

1 UNITED STATES DISTRICT COURT
2 NORTHERN DISTRICT OF CALIFORNIA

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4 MELISSA HANNA, Derivatively on Behalf of
5 MOMENTUS INC. (F/K/A STABLE ROAD
6 ACQUISITION CORP.),

7 Plaintiff,

8 vs.

9 BRIAN KABOT, JUAN MANUEL QUIROGA,
10 JAMES NORRIS, JAMES HOFMOCKEL,
11 MIKHAIL KOKORICH, DAWN HARMS,
12 FRED KENNEDY, CHRIS HADFIELD,
13 MITCHEL B. KUGLER, VICTORINO
14 MERCADO, KIMBERLEY A. REED, LINDA J.
15 REINERS, JOHN C. ROOD, STABLE ROAD
16 ACQUISITION CORP., and SRC-NI
17 HOLDINGS, LLC,

18 Defendants,

19 and

20 MOMENTUS INC. (F/K/A STABLE ROAD
21 ACQUISITION CORP.),

22 Nominal Defendant.
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Case No. 5:23-CV-00374

**[PROPOSED] FINAL ORDER AND
JUDGMENT**

1 This matter came before the Court for hearing pursuant to the Preliminary Approval Order
2 of this Court, dated _____, 2024 (“Order”), on the motion of the parties for approval of the
3 proposed settlement (“Settlement”) set forth in the Stipulation and Agreement of Settlement dated
4 August 26, 2024 (“Stipulation”).

5 The Court has reviewed and considered all documents, evidence, objections (if any), and
6 arguments presented in support of or against the Settlement. Being fully advised of the premises
7 and finding that good cause exists, the Court enters this Judgment.

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9 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

10 1. This Order and Final Judgment incorporates by reference the definitions in the
11 Stipulation, and all terms used herein shall have the same meanings as set forth in the Stipulation,
12 unless otherwise set forth herein.

13 2. This Court has jurisdiction over the subject matter of this case, including all matters
14 necessary to effectuate the Settlement, and over all Settling Parties.

15 3. Based on evidence submitted, the Court finds that notice of the Settlement was
16 published and disseminated in accordance with this Court’s Preliminary Approval Order. This
17 Court further finds that the forms and contents of the Notice and Summary Notice, as previously
18 preliminary approved by the Court, complied with the requirements of Federal Rule of Civil
19 Procedure 23.1, satisfied the requirements of due process of the United States Constitution, and
20 constituted due and sufficient notice of the matters set forth therein.

21 4. The Court finds that the terms of the Stipulation and Settlement are fair, reasonable,
22 and adequate as to each of the Settling Parties, and hereby finally approves the Stipulation and
23 Settlement in all respects and orders the Settling Parties to perform its terms to the extent the Settling
24 Parties have not already done so.

25 5. Pursuant to entry of this Judgment, this Hanna Action and all claims contained therein
26 against Defendants, as well as all of Plaintiffs’ Released Claims against each of the Defendants’
27 Releasees, are hereby dismissed with prejudice. Plaintiffs’ Counsel in the Rivlin Action and
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1 Lindsey Action are directed, if they have not already done so, to cause the Rivlin Action and Lindsey
2 Action to be dismissed with prejudice. As among the Plaintiffs and Defendants, the parties are to
3 bear their own costs, except as otherwise provided in the Stipulation.

4 6. Upon the Effective Date, Plaintiffs' Releasees shall release any and all manner of
5 Plaintiffs' Released Claims that have been or could have been asserted in any forum derivatively or
6 by the Company directly against Defendants' Releasees, including any Unknown Claims, debts,
7 demands, rights, interests, actions, suits, causes of action, cross-claims, counter-claims, charges,
8 judgments, obligations, setoffs, or liabilities for any obligations of any kind whatsoever (however
9 denominated), for fees, costs, penalties, damages whenever incurred, and liabilities of any nature
10 whatsoever (including, without limitation, demands for rescission, damages, interest, attorneys'
11 fees, and any other costs, expenses or liabilities whatsoever, including joint and several), whether
12 based on federal, state, local, statutory or common law, in equity, or on any other law, rule,
13 regulation, ordinance, contract, or the law of any foreign jurisdiction, whether fixed or contingent,
14 known or unknown, liquidated or unliquidated, suspected or unsuspected, asserted or unasserted,
15 matured or unmatured, or arising from or relating in any way to any act or omission alleged or
16 claims asserted, or which could have been asserted, derivatively in the Derivative Matters.

17 7. Upon the Effective Date, Defendants' Releasees shall release, relinquish, and
18 discharge each and all of the Plaintiffs' Releasees from any and all manner of Defendants' Released
19 Claims, known or unknown, whether based on federal, state, local, statutory or common law, in
20 equity, or on any other law, rule, regulation, ordinance, contract, or the law of any foreign
21 jurisdiction, whether fixed or contingent, known or unknown, liquidated or unliquidated, suspected
22 or unsuspected, asserted or unasserted, matured or unmatured, arising out of the commencement,
23 litigation, or settlement of the Derivative Matters.

24 8. Nothing in the Stipulation constitutes or reflects a waiver or release of any Unreleased
25 Claims (as defined in the Stipulation) or any rights or claims of Defendants and/or Momentum
26 against their insurers, or their insurers' subsidiaries, predecessors, successors, assigns, affiliates, or
27 representatives, including, but not limited to, any rights or claims by the Defendants under any
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1 directors' and officers' liability insurance or other applicable insurance coverage maintained by the
2 Company. Nothing in the Stipulation constitutes or reflects a waiver or release of any rights or
3 claims of the Defendants relating in any way to indemnification or advancement of attorneys' fees
4 relating to the Action or the Released Claims, whether under any written indemnification or
5 advancement agreement, or under the Company's charter, by-laws or operating agreement, or under
6 applicable law.

7 9. During the course of the Derivative Matters, all parties and their respective counsel at
8 all times complied with the requirements of Federal Rule of Civil Procedure 11, and all other similar
9 rules, laws, or statutes.

10 10. The Court hereby approves the Fee and Expense Amount and Service Awards
11 and finds that such awards are fair and reasonable.

12 11. Neither the Stipulation (including any Exhibits attached thereto) nor the Settlement,
13 nor any act performed or document executed pursuant to or in furtherance of the Stipulation or the
14 Settlement: (a) is or may be deemed to be, or may be offered, attempted to be offered or used in any
15 way by the Settling Parties as a presumption, a concession or an admission of, or evidence of, any
16 fault, wrongdoing or liability of the Settling Parties or of the validity of any Plaintiffs' or
17 Defendants' Released Claims; or (b) is intended by the Settling Parties to be offered or received as
18 evidence or used by any other person in any other actions or proceedings, whether civil, criminal or
19 administrative. Defendants' Releasees and Plaintiffs' Releasees may file the Stipulation and/or the
20 Judgment in any action that has been or may be brought against them in order to support a defense
21 or counterclaim based on principles of *res judicata*, collateral estoppel, full faith and credit, release,
22 standing, good faith settlement, judgment bar or reduction or any other theory of claim preclusion
23 or issue preclusion or similar defense or counterclaim, and any of the Settling Parties may file the
24 Stipulation and documents executed pursuant and in furtherance thereto in any action to enforce the
25 Settlement.

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12. Without affecting the finality of this Judgment in any way, this Court hereby retains continuing jurisdiction with respect to implementation and enforcement of the terms of the Stipulation, except as otherwise provided in the Stipulation.

13. This Final Order and Judgment is a final, appealable judgment and should be entered forthwith by the Clerk in accordance with Federal Rule of Civil Procedure 58 and all other similar laws.

IT IS SO ORDERED.

DATED:

HONORABLE EDWARD J. DAVILA