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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA**

_____, Individually and on Behalf of
All Others Similarly Situated,

Plaintiff,

v.

TERADATA CORPORATION,
STEVE MCMILLAN, and CLAIRE
BRAMLEY,

Defendants.

Case No. DRAFT

CLASS ACTION COMPLAINT FOR
VIOLATIONS OF THE FEDERAL
SECURITIES LAWS

1 Plaintiff ____ (“Plaintiff”), individually and on behalf of all others similarly
2 situated, by and through his attorneys, alleges the following upon information and
3 belief, except as to those allegations concerning Plaintiff, which are alleged upon
4 personal knowledge. Plaintiff’s information and belief is based upon, among other
5 things, his counsel’s investigation, which includes without limitation: (a) review and
6 analysis of regulatory filings made by Teradata Corporation (“Teradata” or the
7 “Company”) with the United States (“U.S.”) Securities and Exchange Commission
8 (“SEC”); (b) review and analysis of press releases and media reports issued by and
9 disseminated by Teradata; and (c) review of other publicly available information
10 concerning Teradata.

11 **NATURE OF THE ACTION AND OVERVIEW**

12 1. This is a class action on behalf of persons and entities that purchased or
13 otherwise acquired Teradata securities between February 13, 2023 and February 12,
14 2024, inclusive (the “Class Period”). Plaintiff pursues claims against the Defendants
15 under the Securities Exchange Act of 1934 (the “Exchange Act”).

16 2. Teradata is an enterprise software company that develops and sells
17 database analytics software. The Company is focused on providing connected multi-
18 cloud data platforms for enterprise analytics.

19 3. On February 12, 2024, after the markets closed, Teradata announced its
20 fourth quarter and full year 2023 financial results, revealing the Company’s public
21 cloud annual recurring revenue (“ARR”) only grew 48% (or 46% in constant
22 currency), which fell short of the Company’s previously announced 53-57%
23 expectations. The Company also announced that total ARR grew only 5% in constant
24 currency, falling short of the Company’s previously announced 6-8% expectations. In
25 the subsequent earnings call following the Company’s earnings press release, the
26 Company’s CEO Steve McMillan stated the Company was seeing “erosion” for its
27 on-premises solutions and missed ARR expectations due to “timing issues” and “a
28

1 handful of large deals that slipped out of December and each were worth \$2 million
2 or more of cloud ARR growth.”

3 4. On this news, Teradata’s stock price fell \$10.57, or 21.7%, to close at
4 \$38.22 per share on February 13, 2024, on unusually heavy trading volume.

5 5. Throughout the Class Period, Defendants made materially false and/or
6 misleading statements, as well as failed to disclose material adverse facts about the
7 Company’s business, operations, and prospects. Specifically, Defendants failed to
8 disclose to investors: (1) the Company’s public cloud ARR was not growing as
9 expected; (2) the Company’s total ARR was not growing as expected; (3) as a result,
10 the Company missed its fiscal year 2023 public cloud ARR growth rate outlook; and
11 (4) that, as a result of the foregoing, Defendant’s positive statements about the
12 Company’s business, operations, and prospects were materially misleading and/or
13 lacked a reasonable basis.

14 **JURISDICTION AND VENUE**

15 6. The claims asserted herein arise under Sections 10(b) and 20(a) of the
16 Exchange Act (15 U.S.C. §§ 78j(b) and 78t(a)) and Rule 10b-5 promulgated
17 thereunder by the SEC (17 C.F.R. § 240.10b-5).

18 7. This Court has jurisdiction over the subject matter of this action pursuant
19 to 28 U.S.C. § 1331 and Section 27 of the Exchange Act (15 U.S.C. § 78aa).

20 8. Venue is proper in this Judicial District pursuant to 28 U.S.C. § 1391(b)
21 and Section 27 of the Exchange Act (15 U.S.C. § 78aa(c)). Substantial acts in
22 furtherance of the alleged fraud or the effects of the fraud have occurred in this
23 Judicial District. Many of the acts charged herein, including the dissemination of
24 materially false and/or misleading information, occurred in substantial part in this
25 Judicial District. In addition, the Company’s principal executive offices are located in
26 this District.

27 9. In connection with the acts, transactions, and conduct alleged herein,
28 Defendants directly and indirectly used the means and instrumentalities of interstate

1 commerce, including the United States mail, interstate telephone communications,
2 and the facilities of a national securities exchange.

