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17 [Additional Counsel on Signature Page]

18 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**

19 **COUNTY OF SAN FRANCISCO**

20 IN RE WELLS FARGO & COMPANY AUTO
21 INSURANCE DERIVATIVE LITIGATION

22 Lead Case No. CGC-17-561118

23 This Document Relates to:

24 ALL ACTIONS

25 **NOTICE OF JOINDER BY NON-**
26 **PARTIES MASSACHUSETTS**
27 **LABORERS' PENSION FUND, THE**
28 **EMPLOYEES' RETIREMENT SYSTEM**
OF THE CITY OF PROVIDENCE, AND
CONNECTICUT LABORERS PENSION
AND ANNUITY FUNDS IN PLAINTIFFS'
RENEWED MOTION FOR
PRELIMINARY APPROVAL OF
PROPOSED DERIVATIVE
SETTLEMENT

Date: July 3, 2019

Time: 10:00 a.m.

Dept: 613

Judge: Hon. Teri L. Jackson

Lead Complaint Filed: September 21, 2016

1 TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:

2 PLEASE TAKE NOTICE that on July 3, 2019 at 10:00 a.m., or as soon thereafter as the
3 matter can be heard, in Department 613 of the San Francisco Superior Court, located at 400
4 McAllister Street in San Francisco, California, 94102, Non-Parties Massachusetts Laborers’
5 Pension Fund, the Employees’ Retirement System of the City of Providence, and Connecticut
6 Laborers Pension and Annuity Funds (“Delaware CPI Plaintiffs”), join in Plaintiffs’ Renewed
7 Motion for Preliminary Approval of Settlement.

8 Connecticut Laborers Pension and Annuity Funds are plaintiffs in a stockholder derivative
9 action that was filed on May 17, 2017 in the Court of Chancery of the State of Delaware, alleging
10 *inter alia*, breaches of fiduciary duty relating to certain of Wells Fargo & Company’s (“Wells Fargo”
11 or the “Company”) improper cross-selling practices (the “Delaware Action”). On December 18,
12 2017 the plaintiffs in the Delaware Action amended their complaint to add claims for breach of
13 fiduciary duty related to Wells Fargo’s collateral protection insurance, overcharging auto loan
14 customers for Guaranteed Asset Protection insurance, charging customers related to mortgage
15 interest rates and so-called “rate-locks,” violations of the Servicemembers Civil Relief Act, 50
16 U.S.C. App. § 3901 *et seq.*, and the fees charged to customers by the Company’s foreign exchange
17 unit (“Improper CPI Practices”). The Delaware Action and this action seek similar relief. The
18 Massachusetts Laborers’ Pension Fund and the Employees’ Retirement System of the City of
19 Providence were plaintiffs in an action in Delaware to obtain certain books and records of Wells
20 Fargo in connection with Wells Fargo’s improper sales practices who also sought additional books
21 and records concerning Wells Fargo’s Improper CPI Practices.

22 The Delaware CPI Plaintiffs participated in negotiations that culminated in the Settlement
23 this Court is currently considering, and the Delaware CPI Plaintiffs’ efforts, along with those of
24 Plaintiffs in this matter, were instrumental in obtaining corporate reforms to ensure that Wells
25 Fargo’s Improper CPI Practices will not be repeated. The Delaware CPI Plaintiffs join in Plaintiffs’
26 renewed motion for preliminary approval of settlement because the prosecution of both actions and
27 the Delaware CPI Plaintiffs’ participation in the proposed resolution of these matters are significant

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1 and contributing factors to the proposed corporate governance reforms, which should serve to
2 improve Wells Fargo's compliance with applicable laws and regulations and enhance Board
3 oversight of the Company's compliance function.

4 In light of these meaningful contributions, the Delaware CPI Plaintiffs join in Plaintiffs'
5 Renewed Motion for Preliminary Approval of Proposed Derivative Settlement and intend on
6 submitting an application for attorneys' fees and costs in this Court. Counsel for the Delaware CPI
7 Plaintiffs will be available at the preliminary approval hearing to answer any questions the Court
8 may have regarding the Delaware matter.

9 Date: June 28, 2019

Respectfully submitted,

10 **BERMAN TABACCO**

11 By: /s/ Nicole Lavallee
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PROOF OF SERVICE

I am employed by Berman Tabacco. I am over the age of 18 years and am not a party to this action. On June 28, 2019, using **File & ServeXpress**, San Francisco County Superior Court’s Electronic Filing provider for the Civil Complex Litigation department, I submitted for filing and electronically served true and correct copies of the document(s) described below:

NOTICE OF JOINDER BY NON-PARTIES MASSACHUSETTS LABORERS’ PENSION FUND, THE EMPLOYEES’ RETIREMENT SYSTEM OF THE CITY OF PROVIDENCE, AND CONNECTICUT LABORERS PENSION AND ANNUITY FUNDS IN PLAINTIFFS’ RENEWED MOTION FOR PRELIMINARY APPROVAL OF PROPOSED DERIVATIVE SETTLEMENT

on the recipients designated on the Transaction Receipt on the **File & ServeXpress** website. The File & ServeXpress E-filing System is designed to automatically generate an e-mail message to all parties in the case, which constitutes service.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed at San Francisco, California, on June 28, 2019.



Sheralyn Tuasosopo