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17 *Lead Counsel*

18 **UNITED STATES DISTRICT COURT**  
19 **CENTRAL DISTRICT OF CALIFORNIA**

20 ATUL SINGH DEORA, *et al.*,

21 Plaintiffs,

22 v.

23 NANTHEALTH, *et al.*,

24 Defendants.

Case No. 2:17-cv-01825-TJH-MRWx

**DECLARATION OF JOHN A.  
KEHOE IN SUPPORT OF MOTION  
FOR PRELIMINARY APPROVAL OF  
CLASS SETTLEMENT AND TO  
DIRECT CLASS NOTICE**

Date: January 13, 2019

Time: UNDER SUBMISSION

Judge: The Hon. Terry J. Hatter, Jr.

Courtroom: 9B

1 I, John A. Kehoe, hereby declare under penalty of perjury pursuant to  
2 28 U.S.C. § 1746 that the following is true and correct:

3 1. I am a member in good standing of the bars of the Commonwealth of  
4 Pennsylvania and the State of New York. On October 5, 2018, I was admitted *pro*  
5 *hac vice* to appear in this Court on behalf of Southeastern Pennsylvania  
6 Transportation Authority (“SEPTA”). *See* Docket Entry No. 70.

7 2. I respectfully submit this Declaration in support of Plaintiff’s Motion  
8 for Preliminary Approval of Class Settlement and to Direct Notice. The following  
9 is based on my personal knowledge, and if called upon to do so, I could and  
10 would competently testify thereto.

11 3. I am a Managing Shareholder of Kehoe Law Firm, P.C. (“KLF”).  
12 On May 31, 2017, the Court appointed KLF as Lead Counsel, alongside Gibbs  
13 Law Group LLP. *See* Docket Entry No. 33. KLF specializes in class action  
14 litigation in federal and state courts. Attached hereto as **Exhibit A** is a copy of  
15 KLF’s firm resume.

16 4. KLF attorneys have served as lead and co-lead counsel on behalf of  
17 more than a dozen institutional investors and have secured significant recoveries  
18 on behalf of investors in some of the most prominent securities fraud cases in  
19 recent decades. For example, KLF attorney experience includes the landmark  
20 recovery of \$3.2 billion for the class in *In re Tyco Ltd. Sec. Litig.*, MDL No. 02-  
21 1335-PB (D.N.H); a settlement of \$2.4 billion for the class in *In re Bank of America*  
22 *Corp. Sec. Litig.*, 09-MDL-2058 (S.D.N.Y.); a \$627 million settlement *In re*  
23 *Wachovia Corp. Preferred Sec. and Bond/Notes Litig.*, 09-cv-6351 (S.D.N.Y.); and a  
24 \$615 million settlement in *In re Lehman Brothers Equity/Debt Sec. Litig.*, 08-cv-5523  
25 (S.D.N.Y.).

26 5. In January 14, 2019, and September 11, 2019, co-counsel and I, along  
27 with defense counsel, attended mediation sessions overseen by mediator Robert  
28

1 A. Meyer, Esq. Mr. Meyer is a JAMS Case Manager with more than 12 years  
2 mediation experience, including successfully mediating numerous securities class  
3 action lawsuits in federal state courts involving Fortune 500 companies.

4 6. As a result of the mediation sessions and subsequent intensive and  
5 vigorous negotiations overseen by Mr. Meyer, the Parties negotiated the  
6 Settlement Agreement which is now being presented to the Court for preliminary  
7 approval.

8 7. Since the original Complaint was filed, I have been intimately  
9 involved in every facet of this case, and, with my co-counsel, have overseen the  
10 litigation on a day-to-day basis. I am familiar with all of the facts, as well as  
11 NantHealth's asserted defenses on the merits (both with respect to liability and  
12 damages). I believe the negotiated Settlement Agreement provides an excellent  
13 settlement for Plaintiff and the Settlement Class. The Settlement is the result of  
14 contested litigation and involved substantial ADR-related discovery and arm's  
15 length negotiations. In my opinion, the Settlement offers significant advantages  
16 over the continued prosecution of this case: Plaintiff and Class Members will  
17 receive significant financial compensation and will avoid the risks inherent in the  
18 continued prosecution of this case in which NantHealth would assert various  
19 defenses to its liability.

20 8. The Parties have spent considerable time negotiating and drafting the  
21 Settlement Agreement, which ensures that the Settlement Class Members are  
22 provided with notice of the Settlement Agreement and its terms. The Settlement  
23 Agreement further provides that any Class Members who wish to do so, can opt  
24 out of the Settlement and pursue their own individual claims.