3 **PARTIES**

4 10. Plaintiff _____, as set forth in the accompanying certification,
5 incorporated by reference herein, purchased Teradata securities during the Class
6 Period, and suffered damages as a result of the federal securities law violations and
7 false and/or misleading statements and/or material omissions alleged herein.

8 11. Defendant Teradata is incorporated under the laws of Delaware with its
9 principal executive offices located in San Diego, California. Teradata common stock
10 trade on the New York Stock Exchange exchange under the symbol “TDC.”

11 12. Defendant Steve McMillan (“McMillan”) was the Company’s President
12 and Chief Executive Officer (“CEO”) at all relevant times.

13 13. Defendant Claire Bramley (“Bramley”) was the Chief Financial Officer
14 (“CFO”) at all relevant times.

15 14. Defendants McMillan and Bramley (collectively the “Individual
16 Defendants”), because of their positions with the Company, possessed the power and
17 authority to control the contents of the Company’s reports to the SEC, press releases
18 and presentations to securities analysts, money and portfolio managers and
19 institutional investors, i.e., the market. The Individual Defendants were provided with
20 copies of the Company’s reports and press releases alleged herein to be misleading
21 prior to, or shortly after, their issuance and had the ability and opportunity to prevent
22 their issuance or cause them to be corrected. Because of their positions and access to
23 material non-public information available to them, the Individual Defendants knew
24 that the adverse facts specified herein had not been disclosed to, and were being
25 concealed from, the public, and that the positive representations which were being
26 made were then materially false and/or misleading. The Individual Defendants are
27 liable for the false statements pleaded herein.

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1 **SUBSTANTIVE ALLEGATIONS**

2 **Background**

3 15. Teradata is an enterprise software company that develops and sells
4 database analytics software. The Company is focused on providing connected multi-
5 cloud data platforms for enterprise analytics.

6 **Materially False and Misleading**

7 **Statements Issued During the Class Period**

8 16. The Class period begins on February 13, 2023. On that date, the
9 Company announced its full fiscal year 2022 financial results and provided the
10 Company’s fiscal year 2023 outlook in a press release which stated in relevant part:¹

11 “We are energized to continue our momentum into 2023, accelerating
12 our growth forecasts for ARR, revenue, and earnings per share. We
13 remain on-track to achieve over one billion dollars of cloud ARR in 2025
14 while driving future margin expansion and free cash flow growth.”

15 * * *

16 **Outlook**

17 For the full-year 2023:

18 • **Public cloud ARR is expected to increase in the range of 53% to 57%**
19 ***year-over-year***

20 • **Total ARR is expected to increase in the range of 6% to 8% year-over-**
21 ***year***

22 • **Recurring revenue is expected to increase in the range of 4% to 7%**
23 ***year-over-year***

24 • **Total revenue is expected to increase in the range of 1% to 4% year-**
25 ***over-year***

26 • ***GAAP diluted EPS is expected to be in the range of \$0.63 to \$0.79***

27 17. On February 24, 2023, the Company submitted its annual report for fiscal
28 year 2022 ended December 31, 2022 on a Form 10-K filed with the SEC which
reported the following:

¹ Unless otherwise stated, all emphasis in bold and italics hereinafter is added.

1 To allow for greater transparency regarding the progress we are making
2 toward achieving our strategic objectives, we utilize the following
financial and performance metrics:

3 •Total Annual Recurring Revenue ("Total ARR") - annual value at a
4 point in time of all recurring contracts, including subscription, cloud,
software upgrade rights, and maintenance. ARR does not include
5 managed services and third-party software.

6 •Public Cloud ARR (included within Total ARR) - annual value at a
7 point in time of all contracts related to public cloud implementations of
Teradata VantageCloud and does not include ARR related to private or
managed cloud implementations.

8 * * *

9 *For the full year 2023, Public Cloud ARR is expected to increase in the*
10 *range of 53% to 57% year-over-year. Total ARR is expected to increase*
in the range of 6% to 8% year-over-year.

11 18. On May 4, 2023, the Company announced its first fiscal quarter 2023
12 financial results in a press release, which stated in relevant part:

13 “Teradata is off to a strong start in 2023 with sequential growth in total
14 ARR, and we closed one of the largest deals in Teradata’s
15 history...tangible proof points of our cloud-first strategy in action,” said
16 Steve McMillan, President and CEO, Teradata. “Customers are
17 expanding their cloud environments, underscoring the power of the
Teradata platform, and driving demand for our differentiated analytics.
We are excited for the year ahead and are on track to achieve all elements
of our annual outlook.”

