

**IN THE SUPREME COURT OF THE STATE OF NEVADA**

IN RE PARAMETRIC SOUND  
CORPORATION SHAREHOLDERS'  
LITIGATION.

PAMTP, LLC,

Appellant,

vs.

KENNETH F. POSTASHNER; VTB  
HOLDINGS, INC.; STRIPES GROUP,  
LLC; SG VTB HOLDINGS, LLC;  
JUERGEN STARK; AND KENNETH  
FOX,

Respondents.

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Appellants,

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JUERGEN STARK; AND KENNETH  
FOX,

Respondents.

**APPEAL**

**From the Eighth Judicial District Court  
The Honorable Susan Johnson, District Judge**

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**RESPONDENTS' APPENDIX – VOLUME 2 OF 3**

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## AFFIRMATION

Pursuant to NRS 239B.030, the undersigned does hereby affirm that the preceding document does not contain the social security number of any person.

Respectfully submitted this 23rd day of March, 2023.

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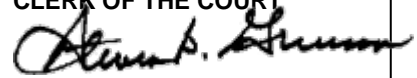
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## **CERTIFICATE OF SERVICE**

I, the undersigned, declare under penalty of perjury, that I am over the age of eighteen (18) years, and I am not a party to, nor interested in, this action. On March 23, 2023, I caused to be served a true and correct copy of the foregoing upon the following by the method indicated:

- ☐ **BY E-MAIL:** by transmitting via e-mail the document(s) listed above to the e-mail addresses set forth below and/or included on the Court's Service List for the above-referenced case.
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- ☐ **BY U.S. MAIL:** by placing the document(s) listed above in a sealed envelope with postage thereon fully prepaid, in the United States mail at Las Vegas, Nevada addressed as set forth below:

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**DISTRICT COURT  
CLARK COUNTY, NEVADA**

IN RE PARAMETRIC SOUND  
CORPORATION SHAREHOLDERS'  
LITIGATION

CASE NO.: A-13-686890-B

DEPT NO.: XI

**PLAINTIFF PAMTP LLC'S  
OPPOSITION TO DEFENDANTS'  
FIRST MOTION FOR SUMMARY  
JUDGMENT**

This Document Relates To:  
  
ALL ACTIONS.

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**I. INTRODUCTION**

This lawsuit represents the continuation of class claims arising from the severely flawed and fraudulent merger between Parametric Sound Corporation (“Parametric”) and VTB Holdings, Inc. (“VTBH”) (now known as Turtle Beach Corporation). Defendant Kenneth Potashner, the Executive Chairman of Parametric’s Board, controlled the merger negotiation and approval process, and with the help of the other defendants, furthered his own and the Board’s self-interests, and expropriated value from Plaintiff by conducting a reverse merger with VTBH at a knowingly inflated value and then issuing millions of highly dilutive shares. As a result of the merger, Parametric’s Board handed the entity that owned VTBH, Stripes Group, LLC (together with SG VTB Holdings LLC, “Stripes”), control of 81% of the post-merger company. Meanwhile, Parametric shareholders, who owned a combined 100% of Parametric before the merger, were reduced to a minority 19% interest.

The defendants in the case, Parametric’s Board and Stripes, were named as defendants in the class action lawsuit brought on behalf of all Parametric shareholders. The class action plaintiffs brought the identical claims being asserted in this action. Two years ago, this Court denied the defendants’ motions to dismiss the class plaintiffs’ direct equity expropriation claim: “[a]ccepting all factual allegations in the Amended Complaint as true, the Plaintiffs sufficiently plead a claim for equity expropriation against the Individual Defendants.” Order Denying Defendants’ Motion to Dismiss dated March 27, 2018 (the “Class MTD Order”), ¶30, on file with the Court. On August 20, 2020, this Court denied the defendants’ motion to dismiss Plaintiff’s Complaint that not only alleged facts but cited to evidence in support of its allegations. Order Denying Defendants’ Motion to Dismiss Plaintiff’s Complaint dated August 20, 2020 (the “MTD Order”), on file with the Court. The Court found, as a matter of law, that Delaware controlling precedent had not changed since the Class MTD Order. MTD Order, ¶7. The Court further held that Plaintiff had adequately alleged facts demonstrating Potashner’s control over Parametric. MTD Order, ¶8. And, citing to *Gatz v. Ponsoldt*, 925 A.2d 1265, 1281 (Del. 2007), the Court held that the fiduciary need not claim the benefit of the expropriation for a direct claim of equity expropriation to stand. MTD Order, ¶9.

Despite these losses, Defendants move for summary judgment raising the same arguments for a third time. Given that the Court has previously decided this issue on allegations seated in the



1 same facts, it is clear that Defendants are wrong. A material issue of fact exists over whether or not  
2 Potashner, either independently or with other insiders, had “effective control” over Parametric at the  
3 time of the merger.

4 In grappling with the elements of a direct claim for equity expropriation, the defendants refer  
5 the Court to their Motion to Dismiss but decline to wrestle with the Court’s Order denying that  
6 motion. Notwithstanding the several Delaware Court of Chancery decisions discussed by the  
7 defendants applying *El Paso Pipeline GP Company, LLC v. Brinckerhoff*, 152 A.3d 1248 (2016),  
8 the Delaware Supreme Court precedent cited in the MTD Order remains controlling. *See, e.g., In re*  
9 *Terraform Power, Inc. S’holder Litig.*, 2020 WL 6375859, at \*16 (Del. Ch. Oct. 30, 2020) (“*El Paso*  
10 did not overrule *Gentile*”). Delaware Supreme Court precedent dictates denial of Defendants’  
11 Motion.

12 *El Paso*, which Defendants cite as controlling law (Defs. Br. at 11-13), did not narrow the  
13 extent of equity appropriation claims under Delaware law but simply confirmed the existence of  
14 equity expropriation claims as previously recognized in *Gentile v. Rossette*, 906 A.2d 91 (Del. 2006).  
15 Defendants overlook this though, instead claiming incorrectly that Plaintiff has not and cannot allege  
16 the controlling stockholder requisite to bringing a direct claim for equity expropriation. This ignores  
17 the plain language of *Gentile* which expressly permits a direct claim against a “stockholder having  
18 majority ***or effective control***,” 906 A.2d at 100 (emphasis added), and the holding of the Delaware  
19 Supreme Court in *Gatz v. Ponsoldt*, 925 A.2d 1265 (Del. 2007), which explicitly allows a direct  
20 equity expropriation claim against a fiduciary who “exercises its control over the corporate  
21 machinery.” *Id.* at 1281. The evidence shows that Potashner controlled the merger negotiations, the  
22 information presented to stockholders, and the stockholder vote on the merger. Indeed, with his  
23 approval, Potashner and two of his executives granted Stripes the right to vote their shares in favor  
24 of the merger. Although Defendants claim that no such “control group” existed, the facts show that  
25 Potashner with his insiders collectively held 19.3% of Parametric’s outstanding shares at the time of  
26 the merger and, ultimately, represented a staggering 32% of the shares that voted in the merger (*i.e.*,  
27 for and against), well above the “one-fifth” limit used to define a “controlling interest” under Nevada  
28 statute. When viewed as a nexus, the evidence raises a material question of fact over whether

Potashner had “effective control” of Parametric.

