

EXHIBIT F-1

1 Laurence M. Rosen (SBN 219683)
2 **THE ROSEN LAW FIRM, P.A.**
3 355 South Grand Avenue, Suite 2450
4 Los Angeles, CA 90071
5 Telephone: (213) 785-2610
6 Facsimile: (213) 226-4684
7 Email: lrosen@rosenlegal.com

8 *Counsel for Plaintiff*

9 [Additional Counsel Listed on Signature Pages]

10 **UNITED STATES DISTRICT COURT**
11 **CENTRAL DISTRICT OF CALIFORNIA**

12 JUSTIN RIVLIN, derivatively on behalf of
13 MOMENTUS INC. (f/k/a STABLE ROAD
14 ACQUISITION CORP.),

15 Plaintiff,

16 v.

17 BRIAN KABOT, JUAN MANUEL
18 QUIROGA, EDWARD K. FREEDMAN,
19 JAMES NORRIS, MARC LEHMANN,
20 JAMES HOFMOCKEL, ANN KONO,
21 MIKHAIL KOKORICH, DAWN HARMS,
22 FRED KENNEDY, JOHN C. ROOD,
23 CHRIS HADFIELD, MITCHELL R.
24 KUGLER, KIMBERLEY A. REED,
25 LINDA J. REINERS, and SRC-NI
26 HOLDINGS, LLC,

27 Defendants,

28 and

MOMENTUS, INC. (f/k/a STABLE
ROAD ACQUISITION CORP.),

Nominal Defendant.

Case No. 2:23-cv-03120-AB-JC

STIPULATION OF DISMISSAL

Hon. André Birotte Jr.

1 Plaintiff Justin Rivlin (“Plaintiff”), Nominal Defendant Momentus, Inc. (f/k/a Stable Road
2 Acquisition Corp.) (“Momentus” or the “Company”), and Defendants Brian Kabot, Juan Manuel
3 Quiroga, Edward K. Freedman, James Norris, Marc Lehmann, James Hofmockel, Ann Kono,
4 Dawn Harms, Fred Kennedy, John C. Rood, Chris Hadfield, Mitchel B. Kugler, Kimberly A.
5 Reed, Linda J. Reiners, and SRC-NI Holdings, LLC (collectively with Momentus, “Defendants”),
6 by and through their undersigned counsel, hereby stipulate as follows:

7
8 WHEREAS, on April 25, 2023, Plaintiff filed a shareholder derivative action in this Court
9 on behalf of the Company against Defendants Brian Kabot, James Norris, Marc Lehmann, James
10 Hofmockel, and Ann Kono, captioned *Rivlin v. Kabot, et al.*, Case No. 2:23-cv-03120 (the “Rivlin
11 Action”);

12 WHEREAS, on July 14, 2023, the Company and the individual defendants each filed a
13 motion to dismiss Plaintiff’s Verified Shareholder Derivative Complaint;

14 WHEREAS, on August 4, 2023, in response to the motions to dismiss, Plaintiff filed a
15 Verified Amended Shareholder Derivative Complaint, naming as additional defendants Juan
16 Manuel Quiroga, Edward K. Freedman, Mikhail Kokorich, Dawn Harms, Fred Kennedy, John C.
17 Rood, Chris Hadfield, Mitchel B. Kugler, Kimberly A. Reed, Linda J. Reiners, and SRC-NI
18 Holdings, LLC;

19
20 WHEREAS, the Rivlin Action involves some of the same parties and factual allegations
21 as a related federal securities class action filed on July 15, 2021 in the United States District Court
22 for the Central District of California, captioned *In re Stable Road Acquisition Corp. Securities*
23 *Litigation*, Case No. 2:21-cv-05744 (the “Securities Class Action”);

24
25 WHEREAS, the Rivlin Action involves some of the same parties and factual allegations
26 as the following pending matters: (i) a shareholder derivative action filed on January 25, 2023 in
27 the United States District Court for the Northern District of California, captioned *Hanna v. Kabot,*
28 *et al.*, Case No. 5:23-cv-00374 (the “Hanna Action”); and (ii) a shareholder derivative action filed

1 on June 30, 2023 in the Court of Chancery of the State of Delaware, captioned *Lindsey v. Quiroga*,
2 et al., C.A. No. 2023-0674-PAF (the “Lindsey Action”); (collectively with the Rivlin Action, the
3 “Derivative Matters”);

4 WHEREAS, on August 18, 2023, the parties to the Securities Class Action agreed to a
5 settlement in that matter, and on April 23, 2024, the Court entered a final order and judgment
6 approving the class settlement;

7 WHEREAS, the parties to Derivative Matters agreed to mediate the claims in those
8 matters, and on October 25, 2023, the parties’ counsel engaged in a full day mediation concerning
9 the Derivative Matters;
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11 WHEREAS, on October 24, 2023, this Court entered an Order continuing a previously set
12 scheduling conference in the Rivlin Action in light of the parties upcoming mediation;

13 WHEREAS, on January 23, 2024, this Court entered an Order vacating all then-pending
14 dates and deadlines in the Rivlin Action as the Parties continued to engage in global settlement
15 negotiations regarding the Derivative Matters and requiring the Parties to file a joint status report
16 on February 16, 2024 on the status of settlement;
17

18 WHEREAS, on February 16, 2024, the Parties filed a joint status report regarding the
19 ongoing nature of the global settlement negotiations in connection with the Derivative Matters,
20 and pursuant to subsequent court orders, the Parties filed further joint status reports in the Rivlin
21 Action on the progress of settlement negotiations on March 18, May 17, and July 1;
22

23 WHEREAS, the parties to the Derivative Matters subsequently reached an agreement in
24 principle to resolve their dispute, and on August 26, 2024, executed a Stipulation and Agreement
25 of Settlement (the “Stipulation”) of the Derivative Matters, all putatively brought on behalf of
26 Momentus by current stockholders;
27
28

1 WHEREAS, the Stipulation was filed in the Hanna Action before the United States
2 District Court for the Northern District of California (the “Reviewing Court”) for approval of the
3 global settlement of the Derivative Matters;

4 WHEREAS, on _____, the Reviewing Court granted preliminary approval
5 of the proposed settlement of the Derivative Matters and approved the method of providing notice
6 to Momentus stockholders and approval of the forms of notice and summary notice, and such
7 notice of the settlement of the Derivative Matters, the Stipulation, and its terms were provided to
8 Momentus stockholders;
9

10 WHEREAS, on _____, the Reviewing Court held a final settlement
11 approval hearing, at which any interested Momentus stockholders were afforded the opportunity
12 to be heard regarding the settlement of the Derivative Matters, the Stipulation, and its terms,
13 thereby fulfilling the notice requirements of _____; and

14 WHEREAS, on _____, the Reviewing Court entered a final order and
15 judgment approving the settlement of the Derivative Matters (attached hereto as **Exhibit A**) and
16 finding that the notice provided to all stockholders was sufficient;
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NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by the Parties, through their respective counsel of record, as follows:

1. Pursuant to the Stipulation and Federal Rules of Civil Procedure 41(a)(1)(ii) and 23.1(c), the above-captioned matter shall be dismissed with prejudice; and

2. Except as otherwise provided in the Stipulation, each party shall bear his, her, or its own costs and attorneys' fees.

IT IS SO STIPULATED.

Dated: _____

The Rosen Law Firm, P.A.
Laurence M. Rosen (SBN 219683)
355 South Grand Avenue, Suite 2450
Los Angeles, CA 90071
Tel: (213) 785-2610
Fax: (213) 226-4684
Email: lrosen@rosenlegal.com

The Brown Law Firm, P.C.
Timothy Brown
Saadia Hashmi (*pro hac vice*)
767 Third Avenue, Suite 201
New York, NY 10017
Tel: (516) 922-5427
Fax: (516) 344-6204
Email: tbrown@thebrownlawfirm.net
shashmi@thebrownlawfirm.net

By:

Counsel for Plaintiff Justin Rivlin

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Esbrook P.C.

Christopher Esbrook
David F. Pustilnik
Kirk Watkins
321 North Clark Street, Suite 1930
Chicago, IL 60654
Telephone: (312) 319-7680
Email: christopher.esbrook@esbrook.com
Email: david.pustilnik@esbrook.com
Email: kirk.watkins@esbrook.com

The Maloney Firm, APC

Gregory M. Smith
2381 Rosecrans Avenue, Suite 405
El Segundo, CA 90245
Telephone: (310) 540-1505
Email: gsmith@maloneyfirm.com

By:

Counsel for Defendants Brian Kabot, Juan Manuel Quiroga, Edward K. Freedman, James Norris, Marc Lehmann, James Hofmockel, Ann Kono, and SRC-NI Holdings, LLC

Winston & Strawn LLP

Jeffrey L. Steinfeld (SBN 294848)
333 South Grand Avenue, 38th Floor
Los Angeles, CA 90071
Telephone: (213) 615-1700
Email: jlsteinfeld@winston.com

By:

Counsel for Defendant Dawn Harms

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Stoner Carlson LLP

William E. Stoner (SBN 101418)
301 E. Colorado Boulevard, Suite 320
Pasadena, California 91101
Tel: (213) 687-2640
Email: wstoner@stonercarlson.com

By:

Counsel for Defendant Fred Kennedy

Bradley Arant Boult Cummings LLP

Charles E. Elder (CA Bar No. 186524)
1221 Broadway, Suite 2400
Nashville, TN 37203
Telephone: (615) 244-2582
celder@bradley.com

Baker & McKenzie, LLP

Aaron Goodman
10250 Constellation Blvd., Suite 1850
Los Angeles, CA 90067
Telephone: (310) 201-4709
Email: agoodman@bakermckenzie.com

By:

*Counsel for Nominal Defendant Momentus Inc. and
Defendants John C. Rood, Chris Hadfield, Mitchel B.
Kugler, Kimberly A. Reed, and Linda J. Reiners*

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SIGNATURE ATTESTATION

I am the ECF User whose identification and password are being used to file the foregoing document. Pursuant to Civil Local Rule 5-4.3.4, I hereby attest that the other signatories have concurred in this filing.

Dated: _____

By: _____