# **EXHIBIT A**



## **FIRM RESUME**

Kehoe Law Firm, P.C. (“KLF”) specializes in securities litigation, both class and direct actions, on behalf of institutional and individual investors. We also represent investors in matters of corporate misconduct and abuse, such as when executives and directors breach fiduciary duties of care and loyalty, or engage in self-dealing or other forms of corporate waste. Developing innovative legal theories and being thought leaders in the field is what underpins our commitment to protect our clients, the securities markets and investor interests.

### **FIRM PERSONNEL**

#### **John A. Kehoe, Esq. Shareholder**

John has prosecuted precedent-setting securities and financial fraud cases in federal and state courts on behalf of institutional and individual clients during his more than 18 years in practice. His experience includes serving as lead counsel in *In re Bank of America Corporation Securities Litigation* (\$2.4 billion settlement); *In re Wachovia Preferred Securities and Bond/Notes Litigation* (\$627 million settlement); *In re Initial Public Offering Securities Litigation* (\$586 million settlement resolving 309 consolidated actions); *In re Lehman Brothers Securities and ERISA Litigation* (\$516 million settlement); and *In re Marvell Technology Group Ltd. Securities Litigation* (\$72 million settlement), among others.

John is the founding partner of Kehoe Law Firm, P.C. (“KLF”), and was formerly a partner with Kessler Topaz Meltzer & Check, LLP for six years, a partner with Girard Gibbs LLP for two years, and was previously associated with Clifford Chance LLP, a London-based global law firm, where he defended Fortune 500 companies in complex securities and antitrust civil litigation and against enforcement actions brought by the U.S. Department of Justice, the U.S. Securities and Exchange Commission, and the U.S. Federal Trade Commission.

John is a program faculty member with the National Institute of Trial Advocacy, and he served as an adjunct faculty member with the Trial Advocacy Training Program at the Louisiana State University School of Law. He is also a frequent invited speaker at conferences focused on shareholder rights and corporate governance issues, including the 2013 National Conference on Public Employee Retirement Systems (Rancho Mirage, CA); 2013 Investment Education Symposium (New Orleans, LA); 2013 Public Funds East Conference (Newport, RI); 2012 Rights and Responsibilities for Institutional Investors (Amsterdam, Netherlands); 2011 European Investment Roundtable (Stockholm, Sweden); 2011 Public Funds Symposium (Washington, D.C.); 2011 National Conference on Public Employee Retirement Systems (Miami Beach, FL); 2010 ESG, USA Global Trends and U.S. Sustainable Investing (NY, NY); 2010 ICGN Annual Conference: “The Changing Global Balances” (Toronto, Canada); 2010 Public Funds West Summit (Scottsdale, AZ); 2009 ICGN Annual Conference: “The Route Map to Reform and Recovery” (Sydney, Australia); and the 2007 European Pensions Symposium (Marbella, Spain).

John received his Juris Doctorate, magna cum laude, from Syracuse University College of Law, where he was associate editor of the Syracuse Law Review, associate member of the Syracuse Moot Court Board, and an alternate member on the National Appellate Team. He received a

Masters of Public Administration from the University of Vermont, and Bachelor of Arts from DePaul University, where he was starting goalkeeper on the NCAA Division I soccer team. Prior to attending law school, John served as a law enforcement officer in the State of Vermont (1986-94), where he was a member of the tactical Special Reaction Team and a member of the Major Accident Investigation Team.

John is admitted to practice in New York and Pennsylvania, and is a member in good standing with the U.S. District Court for the Southern District of New York and the U.S. Court of Appeals for the Second Circuit.

**Michael K. Yarnoff, Esq.**  
**Shareholder**

Michael has more than 25 years of experience, including 15 years prosecuting complex securities fraud class actions in federal courts involving claims under both the Securities Act of 1933 and the Exchange Act of 1934. Throughout his career, Michael has represented large institutional clients and individual shareholders and has acted as lead or co-lead counsel in a number of high-profile securities cases, which, collectively, have settled for billions of dollars.

Some highlights of Michael's litigation career include the following cases:

*Tyco International Ltd.* – landmark \$3.2 billion settlement including the then largest securities class recovery from a single corporate defendant (\$2.975 billion) and the second largest auditor settlement (\$225 million); *Delphi Corporation* – \$300 million class settlement against auto-parts manufacturer Delphi Corporation (reduced as a result of bankruptcy), including an additional \$38 million recovery against Delphi's outside auditor; *CVS Corporation* – \$110 million recovery on behalf of a group of injured shareholders, representing one of the largest settlements in a securities class action in First Circuit history; and *MDL Mutual Fund Litigation* – six-year litigation that resulted in more than \$80 million in recoveries against a number of mutual fund companies, including Alliance, Alger, and Excelsior.