The actions of Potashner and the rest of the control group support a direct claim for equity expropriation under *Gatz*. Potashner, with effective control over Parametric, caused the expropriation of economic value and voting power from Parametric stockholders, and rather than retain this value and power, instead transferred it to VTBH and Stripes for his own gain. *See Gatz*, 925 A.2d at 1281 (“That the fiduciary does not retain the direct benefit from the expropriation but chooses instead to convert that benefit to cash by selling it to a third party, is not a circumstance that can justify depriving the injured public shareholders of the right they would otherwise have to seek redress in a direct action.”). *El Paso* did not abrogate either *Gentile* or *Gatz*. *El Paso*, 152 A.3d at 1264 (“We decline the invitation to further expand the universe of claims that can be asserted “dually” to hold here that the extraction of solely economic value from the minority by a controlling stockholder constitutes direct injury”). Thus, *Gatz* still permits a direct claim for equity expropriation here where, despite the convoluted form of the transaction, the control group expropriated both voting power and economic value from noncontrolling stockholders to a third party for the control group’s benefit. *Gatz*, 925 A.2d at 1281.

Defendants excessively overvalued VTBH’s assets and handed over a controlling stake in Parametric to Stripes for negative value. This deprived the existing Parametric shareholders, such as Plaintiff, of the benefit of both their economic interest in Parametric—by diluting them by overvaluing VTBH’s assets, as well as their voting interest—by depriving them of majority ownership. Under Nevada and Delaware law, Plaintiff is entitled to recover damages for this harm directly from Parametric’s officers and directors.

## II. COUNTERSTATEMENT OF FACTS<sup>1</sup>

The existence of a “control” person or group is central to Plaintiff’s claim for breach of fiduciary duty. Plaintiff alleged, and the evidence to date supports, that Potashner exercised effective control over Parametric. *See* Sections II.C. and II.D., *infra*. Defendants say otherwise, claiming that “Potashner did not wield effective control over Parametric.” Defs. Br. at 2. Whether

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<sup>1</sup> The exhibits referenced herein are supported and authenticated by the Declaration of Adam Apton, which Plaintiff has concurrently filed with this Opposition

1 or not Potashner had effective control, independently or with other insiders, is a material question  
2 of fact. *See, e.g., In re Tesla Motors, Inc. S'holder Litig.*, 2020 WL 553902, at \*4 (Del. Ch. Feb.  
3 4, 2020) (denying motion for summary judgment where question of fact existed as to defendant's  
4 *de facto* control over corporation). As demonstrated below, the evidence on this issue gives rise  
5 to a material issue of fact.

6 **A. The Dilutive Reverse Merger**

7 More than seven years ago, Parametric entered into a dilutive reverse merger with privately-  
8 held VTBH at which time Stripes obtained control over the post-close entity (now known as Turtle  
9 Beach Corporation). Defendants announced the merger on August 5, 2013, and the transaction  
10 closed on January 15, 2014. As consideration for the merger, Parametric issued millions of highly  
11 dilutive shares to Stripes and VTBH insiders, the net effect being that Stripes controlled  
12 approximately 81% of the combined company. Meanwhile, Parametric shareholders, who owned a  
13 combined 100% of Parametric before the merger, were reduced to a minority 19% interest.

14 Parametric's shareholders approved the merger based on a proxy statement that Potashner  
15 and others knew to be false and materially misleading at the time. Potashner warned Stark "that the  
16 fairness opinion will become public with proxy so you don't want to be pessimistic to the point your  
17 [sic] contradict the data you provided that was basis for that opinion[.]"<sup>2</sup> Potashner also knew that  
18 VTBH's finances were in shambles<sup>3</sup> and that Juergen Stark had "created unrealistic numbers" to  
19 "try to get a better exchange rate" in the merger.<sup>4</sup> And Potashner knew that others felt the same way,  
20 including Jim Barnes, John Todd, Parametric's banker, Lake Street Capital Markets, and  
21 Parametric's investor relations firm.<sup>5</sup> Despite this knowledge, Potashner ensured that the Proxy and  
22 all public information supported the fairness opinion prepared by Parametric's bankers rather than  
23 an accurate reflection of the VTBH's financials.<sup>6</sup>

24  
25 <sup>2</sup> Ex. 1, PAMTNV0100953, at 2.

26 <sup>3</sup> Ex. 2, PAMTNV0095569, at 2 ("Have been going over VTB financials in proxy with Jim.  
27 Shitty numbers. money losing negative equity etc. . . . Anyway glad to rescue your sorry ass and  
get you public . . .")

28 <sup>4</sup> Ex. 3, Potashner Dep. Ex. 77.

<sup>5</sup> Ex. 4, PAMTNV0091492.

<sup>6</sup> Ex. 1 ("The more I think about it I don't know how you can go out with any numbers that are  
lower than fairness opinion unless there has been a material change in business. . . .")

**B. Potashner's Interests in The Merger**

Defendants Kenneth Fox, Stripes' founder and Managing General Partner during negotiations leading to the merger, Juergen Stark, CEO and director of VTBH during negotiations leading to the merger, and Stripes knew that VTBH had experienced a significant financial decline in the months leading to the merger and yet relied on outdated and inflated projections in connection with it. To ensure the success of their scheme, Fox and Stark did everything in their power to win Potashner's and the Parametric Board's support for the merger, including offering Potashner a lucrative exit package and protection from future litigation. In exchange for agreeing to the merger, Potashner was able to accelerate the vesting of 175,000 performance options that he otherwise would not have received, 12 months of compensation worth \$350,000, and an indemnification agreement from Turtle Beach granting Potashner full defense and indemnity in the merger litigation.<sup>7</sup> Potashner negotiated his own severance payments and lockup agreements directly with Stark, including the day the Board voted on the merger.<sup>8</sup> Indeed, another Parametric Board member confirmed on August 2, 2013, the morning of the final Board vote on the merger, that "since [Potashner] has been spending all his time on this merger and not on getting us licenses for the technology, he has negotiated that he get paid his bonus anyway-if the deal goes through."<sup>9</sup>

Fox, Stark, and Stripes also offered Potashner the chance to take control of Parametric's subsidiary, HyperSound Health, Inc. ("HHI"). Throughout the merger process, Potashner held an ownership interest in HHI, which he believed was worth \$1 billion.<sup>10</sup> Potashner confided to Stark on July 11, 2013 that the "whole reason that I entered into the deal [with VTBH] in the first place [was] [t]o build a multi-billion dollar HHI and benefit from it."<sup>11</sup> Even Stark recognized that Potashner's interests in HHI were driving the dynamics of the merger.<sup>12</sup> Potashner liked the form of

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Shareholders are going to say if fairness opinion wrong then you need a re-price on deal. I think we are boxed in that 2013, 2014 first look must match fairness opinion.").

