

I. GENERAL INSTRUCTIONS

1. To recover as a Class Member based on your claims in the action entitled *Moradpour v. Velodyne Lidar, Inc., et al.*, No. 3:21-cv-01486-SI (the “Litigation”), you must complete and, on page 7, sign this Proof of Claim and Release form. If you fail to submit a timely and properly addressed (as set forth in paragraph 3 below) Proof of Claim and Release form, your claim may be rejected and you may not receive any recovery from the Net Settlement Fund created in connection with the proposed Settlement.

2. Submission of this Proof of Claim and Release form, however, does not assure that you will share in the proceeds of the Settlement of the Litigation.

3. **YOU MUST MAIL (POSTMARKED ON OR BEFORE SEPTEMBER 11, 2024) OR SUBMIT ELECTRONICALLY (ON OR BEFORE SEPTEMBER 11, 2024) YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE FORM, ACCOMPANIED BY COPIES OF THE DOCUMENTS REQUESTED HEREIN, ADDRESSED AS FOLLOWS:**

Velodyne Securities Litigation
c/o Epiq Class Action and Claims Solutions, Inc.
PO Box 2666
Portland, OR 97208-2666
Online Submissions: www.VelodyneSecuritiesLitigation.com¹

If you are not a Class Member, as defined in the Notice of Pendency and Proposed Settlement of Class Action (“Notice”), DO NOT submit a Proof of Claim and Release form.

4. If you are a Class Member and you did not timely request exclusion in response to the Notice, you are bound by the terms of any judgment entered in the Litigation, including the releases provided therein, **WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE FORM.**

II. CLAIMANT IDENTIFICATION

If you purchased Velodyne Securities and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, you purchased Velodyne Securities and the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser.

Use Part I of this form entitled “Claimant Identification” to identify each purchaser of record (“nominee”), if different from the beneficial purchaser of the Velodyne Securities that form the basis of this claim. **THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER(S) OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER(S) OF THE VELODYNE SECURITIES UPON WHICH THIS CLAIM IS BASED.**

All joint purchasers must sign this claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this claim on behalf of Persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

III. CLAIM FORM

Use Parts II-III of this form entitled “Schedule of Transactions in Velodyne Common Stock” and “Schedule of Transactions of Velodyne Warrants”, respectively, to supply all required details of your transaction(s) in Velodyne Securities. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

On the schedules, provide all of the requested information with respect to all of your purchases and all of your sales of Velodyne Securities which took place during the period July 2, 2020 through and including June 14, 2021 whether such transactions resulted in a profit or a loss. You must also provide all of the requested information with respect to all of the Velodyne Securities you held at the close of trading on July 1, 2020 and June 14, 2021. Failure to report all such transactions may result in the rejection of your claim.

¹ For details on electronic file submission, see page 2.

List each transaction separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list.

The date of covering a “short sale” is deemed to be the date of purchase of Velodyne Common Stock or Warrant. The date of a “short sale” is deemed to be the date of sale of Velodyne Common Stock or Warrant.

Copies of broker confirmations or other documentation of your transactions in Velodyne Securities should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request to, or may be requested to, submit information regarding their transactions in electronic files. All claimants **MUST** submit a manually signed paper Proof of Claim and Release form whether or not they also submit electronic copies. If you have a large number of transactions and wish to file your claim electronically, you must contact the Claims Administrator at 1 (877) 393-0073 to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgment of receipt and acceptance of electronically submitted data.

Continues on next page

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
Moradpour v. Velodyne, Lidar, Inc. et al.
No. 3:21-CV-01486-SI
PROOF OF CLAIM AND RELEASE FORM
Must Be Postmarked (if Mailed) or Received (if Filed Electronically)
No Later Than: September 11, 2024

Please Type or Print

PART I – CLAIMANT IDENTIFICATION

The Claims Administrator will use this information for all communications regarding this Claim Form. If this information changes, you **MUST** notify the Claims Administrator in writing at the address above. Complete names of all persons and entities must be provided.

