

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

SHUHUAN YU, Individually and on
Behalf of all others Similarly Situated,

Plaintiff,

v.

C.A. No. 2021-0932-NAC

RMG SPONSOR, LLC, MKC
INVESTMENTS LLC, ROBERT S.
MANCINI, PHILIP KASSIN,
D. JAMES CARPENTER, W. GRANT
GREGORY, CRAIG BRODERICK,
W. THADDEUS MILLER, and
STEVEN P. BUFFONE,

Defendants.

AFFIDAVIT OF DAVID M. SBORZ

STATE OF DELAWARE)
) ss.
COUNTY OF NEW CASTLE)

David M. Sborz, being duly sworn, deposes and says:

1. I am a partner of Andrews & Springer LLC (“Andrews & Springer”) and a member in good standing of the Delaware Bar. Andrews & Springer served as counsel for plaintiff Shuhuan Yu (“Plaintiff”) in the above-captioned action (“Action”). I am familiar with the subject matter of the litigation.

2. I submit this Affidavit in support of certifying the class, approval of the proposed settlement, the application for an award of attorneys’ fees and expenses, and the award of an incentive fee to Plaintiff.

3. Andrews & Springer undertook this litigation on an entirely contingent basis and all costs and expenses in this case were borne by either my firm or co-counsel at Robbins Geller Rudman & Dowd LLP or Robbins LLP.

4. Based on the daily time records maintained by my firm, Andrews & Springer attorneys and paralegals recorded 185.00 hours from inception through November 6, 2023 (the date the parties accepted the mediator's proposal to settle the Action) for a total lodestar of \$94,782.50. These are the normal rates charged by Andrews & Springer for non-contingent and contingent matters in Delaware and other courts throughout the United States. A breakdown of Andrews & Springer's hours from inception through November 6, 2023, is as follows:

| Timekeeper | Hours | Hourly Rate¹ | Lodestar |
|------------------------|--------------|--------------------------------|-----------------|
| Peter B. Andrews (P) | 1.30 | \$900.00 | \$1,170.00 |
| David M. Sborz (P) | 99.30 | \$644.03 | \$63,952.50 |
| Andrew J. Peach (OC) | 17.90 | \$650.00 | \$11,635.00 |
| Jackson E. Warren (A) | 5.00 | \$500.00 | \$2,500.00 |
| Jacob D. Jeifa (A) | 4.80 | \$315.00 | \$1,512.00 |
| Dara J. Cupingood (PL) | 31.80 | \$284.06 | \$9,033.00 |

¹ The hourly rate column is calculated by dividing the timekeeper's lodestar by the hours worked. If the timekeeper's rate increased over the years since the inception of the Action, an average hourly rate is reflected. The lodestar is the actual billing amount based on firm records at the time the services were provided.

| Timekeeper | Hours | Hourly Rate¹ | Lodestar |
|---------------------------|---------------|--------------------------------|--------------------|
| Jackson R. Brandwene (PL) | 24.90 | \$200.00 | \$4,980.00 |
| Total | 185.00 | | \$94,782.50 |

(P) – Partner; (OC) – Of Counsel; (A) – Associate; (PL) – Paralegal

5. Based on the daily time records maintained by my firm, Andrews & Springer attorneys and paralegals recorded an additional 8.50 hours from November 7, 2023 (the date after the parties accepted the mediator’s proposal to settle the Action) through June 17, 2024 (the date the Stipulation and Agreement of Compromise, Settlement, and Release (“Settlement Stipulation”) was filed), for a total lodestar of \$5,836.00. These are the normal rates charged by Andrews & Springer for non-contingent and contingent matters in Delaware and other courts throughout the United States. A breakdown of Andrews & Springer’s hours from November 7, 2023 through June 17, 2024, is as follows:

| Timekeeper | Hours | Hourly Rate² | Lodestar |
|------------------------|--------------|--------------------------------|-------------------|
| David M. Sborz (P) | 7.00 | \$766.07 | \$5,362.50 |
| Dara J. Cupingood (PL) | 1.50 | \$315.67 | \$473.50 |
| Total | 8.50 | | \$5,836.00 |

(P) – Partner; (PL) – Paralegal

² The hourly rate column is calculated by dividing the timekeeper’s lodestar by the hours worked. If the timekeeper’s rate increased over the years since the inception of the Action, an average hourly rate is reflected. The lodestar is the actual billing amount based on firm records at the time the services were provided.

6. Based on the daily time records maintained by my firm, Andrews & Springer attorneys and paralegals recorded 193.50 hours from inception through June 17, 2024 (the date the Settlement Stipulation was filed), for a total lodestar of \$100,618.50. These are the normal rates charged by Andrews & Springer for non-contingent and contingent matters in Delaware and other courts throughout the United States. A breakdown of Andrews & Springer’s hours from inception through June 17, 2024, is as follows:

| Timekeeper | Hours | Hourly Rate³ | Lodestar |
|---------------------------|---------------|--------------------------------|---------------------|
| Peter B. Andrews (P) | 1.30 | \$900.00 | \$1,170.00 |
| David M. Sborz (P) | 106.30 | \$652.07 | \$69,315.00 |
| Andrew J. Peach (OC) | 17.90 | \$650.00 | \$11,635.00 |
| Jackson E. Warren (A) | 5.00 | \$500.00 | \$2,500.00 |
| Jacob D. Jeifa (A) | 4.80 | \$315.00 | \$1,512.00 |
| Dara J. Cupingood (PL) | 33.30 | \$285.48 | \$9,506.50 |
| Jackson R. Brandwene (PL) | 24.90 | \$200.00 | \$4,980.00 |
| Total | 193.50 | | \$100,618.50 |

(P) – Partner; (OC) – Of Counsel; (A) – Associate; (PL) – Paralegal

³ The hourly rate column is calculated by dividing the timekeeper’s lodestar by the hours worked. If the timekeeper’s rate increased over the years since the inception of the Action, an average hourly rate is reflected. The lodestar is the actual billing amount based on firm records at the time the services were provided.

7. Based on records maintained by my firm, the total unreimbursed expenses incurred by Andrews & Springer with respect to this Action from inception to date are \$8,460.33. The expenses, broken down by category, are as follows:

| Expense Category | Total |
|---------------------------|-------------------|
| Court/Filing Fees | \$7,512.35 |
| Copying/Court Runner Fees | \$947.98 |
| Total | \$8,460.33 |


I state under penalty of perjury under the laws of the State of Delaware that the foregoing is true and correct to the best of my knowledge.

Executed this 12th day of September, 2024.



David M. Sborz (#6203)
ANDREWS & SPRINGER LLC
4001 Kennett Pike, Suite 250
Wilmington, Delaware 19807
(302) 504-4957

SWORN to and SUBSCRIBED before me on this 12th day of September, 2024.



Notary Public

My Commission Expires: 3-15-2025

