

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

RYAN PERRI Derivatively on Behalf of
DANIMER SCIENTIFIC, INC.,

Plaintiff,

v.

Case No. 1:21-cv-01423-LPS

STEPHEN E. CROSKREY, JOHN A.
DOWDY, III, CHRISTY BASCO, PHILIP
GREGORY CALHOUN, GREGORY HUNT,
ISAO NODA, STUART W. PRATT, JOHN
P. AMBOIAN and RICHARD J. HENDRIX,

Individual Defendants,

-and-

DANIMER SCIENTIFIC, INC., a Delaware
corporation,

Nominal Defendant.

STIPULATION AND [PROPOSED] ORDER

WHEREAS, on October 6, 2021, Plaintiff Ryan Perri filed a stockholder derivative complaint (the “Complaint”) in the United States District Court for the District of Delaware on behalf of Danimer Scientific, Inc. against Stephen E. Croskrey, John A. Dowdy, III, Christy Basco, Philip Gregory Calhoun, Gregory Hunt, Isao Noda, Stuart W. Pratt, John P. Amboian, and Richard J. Hendrix (“Individual Defendants”) and Nominal Defendant, Danimer Scientific, Inc. (“Danimer” and, together with Individual Defendants, the “Danimer Defendants”) in the case captioned *Perri v. Croskrey, et al.*, Case No. 1:21-cv-01423-LPS (the “Derivative Action”);

WHEREAS, counsel for Plaintiff and the Danimer Defendants (the “Parties”) have conferred regarding the status of the Derivative Action and the appropriate next steps;

WHEREAS, the Derivative Action involves overlapping parties and factual allegations with related federal securities class actions filed in May 2021 in the United States District Courts in the Eastern District of New York, captioned *Rosencrants v. Danimer Scientific, Inc., et al.*, Case No. 21-cv-02708-MKB-RLM (E.D.N.Y.) and *Skistimis, et uno v. Danimer Scientific, Inc., et al.*, Case No. 21-cv-02824-MKB-RLM (E.D.N.Y.) (the “NY Securities Class Actions”), and the Middle District of Georgia, captioned *Caballero v. Danimer Scientific, Inc., et al.*, Case No. 1:21-cv-00095-LAG (M.D. Ga.) and *Wilkins v. Danimer Scientific, Inc., et al.*, Case No. 21-cv-00096-LAG (M.D. Ga.) (the “Georgia Securities Class Actions”);

WHEREAS, in September 2021, the Georgia Securities Class Actions were voluntarily dismissed without prejudice and the NY Securities Class Actions were consolidated for all purposes under the *Rosencrants* action in United States District Courts in the Eastern District of New York under the new caption *In re Danimer Scientific, Inc. Securities Litigation*, Master File No. 21-cv-02708-MKB-RLM (E.D.N.Y.) (the “Securities Litigation”); and

WHEREAS, based upon the overlapping parties and factual allegations contained in the Derivative Action and the Securities Litigation, and to avoid the unnecessary expenditure of judicial resources, the Parties have agreed, subject to this Court’s approval, to temporarily stay proceedings in the Derivative Action until the resolution of the Danimer Defendants’ motions to dismiss the Securities Litigation;

NOW, THEREFORE, it is hereby STIPULATED and ORDERED that:

1. The Danimer Defendants agree that their counsel shall be deemed to have accepted service of the Complaint on their behalf in the Derivative Action as of the date of this Stipulation;
2. All proceedings in the Derivative Action will be stayed until: (a) resolution of the defendants’ motions to dismiss in the Securities Litigation; (b) at the request of any party, upon

thirty (30) days' notice to all parties and to the Court; or (c) upon further order from the Court, whichever comes first;

3. Plaintiff may file an amended complaint during the pendency of the stay. Defendants need not answer, move or otherwise respond to an amended complaint, if one is filed, during the pendency of the stay;

4. Defendants shall promptly notify Plaintiff if and when they become aware of any derivative lawsuits filed in any forum following entry of this Stipulation and Order or threatened derivative lawsuits (including requests to inspect Danimer's books and records or litigation demands on Danimer's board of directors) that are related to the conduct alleged in Plaintiff's Complaint;

5. In the event of the filing of additional derivative lawsuits in this or other jurisdictions, Defendants shall promptly notify Plaintiff if a court does not stay a related derivative lawsuit for the same or a longer duration;

6. Defendants shall promptly notify Plaintiff of any mediation that takes place in the Securities Litigation;

7. This stay shall not apply to any motions, stipulations, or any other related filings pertaining to the consolidation of any related stockholder derivative actions and/or appointment of lead plaintiff(s) and lead and liaison counsel;

8. In the event the stay is lifted, the Parties shall meet and confer within thirty (30) days, and thereafter submit to the Court a proposed scheduling order governing further proceedings in the Derivative Action;

9. All deadlines and hearings will be postponed until after the stay is lifted; and

10. The Parties reserve all of their respective rights and waive none—including Defendants' right to move to dismiss any operative complaint in the event the stay is lifted.

IT IS SO STIPULATED and ORDERED.

OF COUNSEL:

LEVI & KORSINSKY, LLP
Gregory M. Nespole
Ryan C. Messina
55 Broadway, 10th Floor
New York, New York 10006

BIELLI & KLAUDER, LLC

/s/ Ryan M. Ernst

Ryan M. Ernst (No. 4788)
1204 N. King Street
Wilmington DE 19801
(302) 803-4600
rernst@bk-legal.com

Attorneys for Plaintiff

OF COUNSEL:

GIBSON, DUNN & CRUTCHER LLP
Brian M. Lutz
Jonathan D. Fortney
200 Park Avenue
New York, New York 10166

RICHARDS, LAYTON & FINGER, P.A.

/s/ Kevin M. Gallagher

Kevin M. Gallagher (#5337)
920 North King Street
Wilmington, Delaware 19801
(302) 651-7700
gallagher@rlf.com

-and-

Attorneys for Defendants

KANE KESSLER, P.C.
Aris Haigian
Dana M. Susman
600 Third Avenue
New York, New York 10016

Dated: October __, 2021

SO ORDERED

This __ day of _____, 2021

United States District Judge