

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Nu Ride Inc., *et al.*,

Reorganized Debtors.

Chapter 11

Case No. 23-10831 (MFW)

(Jointly Administered)

Related D.I.: 1203, 1204, 1207

**[PROPOSED] ORDER GRANTING OHIO CLASS COUNSEL’S MOTION
FOR AN AWARD OF ATTORNEYS’ FEES AND EXPENSES IN CONNECTION WITH
OHIO SECURITIES LITIGATION SETTLEMENT**

WHEREAS, this matter came on for hearing on June 11, 2024 on Ohio Class Counsel’s motion for an award of attorneys’ fees and payment of expenses (“**Ohio Fee and Expense Application**”) from the settlement fund created through the Ohio Securities Litigation Settlement, including an award to the Class Representative pursuant to the Private Securities Litigation Reform Act of 1995 (“**PSLRA**”).¹ The Court having considered all matters submitted to it at the hearing and otherwise; and it appearing that notice of the hearing and the Ohio Fee and Expense Application substantially in the form approved by the Court was provided to Ohio

¹ The terms of the settlement are in the: (i) *Third Modified First Amended Joint Chapter 11 Plan of Lordstown Motors Corp. and Its Affiliated Debtors* (together with all schedules and exhibits thereto, and as the same may be modified in accordance with its terms, the “**Plan**”); (ii) the *Stipulation Between Debtors, Ohio Securities Litigation Lead Plaintiff, Official Committee of Unsecured Creditors, and Official Committee of Equity Security Holders Regarding Ohio Securities Litigation Lead Plaintiff’s Motion To Apply Bankruptcy Rule 7023 To Class Claims and Proofs of Claim Numbers 1368, 1379, 1380, 1394, 1426, and 1434* (the “**7023 Stipulation**”), which was so ordered by this Court (“**Bankruptcy Court**” or “**Court**”) on February 5, 2024; and (3) this Court’s March 6, 2024 order confirming the Plan (the “**Confirmation Order**”). All capitalized terms not defined herein have the same meanings as in the Plan, the 7023 Stipulation, or the Confirmation Order.



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Settlement Class Members who could be identified with reasonable effort, and that a summary notice of the hearing and application substantially in the form approved by the Court was published in *The Wall Street Journal* and transmitted over *PR Newswire* pursuant to the specifications of the Court; and no objections to the Ohio Fee and Expense Application having been received or filed; and the Court having considered and determined the fairness and reasonableness of the award of attorneys' fees and expenses requested,

NOW, THEREFORE, IT IS HEREBY ORDERED that:

1. The Court has jurisdiction to enter this Order and over the subject matter of the Ohio Securities Litigation Settlement and all parties thereto, including all Ohio Settlement Class Members.

2. Notice of the Ohio Fee and Expense Application was given to Ohio Settlement Class Members who could be identified with reasonable effort, and they were given the opportunity to object by May 21, 2024. The form and method of notifying the Ohio Settlement Class of the Ohio Fee and Expense Application satisfied the notice requirements of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "**Local Rules**"), the Federal Rules of Civil Procedure (including Rules 23(c)–(e), made applicable hereto by Bankruptcy Rules 7023 and 9014) (the "**Federal Rules**"), the Due Process Clause of the United States Constitution, and Section 21D(a)(7) of the Securities Exchange Act of 1934, 15 U.S.C. § 78u-4(a)(7), as amended by the PSLRA; constituted the best notice practicable under the circumstances; and constituted due, adequate, and sufficient notice to those entitled thereto.

3. There have been no objections to Ohio Class Counsel's request for attorneys' fees and expenses.

4. Ohio Class Counsel are hereby awarded attorneys' fees in the amount of 30% of the Ohio Securities Litigation Settlement Fund, which may be paid to Ohio Class Counsel as Settlement funds are deposited into the Settlement Fund, and \$1,288,866.60 as payment of litigation expenses, plus accrued interest, which sums the Court finds to be fair and reasonable.

