing their agreement. The agreement includes, among other things, the Settling Parties' agreement to settle the Litigation between them in return for a cash payment of \$36,000,000 by Nissan for the benefit of the Class, subject to the negotiation of the terms of a stipulation of settlement and approval by the Court. The Stipulation (together with the Exhibits thereto) reflects the final and binding agreement between the Settling Parties.

Throughout this Litigation, Nissan has maintained that it has multiple defenses to the claims made by Plaintiffs against Nissan under §§10(b) and 20(a) of the Exchange Act and the FIEA, such as lack of personal jurisdiction over Nissan by the Court with regard to the FIEA claim. The Individual Defendants have denied, and continue to deny, any and all of the claims alleged in the Litigation, including any allegations of fault, liability, wrongdoing, or damages whatsoever, including (i) that they have committed any act or made any materially misleading statement giving rise to any liability under §§10(b) and 20(a) of the Exchange Act, (ii) that they engaged in a scheme to defraud, (iii) that they made any material misstatement or omission, (iv) that the prices of Nissan ADRs or Nissan common stock were artificially inflated as a result, (v) that they acted with the requisite state of mind, (vi) that any Class Members, including Plaintiffs, suffered any damages, or (vii) that any Class Member, including Plaintiffs, were harmed by any conduct alleged in the Litigation, or that could have been alleged therein.

### 3. Why is this a class action?

In a class action, one or more people called plaintiffs sue on behalf of people who have similar claims. All of the people with similar claims are referred to as a Class or Class Members. One court resolves the issues for all Class Members, except for those Class Members who exclude themselves from the Class.

### 4. Why is there a settlement?

The Court has not decided in favor of the Defendants or the Class. Instead, both sides agreed to the Settlement to avoid the costs and risks of further litigation, including trial and post-trial appeals. Plaintiffs agreed to the Settlement in order to ensure that Class Members will receive compensation. Plaintiffs and Lead Counsel believe the Settlement is in the best interest of all Class Members in light of the real possibility that continued litigation could result in no recovery at all.

#### WHO IS IN THE SETTLEMENT

To see if you will get money from this Settlement, you first have to determine if you are a Class Member.

### 5. How do I know if I am part of the Settlement?

The Court directed that everyone who fits this description is a Class Member: ***all Persons who, between May 11, 2014 and November 16, 2018, inclusive, purchased or otherwise acquired Nissan ADRs on the OTC Market and all citizens and residents of the United States who, between May 11, 2014 and November 16, 2018, inclusive, purchased or otherwise acquired Nissan common stock***, except those Persons and entities that are excluded, as described below.

### 6. Are there exceptions to being included?

Excluded from the Class are: Nissan, Carlos Ghosn, Greg Kelly, Hiroto Saikawa, Hiroshi Karube, and Joseph G. Peter, current and former officers of Nissan, members of their immediate families and their legal representatives, heirs, successors or assigns, agents, and any entity in which any Defendant, an immediate family member or a nominee has or had a controlling interest. Also excluded from the Class is any Person who would otherwise be a Member of the Class but who timely and validly requests exclusion in accordance with the requirements set by the Court.

If one of your mutual funds owns Nissan ADRs or common stock, that alone does not make you a Class Member. You are a Class Member only if you directly purchased or acquired Nissan ADRs or common stock during the Class Period. Contact your broker to see if you have purchased or acquired Nissan ADRs or common stock during the Class Period.

If you sold Nissan ADRs or common stock during the Class Period, that alone does not make you a Class Member. You are a Class Member only if you purchased or acquired Nissan ADRs or common stock during the Class Period, as defined above.

**7. What if I am still not sure if I am included?**

If you are still not sure whether you are included, you can ask for free help. You can contact the Claims Administrator toll-free at 1-888-890-6706 or visit the Settlement website [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com), or you can fill out and return the Proof of Claim enclosed with this Notice package, to see if you qualify.

**THE SETTLEMENT BENEFITS – WHAT YOU GET**

**8. What does the Settlement provide?**

In exchange for the Settlement and the release of the Released Claims (defined below) as well as dismissal of the Litigation, Defendants have agreed that a payment of \$36 million will be made by Nissan, on behalf of all Defendants, to be divided, after taxes, fees, and expenses, among all Class Members who send in a valid Proof of Claim.

**9. How much will my payment be?**

Your share of the fund will depend on several things, including how many Class Members submit timely and valid Proofs of Claim, the total dollar amount of the claims represented by the valid Proofs of Claim that Class Members send in, the number of Nissan ADRs or number of shares of common stock you purchased or acquired, how much you paid for the shares, when you purchased or acquired them, and if you sold Nissan ADRs or common stock and for how much.

By following the instructions in the Plan of Allocation, you can calculate your claim. It is unlikely that you will get a payment for the full amount of your claim. After all Class Members have sent in their Proofs of Claim, the payment you get will be a part of the Net Settlement Fund equal to your claim divided by the total of all valid claimants' claims. See the Plan of Allocation at pages 10-12 hereof for more information on your claim.

**HOW YOU GET A PAYMENT – SUBMITTING A PROOF OF CLAIM**

**10. How can I receive a payment?**

To qualify for a payment, you must submit a Proof of Claim. A Proof of Claim may be submitted online, or may be submitted by mail. A Proof of Claim is enclosed with this Notice or it may be downloaded at [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com). Read the instructions carefully, fill out the Proof of Claim, include all the documents the form asks for, sign it, and return it so that it is postmarked, if mailed, or received, if submitted online, no later than September 14, 2022. The Proof of Claim may be completed and submitted online at [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com).

**11. When would I receive my payment?**

The Court will hold a Settlement Hearing on September 19, 2022, to decide whether to approve the Settlement. If the Court approves the Settlement, there might be appeals. It is always uncertain whether these appeals can be resolved, and resolving them can take time, perhaps more than a year. It also takes time for all the Proofs of Claim to be processed. Please be patient.

**12. What am I giving up to receive a payment or to stay in the Class?**

Unless you timely and validly exclude yourself, you will remain a Class Member, and that means that, if the Settlement is approved, you cannot sue, continue to sue, or be a part of any lawsuit against Defendants or their Related Parties related to the "Released Claims" (as defined below) in this case. It also means that all of the Court's orders will apply to you and legally bind you. If you remain a Class Member and if the Settlement is approved, you will give up all "Released Claims," including "Unknown Claims" (as defined below), against the "Released Persons" (as defined below):

- "Released Claims" means any and all claims and causes of action of every nature and description, whether known or unknown, asserted or unasserted, accrued or unaccrued, fixed or contingent, liquidated or unliquidated, whether arising under federal, state, local, common, or foreign law or any other law, rule or regulation, whether class or individual in nature, arising out of, relating to or in connection with both: (i) the purchase or acquisition of (1) Nissan ADRs on the OTC Market, or (2) Nissan common stock by Class Members who are citizens and residents of the United States during the Class Period; and (ii) the allegations, acts, facts, matters, occurrences, disclosures, filings, representations, statements or omissions that were or could have been alleged by Plaintiffs and all other Class Members in the Litigation. "Released Claims" does not include claims to enforce the Settlement, or the claims of any Person that submits a request for exclusion that is accepted by the Court. "Released Claims" includes "Unknown Claims" as defined below.
- "Released Defendant Party" or "Released Defendant Parties" or "Released Persons" mean all Defendants and their Related Parties.

- “Related Parties” means each Person’s respective former, present or future parents, subsidiaries, divisions, controlling persons, associates, related entities and affiliates and each and all of their respective present and former employees, members, partners, principals, officers, directors, controlling shareholders, agents, advisors (including financial or investment advisors), accountants, auditors, consultants, underwriters, investment bankers, commercial bankers, entities providing fairness opinions, general or limited partners or partnerships, limited liability companies, members, joint ventures and insurers and reinsurers of each of them; and the predecessors, successors, estates, immediate family members, spouses, heirs, executors, trusts, trustees, administrators, agents, legal or personal representatives, assigns, and assignees of each of them, in their capacity as such.
- “Settling Defendants’ Claims” means any and all claims and causes of action of every nature and description whatsoever, whether known or unknown, against Plaintiffs, Plaintiffs’ Counsel or any Class Member that arise out of or relate in any way to the institution, prosecution, or settlement of the claims against Settling Defendant Parties in the Litigation, except for claims relating to the enforcement of the Settlement. For avoidance of doubt, the Settling Defendants’ Claims shall not include, and nothing in this release shall be deemed to waive, release or otherwise impair: (1) any claim, whether known or unknown, that any Defendant alleged or could have alleged against any other Defendant in this Litigation; or (2) Nissan’s claims against Carlos Ghosn and Greg Kelly and any former or present officers, directors, employees, agents, affiliates, parents, subsidiaries, insurers, reinsurers, predecessors, successors, assigns, and assignees of Carlos Ghosn or Greg Kelly, or any Person in which Carlos Ghosn or Greg Kelly, his immediate family member or nominee, has a controlling interest.
- “Unknown Claims” means (a) any and all Released Claims which any of the Releasing Plaintiff Parties do not know or suspect to exist in his, her, or its favor at the time of the release of the Released Defendant Parties, which, if known by him, her, or it, might have affected his, her, or its settlement with and release of the Released Defendant Parties, or might have affected his, her, or its decision(s) with respect to the Settlement, including, but not limited to, whether or not to object to this Settlement or seek exclusion from the Class; and (b) any and all Settling Defendants’ Claims that any of the Settling Defendant Parties do not know or suspect to exist in his, her, or its favor at the time of the release of Plaintiffs, the Class and Plaintiffs’ Counsel, which, if known by him, her, or it, might have affected his, her, or its settlement and release of Plaintiffs, the Class and Plaintiffs’ Counsel. With respect to (a) any and all Released Claims against the Released Defendant Parties, and (b) any and all Settling Defendants’ Claims against Plaintiffs, the Class and Plaintiffs’ Counsel, the Settling Parties stipulate and agree that, upon the Effective Date, the Settling Parties shall expressly waive, and each Releasing Plaintiff Party and Settling Defendant Party shall be deemed to have, and by operation of the Judgment shall have expressly waived, the provisions, rights, and benefits of California Civil Code §1542, which provides:

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

The Settling Parties shall expressly waive, and each Releasing Plaintiff Party and Settling Defendant Party shall be deemed to have, and by operation of the Judgment shall have, expressly waived any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable, or equivalent to California Civil Code §1542. The Releasing Plaintiff Parties and Settling Defendant Parties acknowledge that they may hereafter discover facts, legal theories or authorities in addition to or different from those which he, she, it or their counsel now knows or believes to be true with respect to the subject matter of the Released Claims or Settling Defendants’ Claims, but (a) the Releasing Plaintiff Parties shall expressly fully, finally, and forever waive, compromise, settle, discharge, extinguish and release, and each Releasing Plaintiff Party shall be deemed to have waived, compromised, settled, discharged, extinguished, and released, and upon the Effective Date, and by operation of the Judgment shall have waived, compromised, settled, discharged, extinguished, and released, fully, finally, and forever, any and all Released Claims against the Released Defendant Parties, known or unknown, suspected or unsuspected, contingent or non-contingent, accrued or unaccrued, whether or not concealed or hidden, which now exist, or heretofore have existed, or may hereafter exist, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts, legal theories, or authorities, and (b) the Settling Defendant Parties shall expressly fully, finally, and forever waive, compromise, settle, discharge, extinguish and release, and each Settling Defendant Party shall be deemed to have waived, compromised, settled, discharged, extinguished, and released, and upon the Effective Date, and by operation of the Judgment shall have waived, compromised, settled, discharged, extinguished, and released, fully, finally, and forever, any and all Settling Defendants’ Claims against Plaintiffs, the Class

and Plaintiffs' Counsel, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts, legal theories, or authorities. The Settling Parties acknowledge, and the Releasing Plaintiff Parties and Settling Defendant Parties shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and is an essential element of the Settlement of which this release is a part. For avoidance of doubt, Unknown Claims shall not include, and nothing in this release shall be deemed to waive, release or otherwise impair: (1) any claim, whether known or unknown, that any Defendant alleged or could have alleged against any other Defendant in this Litigation; or (2) Nissan's claims against Carlos Ghosn and Greg Kelly and any former or present officers, directors, employees, agents, affiliates, parents, subsidiaries, insurers, reinsurers, predecessors, successors, assigns, and assignees of Carlos Ghosn or Greg Kelly, or any entity in which Carlos Ghosn or Greg Kelly, his immediate family member or nominee, has a controlling interest.

If you remain a Member of the Class, all of the Court's orders will apply to you and legally bind you.

### **EXCLUDING YOURSELF FROM THE CLASS**

If you do not want to participate in this Settlement, and you want to keep the right to potentially sue the Defendants and the other Released Defendant Parties, on your own, about the claims being released by the Settlement, then you must take steps to remove yourself from the Settlement. This is called excluding yourself—or is sometimes referred to as “opting out.” If you are requesting exclusion because you want to bring your own lawsuit based on the matters alleged in this Litigation, you may want to consult an attorney and discuss whether any individual claim you may wish to pursue would be time-barred by the applicable statutes of limitation or repose. Also, Nissan may terminate the Settlement and render it null and void in the event that Persons who would otherwise be Members of the Class who collectively incurred more than a certain amount of Claimed Losses, as calculated by the Plan of Allocation, exclude themselves from the Class.

#### **13. How do I get out of the Class and the proposed Settlement?**

To exclude yourself from the Class and the Settlement, you must send a letter by First-Class Mail stating that you “request exclusion from the Class in the *Nissan Securities Litigation*.” To be valid, your letter must include the date(s), price(s) paid or received for each such purchase, acquisition or sale, and number of Nissan ADRs or common stock purchased, acquired or sold during the Class Period. In addition, you must include your name, address, telephone number, and your signature. You must submit your exclusion request so that it is **received no later than August 29, 2022** to:

*Nissan Securities Litigation*  
c/o Gilardi & Co. LLC  
EXCLUSIONS  
150 Royall Street, Suite 101  
Canton, MA 02021

If you ask to be excluded, you will not get any payment, and you cannot object to the Settlement. You will not be legally bound by anything that happens in this lawsuit, and you may be able to sue Defendants and the other Released Defendant Parties about the Released Claims in the future, if such claims are not time-barred.

#### **14. If I do not exclude myself, can I sue the Defendants and the other Released Defendant Parties for the same thing later?**

No. Unless you exclude yourself, you give up any rights to sue the Defendants and the other Released Defendant Parties in the United States for any and all Released Claims. If you have a pending lawsuit against the Defendants, speak to your lawyer in that case immediately about the potential preclusive effect of the Judgment to be entered in this case upon final approval of the Settlement. You must exclude yourself from this Litigation to continue your own lawsuit. Remember, the exclusion deadline is August 29, 2022.

#### **15. If I exclude myself, can I get money from the proposed Settlement?**

No. If you exclude yourself, you may not send in a Proof of Claim to ask for any money. But, you may be able to sue or be part of a different lawsuit against the Defendants and the other Released Defendant Parties about the claims raised in this Litigation.

## THE LAWYERS REPRESENTING YOU

### 16. Do I have a lawyer in this case?

The Court ordered that the law firm of Robbins Geller Rudman & Dowd LLP represents the Class, including you. These lawyers are called Lead Counsel. They will be paid from the Settlement Fund to the extent the Court approves their application for fees and expenses. If you want to be represented by your own lawyer, you may hire one at your own expense.

### 17. How will the lawyers be paid?

Lead Counsel will apply to the Court for an award of attorneys' fees up to one-third (33- $\frac{1}{3}$ %) of the Settlement Amount and for expenses in an amount not to exceed \$250,000, which were incurred in connection with the Litigation, plus interest on such fees and expenses at the same rate as earned on the Settlement Fund. In addition, Plaintiffs may seek up to \$25,000 in the aggregate for their time and expenses in representing the Class. Such sums as may be approved by the Court will be paid from the Settlement Fund.

The attorneys' fees and expenses requested will be the only payment to Lead Counsel for their efforts in achieving this Settlement and for their risk in undertaking this representation on a wholly contingent basis. To date, Lead Counsel have not been paid for their services for conducting this Litigation on behalf of Plaintiffs and the Class nor for the litigation expenses Lead Counsel have incurred. The fee requested will compensate Lead Counsel for their work in achieving the Settlement Fund and is within the range of fees awarded to class counsel under similar circumstances in other cases of this type.

## OBJECTING TO THE SETTLEMENT

### 18. How do I tell the Court that I object to the proposed Settlement?

If you are a Class Member, you can write to the Court to object to the proposed Settlement, the proposed Plan of Allocation, Lead Counsel's fee and expense application, and/or Plaintiffs' time and expense request. The Court will consider your views. To object, you must send a signed letter saying that you object to the proposed Settlement, the proposed Plan of Allocation, the application for fees and expenses or Plaintiffs' time and expense request, in the *Nissan Securities Litigation* and the reasons you object. You must sign the objection even if you are represented by counsel. Be sure to include your name, address, telephone number, and your signature, identify the date(s), price(s), and number of Nissan ADRs or common stock you purchased, acquired and sold during the Class Period, and state the reasons why you object, including any legal and evidentiary support you wish to bring to the Court's attention. Any objection must state whether it applies only to the objector, to a specific subset of the Class, or to the entire Class. You must also include copies of documents demonstrating your membership in the Class. Your objection must be filed with the Court **no later than September 2, 2022** and mailed or delivered to each of the following addresses such that it is **received no later than August 29, 2022**:

COURT	LEAD COUNSEL	NISSAN'S COUNSEL REPRESENTATIVE
Clerk of the Court United States District Court Middle District of Tennessee Nashville Division Fred D. Thompson United States Courthouse 719 Church Street, Suite 1300 Nashville, TN 37203	Ellen Gusikoff Stewart ROBBINS GELLER RUDMAN & DOWD LLP 655 West Broadway, Suite 1900 San Diego, CA 92101	Christopher S. Turner LATHAM & WATKINS LLP 555 Eleventh Street, NW Suite 1000 Washington, DC 20004

### 19. What is the difference between objecting and excluding myself?

Objecting is simply telling the Court that you do not like something about the proposed Settlement, the Plan of Allocation, the fee and expense application or Plaintiffs' time and expense request. You can object **only** if you stay in the Class. Excluding yourself is telling the Court that you do not want to be part of the Class. If you exclude yourself, you cannot object to the Settlement because it does not affect you.

## THE COURT'S SETTLEMENT HEARING

The Court will hold a hearing to decide whether to approve the proposed Settlement. You may attend and you may ask to speak, but you do not have to.

### 20. When and where will the Court decide whether to approve the proposed Settlement?

The Court will hold a Settlement Hearing at 2:30 p.m., on Monday, September 19, 2022, at the United States District Court for the Middle District of Tennessee, Nashville Division, Fred D. Thompson United States Courthouse, 719 Church Street, Nashville, TN 37203. At the hearing the Court will consider whether the Settlement and proposed Plan of Allocation are fair, reasonable, and adequate, and whether Lead Counsel's fee and expense application and Plaintiffs' time and expense request should be granted. If there are objections, the Court will consider them. The Court will listen to people who have asked to speak at the hearing. After the Settlement Hearing, the Court will decide whether to approve the Settlement, the Plan of Allocation and the amount of fees and expenses. We do not know how long these decisions will take. The Court may change the date and time of the Settlement Hearing without another notice being sent to Class Members. If you want to attend the hearing, you may wish to check with Lead Counsel or the Settlement website, [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com), beforehand to be sure that the date and/or time has not changed.