<sup>7</sup> Ex. 5, Deposition of Ken Potashner, taken May 5, 2021 at 26-38; Ex. 6, Potashner Dep. Ex. 70, TB-00002997, Ex. 7, Potashner Dep. Ex. 71, TB-00078079.

<sup>8</sup> Ex. 8, VTBH 000111; Ex. 9, VTBH 006118; Ex. 10, VTBH 013231.

<sup>9</sup> Ex. 11, PAMTNV0115196.

<sup>10</sup> Ex. 12, VTBH 005061; Ex. 13, PAMTNV0113764.

<sup>11</sup> Ex. 14, PAMTNV0105035; Ex. 15, VTBH009741.

<sup>12</sup> Ex. 16, PAMTNV0104290.

a reverse merger best because it allowed him to continue to participate in the upside of HHI, which he felt was large.<sup>13</sup> In his first meetings with Stripes and VTBH in March and April 2013, Potashner repeatedly expressed a desire to carve out HHI.<sup>14</sup> The Board was forced to order Potashner to cease discussions with VTBH regarding HHI, an order that he repeatedly flouted.<sup>15</sup> Ultimately, the Board caved and allowed Potashner, with the help of Barnes, to convey his demand to VTBH that included that VTBH not shut down or dismantle HHI for six months following the close of a merger, pay cash payments to Potashner at 100% of 2013 bonus levels, and agree not to restructure the HHI license agreement.<sup>16</sup> After extreme pressure from Potashner and his cohorts on the Board, VTBH ultimately agreed that it would not seek cancellation of Potashner's HHI options before signing the merger agreement.<sup>17</sup> All of the negotiations regarding HHI, Potashner's HHI options, and Potashner's continuing role at HHI were taking place contemporaneously with negotiations on the merger. Although Defendants argue that the HHI options were cancelled and therefore could not have induced Potashner to breach his fiduciary duties, Plaintiff previously described in its Motion for Spoliation that ESI relating to this issue had been destroyed. Whether and to what extent Potashner received compensation in exchange for cancelling the HHI options remains unknown due to Defendants' destruction of evidence that they were obligated to preserve and produce in discovery.

### **C. Potashner's Control Over Parametric and Merger Negotiations**

While members of the Board have testified that they didn't trust Potashner, and often believed he did not have the best interests of the Parametric in mind, they still permitted him to control all negotiations of the merger and thus exercise "effective control" over Parametric.<sup>18</sup> Rather

<sup>13</sup> Ex. 17, VTBH 007727.

<sup>14</sup> Ex. 16.

<sup>15</sup> Ex. 18, PAMT0000160; Ex. 19, PAMTNV0105781; Ex. 20, PAMTNV0033890; Ex. 21, PAMTNV0105854; Ex. 22, PAMTNV0041051; Ex. 23, PAMTNV0115321; Ex. 24, PAMTNV0105120; Ex. 25, VTBH 001503; Ex. 26, PAMTNV0104270; Ex. 27, PAMTNV0104315; Ex. 28, PAMTNV0104228; Ex. 29, PAMTNV0104263; Ex. 30, PAMTNV0104268; Ex. 31, VTBH 013712; Ex. 32, VTBH 001516; Ex. 33, VTBH 002140; Ex. 34, PAMTNV0104902; Ex. 35, PAMTNV0104837; Ex. 36, PAMTNV0104912.

<sup>16</sup> Ex. 37, PAMTNV0000171.

<sup>17</sup> Ex. 38, VTBH 013436; Ex. 39, PAMTNV0103786; Ex. 40, VTBH 008077.

<sup>18</sup> See Ex. 41, Deposition of Elwood Norris, taken Sept. 6, 2019, ("Norris Dep.") 55:5-12 (testifying that "very quickly" after hiring Potashner "I realized I had to be careful with him because I could see that he did not have the best interests of the company at heart sometimes"), 81:1 ("I didn't have any faith in this Potashner guy."), 98:16-17 (testifying he "didn't trust" Potashner); Ex. 42, Deposition of

1 than controlling Potashner, the Board instead sought only to delay him.<sup>19</sup> Defendants characterize  
2 disagreements between the Board and Potashner as evidence that Potashner did not control  
3 Parametric,<sup>20</sup> but in fact they show that the Board had abdicated control. Despite the ongoing  
4 disagreements, Kaplan testified that Potashner's wings would only be clipped by the Board if  
5 Potashner had lost his leverage because the merger had fallen apart.<sup>21</sup>

6 In the two months prior to the merger agreement being executed, the Board continued to  
7 allow Potashner to negotiate the terms of the merger, again, with little supervision or involvement.  
8 During this time, no outside director was involved in a single discussion with VTBH regarding the  
9 break-up license provision. Potashner licensed Parametric's "crown jewel" intellectual property at  
10 less than fair market value and under terms that did not reflect Parametric's existing licensing  
11 strategy. Parametric's IP commanded higher royalties in other licensing agreements. In fact, all of  
12 Parametric's then-existing licensing agreements existed at a 15% royalty rate, much higher than the  
13 paltry 6% rate contained in the break-up license.<sup>22</sup> Potashner confirmed these facts when he admitted  
14 to Stark that the break-up license's royalty, then at 5.5%, was "well below the other deals I am  
15 working on within the licensing realm."<sup>23</sup> Potashner also stated: "I am also willing to have a break  
16 up consideration that results in you achieving a gaming license at well below market value . . . As a  
17 demonstration of my conviction towards closing a deal I will offer up gaming in the context of a  
18 breakup fee."<sup>24</sup> On June 19, 2013, Potashner unilaterally approved all of the key terms of the break-  
19 up license for inclusion into the merger agreement.<sup>25</sup>

20 If the Board would not approve the merger, Potashner stated that he would call a special  
21 meeting of stockholders for the purpose of replacing the Board. Potashner informed the Board that  
22

23 Robert Kaplan, taken May 17, 2019 ("Kaplan Dep.") 30:5-23 ("He would be making the decisions  
24 regarding compensation, regarding options, and it would be a fait accompli by the time it got to  
25 us."), 41:21-24 ("Anyway, he came to the board meeting saying this is what he wanted. This is  
what he expects. And he kept hammering and hammering until the board acquiesced, which I  
was a strong negative vote on.").

<sup>19</sup> Ex. 43, Deposition of Seth Putterman, taken July 2, 2019 ("Putterman Dep.") 206:5-8.

<sup>20</sup> Defs. Br. at 4.

<sup>21</sup> Ex. 42 (Kaplan Dep.) 133:1-13.

<sup>22</sup> Ex. 44, PAMTNV0007031.

<sup>23</sup> Ex. 45, PAMTNV0039816.

<sup>24</sup> *Id.*; Ex. 46, PAMTNV0039756.

<sup>25</sup> Ex. 47, PAMTNV0040772.