5. Class Representative George Troicky is hereby awarded \$15,000 from the Ohio Securities Litigation Settlement Fund in connection with the time he has, to date, dedicated to representing the Ohio Settlement Class, pursuant to §21D(a)(4) of the PSLRA, 15 U.S.C. §78u-4(a)(4).

6. In making this award of attorneys' fees and expenses to be paid from the Ohio Securities Litigation Settlement Fund, the Court has considered and found that:

(a) The Settlement has created a fund of, at minimum, \$3 million, plus subsequent additional funding of up to \$7 million in cash that will be paid into the Settlement Fund pursuant to the terms of the Settlement, and that numerous Ohio Settlement Class Members who timely submit valid Ohio Claim Forms will benefit from the Settlement that occurred because of the efforts of counsel. The Settlement also requires the Post-Effective Date Debtors or Litigation Trustee, as applicable, to provide to Class Representative, for use in the continued prosecution of the Ohio Securities Litigation against the remaining defendants, all documents that were previously produced by the Debtors in response to any request for documents by (a) the SEC, (b) any party in the Delaware Shareholder Class Action, and (c) any party to the case *In re Lordstown Motors Corp. S'holder Derivative Litig.*, No. 1:21-CV-00604-SB (D. Del.). Settling Defendant David Hamamoto has also agreed to make himself available to Ohio Class Counsel

for interviews in order to provide Class Representative with information concerning any matter relevant to the ongoing prosecution of the Ohio Securities Litigation;

(b) The fee sought by Ohio Class Counsel has been reviewed and approved as reasonable by the Class Representative;

(c) 473,122 potential Settlement Class Members or their nominees were either mailed a Postcard Notice or emailed a direct link to the settlement webpage, long-form Notice, and Postcard Notice, stating that Ohio Class Counsel would apply for attorneys' fees in an amount not to exceed 30% of the Ohio Securities Litigation Settlement Fund and litigation expenses in an amount not to exceed \$1,500,000;

(d) The claims against the Settling Defendants, arising under the Securities Exchange Act of 1934, required the navigation of highly challenging and complex issues concerning, among other things, scienter, materiality, damages, and loss causation, with a substantial risk of non-payment given the contingent nature of the fee and the Debtors' financial condition and the filing of these proceedings;

(e) Had Ohio Class Counsel not achieved the Settlement, there was a significant risk that Class Representative and the other members of the Ohio Settlement Class may have recovered less or nothing from the Settling Defendants;

(f) Ohio Class Counsel have litigated the claims against the Settling Defendants and achieved the Settlement with skill, perseverance, and diligent advocacy;

(g) The attorneys' fees awarded and litigation expenses to be paid from the Ohio Securities Litigation Settlement Fund are fair and reasonable under the circumstances here, represent a unique recovery for defrauded investors in a Chapter 11 case, and are comparable with awards made in securities class action settlements within this District;

(h) Public policy concerns favor the award of attorneys' fees and expenses in securities class action litigation; and

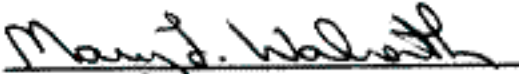
(i) Ohio Class Counsel have expended more than 2,947 hours through April 30, 2024, with a lodestar value of \$2,173,729.50, to achieve the Settlement.

7. Any appeal or any challenge affecting this Court's approval of Ohio Class Counsel's Fee and Expense Application shall in no way disturb or affect the finality of the Court's Order approving the Ohio Securities Litigation Settlement.

8. Exclusive jurisdiction is hereby retained over the Settling Defendants, Class Representative, and the Ohio Settlement Class Members for all matters relating to the Ohio Securities Litigation Settlement, including the administration, interpretation, effectuation, or enforcement of the Settlement and this Order.

9. Notwithstanding anything to the contrary in the Bankruptcy Rules, including Bankruptcy Rule 6004(h), this Order shall not be stayed upon its entry and shall become effective and enforceable immediately.

Dated: June 11th, 2024
Wilmington, Delaware


MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE