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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

IN RE ALPHABET, INC., SHAREHOLDER
DERIVATIVE LITIGATION

CONSOLIDATED
Case No.: 3:21-cv-9388-RFL

**RESPONSE TO JUNE 18, 2025 COURT
ORDER (ECF NO. 90) REQUESTING
SUPPLEMENTAL BRIEFING**

JUDGE: Hon. Rita F. Lin, U.S.D.J.
DEPT: Courtroom 15 – 18th Floor

On June 18, 2025, this Court issued an “Order Requesting Supplemental Briefing” (ECF No. 90) asking the parties a series of six questions. The first three questions appear, to the parties, best addressed by Alphabet which will be done in a separate concurrent filing by Alphabet. Questions 4 through 6 are addressed below by the Co-Lead Plaintiffs.

ANSWERS TO QUESTIONS 4–6

Question No. 4. The Amended Complaint (ECF No. 84) alleges that the Board of Directors (“Board”) was repeatedly told of red flags but ignored them because it was controlled by insiders. The settlement, however, appears geared toward ensuring that the Board is notified of red flags through the Risk and Compliance Committee, which would be assisted by the Trust and Compliance Council. How would the proposed measures address the underlying concern at the heart of the Amended Complaint?

Answer No. 4. The amended complaint alleges the Board ignored red flags. The Corporate Reforms address this allegation by ensuring that the Board will conduct direct and regular oversight, which will help the Board to engage with any future red flags. *See* Preliminary Approval Motion, ECF No. 86 at 8–16. Courts have found increased Board-level oversight, such as the new Risk and Compliance Committee, on compliance issues to be a significant corporate benefit. *In re Pfizer Inc. S’holder Derivative Litig.*, 780 F. Supp. 2d 336, 342 (S.D.N.Y. 2011).

Question No. 5. By what deadline do Lead Plaintiffs’ Counsel propose to file their motion for attorneys’ fees, such that shareholders may have an opportunity to review it sufficiently in advance of the objection deadline?

Answer No. 5. Lead Plaintiffs’ Counsel’s motion for attorney fees shall be filed concurrently with their motion in support of final approval of the settlement, which will be at least 28 calendar days before the Settlement Hearing.

Question No. 6. Any final approval hearing would be held both in person and over Zoom. Please file an amended proposed class notice and an amended proposed preliminary approval order that reflects this fact and includes the link for the Court’s public hearing webinar by July 1, 2025.

Answer No. 6. Please see attached the revised class notice (*see* Declaration of Jing-Li Yu in Support of Response to June 18, 2025 Court Order (ECF No. 90) Requesting Supplemental

Briefing, Ex. A) and revised proposed preliminary approval order (*id.*, Ex. B) that includes the link for the Court's public hearing webinar.

DATED: July 1, 2025

Respectfully submitted,
SCOTT+SCOTT ATTORNEYS AT LAW LLP

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CERTIFICATE OF SERVICE

I hereby certify that on July 1, 2025, I authorized the electronic filing of the foregoing with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to the e-mail addresses denoted on the Electronic Mail Notice List. All parties not so registered will be served via e-mail or U.S. Mail.

Executed on July 1, 2025, at New York, New York.

/s/ Jing-Li Yu
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