18 * * *

19 For the full year 2023, Teradata re-affirms the following outlook
elements:

20 • **Public cloud ARR is expected to increase in the range of 53% to 57%**
year-over-year

21 • **Total ARR is expected to increase in the range of 6% to 8% year-over-**
year

22 • Recurring revenue is expected to increase in the range of 4% to 7%
23 year-over-year

24 • Total revenue is expected to increase in the range of 1% to 4% year-
25 over-year

26 • Free cash flow is expected to be in the range of \$320 million to \$360
27 million □

28 Teradata updates the following outlook for full year 2023:

Disclosures at the End of the Class Period

1
2 25. On February 12, 2024, after the markets closed, the Company announced
3 its fourth quarter and full year 2023 financial results (the “FY23 Press Release”). The
4 FY23 Press Release revealed that the Company’s public cloud ARR grew only 48%,
5 or 46% in constant currency, which fell short of the Company’s previously announced
6 53-57% outlook. The Company also announced that total ARR grew 5% in constant
7 currency, falling short of the Company’s previously announced 6-8% outlook. In the
8 subsequent earnings call following the FY23 Press Release, the Company’s CEO
9 Steve McMillan stated the Company was seeing significant “erosion” for its on-
10 premises solutions and missed ARR expectations due to “timing issues” and “a
11 handful of large deals that slipped out of December and each were worth \$2 million
12 or more of cloud ARR growth.”

13 26. The FY23 Press Release reported the following financial results:

14 Full-Year 2023 Financial Highlights Compared to Full-Year 2022

15 • ***Public cloud ARR increased to \$528 million from \$357 million, an***
16 ***increase of 48% as reported and 46% in constant currency^[1]***

17 • ***Total ARR increased to \$1.570 billion from \$1.482 billion, an***
18 ***increase of 6% as reported and 5% in constant currency^[1]***

19 • ***Recurring revenue was \$1.492 billion versus \$1.419 billion, an increase***
20 ***of 5% as reported and 7% in constant currency^[1]***

21 • ***Total revenue was \$1.833 billion versus \$1.795 billion, an increase of***
22 ***2% as reported and 4% in constant currency^[1]***

23 • ***GAAP gross margin was 60.8% versus 60.2%***

24 • ***Non-GAAP gross margin was 61.8% versus 61.6%^[1]***

25 • ***GAAP operating income was \$186 million versus \$118 million***

26 • ***Non-GAAP operating income was \$332 million versus \$286 million^[1]***

27 • ***GAAP diluted EPS was \$0.61 versus \$0.31***

28 27. On this news, Teradata’s stock price fell \$10.57, or 21.7%, to close at
\$38.22 per share on February 13, 2024, on unusually heavy trading volume.

CLASS ACTION ALLEGATIONS

1
2 28. Plaintiff brings this action as a class action pursuant to Federal Rule of
3 Civil Procedure 23(a) and (b)(3) on behalf of a class, consisting of all persons and
4 entities that purchased or otherwise acquired Teradata securities between February
5 13, 2023 and February 12, 2024, inclusive, and who were damaged thereby (the
6 “Class”). Excluded from the Class are Defendants, the officers and directors of the
7 Company, at all relevant times, members of their immediate families and their legal
8 representatives, heirs, successors, or assigns, and any entity in which Defendants have
9 or had a controlling interest.

10 29. The members of the Class are so numerous that joinder of all members
11 is impracticable. Throughout the Class Period, Teradata’s shares actively traded on
12 the New York Stock Exchange. While the exact number of Class members is
13 unknown to Plaintiff at this time and can only be ascertained through appropriate
14 discovery, Plaintiff believes that there are at least hundreds or thousands of members
15 in the proposed Class. Millions of Teradata shares were traded publicly during the
16 Class Period on the New York Stock Exchange. Record owners and other members
17 of the Class may be identified from records maintained by Teradata or its transfer
18 agent and may be notified of the pendency of this action by mail, using the form of
19 notice similar to that customarily used in securities class actions.

20 30. Plaintiff’s claims are typical of the claims of the members of the Class
21 as all members of the Class are similarly affected by Defendants’ wrongful conduct
22 in violation of federal law that is complained of herein.

23 31. Plaintiff will fairly and adequately protect the interests of the members
24 of the Class and has retained counsel competent and experienced in class and
25 securities litigation.