1 he could obtain proxies for 40% of the Parametric's outstanding shares to effectuate such a  
2 replacement.<sup>26</sup> Potashner then picked up the phone to call board member Seth Putterman threatening  
3 to call a shareholder meeting and "fire" the rest of the Board.<sup>27</sup>

4 With respect to ensuring that the merger would be completed, Potashner stalled discussions  
5 with other licensing partners and potential acquirers, including Amazon, as soon as Stripes Group  
6 and VTBH arrived on the scene.<sup>28</sup> The Board recognized Potashner's stalling efforts in light of the  
7 VTBH deal, with one director referring to the Board as "passive."<sup>29</sup> Ultimately, before the Board  
8 even voted on the merger, Potashner gave VTBH and Stripes "veto rights on all licenses," precluding  
9 Parametric from entering into a superior licensing agreement before giving control to Stripes.<sup>30</sup>

10 After the merger agreement had been signed, Potashner took steps to block competing bids.  
11 On August 12, 2013, one week into the go-shop period, Motorola Mobility's Senior Vice President  
12 and General Counsel contacted Parametric to "re-engage" because "Motorola wanted to own  
13 [Parametric's] IP."<sup>31</sup> Even though Motorola was on the "Go Shop Buyers List," Potashner and the  
14 Board's adviser, Houlihan Lokey, did not directly respond regarding this serious indication of  
15 interest; rather, Potashner leaked the contact to Stark and asked that VTBH respond.<sup>32</sup> In addition,  
16 on August 13, 2013, Potashner thwarted Amazon by informing it that Parametric's video gaming  
17 licenses were off limits.<sup>33</sup>

#### 18 **D. Potashner, Norris, Barnes, and the Rest of the Board Mislead Stockholders**

19 On July 31, 2013 (two days before the Parametric Board voted on the merger), VTBH  
20 provided its second quarter financials to Barnes, Parametric's CFO. Barnes promptly forwarded the  
21 numbers to Potashner writing, "FYI. Proxy may not be pretty. Going to have some selling to do."<sup>34</sup>  
22 Although VTBH had experienced a significant financial decline in the months leading to the merger,  
23

24 <sup>26</sup> Ex. 48, PAMTNV0000164; Ex. 49, PAMTNV0033294.

25 <sup>27</sup> Ex. 50, PAMTNV0112643; Ex. 51, PAMTNV0112625; Ex. 52, PAMTNV0112558.

26 <sup>28</sup> Ex. 53, PAMTNV0039840; Ex. 54, VTBH 002189; Ex. 55, VTBH 001759; Ex. 56,  
PAMTNV0106815.

27 <sup>29</sup> Ex. 57, PAMTNV0061365.

28 <sup>30</sup> Ex. 58, PAMTNV0060525.

<sup>31</sup> Ex. 59, PAMTNV0060361.

<sup>32</sup> *Id.* Ex. 60, PAMTNV0038812; Ex. 61, PAMTNV0060541.

<sup>33</sup> Ex. 62, PAMTNV0041742.

<sup>34</sup> Ex. 63, PAMTNV0057372.



rendering the projections used in Craig-Hallum's fairness opinion and disclosed in the proxy (the "Fairness Opinion/Proxy Projections") false when the proxy was filed on December 3, 2013, the proxy failed to alert Parametric stockholders of this material fact.<sup>35</sup> The Fairness Opinion/Proxy Projections were actually developed in Spring 2013. As a result of their age, the Fairness Opinion/Proxy Projections were both over-influenced by VTBH's strong first quarter of 2013 and failed to account for VTBH's financial decline in the second half of 2013.<sup>36</sup> Stark recognized this and noted that "[o]ur [Fairness Opinion/Proxy Projections] are a bit high and reflect what we believed would happen this year."<sup>37</sup> On August 2, 2013, Craig-Hallum relied on these outdated projections to render its fairness opinion. Notably, the Fairness Opinion/Proxy Projections contained 2013 Adjusted EBITDA of \$40.6 million and 2013 net revenue of \$218 million for VTBH. Less than a week later, Stark confirmed to Fox, Kenworthy, Doornick, and others that those numbers were inaccurate, and that VTBH's "best estimates right now" came to just \$32 million to \$40 million for 2013 EBITDA, and just \$190 million to \$215 million for 2013 net revenue, meaning the entire ranges provided by Stark fell below the corresponding values used in the Fairness Opinion/Proxy Projections.<sup>38</sup>

Potashner and Barnes knew about VTBH's deteriorating financial situation.<sup>39</sup> On June 29, 2013, Potashner discussed the situation with the Board.<sup>40</sup> A month later, on July 31, 2013 (two days before the Parametric Board voted on the Merger), VTBH provided its second quarter financials to Barnes, Parametric's CFO. Barnes promptly forwarded the numbers to Potashner writing, "FYI. Proxy may not be pretty. Going to have some selling to do."<sup>41</sup>

VTBH continued its precipitous financial decline in September and October 2013. On October 7, 2013, Potashner explained to Stark that "Jim Barnes has been nervous for a bit that your Q2 numbers show you as losing money and having negative equity value."<sup>42</sup> On October 14, 2013,

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<sup>35</sup> Ex. 64, VTBH 093183.

<sup>36</sup> *Id.*

<sup>37</sup> *Id.*

<sup>38</sup> Ex. 65, VTBH 015820.

<sup>39</sup> Ex. 66, PAMTNV0105759.

<sup>40</sup> *Id.*

<sup>41</sup> Ex. 63.

<sup>42</sup> Ex. 67, VTBH 095533.



Potashner wrote to Stark, “[t]he war is going to be getting shareholder support with deal terms that keep getting worse.”<sup>43</sup> Potashner, Parametric’s Board, and Parametric’s advisors all knew that VTBH’s financial projections did not support the Merger’s exchange ratio.<sup>44</sup> Potashner also stated to Stark, “I have to do some damage control necessary to assure success with shareholder vote.”<sup>45</sup> Similarly, on October 18, 2013, Potashner told Stark that he has “been going over [numbers] with Jim [Barnes]. Shitty numbers. Money losing, negative equity, etc.”<sup>46</sup> But acknowledging these truths would have meant a nullification of the fairness opinion and a renegotiation of the Merger exchange ratio.<sup>47</sup>

#### **E. Potashner’s Influence on the Stockholder Vote**

The August 5, 2013 merger announcement was not well received. Stockholders and the financial press both strenuously criticized the merger and the stock price sharply decreased. During this time, Defendants expressed repeated concern regarding the likelihood that stockholders might vote against the deal based on VTBH’s deteriorating balance sheet.<sup>48</sup> Unlike most mergers where a pure majority is required for approval, this merger only required a majority approval of the votes cast at the special meeting.<sup>49</sup> When Kenworthy asked how many non-insider votes were required, Potashner proudly explained, “I skewed the scenario so we don’t need 50% of the vote. Just 50% of those in attendance or those who vote their proxy. This should help.”<sup>50</sup> Potashner, together with Barnes and Norris, entered into a voting agreement whereby they provided Fox with 19.3% of Parametric’s outstanding shares.<sup>51</sup> According to Parametric, 4,012,274 shares voted on the merger:

<sup>43</sup> Ex. 2, PAMTNV0095569; Ex. 68, PAMTNV0099861; Ex. 69, PAMTNV0096468.