Beneficial Owner's First Name	MI	Beneficial Owner's Last Name
<input type="text"/>	<input type="text"/>	<input type="text"/>

Co-Beneficial Owner's First Name	MI	Co-Beneficial Owner's Last Name
<input type="text"/>	<input type="text"/>	<input type="text"/>

Entity Name (if claimant is not an individual)

Representative or Custodian Name (if different from Beneficial Owner[s] listed above)

Address 1 (street name and number)

Address 2 (apartment, unit or box number)

City	State	ZIP Code
<input type="text"/>	<input type="text"/>	<input type="text"/> – <input type="text"/>

Foreign Country (only if not USA)

Social Security Number (last four digits only)	OR	Taxpayer Identification Number (last four digits only)
<input type="text"/>		<input type="text"/>

Telephone Number (home)	Telephone Number (work)
<input type="text"/> – <input type="text"/> – <input type="text"/>	<input type="text"/> – <input type="text"/> – <input type="text"/>

Email address

Account Number (if filing for multiple accounts, file a separate Claim Form for each account)

Claimant Account Type (check appropriate box)

<input type="checkbox"/> Individual (includes joint owner accounts)	<input type="checkbox"/> IRA/401K	<input type="checkbox"/> Estate
<input type="checkbox"/> Corporation	<input type="checkbox"/> Pension Plan	<input type="checkbox"/> Trust
<input type="checkbox"/> Other _____ (please specify)		

PART II: SCHEDULE OF TRANSACTIONS IN VELODYNE COMMON STOCK

- A. Number of shares of Velodyne Common Stock held at the close of trading on July 1, 2020: _____
- B. Purchases of Velodyne Common Stock (July 2, 2020 – June 14, 2021, inclusive) (excluding commissions, transfer taxes or other fees)²:

Trade Date (MIMDDYY)	Number of VLDR Shares Purchased	Price Per Share	Total Purchase Price																																																																								
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- C. Sales of Velodyne Common Stock (July 2, 2020 – June 14, 2021, inclusive) (excluding commissions, transfer taxes or other fees):

Trade Date (MIMDDYY)	Number of VLDR Shares Sold	Price Per Share	Total Sales Price																																																																								
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- D. Number of shares of Velodyne Common Stock held at the close of trading on:

June 14, 2021: _____

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.

2D

² Please note, purchases of Velodyne Common Stock during the 90-day period from March 17, 2021 through June 14, 2021, inclusive, will be used to balance your claim only.

PART III: SCHEDULE OF TRANSACTIONS IN VELODYNE WARRANTS

- A. Number of Velodyne Warrants held at the close of trading on July 1, 2020: _____
- B. Purchases of Velodyne Warrants (July 2, 2020 – June 14, 2021, inclusive) (excluding commissions, transfer taxes or other fees):

Trade Date (MMDDYY)	Number of VLDR Warrants Purchased	Price Per Share	Total Purchase Price
	\$		\$
	\$		\$
	\$		\$

- C. Sales of Velodyne Warrants (July 2, 2020 – June 14, 2021, inclusive):

Trade Date (MMDDYY)	Number of VLDR Warrants Sold	Price Per Share	Total Sales Price
	\$		\$
	\$		\$
	\$		\$

- D. Number of Velodyne Warrants held at the close of trading on:

June 14, 2021: _____

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.

IMPORTANT: Be sure to attach the required documentation. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

YOU MUST READ AND SIGN THE RELEASE ON PAGES 6-7. FAILURE TO SIGN THE RELEASE MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.

2D

IV. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I (We) submit this Proof of Claim and Release form under the terms of the Stipulation described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the Northern District of California, with respect to my (our) claim as a Class Member and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in the Litigation. I (We) agree to furnish additional information to the Claims Administrator to support this claim (including transactions in other Velodyne Securities) if requested to do so. I (We) have not submitted any other claim covering the same purchases or sales of Velodyne Securities during the Class Period and know of no other person having done so on my (our) behalf.

V. RELEASE

1. I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally, and forever settle, release, and discharge from the Released Claims each and all of the “Released Defendant Parties,” defined as Defendants, any person named as a defendant at any time in the Litigation (or named as a defendant in any of the actions consolidated in the Litigation), and each of their respective present and former parents, subsidiaries, division, departments, affiliates, officers, directors, partners, principals, employees, contractors, administrators, auditors, agents, attorneys, accountants, advisors, predecessors, successors, assigns, insurers, general or limited partners or partnerships, and limited liability companies; and the spouses, members of the immediate families, representatives, and heirs of any Released Defendant Parties who is an individual, as well as any trust of which any of the Released Defendant Parties is the settlor or which is for the benefit of any of their immediate family members.