26 32. Common questions of law and fact exist as to all members of the Class
27 and predominate over any questions solely affecting individual members of the Class.
28 Among the questions of law and fact common to the Class are:

1 (a) whether the federal securities laws were violated by Defendants'
2 acts as alleged herein;

3 (b) whether statements made by Defendants to the investing public
4 during the Class Period omitted and/or misrepresented material facts about the
5 business, operations, and prospects of Teradata; and

6 (c) to what extent the members of the Class have sustained damages
7 and the proper measure of damages.

8 33. A class action is superior to all other available methods for the fair and
9 efficient adjudication of this controversy since joinder of all members is
10 impracticable. Furthermore, as the damages suffered by individual Class members
11 may be relatively small, the expense and burden of individual litigation makes it
12 impossible for members of the Class to individually redress the wrongs done to them.
13 There will be no difficulty in the management of this action as a class action.

14 **UNDISCLOSED ADVERSE FACTS**

15 34. The market for Teradata's securities was open, well-developed and
16 efficient at all relevant times. As a result of these materially false and/or misleading
17 statements, and/or failures to disclose, Teradata's securities traded at artificially
18 inflated prices during the Class Period. Plaintiff and other members of the Class
19 purchased or otherwise acquired Teradata's securities relying upon the integrity of the
20 market price of the Company's securities and market information relating to Teradata,
21 and have been damaged thereby.

22 35. During the Class Period, Defendants materially misled the investing
23 public, thereby inflating the price of Teradata's securities, by publicly issuing false
24 and/or misleading statements and/or omitting to disclose material facts necessary to
25 make Defendants' statements, as set forth herein, not false and/or misleading. The
26 statements and omissions were materially false and/or misleading because they failed
27 to disclose material adverse information and/or misrepresented the truth about
28 Teradata's business, operations, and prospects as alleged herein.

1 forth elsewhere herein in detail, the Individual Defendants, by virtue of their receipt
2 of information reflecting the true facts regarding Teradata, their control over, and/or
3 receipt and/or modification of Teradata's allegedly materially misleading
4 misstatements and/or their associations with the Company which made them privy to
5 confidential proprietary information concerning Teradata, participated in the
6 fraudulent scheme alleged herein.

7 **APPLICABILITY OF PRESUMPTION OF RELIANCE**
8 **(FRAUD-ON-THE-MARKET DOCTRINE)**

9 40. The market for Teradata's securities was open, well-developed and
10 efficient at all relevant times. As a result of the materially false and/or misleading
11 statements and/or failures to disclose, Teradata's securities traded at artificially
12 inflated prices during the Class Period. On August 1, 2023, the Company's share
13 price closed at a Class Period high of \$57.41 per share. Plaintiff and other members
14 of the Class purchased or otherwise acquired the Company's securities relying upon
15 the integrity of the market price of Teradata's securities and market information
16 relating to Teradata, and have been damaged thereby.

17 41. During the Class Period, the artificial inflation of Teradata's shares was
18 caused by the material misrepresentations and/or omissions particularized in this
19 Complaint causing the damages sustained by Plaintiff and other members of the Class.
20 As described herein, during the Class Period, Defendants made or caused to be made
21 a series of materially false and/or misleading statements about Teradata's business,
22 prospects, and operations. These material misstatements and/or omissions created an
23 unrealistically positive assessment of Teradata and its business, operations, and
24 prospects, thus causing the price of the Company's securities to be artificially inflated
25 at all relevant times, and when disclosed, negatively affected the value of the
26 Company shares. Defendants' materially false and/or misleading statements during
27 the Class Period resulted in Plaintiff and other members of the Class purchasing the
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1 Company's securities at such artificially inflated prices, and each of them has been
2 damaged as a result.

3 42. At all relevant times, the market for Teradata's securities was an efficient
4 market for the following reasons, among others:

5 (a) Teradata shares met the requirements for listing, and was listed
6 and actively traded on the New York Stock Exchange, a highly efficient and
7 automated market;

8 (b) As a regulated issuer, Teradata filed periodic public reports with
9 the SEC and/or the New York Stock Exchange;

10 (c) Teradata regularly communicated with public investors via
11 established market communication mechanisms, including through regular
12 dissemination of press releases on the national circuits of major newswire services
13 and through other wide-ranging public disclosures, such as communications with the
14 financial press and other similar reporting services; and/or

15 (d) Teradata was followed by securities analysts employed by
16 brokerage firms who wrote reports about the Company, and these reports were
17 distributed to the sales force and certain customers of their respective brokerage firms.
18 Each of these reports was publicly available and entered the public marketplace.