<sup>44</sup> Ex. 4, PAMTNV0091492

<sup>45</sup> Ex. 28, PAMTNV0104228.

<sup>46</sup> Ex. 70, PAMTNV0095569.

<sup>47</sup> Ex. 1 (“The more I think about it I don’t know how you can go out with any numbers that are lower than fairness opinion unless there has been a material change in business. . . . Shareholders are going to say if fairness opinion wrong then you need a re-price on deal. I think we are boxed in that 2013, 2014 first look must match fairness opinion.”).

<sup>48</sup> Ex. 71, VTBH097527.

<sup>49</sup> Ex. 72, Parametric Sound Corporation, Definitive Proxy Statement filed December 3, 2013.

<sup>50</sup> Ex. 73, VTBH 015502.

<sup>51</sup> Ex. 74, Potashner Dep. Ex. 80; Ex. 5, Potashner Dep. at 80:11-20 (“Q. Why did you enter into that agreement? A. Yeah. So I'm not fluent in terms of whether this is traditional or not. Of course, all of us were in support of the agreement, so I wouldn't see why we wouldn't commit to vote in favor of the agreement, but I can't comment on whether this is a traditional act or not.”).

3,801,508 voted in favor of it, 198,488 voted against it, and 12,278 abstained.<sup>52</sup> Of the 3,801,508 that voted for it, 1,313,520 shares belonged to Parametric insiders that had previously assigned their voting rights to the Stripes Defendants.<sup>53</sup> In other words, by entering into the voting agreement, Potashner handed Fox 32% of the shares that voted in favor of the merger.

### III. LEGAL STANDARD

Summary judgment is appropriate under Rule 56 only when the pleading, depositions, answers to interrogatories, admissions, and affidavits, if any, that are properly before the court demonstrate that no genuine issue of material fact exists, and the moving party is entitled to judgment as a matter of law. As the Nevada Supreme Court stated in *Wood v. Safeway, Inc.*, 121 Nev. 724, 732, 121 P.3d 1026, 1031-1032 (2005), “A factual dispute is genuine when the evidence is such that a rational trier of fact could return a verdict for the nonmoving party.” *See also Posadas v. City of Reno*, 109 Nev. 448, 851 P.2d 438 (1993).

When ruling on a summary judgment motion, “[a]ll of the nonmovant’s statements must be accepted as true, and a district court may not pass on the credibility of affidavits.” *Jones v. First Mortgage Company of Nevada*, 112 Nev. 531, 534, 915 P.2d 883, 885 (1996); *see also Harrington v. Syufy Enterprises*, 113 Nev. 246, 248, 931 P.2d 1378, 1379-80 (1997). “A court should exercise great care in granting summary judgment; a litigant has a right to trial where there is the slightest doubt as to the facts.” *Nehls v. Leonard*, 97 Nev. 325, 328, 630 P.2d 258, 260 (1981); *Pacific Pools Constr. Co. v. McClain’s Concrete, Inc.*, 101 Nev. 557, 559, 706 P.2d 849, 851 (1985); *Shepard v. Harrison*, 100 Nev. 178, 180, 678 P.2d 670, 672 (1984).

### IV. DEFENDANTS’ MOTION FAILS BECAUSE PLAINTIFF CAN PROVE THE ELEMENTS OF ITS DIRECT CLAIM FOR EQUITY EXPROPRIATION

Defendants seek to reargue matters of law previously decided in the Court’s Order denying Defendants’ motion to dismiss and frame factual disputes meant for a jury as legal disputes suitable for summary judgment. In the MTD Order, this Court held that the Complaint adequately alleged a breach of fiduciary duty claim against the Director Defendants for equity expropriation. MTD Order

<sup>52</sup> *See* Ex. 75, Parametric Sound Corporation, Form 8-K filed Dec. 30, 2013.

<sup>53</sup> Ex. 72, at 42.

1 at 6. This Court also found that Plaintiff had adequately alleged facts sufficient to demonstrate  
2 Potashner's control over Parametric under *Kahn v. Lynch Commc'n Sys.*, 638 A.2d 1110, 1113-14  
3 (Del. 1994). MTD Order at 2-6, 7. The facts alleged in the Complaint relied upon evidence, cited in  
4 the Complaint, that Defendants have not controverted, and Plaintiff's review of the available  
5 evidence since the filing of the Complaint has only reinforced its contentions.

6 There are two primary reasons why Defendants' Motion fails. **First**, the evidence shows that  
7 Potashner, whether independently or as part of a control group, exercised control over Parametric  
8 during the merger negotiations. Defendants dispute this. Thus, a material issue of fact exists that  
9 prevents Defendants from winning summary judgment. **Second**, Defendants argue that Plaintiff's  
10 claim must fail because Potashner, as the one who exercised control over Parametric, did not receive  
11 the benefit of the equity expropriation. Defendants made this argument in the motion to dismiss and  
12 lost because, as the Court stated, "The Delaware Supreme Court in *Gatz v. Ponsoldt* held that the  
13 fiduciary need not receive 'the benefits of the expropriation' for the claim to stand, as such a  
14 requirement would disregard improperly 'how the law views the substance of what truly occurred  
15 or how the public shareholders' claims for redress should be characterized.'" MTD Order at ¶9  
16 (quoting *Gatz*, 925 A.2d at 1281).

17 The claim of equity expropriation, as defined and adjudicated by the Delaware Supreme  
18 Court, has not changed since this Court previously denied Defendants' motion to dismiss. *Gentile*,  
19 to which Defendants cite repeatedly, is still the law.<sup>54</sup> In that case, the Delaware Supreme Court  
20 stated that a direct claim for equity expropriation exists where:

- 21 (1) a stockholder having majority or **effective control** causes a corporation to issue  
22 "excessive" shares of its stock in exchange for assets that have a lesser value; and  
23 (2) the exchange causes an increase in the percentage of the outstanding shares  
24 owned by the controlling stockholder, and a decrease in the share percentage owned  
25 by the minority shareholders.

26 *Gentile v. Rossette*, 906 A.2d 91, 100 (Del. 2006) (emphasis added). Moreover, the Delaware  
27 Supreme Court has not overturned its own precedent that a stockholder may bring a direct claim  
28 challenging a dilutive stock issuance where the ultimate transferee and beneficiary is **not** the party

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<sup>54</sup> See *In re Terraform Power, Inc. S'holder Litig.*, 2020 WL 6375859, at \*16 (Del. Ch. Oct. 30, 2020) ("El Paso did not overrule *Gentile*").

1 having effective control, but rather a *third party* where the true substantive effect of the transaction  
2 profits the controlling shareholder. *Gatz. v. Ponsoldt*, 925 A.2d at 1281 (emphasis added).

3 Given that Delaware has not abrogated this precedent, and the undisputed evidence  
4 demonstrates the same facts that the Court previously held sufficiently state a direct claim for equity  
5 expropriation, Defendants’ Motion is without merit.