### 21. Do I have to come to the hearing?

No. Lead Counsel will answer questions the Court may have. But, you are welcome to come at your own expense. If you send an objection or statement in support of the Settlement, you are not required to come to Court to discuss it. As long as you mailed your objection on time, the Court will consider it. You may also pay your own lawyer to attend, but you are not required to do so. Class Members do not need to appear at the hearing or take any other action to indicate their approval.

### 22. May I speak at the hearing?

If you object to the Settlement, the Plan of Allocation, and/or the fee and expense application, you may ask the Court for permission to speak at the Settlement Hearing. To do so, you must include with your objection (see Question 18 above) a statement saying that it is your "Notice of Intention to Appear in the *Nissan Securities Litigation*." Persons who intend to object to the Settlement, the Plan of Allocation, and/or the application for an award of attorneys' fees and expenses and desire to present evidence at the Settlement Hearing must include in their written objections the identity of any witnesses they may call to testify and exhibits they intend to introduce into evidence at the Settlement Hearing. You cannot speak at the hearing if you exclude yourself.

## IF YOU DO NOTHING

### 23. What happens if I do nothing at all?

If you do nothing, you will get no money from this Settlement. But, unless you exclude yourself, you will not be able to start a lawsuit or be part of any other lawsuit against the Released Defendant Parties in the United States about the legal issues in this case ever again.

## GETTING MORE INFORMATION

### 24. Are there more details about the proposed Settlement?

This Notice summarizes the proposed Settlement. More details are in a Stipulation of Settlement dated April 22, 2022 (the "Stipulation"). You can obtain answers to common questions regarding the proposed Settlement by contacting the Claims Administrator toll-free at 1-888-890-6706. A copy of the Stipulation and other relevant documents are also available on the Settlement website at [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com).

### 25. How do I get more information?

For even more detailed information concerning the matters involved in this Litigation, reference is made to the pleadings, the Stipulation, the Orders entered by the Court and the other papers filed in the Litigation, which may be inspected at the Office of the Clerk of the United States District Court for the Middle District of Tennessee, Nashville Division, Fred D. Thompson United States Courthouse, 719 Church Street, Suite 1300, Nashville, TN 37203, during regular business hours. For a fee, all papers filed in this Litigation are available at [www.pacer.gov](http://www.pacer.gov).

## PLAN OF ALLOCATION OF NET SETTLEMENT FUND AMONG CLASS MEMBERS

The Net Settlement Fund (the Settlement Amount plus interest less taxes, tax expenses, notice and administration expenses, attorneys' fees and expenses, and Plaintiffs' time and expense payment) will be distributed to Class Members who, in accordance with the terms of the Stipulation, are entitled to a distribution from the Net Settlement Fund pursuant to any Plan of Allocation or any order of the Court and who submit a valid and timely Proof of Claim under the Plan of Allocation described below. The Plan of Allocation provides that you will be eligible to participate in the distribution of the Net Settlement Fund only if you have an overall net loss on all of your transactions in Nissan ADRs or an overall net loss on all of your transactions in Nissan common stock purchased or acquired during the Class Period. No distributions will be made to Authorized Claimants who would otherwise receive a distribution of less than \$10.00.

In the event there are sufficient funds in the Net Settlement Fund, each Authorized Claimant will receive an amount equal to the Authorized Claimant's claim, as defined below. If, however, and as is more likely, the amount in the Net Settlement Fund is not sufficient to permit payment of the total claim of each Authorized Claimant, then each Authorized Claimant shall be paid the percentage of the Net Settlement Fund that each Authorized Claimant's claim bears to the total of the claims of all Authorized Claimants, as described in further detail below. Payment in this manner shall be deemed conclusive against all Authorized Claimants.

### 26. How will my claim be calculated?

As discussed above, the Settlement provides \$36 million in cash for the benefit of the Class. The Settlement Amount and any interest it earns constitute the "Settlement Fund." The Settlement Fund, after deduction of Court-approved attorneys' fees and expenses, Notice and Administration Expenses, Taxes, and any other fees or expenses approved by the Court, is the "Net Settlement Fund." If the Settlement is approved by the Court, the Net Settlement Fund will be distributed to eligible Authorized Claimants—*i.e.*, Members of the Class who timely submit valid Proofs of Claim that are accepted for payment by the Court—in accordance with this proposed Plan of Allocation ("Plan of Allocation" or "Plan") or such other plan of allocation as the Court may approve. Class Members who do not timely submit valid Proofs of Claim will not share in the Net Settlement Fund, but will otherwise be bound by the Settlement. The Court may approve this proposed Plan of Allocation, or modify it, without additional notice to the Class. Any order modifying the Plan of Allocation will be posted on the Settlement website, [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com).

The objective of the Plan of Allocation is to distribute the Settlement proceeds equitably among those Class Members who suffered economic losses as a proximate result of the alleged wrongdoing. The Plan of Allocation is not a formal damage analysis, and the calculations made in accordance with the Plan of Allocation are not intended to be estimates of, or indicative of, the amounts that Class Members might have been able to recover after a trial. Nor are the calculations in accordance with the Plan of Allocation intended to be estimates of the amounts that will be paid to Authorized Claimants under the Settlement. The computations under the Plan of Allocation are only a method to weigh, in a fair and equitable manner, the claims of Authorized Claimants against one another for the purpose of making *pro rata* allocations of the Net Settlement Fund.

In developing the Plan of Allocation, Lead Counsel calculated the estimated amount of alleged artificial inflation in the prices of Nissan securities that was allegedly proximately caused by Defendants' alleged materially false and misleading statements and omissions. In calculating the estimated artificial inflation allegedly caused by those misrepresentations and omissions, Lead Counsel considered price changes in Nissan securities in reaction to the public disclosure that allegedly corrected the respective alleged misrepresentations and omissions, and adjusting the price change for factors that were attributable to market or industry forces, and for non-fraud related Nissan-specific information, if any. Lead Counsel also considered specific risks associated with personal jurisdiction as it related to claims on behalf of common stock purchasers.

In this Litigation, Plaintiffs allege that corrective information allegedly impacted the price of Nissan ADRs and common stock (referred to as "corrective disclosures"), adjusting for price changes that were attributable to market or industry forces. In order to have a "Recognized Loss Amount" under the Plan of Allocation, Nissan ADRs and Nissan common stock must have been purchased or otherwise acquired during the Class Period and held through the issuance of a corrective disclosure.

#### Recognized Loss

To the extent there are sufficient funds in the Net Settlement Fund, each claimant will receive an amount equal to the claimant's "Recognized Loss," as described below. If, however, as expected, the amount in the Net Settlement Fund is not sufficient to permit payment of the total Recognized Loss of each claimant, then each claimant shall be paid the percentage of the Net Settlement Fund that each claimant's Recognized Loss bears to the total of the Recognized Losses of all claimants—*i.e.*, the claimant's *pro rata* share of the Net Settlement Fund. Payment in this manner shall be deemed conclusive against all claimants.

The proposed Plan reflects Plaintiffs' allegations that over the course of the Class Period, the trading prices of Nissan ADRs and common stock were artificially inflated as a result of the Defendants' misrepresentations and omissions concerning this matter.

## Calculation of Recognized Loss

Based on the foregoing, and for purposes of this Settlement only, Recognized Loss will be calculated as follows:

A Class Member will have recoverable damages only if he, she or it had a net loss, after all profits from the Class Member's transactions in Nissan ADRs or common stock during the Class Period are subtracted from all losses incurred on the Class Member's transactions in the same security during the Class Period. If any of the formulas set forth below yield an amount less than \$0.00, the claim per share is \$0.00.

### ADR Claims

Inflation Period	Inflation per Share
May 11, 2014 – November 16, 2018	\$1.05

For Nissan ADRs purchased or acquired on or between May 11, 2014 through November 16, 2018, the claim per ADR shall be as follows:

- (a) If sold prior to November 17, 2018, the claim per share is \$0.00.
- (b) If retained at the close of trading on November 16, 2018, or sold thereafter, the claim per share shall be the lesser of: (i) the inflation per share at the time of purchase, and (ii) the difference between the purchase price and \$16.90.<sup>3</sup>

### Common Share Claims<sup>4</sup>

Inflation Period	Inflation per Share
May 11, 2014 – November 16, 2018	\$0.52

For shares of Nissan common stock purchased or acquired on or between May 11, 2014 through November 16, 2018, the claim per share shall be 50% of the following.

- (a) If sold prior to November 17, 2018, the claim per share is \$0.00.
- (b) If retained at the close of trading on November 16, 2018, or sold thereafter, the claim per share shall be the lesser of: (i) the inflation per share at the time of purchase, and (ii) the difference between the purchase price and \$8.44.<sup>5</sup>

### ADDITIONAL PROVISIONS

If a Class Member held Nissan ADRs or common stock at the beginning of the Class Period or made multiple purchases, acquisitions or sales of Nissan ADRs or common stock during or after the Class Period, the starting point for calculating a claimant's Recognized Loss is to match the claimant's holdings, purchases and acquisitions to their sales using the FIFO (*i.e.*, first-in-first-out) method, by security. Under the FIFO method, Nissan ADRs or common stock sold during the Class Period will be matched, in chronological order, first against Nissan ADRs or common stock held at the beginning of the Class Period. The remaining sales of Nissan ADRs or common stock during the Class Period will then be matched, in chronological order, against Nissan ADRs or common stock purchased or acquired during the Class Period.

Purchases or acquisitions and sales of Nissan ADRs or common stock shall be deemed to have occurred on the "contract" or "trade" date as opposed to the "settlement" or "payment" date. The receipt or grant by gift, inheritance or operation of law of Nissan ADRs or common stock during the Class Period shall not be deemed a purchase, acquisition or sale of Nissan ADRs or common stock for the calculation of Recognized Loss, unless (i) the donor or decedent purchased or otherwise acquired such shares of Nissan ADRs or common stock during the Class Period; (ii) no Proof of Claim was submitted by or on behalf of the donor, on behalf of the decedent, or by anyone else with respect to such shares of Nissan ADRs or common stock; and (iii) it is specifically so provided in the instrument of gift or assignment.