19 43. As a result of the foregoing, the market for Teradata's securities
20 promptly digested current information regarding Teradata from all publicly available
21 sources and reflected such information in Teradata's share price. Under these
22 circumstances, all purchasers of Teradata's securities during the Class Period suffered
23 similar injury through their purchase of Teradata's securities at artificially inflated
24 prices and a presumption of reliance applies.

25 44. A Class-wide presumption of reliance is also appropriate in this action
26 under the Supreme Court's holding in *Affiliated Ute Citizens of Utah v. United States*,
27 406 U.S. 128 (1972), because the Class's claims are, in large part, grounded on
28 Defendants' material misstatements and/or omissions. Because this action involves

1 Defendants’ failure to disclose material adverse information regarding the Company’s
2 business operations and financial prospects—information that Defendants were
3 obligated to disclose—positive proof of reliance is not a prerequisite to recovery. All
4 that is necessary is that the facts withheld be material in the sense that a reasonable
5 investor might have considered them important in making investment decisions.
6 Given the importance of the Class Period material misstatements and omissions set
7 forth above, that requirement is satisfied here.

8 **NO SAFE HARBOR**

9 45. The statutory safe harbor provided for forward-looking statements under
10 certain circumstances does not apply to any of the allegedly false statements pleaded
11 in this Complaint. The statements alleged to be false and misleading herein all relate
12 to then-existing facts and conditions. In addition, to the extent certain of the
13 statements alleged to be false may be characterized as forward looking, they were not
14 identified as “forward-looking statements” when made and there were no meaningful
15 cautionary statements identifying important factors that could cause actual results to
16 differ materially from those in the purportedly forward-looking statements. In the
17 alternative, to the extent that the statutory safe harbor is determined to apply to any
18 forward-looking statements pleaded herein, Defendants are liable for those false
19 forward-looking statements because at the time each of those forward-looking
20 statements was made, the speaker had actual knowledge that the forward-looking
21 statement was materially false or misleading, and/or the forward-looking statement
22 was authorized or approved by an executive officer of Teradata who knew that the
23 statement was false when made.

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1 **FIRST CLAIM**

2 **Violation of Section 10(b) of The Exchange Act and**

3 **Rule 10b-5 Promulgated Thereunder**

4 **Against All Defendants**

5 46. Plaintiff repeats and re-alleges each and every allegation contained
6 above as if fully set forth herein.

7 47. During the Class Period, Defendants carried out a plan, scheme and
8 course of conduct which was intended to and, throughout the Class Period, did: (i)
9 deceive the investing public, including Plaintiff and other Class members, as alleged
10 herein; and (ii) cause Plaintiff and other members of the Class to purchase Teradata's
11 securities at artificially inflated prices. In furtherance of this unlawful scheme, plan
12 and course of conduct, Defendants, and each defendant, took the actions set forth
13 herein.

14 48. Defendants (i) employed devices, schemes, and artifices to defraud; (ii)
15 made untrue statements of material fact and/or omitted to state material facts
16 necessary to make the statements not misleading; and (iii) engaged in acts, practices,
17 and a course of business which operated as a fraud and deceit upon the purchasers of
18 the Company's securities in an effort to maintain artificially high market prices for
19 Teradata's securities in violation of Section 10(b) of the Exchange Act and Rule 10b-
20 5. All Defendants are sued either as primary participants in the wrongful and illegal
21 conduct charged herein or as controlling persons as alleged below.

22 49. Defendants, individually and in concert, directly and indirectly, by the
23 use, means or instrumentalities of interstate commerce and/or of the mails, engaged
24 and participated in a continuous course of conduct to conceal adverse material
25 information about Teradata's financial well-being and prospects, as specified herein.

26 50. Defendants employed devices, schemes and artifices to defraud, while in
27 possession of material adverse non-public information and engaged in acts, practices,
28 and a course of conduct as alleged herein in an effort to assure investors of Teradata's

1 value and performance and continued substantial growth, which included the making
2 of, or the participation in the making of, untrue statements of material facts and/or
3 omitting to state material facts necessary in order to make the statements made about
4 Teradata and its business operations and future prospects in light of the circumstances
5 under which they were made, not misleading, as set forth more particularly herein,
6 and engaged in transactions, practices and a course of business which operated as a
7 fraud and deceit upon the purchasers of the Company's securities during the Class
8 Period.