6 **A. The Evidence Demonstrates that Potashner, Barnes and Norris Controlled  
Parametric.**

7 1. As This Court Previously Held, Defendant Potashner had Effective  
8 Control Over Parametric.

9 Defendant Potashner had effective control over Parametric and the Board generally, and  
10 over the particular transaction at issue in this case. “In determining actual control over a  
11 challenged transaction, the court ‘can consider whether the [alleged controller] insisted on a  
12 particular course of action, whether there were indications of resistance or second thoughts from  
13 other fiduciaries, and whether the [alleged controller’s] efforts to get its way extended beyond  
14 ordinary advocacy to encompass aggressive, threatening, disruptive, or punitive behavior.’” *In re*  
15 *USG Corp. S’holder Litig.*, 2020 WL 5126671, at \*15 (Del. Ch. Aug. 31, 2020) (quoting *Basho*  
16 *Techs. Holdco B LLC v. Georgetown Basho Inv’rs, LLC*, 2018 WL 3326693, at \*28 (Del. Ch.  
17 Aug. 25, 2018)). To establish effective control, “[a] plaintiff may allege facts indicating that a  
18 defendant insisted on a particular course of action even though other fiduciaries or advisors  
19 resisted or had second thoughts. Or a plaintiff may allege that the defendant engaged in pressure  
20 tactics that went beyond ordinary advocacy to encompass aggressive, threatening, disruptive, or  
21 punitive behavior.” *Voigt v. Metcalf*, 2020 WL 614999, at \*13 (Del. Ch. Feb. 10, 2020).

22 Defendants contend that Potashner lacked control because the Board feuded with  
23 Potashner and “often rejected his decisions or suggestions.” Defs. Br. at 14. But mere resistance  
24 by the Board is insufficient to demonstrate Potashner’s lack of control over the merger. Potashner  
25 himself admitted that he entered into the deal with VTBH in order to build up HHI and profit from  
26 it.<sup>55</sup> He was able to do this because the directors permitted him to iron out the terms of a deal on  
27 the Merger without consulting the Board or conducting any real diligence of VTBH. Potashner

28 <sup>55</sup> Ex. 76, VTBH 000124.

also negotiated golden parachute compensation \$2,807,738 for himself as part of the deal.<sup>56</sup> Potashner also browbeat the Board to go along with the deal or else he would replace the Board, threatening to obtain the proxies for 40% of Parametric's outstanding shares in an effort to replace the noncompliant directors.<sup>57</sup> And ultimately the directors caved to Potashner's demands.<sup>58</sup> While the defendants focus on the cancellation of Potashner's HHI options, Defs. Br. at 7, they ignore the cash payments made to Potashner's group in exchange for this cancellation,<sup>59</sup> as well as the fact that Stripes and VTBH, not the Board, limited Potashner's continuing role with HHI and the Company.<sup>60</sup> Potashner also used his power to stall discussions with other licensing partners and potential acquirers to ensure the consummation of the merger with VTBH.<sup>61</sup> This power remained unchecked as the Outside Directors realized that they could secure an additional bonus in connection with the Merger.<sup>62</sup>

In addition to controlling the pliant Board through a combination of bullying and misleading, Potashner worked to suppress Parametric's stock price to make the Merger more palatable.<sup>63</sup> Potashner confirmed on March 27, 2013, in one of his first discussions with Stripes Group, that "I expressed to Karen [Kenworthy] that we collectively should not be overly concerned by the stock run up in that we have choices in terms of where we assign the valuation. We also have now accumulated unannounced wins that I plan on delaying announcements on for as long as possible."<sup>64</sup> He also made sure to delay other releases of new information to further decrease the price in the Summer of 2013, deferring the publicity of a lucrative deal with

<sup>56</sup> Ex. 72, Definitive Proxy Statement at 77; Ex. 8, VTBH 000111; Ex. 9, VTBH 006118; Ex. 10, VTBH 013231.

<sup>57</sup> Ex. 48, PAMTNV0000164; Ex. 49, PAMTNV0033294; Ex. 50, PAMTNV0112643; Ex. 51, PAMTNV0112625; Ex. 52, PAMTNV0112558; Ex. 37, PAMTNV0000171.

<sup>58</sup> Ex. 37, PAMTNV0000171.

<sup>59</sup> Ex. 77, PAMTNV0000175; Ex. 51, PAMTNV0112625.

<sup>60</sup> Ex. 78, VTBH 000822; Ex. 79, PAMTNV0086617.

<sup>61</sup> Ex. 53, PAMTNV0039840; Ex. 54, VTBH 002189; Ex. 55, VTBH 001759; Ex. 56, PAMTNV0106815.

<sup>62</sup> For example, despite not participating in a single discussion with VTBH, Defendant Kaplan voted on the Merger while vying for a personal payment to "get even" with Potashner. Kaplan explained on July 28, 2013 that he should be personally paid because the independent directors "are legally exposed to a lot of the decisions he [Potashner] forces upon us." Ex. 80, PAMTNV0115287.

<sup>63</sup> Ex. 81, PAMTNV0040595; Ex. 82, VTBH 006261.

<sup>64</sup> Ex. 83, VTBH 011084.

McDonald's at Fox's request.<sup>65</sup> Potashner acknowledged his control over Parametric and his use of that control to further Stripes' interests in the merger, as evidenced by Potashner in an email to Stark on November 8, 2013, saying "I [Potashner] have allowed you [Stark] to play a major non traditional role in running the company and this only makes sense if we are aligned. I can give you many examples of this if you like."<sup>66</sup>

2. Potashner, Barnes, and Norris Gave Control of Parametric to Stripes.

Even if Potashner cannot alone be deemed to have had effective control of Parametric for purposes of pushing through the merger, a clear control group still existed here. NRS 78.3785 states, explicitly, that a "Controlling interest" exists when "the ownership of outstanding voting shares of an issuing corporation" is "sufficient . . . to enable the acquiring person, directly or indirectly and individually or in association with others, to exercise" at least "[o]ne-fifth or more but less than one-third . . . of all the voting power of the corporation in the election of directors." Delaware law is in accord. "A controlling stockholder need not be a single person or entity." *In re Hansen Med., Inc. Stockholders Litig.*, No. CV 12316-VCMR, 2018 WL 3030808, at \*5 (Del. Ch. June 18, 2018). A group of stockholders who may not individually qualify as a controlling stockholder may be considered part of a control group that is analogous to a controlling stockholder. *See Frank v. Elgamal*, No. CIV.A 6120-VCN, 2014 WL 957550, at \*18 (Del. Ch. Mar. 10, 2014), *order enforced*, (Del. Ch. 2014); *Almond for Almond Family 2001 Tr. v. Glenhill Advisors LLC*, No. CV 10477-CB, 2018 WL 3954733, at \*25–26 (Del. Ch. Aug. 17, 2018), *aff'd sub nom. Almond as Tr. for Almond Family 2001 Tr. v. Glenhill Advisors, LLC*, 224 A.3d 200 (Del. 2019), *reh'g denied* (Jan. 6, 2020); *see also In re Hansen Med., Inc. S'holders Litig.*, 2018 WL 3030808, at \*5 (Del. Ch. June 18, 2018).

Potashner, together with Barnes and Norris, entered into a voting agreement whereby the three of them gave Fox 32% of the Parametric shares that voted in the merger.<sup>67</sup> This control group negotiated the terms of the voting agreements well before the Merger Agreement was actually

<sup>65</sup> Ex. 84, PAMTNV0106696; Ex. 85, PAMTNV0040658.

<sup>66</sup> Ex. 4, PAMTNV0091492.

<sup>67</sup> Ex. 72, Definitive Proxy Statement, at 42.



finalized and signed.<sup>68</sup> The voting agreements coupled with the evidence demonstrating actual control demonstrate that a control group existed. *See In re Hansen Med., Inc. Stockholders Litig.*, 2018 WL 3030808, at \*6 (holding that proof of a control group is a fact-intensive inquiry requiring some indication of an actual agreement to work toward a common goal).

While the ownership of these three directors did not amount to a majority percentage of the voting power, this is not determinative of control. Indeed, by giving Fox 32% of the votes in the merger, Potashner, Barnes, and Norris qualified as a “controlling interest” under Nevada law. *See* NRS 78.3785 (“controlling interest” exists above “one-fifth” of voted shares); *see also In re Tesla Motors, Inc. S’holder Litig.*, 2020 WL 553902, at \*4 (finding that Musk who held 22.1% voting share still had *de facto* control); *In re PNB Holding Co. Shareholders Litig.*, No. CIV.A. 28-N, 2006 WL 2403999, at \*9 (Del. Ch. Aug. 18, 2006) (“[I]t is clear that there is no absolute percentage of voting power that is required in order for there to be a finding that a controlling stockholder exists”); *see also Kaplan v. Centex Corp.*, 284 A.2d 119, 122-23 (Del. Ch. 1971) (“Stock ownership alone, at least when it amounts to less than a majority, is not sufficient proof of domination or control.”); *In re Western Nat. Corp. S’holders Litig.*, 2000 WL 710192, at \*6 (Del. Ch. May 22, 2000) (same). When less than a majority of stock ownership is present, a demonstration of “actual control” over the board of director during the course of a particular transaction is sufficient. *Zimmerman v. Crothall*, 62 A.3d 676, 699–700 (Del. Ch. 2013); *see also Citron v. Fairchild Camera & Instrument Corp.*, 569 A.2d 53, 70 (Del. 1989) (“a plaintiff must allege domination by a minority shareholder through actual control of corporate conduct”) (citation omitted). As discussed *supra*, the evidence adequately demonstrates that Potashner had effective control over the Board in connection with the merger. Moreover, this Court previously found based on the same facts that a majority of the Parametric Board was neither disinterested nor independent when negotiating and voting on the Merger. Class MTD Order at ¶30.

Norris and Barnes, influenced by their own interest, were complicit in Potashner’s pushing the merger through. The evidence demonstrates that Norris acted in his own self-interest and was

<sup>68</sup> Ex. 74, Potashner Dep. Ex. 80.

1 coerced by Potashner to push approve the merger. Potashner threatened Norris that if he did not go  
2 along with the planned merger, he would personally lose millions.<sup>69</sup> By July 1, 2013, Potashner  
3 stated that a term of the then-current merger agreement stated, “Woody Norris to have an  
4 employment contract with ‘Newco’” post-Merger.”<sup>70</sup> Finally, at the same meeting where the Board  
5 approved the merger, the Board also agreed to pay Norris his maximum target bonus rate of \$81,000,  
6 even though the performance conditions had not yet been met.<sup>71</sup>

7 Similarly, Barnes was in cahoots with Potashner to get the merger done. Potashner at one  
8 point during negotiations asked for an additional cash payment to Barnes equal to nine-months  
9 salary.<sup>72</sup> Barnes participated in negotiations with VTBH.<sup>73</sup> Given his position as Parametric CFO,  
10 Barnes was intimately familiar with VTBH’s deteriorating financials and was complicit in  
11 Potashner’s plan to show stockholders a “tone a very positive financial numbers going forward.”<sup>74</sup>

12 The concerted effort of Potashner, Norris, and Barnes to collectively push the merger through  
13 and its indicia of them acting as a control group is furthered by both their collective approval and  
14 issuance of the proxy that purposefully misled stockholders, their strong-arming of stockholders,  
15 and a vote that Potashner manipulated to only require a majority of approval of the votes cast at the  
16 special meeting, not a pure majority.<sup>75</sup> Importantly, the proxy misled investors by using stale  
17 projections for VTBH that masked its financial decline.<sup>76</sup> Potashner and Barnes knew that VTBH’s  
18 financials were precipitously declining, and that the fairness opinion on the merger which relied on  
19 the stale projections was false and misleading.<sup>77</sup> And, when asked how many non-insider votes were  
20 required, Potashner proudly explained, “I skewed the scenario so we don’t need 50% of the vote.  
21  
22

23 <sup>69</sup> Ex. 86, PAMTNV0033560.

24 <sup>70</sup> Ex. 87, PAMTNV0061388.

25 <sup>71</sup> *Id.*

26 <sup>72</sup> Ex. 37, PAMTNV0000171.

27 <sup>73</sup> *Id.*; Ex. 88, PAMTNV0112539; Ex. 36, PAMTNV0104912.

28 <sup>74</sup> Ex. 89, PAMTNV0095422 at PAMTNV0095423.

<sup>75</sup> Ex. 73, VTBH 015502 (“I skewed the scenario so we don’t need 50% of the vote. Just 50% of those in attendance or those who vote their proxy. This should help.”).

<sup>76</sup> Ex. 64, VTBH 093183; Ex. 90, PAMTNV0056969 at PAMTNV0056993; Ex. 72, Definitive Proxy Statement at 74; Ex. 65, VTBH015820; Ex. 1, PAMTNV0100953; Ex. 68, PAMTNV0099861; Ex. 28, PAMTNV0104228.

<sup>77</sup> Ex. 91, PAMTNV0094986; Ex. 89 at PAMTNV0095423.



Just 50% of those in attendance or those who vote their proxy. This should help.”<sup>78</sup>

Viewing the various factors together—Potashner’s effective control of merger negotiations, the control group’s percentage of their stock ownership, the voting agreements they entered into in connection with the merger, and their concerted manipulation of the stockholder vote—Plaintiff has adequately proven that a control group existed. *See Hansen* 2018 WL 3030808, at \*6.