An Authorized Claimant's Recognized Loss shall be the amount used to calculate the Authorized Claimant's *pro rata* share of the Net Settlement Fund. If the sum total of Recognized Loss of all Authorized Claimants who are entitled to

<sup>3</sup> Nissan's ADR closing price on November 19, 2018.

<sup>4</sup> Unless there are sufficient funds in the Net Settlement Fund, total common share claims shall not exceed 60% of the Net Settlement Fund.

<sup>5</sup> Nissan's common share closing price on November 20, 2018.

receive payment out of the Net Settlement Fund is greater than the Net Settlement Fund, each Authorized Claimant shall receive his, her, or its *pro rata* share of the Net Settlement Fund.

The Court has reserved jurisdiction to allow, disallow, or adjust the claim of any Class Member on equitable grounds.

Payment pursuant to the Plan of Allocation set forth above shall be conclusive against all Authorized Claimants. No Person shall have any claim against Plaintiffs, Lead Counsel, Plaintiffs' Counsel, any claims administrator, or other Person designated by Plaintiffs' Counsel, or Defendants, Released Defendant Parties, or Defendants' counsel based on distributions made substantially in accordance with the Stipulation and the Settlement contained therein, the Plan of Allocation, or further orders of the Court. All Class Members who fail to complete and file a valid and timely Proof of Claim shall be barred from participating in distributions from the Net Settlement Fund (unless otherwise ordered by the Court), but otherwise shall be bound by all of the terms of the Stipulation, including the terms of any judgment entered and the releases given.

#### **SPECIAL NOTICE TO SECURITIES BROKERS AND OTHER NOMINEES**

If you purchased or acquired Nissan ADRs or common stock during the Class Period for the beneficial interest of an individual or organization other than yourself, the Court has directed that, WITHIN TEN (10) DAYS OF YOUR RECEIPT OF THIS NOTICE, you either (a) provide to the Claims Administrator the name and last known address of each person or organization for whom or which you purchased or acquired such ADR or common stock during such time period, or (b) request additional copies of this Notice and the Proof of Claim, which will be provided to you free of charge, and within ten (10) days mail the Notice and Proof of Claim via First Class Mail directly to the beneficial owners of the ADRs or common stock referred to herein. If you choose to follow alternative procedure (b), upon such mailing, you must send a statement to the Claims Administrator confirming that the mailing was made as directed and retain the names and addresses for any future mailings to Class Members. You are entitled to reimbursement from the Settlement Fund of your reasonable expenses actually incurred in connection with the foregoing, including reimbursement of postage expense and the cost of ascertaining the names and addresses of beneficial owners. Your reasonable expenses will be paid upon request and submission of appropriate supporting documentation. All communications concerning the foregoing should be addressed to the Claims Administrator at [notifications@gilardi.com](mailto:notifications@gilardi.com) or:

*Nissan Securities Litigation*  
Claims Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 43304  
Providence, RI 02940-3304

DATED: May 26, 2022

BY ORDER OF THE COURT  
UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE

UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION

JACKSON COUNTY EMPLOYEES' RETIREMENT ) Civil Action No. 3:18-cv-01368  
SYSTEM, Individually and on Behalf of All Others )  
Similarly Situated, ) CLASS ACTION  
 )  
Plaintiff, ) Hon. William L. Campbell Jr.  
 ) Magistrate Judge Alistair Newbern  
vs. )  
 ) PROOF OF CLAIM AND RELEASE  
CARLOS GHOSN, et al., )  
 )  
Defendants. )  
 )

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**I. GENERAL INSTRUCTIONS**

1. To recover as a Member of the Class based on your claims in the action entitled *Jackson County Employees' Retirement System v. Ghosn, et al.*, Civil Action No. 3:18-cv-01368 (M.D. Tenn.) (the "Litigation"), you must complete and, on page 7 hereof, sign this Proof of Claim and Release form ("Proof of Claim"), or fully complete and submit a claim online. If you fail to submit a timely and properly addressed (as set forth in paragraph 2 below) Proof of Claim, your claim may be rejected and you may not receive any recovery from the Net Settlement Fund created in connection with the proposed Settlement.

**2. YOU MUST MAIL OR SUBMIT ONLINE YOUR COMPLETED AND SIGNED PROOF OF CLAIM, ACCOMPANIED BY COPIES OF THE DOCUMENTS REQUESTED HEREIN, NO LATER THAN SEPTEMBER 14, 2022, ADDRESSED AS FOLLOWS:**

*Nissan Securities Litigation*  
Claims Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 43304  
Providence, RI 02940-3304

Online Submissions: [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com)

3. If you are NOT a Member of the Class, as defined in the Notice of Proposed Settlement of Class Action ("Notice"), or if you have submitted a request for exclusion from the Class or if you have settled your claims with one or more Defendants for claims arising out of the conduct alleged in the Litigation, DO NOT submit a Proof of Claim.

4. If you did not timely request exclusion and are a Class Member, you will be bound by the terms of any judgment entered in the Litigation, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM.

5. It is important that you completely read and understand the Notice that accompanies this Proof of Claim, including the Plan of Allocation of the Net Settlement Fund set forth in the Notice. The Notice describes the proposed Settlement, how Class Members are affected by the Settlement, and the manner in which the Net Settlement Fund will be distributed if the Settlement and Plan of Allocation are approved by the Court. The Notice also contains the definitions of many of the defined terms (which are indicated by initial capital letters) used in this Proof of Claim. By signing and submitting this Proof of Claim, you will be certifying that you have read and that you understand the Notice, including the terms of the releases described and provided for herein.

6. Submission of this Proof of Claim, however, does not assure that you will share in the proceeds of the Settlement of the Litigation. The distribution of the Net Settlement Fund will be governed by the Plan of Allocation set forth in the Notice, if it is approved by the Court, or by such other plan of allocation as the Court approves.

**II. CLAIMANT IDENTIFICATION**

If you purchased or acquired Nissan Motor Co., Ltd. ("Nissan") American Depositary Receipts ("ADRs") on the OTC Market or Nissan common stock and held the certificate(s) in your name, you are the beneficial purchaser or acquirer as well as the record purchaser or acquirer. If, however, you purchased or acquired Nissan securities and the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser or acquirer and the third party is the record purchaser or acquirer.

Use Part I of this form entitled "Claimant Identification" to identify each purchaser or acquirer of record ("nominee"), if different from the beneficial purchaser or acquirer of the Nissan securities that forms the basis of this claim. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER(S) OR ACQUIRER(S) OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER(S) OR ACQUIRER(S) OF THE NISSAN SECURITIES UPON WHICH THIS CLAIM IS BASED.

All joint purchasers or acquirers must sign this claim. Executors, administrators, guardians, conservators, and trustees or others acting in a representative capacity on behalf of a Class Member must complete and sign this claim on behalf of persons represented by them, and submit evidence of their current authority to act on behalf of that Class Member; their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

If you are acting in a representative capacity on behalf of a Class Member (for example as an executor, administrator, trustee, or other representative), you must submit evidence of your current authority to act on behalf of that Class Member. Such evidence would include, for example, letters testamentary, letters of administration, or a copy of the trust documents. By signing this Proof of Claim, you will be swearing that you are expressly authorized to act on behalf of the owner of the securities.

One claim should be submitted for each separate legal entity. Separate Proofs of Claim should be submitted for each separate legal entity (e.g., a claim from joint owners should not include separate transactions of just one of the joint owners, and an individual should not combine his or her IRA transactions with transactions solely in the individual's name). Conversely, a single Proof of Claim, no matter how many separate accounts that entity has (e.g., a corporation with multiple brokerage accounts) should include all transactions made in all accounts on one Proof of Claim.

### III. PROOF OF CLAIM

Use Part II of this form entitled "Schedule of Transactions in Nissan Common Stock," and Part III of this form entitled "Schedule of Transactions in Nissan ADRs" to supply all required details of your transaction(s) in Nissan securities. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

On the schedules, provide all of the requested information with respect to **all** of your purchases or acquisitions and **all** of your sales of Nissan securities which took place during the period from May 11, 2014 through and including November 16, 2018, whether such transactions resulted in a profit or a loss. You must also provide all of the requested information with respect to **all** of the Nissan securities you held at the close of trading on May 10, 2014 and November 16, 2018. Failure to report all such transactions may result in the rejection of your claim.

"Total Purchase or Acquisition Price" and "Total Sales Price" should be submitted in U.S. Dollars (USD).

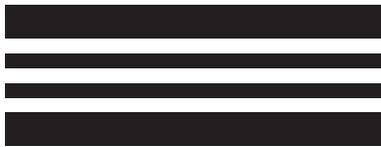
List each transaction separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list.

The date of covering a "short sale" is deemed to be the date of purchase of Nissan securities. The date of a "short sale" is deemed to be the date of sale of Nissan securities.

For each transaction, copies of broker confirmations or other documentation of your transactions in Nissan securities should be attached to your claim. If such documents are not in your possession, please obtain a copy or equivalent documents from your broker because these documents are necessary to prove and process your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. This is different from the online submission process that is available at [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com). All claimants **must** submit a manually signed paper Proof of Claim whether or not they also submit electronic copies. If you have a large number of transactions and wish to file your claim electronically, you must contact the Claims Administrator at [edata@gilardi.com](mailto:edata@gilardi.com) to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgement of receipt and acceptance of electronically submitted data. Distribution payments must be made by check or electronic payment payable to the Authorized Claimant (beneficial account owner). The Third-Party Filer shall not be the payee of any distribution payment check or electronic distribution payment.

Official  
Office  
Use  
Only



Must Be Postmarked (if Mailed) or  
Received (if Submitted Online) No  
Later Than September 14, 2022

UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE  
*Jackson County Employees' Retirement System v. Ghosn, et al.*  
No. 3:18-cv-01368

**NIU**

**PROOF OF CLAIM AND RELEASE**  
Please Type or Print in the Boxes Below  
Do NOT use Red Ink, Pencil, or Staples

**PART I. CLAIMANT IDENTIFICATION**

Last Name  M.I.  First Name

Last Name (Co-Beneficial Owner)  M.I.  First Name (Co-Beneficial Owner)

IRA  Joint Tenancy  Employee  Individual  Other

Company Name (Beneficial Owner—If Claimant is not an Individual) or Custodian Name if an IRA (specify)

Trustee/Asset Manager/Nominee/Record Owner's Name (If Different from Beneficial Owner Listed Above)

Account#/Fund# (Not Necessary for Individual Filers)

Last Four Digits of Social Security Number  or  Taxpayer Identification Number

Telephone Number (Primary Daytime)  Telephone Number (Alternate)

Email Address

**MAILING INFORMATION**

Address

Address, Continued

City  State  ZIP Code

Foreign Province  Foreign Postal Code  Foreign Country Name/Abbreviation

FOR CLAIMS PROCESSING ONLY	OB <input type="text"/>	CB <input type="text"/>	<input type="radio"/> ATP <input type="radio"/> KE <input type="radio"/> ICI	<input type="radio"/> BE <input type="radio"/> DR <input type="radio"/> EM	<input type="radio"/> FL <input type="radio"/> ME <input type="radio"/> ND	<input type="radio"/> OP <input type="radio"/> RE <input type="radio"/> SH	MM / DD / YYYY	FOR CLAIMS PROCESSING ONLY
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#### IV. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

On behalf of myself (ourselves) and each of my (our) heirs, agents, executors, trustees, administrators, predecessors, successors and assigns, I (we) submit this Proof of Claim under the terms of the Stipulation of Settlement described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the Middle District of Tennessee with respect to my (our) claim as a Class Member and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in the Litigation. I (We) agree to furnish additional information to the Claims Administrator to support this claim (including transactions in other Nissan securities) if requested to do so. I (We) have not submitted any other claim covering the same purchases, acquisitions, or sales of Nissan securities during the Class Period and know of no other person having done so on my (our) behalf.

#### V. RELEASE

1. Upon the Effective Date of the Settlement, I (we) acknowledge full and complete satisfaction of, and fully, finally, and forever settle, release, and discharge from the Released Claims each and all of the Released Defendant Parties meaning Defendants and their Related Parties. "Related Parties" means each Person's respective former, present or future parents, subsidiaries, divisions, controlling persons, associates, related entities and affiliates and each and all of their respective present and former employees, members, partners, principals, officers, directors, controlling shareholders, agents, advisors (including financial or investment advisors), accountants, auditors, consultants, underwriters, investment bankers, commercial bankers, entities providing fairness opinions, general or limited partners or partnerships, limited liability companies, members, joint ventures and insurers and reinsurers of each of them; and the predecessors, successors, estates, immediate family members, spouses, heirs, executors, trusts, trustees, administrators, agents, legal or personal representatives, assigns, and assignees of each of them, in their capacity as such.

2. "Released Claims" means any and all claims and causes of action of every nature and description, whether known or unknown, asserted or unasserted, accrued or unaccrued, fixed or contingent, liquidated or unliquidated, whether arising under federal, state, local, common, or foreign law or any other law, rule or regulation, whether class or individual in nature, arising out of, relating to or in connection with both: (i) the purchase or acquisition of (1) Nissan ADRs on the OTC Market, or (2) Nissan common stock by Class Members who are citizens and residents of the United States during the Class Period; and (ii) the allegations, acts, facts, matters, occurrences, disclosures, filings, representations, statements or omissions that were or could have been alleged by Plaintiffs and all other Class Members in the Litigation. "Released Claims" does not include claims to enforce the Settlement, or the claims of any Person that submits a request for exclusion that is accepted by the Court. "Released Claims" includes "Unknown Claims" as defined below.

3. "Unknown Claims" means (a) any and all Released Claims which any of the Releasing Plaintiff Parties do not know or suspect to exist in his, her, or its favor at the time of the release of the Released Defendant Parties, which, if known by him, her, or it, might have affected his, her, or its settlement with and release of the Released Defendant Parties, or might have affected his, her, or its decision(s) with respect to the Settlement, including, but not limited to, whether or not to object to this Settlement or seek exclusion from the Class; and (b) any and all Settling Defendants' Claims that any of the Settling Defendant Parties do not know or suspect to exist in his, her, or its favor at the time of the release of Plaintiffs, the Class and Plaintiffs' Counsel, which, if known by him, her, or it, might have affected his, her, or its settlement and release of Plaintiffs, the Class and Plaintiffs' Counsel. With respect to (a) any and all Released Claims against the Released Defendant Parties, and (b) any and all Settling Defendants' Claims against Plaintiffs, the Class and Plaintiffs' Counsel, the Settling Parties stipulate and agree that, upon the Effective Date, the Settling Parties shall expressly waive, and each Releasing Plaintiff Party and Settling Defendant Party shall be deemed to have, and by operation of the Judgment shall have expressly waived, the provisions, rights, and benefits of California Civil Code §1542, which provides:

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

The Settling Parties shall expressly waive, and each Releasing Plaintiff Party and Settling Defendant Party shall be deemed to have, and by operation of the Judgment shall have, expressly waived any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable, or equivalent to California Civil Code §1542. The Releasing Plaintiff Parties and Settling Defendant Parties acknowledge that they may hereafter discover facts, legal theories or authorities in addition to or different from those which he, she, it or their counsel now knows or believes to be true with respect to the subject matter of the Released Claims or Settling Defendants' Claims, but (a) the Releasing Plaintiff Parties shall expressly fully, finally, and forever waive, compromise, settle, discharge, extinguish and release, and each Releasing Plaintiff Party shall be deemed to have waived, compromised, settled, discharged, extinguished, and released, and upon the Effective Date, and by operation of the Judgment shall have waived, compromised, settled, discharged, extinguished, and released, fully, finally, and forever, any and all Released Claims against the Released Defendant Parties, known or unknown, suspected or unsuspected, contingent or non-contingent, accrued or unaccrued, whether or not concealed or hidden, which now exist, or heretofore have existed, or may hereafter exist, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts, legal theories, or authorities, and (b) the Settling Defendant Parties shall expressly fully, finally, and forever waive, compromise, settle, discharge, extinguish and release, and each

Released Defendant Party shall be deemed to have waived, compromised, settled, discharged, extinguished, and released, and upon the Effective Date, and by operation of the Judgment shall have waived, compromised, settled, discharged, extinguished, and released, fully, finally, and forever, any and all Settling Defendants' Claims against Plaintiffs, the Class and Plaintiffs' Counsel, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts, legal theories, or authorities. The Settling Parties acknowledge, and the Releasing Plaintiff Parties and Settling Defendant Parties shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and is an essential element of the Settlement of which this release is a part. For avoidance of doubt, Unknown Claims shall not include, and nothing in this release shall be deemed to waive, release or otherwise impair: (1) any claim, whether known or unknown, that any Defendant alleged or could have alleged against any other Defendant in this Litigation; or (2) Nissan's claims against Carlos Ghosn and Greg Kelly and any former or present officers, directors, employees, agents, affiliates, parents, subsidiaries, insurers, reinsurers, predecessors, successors, assigns, and assignees of Carlos Ghosn or Greg Kelly, or any entity in which Carlos Ghosn or Greg Kelly, his immediate family member or nominee, has a controlling interest.

4. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.

5. I (We) hereby warrant and represent that I (we) have included the information requested about all of my (our) transactions in Nissan securities which are the subject of this claim, which occurred during the Class Period, as well as the opening and closing positions in such securities held by me (us) on the dates requested in this Proof of Claim.

I declare under penalty of perjury under the laws of the United States of America that all of the foregoing information supplied on this Proof of Claim by the undersigned is true and correct.

Executed this \_\_\_\_\_ day of \_\_\_\_\_ in \_\_\_\_\_  
(Month/Year) (City/State/Country)

\_\_\_\_\_  
(Sign your name here)

\_\_\_\_\_  
(Sign your name here)

\_\_\_\_\_  
(Type or print your name here)

\_\_\_\_\_  
(Type or print your name here)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g.,  
Beneficial Purchaser or Acquirer, Executor or Administrator)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g.,  
Beneficial Purchaser or Acquirer, Executor or Administrator)

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME. THANK YOU FOR YOUR PATIENCE.**

Reminder Checklist:

1. Please sign the above release and acknowledgment.
2. If this claim is being made on behalf of Joint Claimants, then both must sign.
3. Remember to attach copies of supporting documentation, if available.
4. **Do not send** originals of certificates.
5. Keep a copy of your Proof of Claim and all supporting documentation for your records.
6. If you desire an acknowledgment of receipt of your Proof of Claim, please send it Certified Mail, Return Receipt Requested.
7. If you move, please send your new address to the address below.
8. **Do not use highlighter** on the Proof of Claim or supporting documentation.

