



**GRANTED**

**IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE**

ROBERT TERA,

Plaintiff,

v.

HC2 HOLDINGS, INC., a Delaware Corporation, PHILIP A. FALCONE, WARREN H. GFELLER, ROBERT V. LEFFLER, JR., LEE S. HILLMAN, and JULIE TOTMAN SPRINGER,

Defendants.

C.A. No. 2020-0275-JRS

**STIPULATION AND [PROPOSED] ORDER CLOSING THE CASE**

WHEREAS, on May 28, 2020, the Court entered an order in the above action (the “Action”) which, among other things, voluntarily dismissed the Action as moot, and retained jurisdiction solely for the purpose of determining Plaintiff’s counsel’s application for an award of attorneys’ fees and reimbursement of expenses (“Plaintiff’s Fee Application”);

WHEREAS, the parties filed their respective briefs supporting and opposing Plaintiff’s Fee Application and oral argument on such motion was set to take place August 10, 2020 at 11am.

WHEREAS, the parties have reached an agreement to fully resolve Plaintiff’s Fee Application with a payment to Plaintiff’s counsel by HC2 Holdings, Inc.

(“HC2”), on behalf of Defendants, of \$1,600,000, inclusive of a payment to Plaintiff of \$2,000 (the “Mootness Fee”); AND

WHEREAS, the Court has not and will not pass judgment on the amount of the fee;

**IT IS HEREBY STIPULATED AND AGREED**, pursuant to Rules 23(e) and 41(a) of the Rules of the Court of Chancery, subject to the approval of the Court that:

1. Pursuant to a schedule to be agreed upon among the parties, Defendants or their designee shall pay Plaintiff’s counsel fees in the amount of \$1,600,000 (inclusive of the payment of \$2,000 to Plaintiff) to an account designated by Plaintiff’s counsel.
2. Upon the filing of a Notice of such payment being completed:
  - a. The Register in Chancery is directed to close the Action on the docket for all purposes; and
  - b. The Court will no longer retain jurisdiction over the Action.
3. Except as provided in paragraph 1 of this stipulation, each party shall bear its own fees and costs.

DATED: August 12, 2020

OF COUNSEL:

Mark Lebovitch  
Jacqueline Y. Ma

**BERNSTEIN LITOWITZ  
BERGER & GROSSMAN LLP**

1251 Avenue of the Americas  
New York, New York 10020  
(212) 554-1400

Jeremy Friedman  
David F.E. Tejtel

**FRIEDMAN OSTER &  
TEJTEL PLLC**

493 Bedford Center Road, Suite 2D  
Bedford Hills, New York 10507  
(888) 529-1108

*Counsel for Plaintiff Robert Tera*

**BERNSTEIN LITOWITZ  
BERGER & GROSSMANN LLP**

*/s/ Gregory V. Varallo*

Gregory V. Varallo (ID No. 2242)  
500 Delaware Avenue, Suite 901  
Wilmington, DE 19801  
(302) 364-3601

*Counsel for Plaintiff Robert Tera*

**SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP**

*/s/ Edward B. Micheletti*

Edward B. Micheletti (ID No. 3794)

Jennifer C. Voss (ID No. 3747)

Sarah R. Martin (ID No. 5230)

Mary T. Reale (ID No. 6471)

One Rodney Square

Wilmington, DE 19899-0636

(302) 651-3000

*Attorneys for Defendants HC2  
Holdings, Inc., Philip A. Falcone,  
Warren H. Gfeller, Robert V. Leffler,  
Jr., Lee S. Hillman, and Julie Totman  
Springer*

**APPROVED AND SO ORDERED**, this \_\_\_\_\_ day of \_\_\_\_\_, 2020.

\_\_\_\_\_  
Vice Chancellor Joseph R. Slights III

This document constitutes a ruling of the court and should be treated as such.

**Court:** DE Court of Chancery Civil Action

**Judge:** Joseph Slights

**File & Serve**

**Transaction ID:** 65842506

**Current Date:** Aug 12, 2020

**Case Number:** 2020-0275-JRS

**Case Name:** Robert Tera v. HC2 Holdings, Inc., et al.

**Court Authorizer:** Joseph Slights

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**/s/ Judge Joseph Slights**