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8 Attorneys for Defendants
 9 Tomer Weingarten, David Bernhardt,
 10 Charlene T. Begley, Aaron Hughes, Mark S. Peek,
 11 Ana G. Pinczuk, Daniel Scheinman, Teddie Wardi,
 12 Jeffrey W. Yabuki, and Nominal Defendant
 13 SentinelOne, Inc.

14 UNITED STATES DISTRICT COURT
 15 NORTHERN DISTRICT OF CALIFORNIA
 16 OAKLAND DIVISION

FENWICK & WEST LLP

17 JOEL NEWMAN, derivatively on behalf of
 18 SENTINELONE, INC.,
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 20 Plaintiff,
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 22 v.
 23 TOMER WEINGARTEN, DAVID
 24 BERNHARDT, CHARLENE T. BEGLEY,
 25 AARON HUGHES, MARK S. PEEK, ANA
 26 G. PINCZUK, DANIEL SCHEINMANN,
 27 TEDDI WARDI, and JEFFREY W.
 28 YABUKI,
 Individual Defendants,
 -and-
 SENTINELONE, INC.,
 Nominal Defendant.

Case No.: 4:24-cv-01934-HSG

**STIPULATION AND ORDER TO
 CONSOLIDATE AND STAY (as
 modified)**

Judge: Hon. Haywood S. Gilliam Jr

Date Action Filed: March 29, 2024

23 WALTER STOCHEVSKI, Derivatively on
 24 Behalf of Nominal Defendant SENTINELONE,
 25 INC.,
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 27 Plaintiff,
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 v.
 TOMER WEINGARTEN, DAVID
 BERNHARDT, CHARLENE T. BEGLEY,

Case No.: 4:24-cv-02096-HSG

**STIPULATION AND ORDER TO
 CONSOLIDATE AND STAY (as
 modified)**

Judge: Hon. Haywood S. Gilliam Jr

Date Action Filed:

1 AARON HUGHES, MARK S. PEEK, ANA
 2 PINCZUK, DANIEL SCHEINMAN, TEDDIE
 3 WARDI, and JEFFREY W. YABUKI,

4 Defendants,

5 and

6 SENTINELONE, INC.,

7 Nominal Defendant.

8 Pursuant to Rule 42(a) of the Federal Rules of Civil Procedure (“Rule 42(a)”) and Civil
 9 Local Rule 7-12, Plaintiffs Joel Newman and Walter Stochevski (together, “Plaintiffs”), Individual
 10 Defendants Tomer Weingarten, David Bernhardt, Charlene T. Begley, Aaron Hughes, Mark S.
 11 Peek, Ana Pinczuk, Daniel Scheinman, Teddie Wardi, and Jeffrey W. Yabuki (the “Individual
 12 Defendants”), and Nominal Defendant SentinelOne, Inc. (“SentinelOne” or the “Nominal
 13 Defendant” and, together with the Individual Defendants, the “Defendants,” and with the Plaintiffs,
 14 the “Parties”), by and through their respective counsel, stipulate as follows:

15 WHEREAS, on January 10, 2024, Plaintiff Walter Stochevski filed a stockholder derivative action
 16 in the U.S. District Court for the District of Delaware on behalf of SentinelOne against the
 17 Individual Defendants, captioned *Stochevski v. Weingarten, et al.*, Case No. 1:24-cv-00025;

18 WHEREAS, on March 29, 2024, Plaintiff Joel Newman filed a Verified Stockholder
 19 Derivative Complaint (the “Complaint”) on behalf of Nominal Defendant against the Individual
 20 Defendants in the shareholder derivative action captioned *Newman v. Weingarten, et al.*, Case No.
 21 4:24-cv-01934-HSG (the “Newman” Action);

22 WHEREAS, on April 8, 2024, *Stochevski v. Weingarten, et al.*, Case No. 1:24-cv-00025,
 23 was transferred from the U.S. District Court for the District of Delaware to this Court, where it was
 24 assigned the caption *Stochevski v. Weingarten, et al.*, Case No. 4:24-cv-02096-HSG (the
 25 “*Stochevski* Action” and, together with the *Newman* Action, the “Derivative Actions”);

26 WHEREAS, the Derivative Actions assert claims based on the same alleged events and
 27 circumstances in the securities class action captioned *In re SentinelOne, Inc. Securities Litigation*,
 28 Case No. 4:23-cv-02786-HSG (N.D. Cal.), pending before the United States District Court for the
 Northern District of California (the “Securities Class Action”);