**THIS PROOF OF CLAIM MUST BE SUBMITTED ONLINE OR MAILED NO LATER THAN SEPTEMBER 14, 2022, ADDRESSED AS FOLLOWS:**

*Nissan Securities Litigation*  
Claims Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 43304  
Providence, RI 02940-3304  
[www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com)



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# EXHIBIT B



1 McInnis Parkway  
Suite 250  
San Rafael, CA 94903  
P: (415) 458-3015

June 16, 2022

«FirstName» «LastName»  
«Company»  
«Addr1»  
«Addr2»  
South Bend, IN 46601  
«FCountry»

**Re: Nissan Securities Litigation**

Dear «GENDER» «LastName»:

Please find enclosed the Notice of Proposed Settlement of Class Action (the "Notice") and Proof of Claim and Release ("Proof of Claim") for the above referenced litigation. Please note both the Class Period and the designated eligible securities described on page one of the Notice, specifically the inclusion of all Persons who, between May 11, 2014 and November 16, 2018, inclusive, purchased or otherwise acquired Nissan Motor Co., Ltd. ("Nissan" or the "Company") American Depository Receipts ("ADRs") on the over-the-counter market ("OTC Market") and all citizens and residents of the United States who, between May 11, 2014 and November 16, 2018, inclusive, purchased or otherwise acquired Nissan common stock (the "Class"). In addition, **the Notice provides that the exclusion deadline is August 29, 2022 and the claim submission deadline is September 14, 2022.**

Please pay particular attention to the "Special Notice to Securities Brokers and Other Nominees" on page twelve of the Notice which states, in part, that if you purchased or acquired Nissan ADRs or common stock during the Class Period for the beneficial interest of an individual or organization other than yourself, the Court has directed that, WITHIN TEN (10) DAYS OF YOUR RECEIPT OF THIS NOTICE, you either (a) provide to the Claims Administrator the name and last known address of each person or organization for whom or which you purchased or acquired such ADR or common stock during such time period, or (b) request additional copies of this Notice and the Proof of Claim, which will be provided to you free of charge, and within ten (10) days mail the Notice and Proof of Claim via First Class Mail directly to the beneficial owners of the ADRs or common stock referred to herein. If you choose to follow alternative procedure (b), upon such mailing, you must send a statement to the Claims Administrator confirming that the mailing was made as directed and retain the names and addresses for any future mailings to Class Members.

Please do not make your own copies of the Proof of Claim, as copies may not be accepted for processing. Additional copies of the appropriate documents may be requested by contacting us at the above address and/or phone number. If we conduct the necessary mailing on your behalf, please submit names and addresses either via email to [Notifications@Gilardi.com](mailto:Notifications@Gilardi.com), via CD Rom to the above address or contact us to obtain secure FTP transmission instructions. Mailing labels will be accepted, but you may be requested to provide an additional copy of the address information you send. Do not include any confidential information that should not appear on a mailing label.

The data provided must be in one of the following formats:

- ASCII Fixed Length file
- ASCII Tab Delimited file
- Microsoft Excel spreadsheet

Your request must also specify the case name and Control Total(s) (for example, the total number of name and address records provided) for each file submission. If you have any questions, please email [Notifications@Gilardi.com](mailto:Notifications@Gilardi.com).

Sincerely,

Gilardi and Company, LLC

# EXHIBIT C

ADVERTISEMENT

The Marketplace

To advertise: 800-366-3975 or WSJ.com/classifieds

CLASS ACTIONS

UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION

JACKSON COUNTY EMPLOYEES' RETIREMENT SYSTEM, Individually and on Behalf of All Others Similarly Situated, Plaintiffs,

vs.

CARLOS GHOSN, et al., Defendants.

Civil Action No. 3:18-cv-01368

**CLASS ACTION**

Hon. William L. Campbell Jr.  
Magistrate Judge Alistair Newbern

**SUMMARY NOTICE OF PROPOSED SETTLEMENT OF CLASS ACTION**

**TO: ALL PERSONS WHO, BETWEEN MAY 11, 2014 AND NOVEMBER 16, 2018, INCLUSIVE, PURCHASED OR OTHERWISE ACQUIRED NISSAN MOTOR CO., LTD. ("NISSAN" OR THE "COMPANY") AMERICAN DEPOSITARY RECEIPTS ("ADRs") ON THE OVER-THE-COUNTER MARKET ("OTC MARKET") AND ALL CITIZENS AND RESIDENTS OF THE UNITED STATES WHO, BETWEEN MAY 11, 2014 AND NOVEMBER 16, 2018, INCLUSIVE, PURCHASED OR OTHERWISE ACQUIRED NISSAN COMMON STOCK ("CLASS" OR "CLASS MEMBERS")**

**THIS NOTICE WAS AUTHORIZED BY THE COURT. IT IS NOT A LAWYER SOLICITATION. PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY.**

YOU ARE HEREBY NOTIFIED that a hearing will be held on September 19, 2022, at 2:30 p.m., before the Honorable William J. Campbell Jr. at the United States District Court, Middle District of Tennessee, Fred D. Thompson United States Courthouse, 719 Church Street, Nashville, TN 37203 to determine whether: (1) the proposed settlement (the "Settlement") of the above-captioned Litigation as set forth in the Stipulation of Settlement ("Stipulation") for \$36,000,000 in cash should be approved by the Court as fair, reasonable and adequate; (2) the Judgment as provided under the Stipulation should be entered dismissing the Litigation with prejudice; (3) to award Lead Counsel attorneys' fees and expenses out of the Settlement Fund (as defined in the Notice of Proposed Settlement of Class Action ("Notice"), which is discussed below) and, if so, in what amount; (4) to pay Plaintiffs for their costs and expenses in representing the Class out of the Settlement Fund and, if so, in what amount; and (5) the Plan of Allocation should be approved by the Court as fair, reasonable and adequate.

IF YOU PURCHASED OR OTHERWISE ACQUIRED NISSAN ADRs ON THE OTC MARKET OR ARE A UNITED STATES CITIZEN WHO PURCHASED OR OTHERWISE ACQUIRED NISSAN COMMON STOCK BETWEEN MAY 11, 2014 AND NOVEMBER 16, 2018, INCLUSIVE, YOUR RIGHTS ARE AFFECTED BY THE SETTLEMENT OF THIS LITIGATION.

To share in the distribution of the Settlement Fund, you must establish your rights by submitting a Proof of Claim and Release form ("Proof of Claim") by mail (postmarked no later than September 14, 2022) or electronically (no later than September 14, 2022). Your failure to submit your Proof of Claim by September 14, 2022, will subject your claim to rejection and preclude your receiving any of the recovery in connection with the Settlement of this Litigation. If you purchased or acquired Nissan ADRs on the OTC Market or Nissan common stock between May 11, 2014 and November 16, 2018, inclusive, and do not request exclusion from the Class, you will be bound in the United States by the Settlement and any judgment and release entered in the Litigation, including, but not limited to, the Judgment, whether or not you submit a Proof of Claim.

If you have not received a copy of the Notice, which more completely describes the Settlement and your rights thereunder (including your right to object to the Settlement or seek exclusion from the Class) and a Proof of Claim, you may obtain these documents, as well as a copy of the Stipulation (which, among other things, contains definitions for the defined terms used in this Summary Notice) and other settlement documents, online at [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com), or by writing to:

Nissan Securities Litigation  
Claims Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 43304  
Providence, RI 02940-3304

Inquiries should NOT be directed to Defendants, the Court, or the Clerk of the Court.

Inquiries, other than requests for the Notice or for a Proof of Claim, may be made to Lead Counsel:

ROBBINS GELLER RUDMAN & DOWD LLP  
Ellen Gusikoff Stewart  
655 West Broadway, Suite 1900  
San Diego, CA 92101  
Telephone: 1-800-449-4900  
[settlementinfo@rgdlaw.com](mailto:settlementinfo@rgdlaw.com)

IF YOU DESIRE TO BE EXCLUDED FROM THE CLASS, YOU MUST SUBMIT A REQUEST FOR EXCLUSION SUCH THAT IT IS RECEIVED BY AUGUST 29, 2022, IN THE MANNER AND FORM EXPLAINED IN THE NOTICE. ALL CLASS MEMBERS WILL BE BOUND BY THE SETTLEMENT EVEN IF THEY DO NOT SUBMIT A TIMELY PROOF OF CLAIM.

IF YOU ARE A CLASS MEMBER, YOU HAVE THE RIGHT TO OBJECT TO THE SETTLEMENT, THE PLAN OF ALLOCATION, THE REQUEST BY LEAD COUNSEL FOR AN AWARD OF ATTORNEYS' FEES UP TO ONE-THIRD (33-1/3%) OF THE \$36,000,000 SETTLEMENT AMOUNT AND EXPENSES NOT TO EXCEED \$250,000, AND/OR THE PAYMENT TO PLAINTIFFS FOR THEIR COSTS AND EXPENSES NOT TO EXCEED \$25,000 IN THE AGGREGATE. ANY OBJECTIONS MUST BE FILED WITH THE COURT BY SEPTEMBER 2, 2022 AND SENT TO LEAD COUNSEL AND DEFENDANTS' COUNSEL BY AUGUST 29, 2022, IN THE MANNER AND FORM EXPLAINED IN THE NOTICE.

Dated: May 26, 2022 BY ORDER OF THE COURT  
UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE

1 The Stipulation can be viewed and/or obtained at [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com)

CLASS ACTIONS

**If you purchased certain named generic pharmaceutical drugs directly from certain pharmaceutical manufacturers from May 1, 2009 through December 31, 2019, your rights may be affected by proposed class action settlements.**

*A federal court authorized this notice. This is not a solicitation from a lawyer.*

**What is the lawsuit about?** Two proposed settlements (the "Settlements") have been reached in a class action lawsuit ("the Lawsuit"), which alleges that Sun Pharmaceutical Industries, Inc. and its affiliates Caraco Pharmaceutical Laboratories, Ltd., Mutual Pharmaceutical Company, Inc., and URL Pharma, Inc., and Taro Pharmaceuticals U.S.A., Inc. (collectively "Settling Defendants") violated the federal antitrust laws by conspiring with other generic drug manufacturers to fix, maintain, and stabilize prices, rig bids, and engage in market and customer allocations of certain generic drugs (the "Named Generic Drugs"), causing direct purchasers of the Named Generic Drugs to pay more than they should have. The Settling Defendants deny liability as alleged in the Lawsuit. The Court has not decided who is right. The proposed Settlements do not resolve any of the claims of the Settlement Class against the remaining Defendants. The Lawsuit against the remaining Defendants is ongoing.