9 51. Each of the Individual Defendants' primary liability and controlling
10 person liability arises from the following facts: (i) the Individual Defendants were
11 high-level executives and/or directors at the Company during the Class Period and
12 members of the Company's management team or had control thereof; (ii) each of
13 these defendants, by virtue of their responsibilities and activities as a senior officer
14 and/or director of the Company, was privy to and participated in the creation,
15 development and reporting of the Company's internal budgets, plans, projections
16 and/or reports; (iii) each of these defendants enjoyed significant personal contact and
17 familiarity with the other defendants and was advised of, and had access to, other
18 members of the Company's management team, internal reports and other data and
19 information about the Company's finances, operations, and sales at all relevant times;
20 and (iv) each of these defendants was aware of the Company's dissemination of
21 information to the investing public which they knew and/or recklessly disregarded
22 was materially false and misleading.

23 52. Defendants had actual knowledge of the misrepresentations and/or
24 omissions of material facts set forth herein, or acted with reckless disregard for the
25 truth in that they failed to ascertain and to disclose such facts, even though such facts
26 were available to them. Such defendants' material misrepresentations and/or
27 omissions were done knowingly or recklessly and for the purpose and effect of
28 concealing Teradata's financial well-being and prospects from the investing public

1 and supporting the artificially inflated price of its securities. As demonstrated by
2 Defendants' overstatements and/or misstatements of the Company's business,
3 operations, financial well-being, and prospects throughout the Class Period,
4 Defendants, if they did not have actual knowledge of the misrepresentations and/or
5 omissions alleged, were reckless in failing to obtain such knowledge by deliberately
6 refraining from taking those steps necessary to discover whether those statements
7 were false or misleading.

8 53. As a result of the dissemination of the materially false and/or misleading
9 information and/or failure to disclose material facts, as set forth above, the market
10 price of Teradata's securities was artificially inflated during the Class Period. In
11 ignorance of the fact that market prices of the Company's securities were artificially
12 inflated, and relying directly or indirectly on the false and misleading statements made
13 by Defendants, or upon the integrity of the market in which the securities trades,
14 and/or in the absence of material adverse information that was known to or recklessly
15 disregarded by Defendants, but not disclosed in public statements by Defendants
16 during the Class Period, Plaintiff and the other members of the Class acquired
17 Teradata's securities during the Class Period at artificially high prices and were
18 damaged thereby.

19 54. At the time of said misrepresentations and/or omissions, Plaintiff and
20 other members of the Class were ignorant of their falsity, and believed them to be
21 true. Had Plaintiff and the other members of the Class and the marketplace known
22 the truth regarding the problems that Teradata was experiencing, which were not
23 disclosed by Defendants, Plaintiff and other members of the Class would not have
24 purchased or otherwise acquired their Teradata securities, or, if they had acquired
25 such securities during the Class Period, they would not have done so at the artificially
26 inflated prices which they paid.

27 55. By virtue of the foregoing, Defendants violated Section 10(b) of the
28 Exchange Act and Rule 10b-5 promulgated thereunder.

1 By virtue of their position as controlling persons, Individual Defendants are liable
2 pursuant to Section 20(a) of the Exchange Act. As a direct and proximate result of
3 Defendants' wrongful conduct, Plaintiff and other members of the Class suffered
4 damages in connection with their purchases of the Company's securities during the
5 Class Period.

6 **PRAYER FOR RELIEF**

7 WHEREFORE, Plaintiff prays for relief and judgment, as follows:

8 (a) Determining that this action is a proper class action under Rule 23 of the
9 Federal Rules of Civil Procedure;

10 (b) Awarding compensatory damages in favor of Plaintiff and the other
11 Class members against all defendants, jointly and severally, for all damages sustained
12 as a result of Defendants' wrongdoing, in an amount to be proven at trial, including
13 interest thereon;

14 (c) Awarding Plaintiff and the Class their reasonable costs and expenses
15 incurred in this action, including counsel fees and expert fees; and

16 (d) Such other and further relief as the Court may deem just and proper.

17 **JURY TRIAL DEMANDED**

18 Plaintiff hereby demands a trial by jury.
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1 DATED: March ____, 2024

GLANCY PRONGAY & MURRAY LLP

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By: _____
Robert V. Prongay
Charles Linehan
Pavithra Rajesh
1925 Century Park East, Suite 2100
Los Angeles, CA 90067
Telephone: (310) 201-9150
Facsimile: (310) 201-9160

LAW OFFICES OF HOWARD G. SMITH
Howard G. Smith
3070 Bristol Pike, Suite 112
Bensalem PA 19020
Telephone: (215) 638-4847
Facsimile: (215) 638-4867

Counsel for Plaintiff, _____