1 WHEREAS, Individual Defendants Weingarten and Bernhardt are named as defendants in
2 both the Derivative Actions and the Securities Class Action;

3 WHEREAS, on May 3, 2024, this Court entered an order deeming the Derivative Actions
4 related to the Securities Class Action;

5 WHEREAS, Rule 42(a) provides that when actions involve “a common question of law or
6 fact,” the Court may “(1) join for hearing or trial any or all matters at issue in the actions; (2)
7 consolidate the actions; or (3) issue any other orders to avoid unnecessary cost or delay”;

8 WHEREAS, the Parties agree that the Derivative Actions should be consolidated for all
9 purposes, including pre-trial proceedings and trial, into a single consolidated action (hereinafter
10 referred to as the “Consolidated Derivative Action”), in order to avoid duplication of effort and
11 potentially conflicting results, and to conserve party and judicial resources; and

12 WHEREAS, in light of the similarities between the Derivative Actions and the Securities
13 Class Action, and because Plaintiffs seek damages on SentinelOne’s behalf arising from, among
14 other things, the outcome of the Securities Class Action, and in order to conserve the Parties’ and
15 judicial resources, the Parties to the Derivative Actions agree that all proceedings and deadlines in
16 the Derivative Actions, including discovery and Defendants’ obligation to move, answer, or
17 respond to the Complaints in the Derivative Actions, should be voluntarily stayed;

18 **IT IS ACCORDINGLY STIPULATED AND AGREED** by the Parties, pursuant to Civil
19 L.R. 7-12, through their respective undersigned counsel, as follows:

- 20 1. Defendants agree to accept service of process on behalf of any Defendant not yet
21 served in the Derivative Actions;
- 22 2. The Derivative Actions are hereby consolidated for all purposes, including pre-trial
23 proceedings and trial, into the Consolidated Derivative Action.
- 24 3. Every pleading in the Consolidated Derivative Action, or in any separate action
25 included herein, must bear the following caption:
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**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA**

IN RE SENTINELONE, INC.
STOCKHOLDER DERIVATIVE
LITIGATION

Lead Case No. 4:24-cv-01934-HSG
(Consolidated with Case No. 4:24-cv-02096-HSG)

This Document Relates To:

ALL ACTIONS

4. The files of the Consolidated Derivative Action shall be maintained in one file under Lead Case No. 4:24-cv-01934-HSG.

5. Co-Lead Counsel for Plaintiffs in the Consolidated Derivative Action shall be:

LEVI & KORSINSKY, LLP

Daniel Tepper (*pro hac vice* forthcoming)

Correy A. Suk (*pro hac vice* forthcoming)

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RIGRODSKY LAW, P.A.

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6. Plaintiffs' Co-Lead Counsel shall have the sole authority to speak for Plaintiffs in all matters regarding pre-trial procedure, trial, and settlement negotiations and shall make all work assignments in such manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive effort. Defendants' counsel may rely upon all agreements made with Co-Lead Counsel, or other duly authorized representative of Co-Lead Counsel, and such agreements shall be binding on all plaintiffs in the Consolidated Derivative Action.

7. This Order shall apply to each purported derivative action arising out of the same or substantially the same transactions or events as the Consolidated Derivative Action