**Who is included?** The Court certified a Settlement Class that includes all persons or entities, and their successors and assigns, that directly purchased one or more of the Named Generic Drugs from one or more Defendants in the United States and its territories and possessions, at any time during the period from May 1, 2009 through December 31, 2019. Excluded from the Settlement Class are Defendants and their present and former officers, directors, management, employees, subsidiaries, or affiliates, judicial officers and their personnel, and all governmental entities. The Settlement Agreements listing the Named Generic Drugs and Defendants are available on the settlement website: [GenericDrugsDirectPurchaserSettlement.com](http://GenericDrugsDirectPurchaserSettlement.com). The Settlement Agreements also are on public file with the United States District Court for the Eastern District of Pennsylvania, 601 Market Street, Philadelphia, PA 19106 in the case *In re: Generic Pharmaceuticals Pricing Antitrust Litigation*, Case No. 2:16-MD-02724.

**What do the Settlements provide?** The proposed Settlements provide for the following payments by Settling Defendants: (1) \$17,357,000 payment by Sun Pharmaceutical Industries, Inc. and its affiliates Caraco Pharmaceutical Laboratories, Ltd., Mutual Pharmaceutical Company, Inc., and URL Pharma, Inc. and (2) \$67,643,000 payment by Taro Pharmaceuticals U.S.A., Inc. These payments (collectively \$85,000,000) will comprise the total "Settlement Fund." The Settlement Fund may be reduced by up to \$10 million or increased to a maximum of \$105 million under certain circumstances as explained in the Settlement Agreements. In addition, the attorneys who have worked on the Lawsuit for the Settlement Class will seek Court approval to pay expenses, attorneys' fees of up to one-third of the Settlement Fund, including interest, after expenses (and service awards) are deducted, and service awards for the class representatives (or named plaintiffs) out of the Settlement Fund. Any motion for expenses and service awards and to set aside one-third of the remaining Settlement Fund (plus accrued interest) for payment of attorneys' fees will be posted on the settlement website [GenericDrugsDirectPurchaserSettlement.com](http://GenericDrugsDirectPurchaserSettlement.com) once they are filed on August 9, 2022. Settlement Class Counsel will file a motion for an award of fees at a later appropriate time.

The calculations of the dollar amount that each Settlement Class Member that submits a Claim Form will be paid from the Settlement Fund is set forth in the Plan of Allocation, which also is available on [GenericDrugsDirectPurchaserSettlement.com](http://GenericDrugsDirectPurchaserSettlement.com).

**What are your options?** If you are a Settlement Class Member and you do nothing, you will remain in the Settlement Class and be eligible to participate in the Settlements as described in this notice, if the Settlements are approved. However, you will need to complete, sign, and return the Claim Form (once it is sent to you) in order to obtain a payment. It is anticipated that Defendants' sales data will be used to calculate Settlement Class Members' eligible purchases and *pro rata* share of the Net Settlement Fund, but if such data is not available from Defendants then you may be required to submit data showing your eligible purchases. We do not know when the Claim Forms will be mailed. You should check [GenericDrugsDirectPurchaserSettlement.com](http://GenericDrugsDirectPurchaserSettlement.com) for information regarding timing. If you did not receive a Notice in the mail, and you think you are a potential Settlement Class Member, please identify yourself or your company by letter to the following address: *In re: Generic Pharmaceuticals Pricing Antitrust Litigation* - Direct Purchasers, c/o A.B. Data, Ltd., P.O. Box 173095, Milwaukee, WI 53217, or send an email to [info@GenericDrugsDirectPurchaserSettlement.com](mailto:info@GenericDrugsDirectPurchaserSettlement.com), or call 877-315-0583. You may be required to submit proof of a qualifying purchase to establish that you are a member of the Settlement Class. Claimants may also be required to submit purchase data as part of the claims process. As a Settlement Class Member, unless you opt out of the Settlements, you will be bound by all orders and judgments of the Court.

In addition, you may request exclusion from (or opt out of) the Settlements and may object to the Settlements if you do not opt out. Instructions for opting out or objecting can be found in the publicly-available case file and website, as described above. You must mail your request to opt out or your objection by September 23, 2022. The Court will hold a Fairness Hearing on December 13, 2022 at 1:30 p.m. EST to decide whether to approve the Settlements and any requests for fees, expenses, and service awards for the class representatives. The Court will also consider a Plan of Allocation for distributing the Settlement Fund to Settlement Class Members. If there are objections, the Court will consider them at the hearing. You do not need to attend the hearing. If you wish to appear at the hearing, you must file a "Notice of Intention to Appear" with the Court and you may hire your own attorney to appear in Court for you at your own expense.

**For more information:** Go to the website: [GenericDrugsDirectPurchaserSettlement.com](http://GenericDrugsDirectPurchaserSettlement.com) or call 877-315-0583 for more information on the Settlements, the Lawsuit, and your potential rights and options related to the Settlements. The website includes, for example, a list of the generic drugs that you would have had to purchase and a list of the generic drug manufacturers that you would have had to purchase directly from in order to be eligible for a payment.

LEGAL NOTICE

**UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK**

SJUNDE AP-FONDEN and THE CLEVELAND BAKERS AND TEAMSTERS PENSION FUND, individually and on behalf of all others similarly situated, Plaintiffs,

vs.

GENERAL ELECTRIC COMPANY, et al., Defendants.

Case No. 1:17-cv-8457-JMF

**SUMMARY NOTICE OF PENDENCY OF CLASS ACTION**

**TO: ALL PERSONS AND ENTITIES THAT PURCHASED OR ACQUIRED GENERAL ELECTRIC COMPANY ("GE") COMMON STOCK BETWEEN FEBRUARY 29, 2016 AND JANUARY 23, 2018, INCLUSIVE AND WERE DAMAGED THEREBY (THE "CLASS").**<sup>1</sup>

YOU ARE HEREBY NOTIFIED, pursuant to Federal Rule of Civil Procedure ("Rule") 23 and by Order of the United States District Court for the Southern District of New York, that the above-captioned action ("Action") against GE and former GE executive Jeffrey Bornstein (together, "Defendants"), has been certified as a class action on behalf of the Class. The Court has appointed Sjunde AP-Fonden and The Cleveland Bakers and Teamsters Pension Fund as the representatives for the Class ("Class Representatives"). The Action has not been adjudicated or settled. This notice is not an admission by Defendants or an expression of any opinion by the Court as to the merits of the Action, or a finding by the Court that the claims asserted by Class Representatives in the Action are valid. This notice is intended only to inform members of the Class that the Action is currently in progress.

IF YOU ARE A MEMBER OF THE CLASS, YOUR RIGHTS WILL BE AFFECTED BY THE LAWSUIT. This notice provides only a summary of the information contained in the detailed, long-form Notice of Pendency of Class Action ("Notice"). You may obtain a copy of the Notice from the website for the Action, [www.GeneralElectricSecuritiesLitigation.com](http://www.GeneralElectricSecuritiesLitigation.com), or by contacting the Administrator:

General Electric Securities Litigation  
c/o JND Legal Administration  
P.O. Box 91449  
Seattle, WA 98111

If you are a Class member you should receive a Postcard Notice regarding the Action by mail. If you are a Class member and you do not receive a Postcard Notice by mail, please send your name and address to the Administrator so that you will receive any future notices disseminated in connection with the Action.

Inquiries, other than requests for the Notice, may be made to Court-appointed Class Counsel:

**KESSLER TOPAZ MELTZER & CHECK, LLP**  
Sharan Nirmul, Esq.  
Richard A. Russo, Jr., Esq.  
280 King of Prussia Road  
Radnor, PA 19087  
Telephone: (610) 667-7706  
[info@ktmc.com](mailto:info@ktmc.com)  
[www.ktmc.com](http://www.ktmc.com)

If you are a Class member, you have the right to decide whether to remain a member of the Class. If you choose to remain a member of the Class, you do not need to do anything at this time other than retain your documentation reflecting your transactions and holdings in GE common stock. You will automatically be included in the Class, and you will be bound by the proceedings in the Action, including all past, present, and future orders and judgments of the Court, whether favorable or unfavorable. If you are a Class member and do not wish to remain a member of the Class, you must take steps to exclude yourself from the Class.

If you timely and validly request to be excluded from the Class, you will not be bound by any orders or judgments in the Action, and you will not be eligible to receive a share of any money which might be recovered in the future for the benefit of the Class. To exclude yourself from the Class, you must submit a written request for exclusion postmarked no later than August 15, 2022, in accordance with the instructions set forth in the Notice. Pursuant to Rule 23(e)(4), the Court has discretion as to whether a second opportunity to request exclusion from the Class will be allowed if there is a settlement in the Action.

Further information may be obtained by contacting the Administrator or by visiting the website [www.GeneralElectricSecuritiesLitigation.com](http://www.GeneralElectricSecuritiesLitigation.com).

**Please Do Not Call or Write the Court with Questions.**

DATED: June 24, 2022  
BY ORDER OF THE COURT  
UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

<sup>1</sup> Excluded from the Class are: (a) Defendants; (b) GE's subsidiaries and affiliates; (c) any officer, director, or controlling person of GE, and members of the immediate families of such persons; (d) any entity in which any Defendant has a controlling interest; (e) Defendants' directors' and officers' liability insurance carriers, and any affiliates or subsidiaries thereof; and (f) the legal representatives, heirs, successors, and assigns of any such excluded party.

[www.GeneralElectricSecuritiesLitigation.com](http://www.GeneralElectricSecuritiesLitigation.com)

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PUBLIC NOTICES

**IN THE GRAND COURT OF THE CAYMAN ISLANDS FINANCIAL SERVICES DIVISION**  
CASE NO: FSD 0020 OF 2022 (DDJ)  
**IN THE MATTER OF THE COMPANIES ACT (2021 REVISION)**  
**AND IN THE MATTER OF SEC00 HOLDING LIMITED**  
TAKE NOTICE that that a petition for an order that Sec00 Holding Limited whose registered office is c/o Oisiris International Cayman Limited, Suite 146-210, Governors Square, 23 Lime Tree Bay Avenue, P.O. Box 32311, Grand Cayman, KY1-1209, Cayman Islands be put into liquidation and wound up in accordance with the provisions of the Companies Act has been presented to the Grand Court of the Cayman Islands (Petitioner).

