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 15 UNITED STATES DISTRICT COURT
 16 SOUTHERN DISTRICT OF CALIFORNIA

17 AUSTIN DICKER, Individually and on)
 18 Behalf of All Others Similarly Situated,)

19 Plaintiff,)

20 vs.)

21 TUSIMPLE HOLDINGS, INC., et al.,)

22 Defendants.)

Case No. 3:22-cv-01300-BEN-MSB
 (Consolidated with No. 3:23-cv-00282-
 BEN-MSB)

CLASS ACTION

DECLARATION OF JEFFREY M.
 GILL IN SUPPORT OF PLAINTIFFS'
 MOTION FOR FINAL APPROVAL
 OF PROPOSED SETTLEMENT

Date: December 2, 2024
 Time: 10:30 a.m.
 Ctrm: 5A
 Judge: Hon. Roger T. Benitez

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1 I, JEFFREY M. GILL, declare as follows:

2 1. I am the General Counsel for Lead Plaintiff Indiana Public Retirement
3 System (“INPRS”).¹ As General Counsel, I participate in and oversee decisions
4 regarding the administration of INPRS legal matters.

5 2. I respectfully submit this declaration in support of final approval of the
6 proposed settlement (“Settlement”). I have personal knowledge of the statements
7 herein and, if called upon as a witness, could and would competently testify thereto.

8 3. INPRS is one of the 100 largest pension funds in the United States, with
9 more than \$45 billion under management at the end of fiscal 2023. INPRS serves the
10 needs of approximately 529,000 members and retirees representing more than 1,300
11 participating employers, including public universities, school corporations,
12 municipalities, and state agencies.

13 4. INPRS understands that the Private Securities Litigation Reform Act of
14 1995 (“PSLRA”) was intended to encourage institutional investors to direct securities
15 class actions. As Lead Plaintiff, INPRS has overseen the prosecution of the case by
16 Lead Counsel Robbins Geller Rudman & Dowd LLP (“Robbins Geller”) and Kahn
17 Swick & Foti, LLC (“Kahn Swick,” together with Lead Counsel, “Plaintiffs’
18 Counsel”).

19 5. In fulfillment of its responsibilities on behalf of all members of the
20 Settlement Class, INPRS:

21 (a) reviewed INPRS’s losses in TuSimple Holdings, Inc.
22 (“TuSimple”)’s publicly traded securities and discussed moving for lead plaintiff in
23 the Litigation with Lead Counsel;

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27 ¹ INPRS, together with plaintiffs Robert Miller and Michelle Poirier, are “Plaintiffs”
28 as used herein.

1 (b) reviewed and discussed with Lead Counsel the initial complaints,
2 reviewed and executed a certification as required by the PSLRA, and reviewed and
3 authorized INPRS's motion for appointment as lead plaintiff;

4 (c) engaged in numerous meetings, conferences and correspondence
5 with Lead Counsel in connection with INPRS's input into and oversight of the
6 Litigation;

7 (d) reviewed and discussed pleadings and other documents filed in the
8 Litigation, including the Consolidated Complaint, the seven Motions to Dismiss and
9 response thereto, the motions related to service for defendants Chao and Zhang and
10 the responses thereto, and the filings made in support of Plaintiffs' motion for a
11 temporary restraining order;

12 (e) participated in and was kept informed about mediation and
13 Settlement negotiations and consulted with Lead Counsel and provided input
14 regarding settlement strategy; and

15 (f) considered and approved the proposed Settlement and the
16 applications associated therewith.

17 6. INPRS authorized Plaintiffs' Counsel to settle this action for \$189
18 million. In this regard, I reviewed, considered, and evaluated the merits of this case,
19 including the law governing the allegations and facts developed through Plaintiffs'
20 Counsel's investigation. In making its determination that the proposed Settlement
21 represented a fair, reasonable, and adequate result for the Settlement Class, INPRS
22 weighed the substantial benefits to the Settlement Class against the significant risks
23 and uncertainties of continued litigation.

24 7. INPRS believes that the proposed Settlement represents an excellent
25 recovery for the Settlement Class that would not have been possible without the
26 diligent efforts of Plaintiffs' Counsel who creatively, efficiently, and aggressively
27 litigated this case for the benefit of the Settlement Class. INPRS believes the
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1 Settlement represents a fair, reasonable, and adequate resolution of the case on behalf
2 of the Settlement Class and that its approval is in the best interest of the Settlement
3 Class.

4 8. I understand that as a Court-appointed Lead Plaintiff, INPRS has a
5 responsibility to ensure that any attorney's fees sought are fair and reasonable
6 considering the result achieved in the Litigation and that the fees appropriately and
7 reasonably compensate Plaintiffs' Counsel for the result achieved and risk they
8 undertook in prosecuting the Litigation. While I recognize that any determination of
9 attorneys' fees is left to the ultimate determination of the Court, INPRS supports
10 Plaintiffs' Counsels' fee application for 25% of the Settlement Fund and expenses
11 requested. The application seeks approval of an award that is fair, reasonable, and
12 appropriate given the facts and circumstances of this case, including the outstanding
13 result achieved for the Settlement Class, the risks of this Litigation, and the quality,
14 efficiency, and diligence of Plaintiffs' Counsel's representation.

15 9. INPRS understands that reimbursement of a lead plaintiff's reasonable
16 costs and expenses, including lost wages, is authorized under 15 U.S.C. §78u-4(a)(4).
17 INPRS has spent considerable time in representing the Settlement Class, including
18 with respect to the actions described in ¶5.

19 10. As detailed in ¶5, I expended more than 21 hours on behalf of INPRS in
20 connection with the prosecution of this case, time which would otherwise have been
21 devoted to INPRS's operations. Based on my compensation, background, and
22 experience, an appropriate hourly rate for me is \$200. Based on these hourly rates, the
23 unreimbursed expense for time expended on the Litigation is \$4,200. I believe this
24 amount is reasonable and well supported by the time and effort INPRS put into the
25 Litigation on behalf of all members of the Settlement Class.

26 11. In light of the foregoing, INPRS respectfully requests that the Court grant
27 Plaintiffs' Unopposed Motion for Final Approval of Proposed Settlement and
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1 Plaintiffs' Motion for Attorneys' Fees and Expenses and Awards to Plaintiffs Pursuant
2 to 15 U.S.C. §78u-4(a)(4).

3 I declare, under penalty of perjury under the laws of the United States of
4 America, that the foregoing is true and correct. Executed this 24th day of
5 october, 2024, at Indianapolis, Indiana.

DocuSigned by:

Jeffrey M. Gill

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JEFFREY M. GILL

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