- 1 that is subsequently filed in, removed to, or transferred to this Court.
- 2 8. When a case which properly belongs as part of *In re SentinelOne, Inc. Stockholder*
- 3 *Derivative Litigation*, Lead Case No. 4:24-cv-01934-HSG, is hereafter filed in,
- 4 remanded to, or transferred to this Court, counsel for the Parties shall call such filing,
- 5 remand, or transfer to the attention of the Clerk of the Court for purposes of moving
- 6 the Court for an order consolidating such case(s) with *In re SentinelOne, Inc.*
- 7 *Stockholder Derivative Litigation*, Lead Case No. 4:24-cv-01934-HSG.
- 8 9. The Parties agree that a stay of the Consolidated Derivative Action pending
- 9 resolution of the Securities Class Action is appropriate in that it will avoid
- 10 inefficiencies and duplicative efforts, will better preserve the resources of the Court
- 11 and the Parties, and will more closely align the proceedings in the Consolidated
- 12 Derivative Action with the proceedings in the Securities Class Action.
- 13 10. All proceedings and deadlines in the Consolidated Derivative Action, including the
- 14 filing of pleadings, motion practice, and any discovery, shall be stayed and no
- 15 deadline shall be imposed until the earlier of (1) final resolution of the Securities
- 16 Class Action; or (2) an announcement that the parties in the Securities Class Action
- 17 have reached a settlement. Defendants shall not be required to move, or otherwise
- 18 respond, to the complaints in either the *Newman* Action or the *Stochevski* Action
- 19 during the pendency of the stay.
- 20 11. Within fourteen (14) days of resolution or dismissal of the Securities Class Action
- 21 with prejudice, the Parties shall meet and confer and submit to the Court a proposed
- 22 schedule for resuming proceedings in the Consolidated Derivative Action, including
- 23 dates by which Plaintiffs must file an amended complaint (if not already amended
- 24 pursuant to paragraph 14), if any, and a date by which Defendants must answer,
- 25 move against or otherwise respond to the operative complaint, and any associated
- 26 briefing schedules.
- 27 12. The Defendants shall promptly notify the Plaintiffs of any related derivative lawsuits
- 28 involving SentinelOne (“Related Derivative Action”). Defendants’ counsel shall

1 promptly notify Co-Lead Counsel if any Related Derivative Action is not stayed for
2 the same or longer duration of time as the Consolidated Derivative Action.

3 13. In the event that a party-scheduled mediation or court-ordered settlement conference
4 is held in an effort to settle the Securities Class Action, counsel for Defendants shall
5 provide Co-Lead Counsel with reasonable advance notice of said mediation and
6 shall invite Plaintiffs to participate in such mediation (subject to Defendants seeking
7 permission from that court and/or other parties to the mediation and/or settlement
8 conference, as well as any insurers). In the event that Plaintiffs are not permitted to
9 attend such mediation and/or settlement conference, Defendants will make a good-
10 faith effort to mediate separately with Plaintiffs at or around the same time as the
11 mediation of the Securities Class Action. Defendants shall inform Plaintiffs
12 promptly upon the scheduling of any mediation with any other plaintiffs in a Related
13 Derivative Action and shall include Plaintiffs in any such mediation (subject to
14 Defendants seeking permission from that court and/or other parties to the mediation,
15 as well as any insurers).

16 14. Notwithstanding the agreed-upon stay of the Consolidated Derivative Action,
17 Plaintiffs may file a consolidated amended complaint during the pendency of the
18 stay, but Defendants shall have no obligation to move, answer, plead, or otherwise
19 respond to the complaint or any amended complaint during the pendency of the stay.

20 15. All proceedings in this action, including all applicable case management and ADR
21 deadlines, whether by Court order, the Federal Rules and Civil Local Rules, or
22 otherwise shall be temporarily stayed and/or vacated during the pendency of
23 Securities Class Action.

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IT IS SO STIPULATED.

Dated: June 4, 2024

FENWICK & WEST LLP

By: /s/ Jay L. Pomerantz
Jay L. Pomerantz

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Mountain View, CA 94041
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*Attorneys for Defendants
Tomer Weingarten, David Bernhardt,
Charlene T. Begley, Aaron Hughes, Mark S. Peek,
Ana G. Pinczuk, Daniel Scheinman, Teddie Wardi,
Jeffrey W. Yabuki, and nominal defendant
SentinelOne, Inc.*

Dated: June 4, 2024

WOLF HALDENSTEIN ADLER FREEMAN &
HERZ LLP

By: /s/ Betsy C. Manifold
Betsy C. Manifold

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Local Counsel for Plaintiffs

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Co-Lead Counsel for Plaintiffs

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Pursuant to Local Rule No. 5-1(i)(3), all signatories concur in filing this stipulation.

Dated: June 4, 2024

By: /s/ Jay L. Pomerantz
Jay L. Pomerantz

ORDER

PURSUANT TO STIPULATION, IT IS SO ORDERED.

The clerk is directed to administratively close the later-filed civil action, Case No. 24-cv-02096-HSG. All future filings should be done in the lead case only.

DATED: 6/5/2024


THE HONORABLE HAYWOOD S. GILLIAM, JR.
UNITED STATES DISTRICT COURT JUDGE

FENWICK & WEST LLP