Prior to joining KLF, Michael was an attorney at a large plaintiff's class-action law firm, Kessler Topaz Meltzer & Check, LLP, where he served as a senior-level partner in the securities department for over nine years. During his tenure at Kessler Topaz Meltzer & Check, LLP, Michael also litigated a number of cases against large mortgage lenders for violations of the Real Estate Settlement Procedures Act of 1974, patent infringement matters, and appellate matters before multiple Circuit Courts of Appeal.

Michael is a member of the Pennsylvania, New Jersey, and Delaware Bars, as well as the Courts of Appeal for the First, Second, Third, Sixth, and Eleventh Circuits. He received his juris doctorate from Delaware Law School in 1991 and his undergraduate degree from George Washington University in 1988. While at George Washington University, he served as a political intern for the late Senator John Heinz (Pennsylvania).

**David S. Rabbiner**  
**Director, Investigative Services & Litigation Support**

David is a Certified Fraud Examiner (“CFE”), Certified Forensic Interviewer (“CFI”), and licensed Private Detective (Pennsylvania) with over two decades of experience conducting and/or overseeing successful, often complex, civil and criminal investigations related to securities, commodities, financial institution, and corporate fraud, as well as high-level public corruption, civil rights, and major criminal enterprises.

In his present capacity as Director of Investigative Services & Litigation Support for KLF, David directs all aspects of investigations necessary to ensure KLF litigates from a position of strength on behalf of its individual and institutional clients.

Before joining KLF, David enjoyed a highly-successful career as the first Director of Investigative Services (“DIS”) for Kessler Topaz Meltzer & Check, LLP (“KTMC”). In his capacity as DIS, David served as the principal architect of KTMC’s Investigative Services Department, a renowned in-house team of investigative professionals dedicated to conducting investigations of deceit, misrepresentation, and fraudulent activity to support the prosecutorial efforts of a firm specializing in litigating securities fraud, consumer protection, corporate governance, antitrust, shareholder derivative, mergers and acquisitions, and qui tam/“whistleblower” matters.

As DIS, David provided the leadership, guidance, and daily oversight for a full-service investigative unit whose efforts advanced the objectives of KTMC’s practice areas and, importantly, played a key role in the recovery of billions of dollars for shareholders and investors worldwide. Prior to KTMC, David enjoyed a broad-based career with the Federal Bureau of Investigation, including service as an Assistant Special Agent in Charge of a major FBI field office.

David, a CFE, has extensive experience identifying and detecting fraud, as well as developing and implementing appropriate investigative protocols. David also is a CFI with significant witness/suspect/subject interview experience and expertise, as well as a Certified Anti-Money Laundering Specialist (“CAMS”) and Anti-Money Laundering Certified Associate (“AMLCA”) with a Specialist Certificate in Trade-Based Money Laundering. Among his accolades, David is a past recipient of the Executive Office for United States Attorneys Director’s Award for Outstanding Contributions in Law Enforcement.

David received his Juris Doctorate from the University of Miami Law School and his undergraduate degree from the University of Michigan.

**Kevin P. Cauley**  
**Director, Business Development**

Kevin worked for over 12 years as an institutional liaison with national securities litigation firms. Kevin has extensive experience working with Public Pension and Taft-Hartley Funds with respect to protecting their pension investments and health and welfare plans. In addition, Kevin manages the firm's client outreach and developmental programs, and oversees the Firm's portfolio monitoring program services to institutional clients.

Kevin, a graduate of Temple University, has prior experience in the securities industry where he held the Series 7, 24, 63, and 65 licenses issued by the National Association of Securities Dealers (now the Financial Industry Regulatory Authority).

Kevin has been a political consultant coordinating and directing various aspects of field operations for local, state, and national campaigns in Southeastern Pennsylvania. He has attended the University of Pennsylvania's Wharton Executive Education Program, and he is a graduate of the Federal Bureau of Investigation's Citizens Academy.

Kevin also serves on the Philadelphia Committee of the Marine Corps Law Enforcement Foundation, and he is also an active member of The Pennsylvania Future Fund, A.O.H. Division 88 "Officer Danny Boyle Chapter," The Clover Club of Philadelphia, and The Foreign Policy Research Institute. Further, Kevin is an elected member to The Pennsylvania Society and The Union League of Philadelphia, where he serves on the Armed Services Committee.

**LITIGATION EXPERIENCE**

The shareholders of KLF, while practicing at national class-action law firms, gained significant, prior litigation experience as lead, co-lead or counsel in the following actions:

***In re Tyco International Ltd. Securities Litigation*, MDL No. 02-1335-PB (D.N.H)**

Landmark \$3.2 billion settlement including the then largest securities class action recovery from a single corporate defendant (\$2.975 billion), and the second largest auditor settlement (\$225 million).