2. “Released Claims” means any and all claims (including “Unknown Claims” as defined below), rights, demands, obligations, damages, actions, suits, matters, issues, causes of action, or liabilities whatsoever, in law or in equity, accrued or unaccrued, fixed or contingent, direct, individual or representative, of every nature and description, whether known or unknown, whether arising under federal, state, local, common or foreign law or any other law, rule, or regulation, that arise out of or relate in any way, in whole or in part, directly or indirectly, to (a) the purchase, acquisition, disposition, or sale of Velodyne Securities during the Class Period and (b) the acts, facts, transactions, events, occurrences, statements, disclosures, representations, filings, publications, disseminations, press releases, presentations, omissions, or failures to act that were, could have been, or could in the future be alleged or asserted by Lead Plaintiff or any member of the Class (i) in the Litigation or (ii) in any other action in any court or forum. Released Claims do not include claims asserted on Velodyne’s purported behalf in shareholder derivative actions, except that Lead Plaintiff and Lead Counsel agree not to bring, or in any way to cause any other person to bring, any derivative claims in connection with, arising out of, related to, and/or based upon, in whole or in part, directly or indirectly, in any way, any acts, facts, wrongdoing, or any other matter alleged or asserted, or which could have been alleged or asserted, in the Litigation.

3. “Unknown Claims” means any and all Released Claims that Lead Plaintiff or any member of the Class does not know or suspect to exist in his, her, or its favor at the time of the release of the Released Defendant Parties, which if known by him, her or it might have affected his, her or its settlement Released Defendant Parties or might have affected his, her or its decision not to object to the Settlement or not exclude himself, herself, or itself from the Class. Lead Plaintiff and every Class Member expressly waive, and by operation of the Order and Final Judgment shall be deemed to have waived and shall have waived, to the fullest extent permitted by law, any and all provisions, rights and benefits conferred by California Civil Code § 1542 (to the extent applicable), and any law of any state or territory of the United States, or principle of common law, or the law of any foreign jurisdiction, that is similar, comparable or equivalent to California Civil Code § 1542, which provides:

A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS THAT THE CREDITOR OR RELEASING PARTY DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE AND THAT, IF KNOWN BY HIM OR HER, WOULD HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR OR RELEASED PARTY.

Lead Plaintiff and each Class Member may hereafter discover facts in addition to or different from those which he, she, or it now knows or believes to be true with respect to the subject matter of the Released Claims, but Lead Plaintiff shall expressly, fully, finally, and forever settle and release, and each Class Member shall be deemed to have, and by operation of the Order and Final Judgment shall have, fully, finally, and forever settled and released, any and all Released Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. Lead Plaintiff acknowledges, and every member of the Class by law and operation of the Order and Final Judgment shall be deemed to have acknowledged, that the inclusion of “Unknown Claims” in the definition of Released Claims was separately bargained for and was a material element of the Settlement.

4. This release shall be of no force or effect unless and until the Court approves the Settlement set forth in the Stipulation and it becomes effective on the Effective Date (as defined in the Stipulation).

5. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.

6. I (We) hereby warrant and represent that I (we) have included the information requested about all of my (our) transactions in Velodyne Securities which are the subject of this claim, which occurred during the Class Period as well as the opening and closing positions in such securities held by me (us) on the dates requested in this claim form.

7. I (We) hereby warrant and represent that I am (we are) not excluded from the Class, as defined in the Notice.

8. I (We) am (are) NOT subject to back withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code.

NOTE: If the Internal Revenue Service has notified you that you are subject to backup withholding, please strike out the language in the preceding sentence indicating that the claim is not subject to backup withholding in the certification above. The Internal Revenue Service does not require your consent to any provision other than the certification required to avoid backup withholding.

I declare under penalty of perjury under the laws of the United States of America that all of the foregoing information supplied on this Proof of Claim and Release form by the undersigned is true and correct.

Executed this _____ day of _____ in _____
(Month/Year) (City) (State/Country)

Signature

Type or Print Name

Capacity of person(s) signing, e.g., Beneficial Purchaser,
Executor or Administrator

ACCURATE CLAIMS PROCESSING
TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.

Reminder Checklist:

1. Please sign the above release and declaration.
2. If this Claim is being made on behalf of Joint Claimants, then both must sign.
3. Remember to attach copies of supporting documentation, if available.
4. **Do not send** originals of certificates.
5. Keep a copy of your claim form and all supporting documentation for your records.
6. If you desire an acknowledgment of receipt of your claim form, please send it Certified Mail, Return Receipt Requested.
7. If you move, please send your new address to the address below.
8. **Do not use red pen or highlighter** on the Proof of Claim and Release form or supporting documentation.

THIS PROOF OF CLAIM AND RELEASE FORM MUST BE SUBMITTED ELECTRONICALLY OR, IF MAILED, POSTMARKED NO LATER THAN SEPTEMBER 11, 2024, ADDRESSED AS FOLLOWS:

Moradpour v. Velodyne Lidar, Inc. et al.
c/o Epiq Class Action and Claims Solutions, Inc.
P.O. Box 2666
Portland, OR 97208-2666
www.VelodyneSecuritesLitigation.com