



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE GOOD TECHNOLOGY
CORPORATION STOCKHOLDER
LITIGATION

C.A. No. 11580-VCL

**AMENDMENT NO. 1 TO THE STIPULATION AND
AGREEMENT OF COMPROMISE AND SETTLEMENT**

This Amendment No. 1, dated November 17, 2017, amends the Stipulation and Agreement of Compromise and Settlement, dated August 21, 2017, between Named Plaintiffs in the Action on their own behalf and on behalf of the Class on the one hand, and defendant J.P. Morgan Securities LLC on the other hand. All capitalized terms herein shall have the meanings defined in the Stipulation.

WHEREAS, on August 21, 2017, the parties reached a settlement in principle to fully, finally and forever settle the Action as to J.P. Morgan Securities LLC on the terms and subject to the conditions set forth in the Stipulation that was filed with the Court that same day; and

WHEREAS, on November 1, 2017, the Court sent the parties a letter indicating that it will consider the settlement in April 2018.

NOW, THEREFORE, the parties to the Stipulation have further agreed to amend the Stipulation as set forth below:

1. Paragraph 2 of the Stipulation shall be superseded by the following language:

The Settlement Amount will be deposited into the Account on January 22, 2018.

2. This Amendment No. 1 is being made pursuant to Paragraph 43 of the Stipulation, and the parties recognize and reaffirm that all terms, provisions and conditions of the Stipulation continue in full force and effect, and remain binding on all parties, except to the extent expressly modified by this Amendment No. 1.


3. Each of the attorneys executing this Amendment No. 1 has been duly empowered and authorized by his/her respective client(s) to do so.

4. This Amendment No. 1 may be executed in multiple counterparts by the signatories hereto, including by facsimile and electronic mail, and as so executed shall constitute one agreement.

[Signatures Appear on the Following Page]

Dated: November 17, 2017

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