***In re Bank of America Corporation Securities Litigation*, 09-MDL-2058 (S.D.N.Y.)**

Securities class action on behalf of certain shareholders of Bank of America Corporation ("BoA") arising from materially misleading statements and omissions regarding BoA's acquisition of Merrill Lynch & Co., Inc. The parties reached an agreement to settle the action for \$2.425 billion in cash and certain corporate governance improvements to be implemented or continued by BoA.

***In re Lehman Brothers Equity/Debt Securities Litigation, 08-cv-5523 (S.D.N.Y.)***

Securities class action on behalf of certain shareholders and bondholders of Lehman Brothers Holdings Inc.'s ("Lehman") in connection with untrue statements and omitted material facts regarding, among other things, Lehman's use of undisclosed repurchase and resale transactions, failures to adhere to risk limits, and misstatements concerning Lehman's concentration of mortgage and real estate-related assets, preventing investors from meaningfully assessing Lehman's exposure to these risky assets. The Court subsequently approved settlements totaling \$615,218,000 in connection with the litigation, to resolve claims against the individual officer and director defendants, underwriters of certain Lehman offerings, and against Ernst & Young LLP, Lehman's former auditor.

***In re Wachovia Corp. Preferred Securities and Bond/Notes Litigation, 09-cv-6351 (S.D.N.Y.)***

Securities class action on behalf of certain Wachovia debt holders alleged that Wachovia sold more than \$35 billion of bonds to investors in a series of public offerings while misrepresenting the true nature and quality of Wachovia's "Pick-A-Pay" Option ARM mortgage loan portfolio, and Wachovia's exposure to billions of dollars of losses in mortgage-related assets. On March 31, 2011, the court issued an Opinion and Order substantially denying Defendants' motions to dismiss. On August 5, 2011, Plaintiffs announced that they reached a settlement with all the defendants for a total recovery of \$627 million.

***In re Initial Public Offering Securities Litigation, 21 MC 92 (S.D.N.Y.)***

Combined 506 cases alleging artificial inflation of stock prices due to improper laddering and the payment of excessive commissions to secure IPO stock allocations during the 1990s' "dot-com" boom. Actions settled for \$586 million.

***In re Delphi Corporation Securities, Derivative & "ERISA" Litigation, MDL No. 1725 (E.D. Mich.)***

\$300 million class-action settlement against auto parts manufacturer Delphi Corporation (reduced as a result of bankruptcy), including an additional \$38 million recovery against Delphi's outside auditor.

***CVS Corporation Securities Litigation, 01-11464-JLT (D. Mass.)***

\$110 million recovery on behalf of a group of injured shareholders, representing one of the largest settlements in a securities class-action in First Circuit history.

***In re Mutual Funds Investment Litigation, MDL 1586 (D. Md.)***

Six-year litigation that resulted in more than \$80 million in recoveries against a number of mutual fund companies, including Alliance, Alger, and Excelsior.

***In re Marvell Technology Group, Ltd. Securities Litigation, 06-06286 (N.D. Cal.)***

Securities class action filed against Marvell Technology Group Ltd. (“Marvell”) and three executive officers, involving an alleged options backdating scheme from June 2000 through June 2006, which enabled Marvell’s executives and employees to receive options with favorable option exercise prices selected with the benefit of hindsight, violating Marvell’s stock option plan while avoiding hundreds of millions of dollars in compensation expenses on Marvell’s books. Eventually, Marvell conceded that it understated the effect of its compensation expense and overstated net income. Marvel settled the litigation for \$72 million, a settlement among the largest reached in an options backdating securities class action.

***In re Brocade Securities Litigation, 05-cv-02042 (N.D. Cal.)***

Securities class action alleging that Defendants engaged in repeated violations of federal securities laws by backdating options grants to top executives and falsifying the date of stock option grants and other information regarding options grants to numerous employees from 2000 through 2004, which, ultimately, caused Brocade to restate all of its financial statements from 2000 through 2005. In addition, concurrent SEC civil and Department of Justice criminal actions against certain individual defendants were commenced. After denying defendants’ motions to dismiss and certifying a class of Brocade investors who were damaged by the alleged fraud, the case settled for \$160 million and was approved by the Court.

***In re Vitamins Antitrust Litigation, 99-197 (D.D.C.)***

Class action and numerous individual actions involving companies that purchased bulk vitamin products seeking to recover overcharges from an alleged international price fixing cartel. Case settlements exceeded \$2 billion and at the time were among the largest recoveries in antitrust history.

**CONTACT US**

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