The Petition was presented by FundPark Limited, a limited company incorporated in Hong Kong S.A.R., the People's Republic of China, registered address at 16th Floor, No. 9 Chong Yip Street, Kwun Tong, Kowloon, Hong Kong (Petitioner). Copies of the Petition and supporting affidavits may be obtained free of charge from the Petitioner's attorneys, Travers Thorp Alberga, Harbour Place, 2nd Floor, PO Box 472, 103 South Church Street, Grand Cayman, KY-1106, Cayman Islands, reference: F0590-001, [tpatel@traverssthorpalberga.com](mailto:tpatel@traverssthorpalberga.com) & [djin@traverssthorpalberga.com](mailto:djin@traverssthorpalberga.com).

The Petitioner seeks an order that Margot MacInnis of Grant Thornton Specialist Services (Cayman) Limited, 2nd Floor, Century Yard, Cricket Square, PO Box 1044, Grand Cayman, KY1-1102, Cayman Islands and Mr. Mat Ng of Grant Thornton Recovery & Reorganisation Limited, 11th Floor, Lee Garden Two, 28 Yun Ping Rd, Causeway Bay, Hong Kong be appointed as official liquidators of the Company.

**AND FURTHER TAKE NOTICE** that the hearing of the Petition will take place on 7 July 2022 at the Law Courts, George Town, Grand Cayman at 10:00am and that any creditor or shareholder of the Company may be heard on the questions whether or not a winding up order should be made and, if a winding up order is made, who should be appointed as official liquidator(s) of the Company. Any creditor or shareholder who opposes the appointment of Ms MacInnis and Mr Ng must nominate an alternative qualified insolvency practitioner(s) who consents to act and has sworn an affidavit complying with the requirements of the Companies Winding Up Rules, Order 3, rule 4. Any creditor or shareholder that wishes to appear and be heard on the Petition shall give at least 3 days' notice to the Petitioner's attorneys.

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## Declaration of Publication

I, Carla Peak, as Vice President, Legal Notification Services at Gilardi & Co. LLC, a KCC Class Action Services Company in San Rafael, California, hereby certify that I caused the attached notice to be printed in said publication on June 24, 2022:

Name of Publication: The Wall Street Journal

Address: 1211 Avenue of the Americas

City, State, Zip: New York, NY 10036

Phone #: 1-800-568-7625

State of: New York

I declare under penalty of perjury that the foregoing is true and correct. Executed on this 24<sup>th</sup> day of June 2022, at Sellersville, Pennsylvania.



Carla Peak  
Carla Peak

## Robbins Geller Rudman & Dowd LLP Announces Proposed Settlement in the Nissan Securities Litigation

June 24, 2022 08:00 AM Eastern Daylight Time

SAN DIEGO--(BUSINESS WIRE)--The following statement is being issued by Robbins Geller Rudman & Dowd LLP regarding the Nissan Securities Litigation:

UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION

JACKSON COUNTY EMPLOYEES'	)	Civil Action No. 3:18-cv-01368
RETIREMENT SYSTEM, Individually and	)	
on Behalf of All Others Similarly Situated,	)	<u>CLASS ACTION</u>
	)	
Plaintiffs,	)	Hon. William L. Campbell Jr.
	)	Magistrate Judge Alistair Newbern
vs.	)	
CARLOS GHOSN, et al.,	)	SUMMARY NOTICE OF PROPOSED
	)	SETTLEMENT OF CLASS ACTION
Defendants.	)	
	)	

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**TO: ALL PERSONS WHO, BETWEEN MAY 11, 2014 AND NOVEMBER 16, 2018, INCLUSIVE, PURCHASED OR OTHERWISE ACQUIRED NISSAN MOTOR CO., LTD. ("NISSAN" OR THE "COMPANY") AMERICAN DEPOSITORY RECEIPTS ("ADRS") ON THE OVER-THE-COUNTER MARKET ("OTC MARKET") AND ALL CITIZENS AND RESIDENTS OF THE UNITED STATES WHO, BETWEEN MAY 11, 2014 AND NOVEMBER 16, 2018, INCLUSIVE, PURCHASED OR OTHERWISE ACQUIRED NISSAN COMMON STOCK ("CLASS" OR "CLASS MEMBERS")**

**THIS NOTICE WAS AUTHORIZED BY THE COURT. IT IS NOT A LAWYER SOLICITATION. PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY.**

YOU ARE HEREBY NOTIFIED that a hearing will be held on September 19, 2022, at 2:30 p.m., before the Honorable William J. Campbell Jr. at the United States District Court, Middle District of Tennessee, Fred D. Thompson United States Courthouse, 719 Church Street, Nashville, TN 37203 to determine whether: (1) the proposed settlement (the "Settlement") of the above-captioned Litigation as set forth in the Stipulation of Settlement ("Stipulation")<sup>1</sup> for \$36,000,000 in cash should be approved by the Court as fair, reasonable and adequate; (2) the Judgment as provided under the Stipulation should be entered dismissing the Litigation with prejudice; (3) to award Lead Counsel attorneys' fees and expenses out of the Settlement Fund (as defined in the Notice of Proposed Settlement of Class Action ("Notice"), which is discussed below)

and, if so, in what amount; (4) to pay Plaintiffs for their costs and expenses in representing the Class out of the Settlement Fund and, if so, in what amount; and (5) the Plan of Allocation should be approved by the Court as fair, reasonable and adequate.

IF YOU PURCHASED OR OTHERWISE ACQUIRED NISSAN ADRs ON THE OTC MARKET OR ARE A UNITED STATES CITIZEN WHO PURCHASED OR OTHERWISE ACQUIRED NISSAN COMMON STOCK BETWEEN MAY 11, 2014 AND NOVEMBER 16, 2018, INCLUSIVE, YOUR RIGHTS ARE AFFECTED BY THE SETTLEMENT OF THIS LITIGATION.

To share in the distribution of the Settlement Fund, you must establish your rights by submitting a Proof of Claim and Release form ("Proof of Claim") by mail (**postmarked no later than September 14, 2022**) or electronically (**no later than September 14, 2022**). Your failure to submit your Proof of Claim by September 14, 2022, will subject your claim to rejection and preclude your receiving any of the recovery in connection with the Settlement of this Litigation. If you purchased or acquired Nissan ADRs on the OTC Market or Nissan common stock between May 11, 2014 and November 16, 2018, inclusive, and do not request exclusion from the Class, you will be bound in the United States by the Settlement and any judgment and release entered in the Litigation, including, but not limited to, the Judgment, whether or not you submit a Proof of Claim.

If you have not received a copy of the Notice, which more completely describes the Settlement and your rights thereunder (including your right to object to the Settlement or seek exclusion from the Class), and a Proof of Claim, you may obtain these documents, as well as a copy of the Stipulation (which, among other things, contains definitions for the defined terms used in this Summary Notice) and other settlement documents, online at [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com), or by writing to:

*Nissan Securities Litigation*  
Claims Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 43304  
Providence, RI 02940-3304

Inquiries should NOT be directed to Defendants, the Court, or the Clerk of the Court.

Inquiries, other than requests for the Notice or for a Proof of Claim, may be made to Lead Counsel:

ROBBINS GELLER RUDMAN & DOWD LLP  
Ellen Gusikoff Stewart  
655 West Broadway, Suite 1900  
San Diego, CA 92101  
Telephone: 1-800-449-4900  
[settlementinfo@rgrdlaw.com](mailto:settlementinfo@rgrdlaw.com)

IF YOU DESIRE TO BE EXCLUDED FROM THE CLASS, YOU MUST SUBMIT A REQUEST FOR EXCLUSION SUCH THAT IT IS **RECEIVED BY AUGUST 29, 2022**, IN THE MANNER AND FORM EXPLAINED IN THE NOTICE. ALL CLASS MEMBERS WILL BE BOUND BY THE SETTLEMENT EVEN IF THEY DO NOT SUBMIT A TIMELY PROOF OF CLAIM.

IF YOU ARE A CLASS MEMBER, YOU HAVE THE RIGHT TO OBJECT TO THE SETTLEMENT, THE PLAN OF ALLOCATION, THE REQUEST BY LEAD COUNSEL FOR AN AWARD OF ATTORNEYS' FEES UP TO ONE-THIRD (33-1/3%) OF THE \$36,000,000 SETTLEMENT AMOUNT AND EXPENSES NOT TO EXCEED \$250,000, AND/OR THE PAYMENT TO PLAINTIFFS FOR THEIR COSTS AND EXPENSES NOT TO EXCEED \$25,000 IN THE AGGREGATE. ANY OBJECTIONS MUST BE FILED WITH THE COURT **BY SEPTEMBER 2, 2022** AND SENT TO LEAD COUNSEL AND DEFENDANTS' COUNSEL **BY AUGUST 29, 2022**, IN THE MANNER AND FORM EXPLAINED IN THE NOTICE.

Dated: May 26, 2022

<sup>1</sup> The Stipulation can be viewed and/or obtained at [www.NissanSecuritiesLitigation.com](http://www.NissanSecuritiesLitigation.com)

## Contacts

Media:

Robbins Geller Rudman & Dowd LLP

Shareholder Relations Department

Greg Wood

(619) 231-1058

## Declaration of Publication

I, Carla Peak, as Vice President, Legal Notification Services at Gilardi & Co. LLC, a KCC Class Action Services Company in San Rafael, California, hereby certify that I caused the attached notice to be published as a press release by the following wire service:

Name of Publication: BusinessWire

Address: 101 California Street 20th Floor

City, ST Zip: San Francisco, CA 94111

Phone #: 415-986-4422

State of: California

The press release was distributed on June 24, 2022 to the following media circuits offered by the above-referenced wire service:

1. US1 National Newsline

I declare under penalty of perjury that the foregoing is true and correct. Executed on this 24<sup>th</sup> day of June 2022, at Sellersville, Pennsylvania.



Carla Peak  
Carla Peak