**B. The Evidence Supports a Direct Claim for Expropriation of Equity by a Stockholder and Fiduciary with Effective Control for the Benefit of a Third Party.**

Defendants claim that under Delaware law, the transaction must effectuate “an increase in the percentage of the outstanding shares owned by the controlling stockholder, and a corresponding decrease in the share percentage owned by the public (minority) shareholders.” Defs. Br. at 18 (quoting *Gentile*, 906 A.2d at 100) (underline in original). In so arguing, Defendants misconstrue the Delaware Supreme Court’s ruling in *Gatz v. Ponsoldt*, *supra*. In *Gatz*, Ponsoldt, through entities owned or controlled by him, acquired a controlling block of Regency. In an intricate transaction summarized here, Ponsoldt then cashed out most of his equity interest in Regency and converted his *de facto* control of Regency into an absolute majority interest that simultaneously was transferred to an entity owned by Levy. *Gatz* 925 A.2d at 1281. The end result was that Regency’s public shareholders—who previously had held Regency’s majority stock interest—became minority shareholders in a Levy-controlled enterprise. *Id.* In finding that stockholders could bring a direct claim for equity expropriation where the ultimate transferee and beneficiary is a third party, the court stated that “[i]t is the very nature of equity to look beyond form to the substance of an arrangement.” *Id.* The fact that the fiduciary “never held the benefits of the expropriation” is a difference in form that “should not affect how the law views the substance of what truly occurred or how the public shareholders’ claims for redress should be characterized.” *Id.* The Delaware Supreme Court found:

In both cases the fiduciary exercises its control over the corporate machinery to cause an expropriation of economic value and voting power from the public shareholders. That the fiduciary does not retain the direct benefit from the expropriation but chooses instead to convert that benefit to cash by selling it to a

<sup>78</sup> Ex. 73, VTBH 015502.

third party, is not a circumstance that can justify depriving the injured public shareholders of the right they would otherwise have to seek redress in a direct action.

*Id.*

Defendants' Motion misleadingly emphasizes a portion of a sentence in *Feldman v. Cutaia*, 956 A.2d 644, 656 (Del. Ch. 2007), for the contention that *Gentile* and *Gatz* only apply where the controlling stockholder received both increased equity ownership share and economic value through expropriation. Defs. Br. at 21.<sup>79</sup> The Delaware Court of Chancery's use of "exclusive" in *Feldman* did not mean to limit direct claims to a particular benefit obtained by a controlling stockholder, but those benefits that the controlling stockholder received, exclusive of the benefits received by all stockholders. *See Feldman*, 956 A.2d at 656 (wherein the sentence following Defendants' quotation reads "Because neither the Dilutive Transactions nor the ESOP grants conferred an exclusive benefit on any controlling stockholder of Telx, Feldman cannot bring Count V as a direct claim") (emphasis added). While the Delaware Supreme Court limited the holding of *Gentile* in *El Paso Pipeline GP Company, LLC v. Brinkerhoff*, 152 A.3d 1248 (Del. 2016), it did not further limit its holding in *Gatz* to only the actual circumstances of *Gatz*.<sup>80</sup>

Here, the evidence shows that Potashner, either alone or with the help of Barnes and Norris, expropriated value from Parametric shareholders by conducting the reverse merger with VTBH at a knowingly inflated value and then issuing millions of highly dilutive shares to Stripes Group and VTBH insiders, thereby transferring control of Parametric. As a result of the merger, Potashner handed Stripes Group control of 81% of the post-merger entity. *See* Director Defendants' Answer to Complaint, ¶2, on file with the Court. Meanwhile, Parametric shareholders, who owned a combined 100% of the Company before the merger, were reduced to a minority 19% interest in the

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<sup>79</sup> "As the Delaware Court of Chancery later explained in *Feldman*, 'the harm *Gentile* and *Gatz* seek to remedy can only arise when a controlling stockholder, with sufficient power to manipulate the corporate processes, engineers a dilutive transaction whereby that stockholder receives an exclusive benefit of increased equity ownership and voting power for inadequate consideration.'" *Id.* at 657 (emphasis added))." Defs. Br. at 21.

<sup>80</sup> Notably, Defendants cite no authority for the contention that a direct claim does not exist against a controlling stockholder who expropriates voting power and economic value to a third party for its own benefit. If that were the law (which it is not), then Plaintiff's claim would still stand based on the fact that Fox held a "controlling interest" in the merger under NRS 78.3785 and received the benefits from the dilutive actions.

post-merger Company. Potashner and the other members of the control group converted their ability to control Parametric into personal financial gains and other benefits not shared with other pre-Merger Parametric stockholders.

This is clearly the type of factual framework that the Delaware Supreme Court intended to provide a direct claim to shareholders for in *Gatz*. Potashner was a fiduciary motivated entirely by his own self-interest. That he did not expropriate control for himself in the reverse merger is not fatal to a direct expropriation of equity claim. Potashner exercised effective control over the Board and the merger negotiations in order to further his own interests. Noting VTBH's disturbing financial picture, a stock analyst queried, "So why would Parametric pursue an acquisition with a floundering company like Turtle Beach?" His answer:

Personal enrichment, of course. As a result of the merger, special golden parachute payments will be triggered for the executive management of Parametric. For instance, we can see on page 77 [of the Proxy] that Kenneth Potashner, the Chairman, will be entitled to over \$2.8 million of payments that are triggered on a change of control. The proxy also reveals that he will continue on with a board seat following the merger, which is likely to be a cushy and lucrative endeavor for him.<sup>81</sup>

In addition to these payments, Potashner's direct personal interest in HHI gave him self-interested motivation to consummate the merger with Stripes, even if it harmed Parametric's shareholders.<sup>82</sup> Potashner saw great value in HHI and, in part, effectuated the Merger because he believed that he could continue to profit from HHI on account of his personal ownership interest after the deal. Potashner repeatedly stated that he believed HHI was worth \$1 billion.<sup>83</sup> He confided to Stark on July 11, 2013 that the "whole reason that I entered into the deal [with VTBH] in the first place [was] [t]o build a multi-billion dollar HHI and benefit from it."<sup>84</sup> Potashner's interests in the merger were clearly his own and not aligned with the Parametric stockholders. As the Delaware Supreme Court held: "equity will not permit a fiduciary to deprive his beneficiaries of their

<sup>81</sup> Ex. 92, SeekingAlpha.com Article.

<sup>82</sup> Ex. 17, VTBH 007727 (Stark reporting that Potashner "said he liked the reverse merger option the best and is happy we are headed in that direction because it 'allows him to participate in the upside of commercial and health [HHI] which he feels is large.'").

<sup>83</sup> Ex. 12, VTBH 005061; Ex. 13, PAMTNV0113764.

<sup>84</sup> Ex. 14, PAMTNV0105035; Ex. 15, VTBH009741.

entitlement to seek direct redress for fiduciary misconduct by structuring a transaction so as to obscure that entitlement.” *Gatz*, 925 A.2d at 1280.

Potashner, Barnes, and Norris extracted economic value and voting power from Parametric stockholders in order to push through the Merger that ultimately gave that economic and voting power to Stripes and VTBH. Potashner extracted economic value from stockholders for his own pecuniary gain by withholding information from the market, as in the McDonald’s deal, and by slow-rolling license negotiations with third parties, like SIIG/Optek, in order to reduce the stock price of the Company.<sup>85</sup> He then extracted voting power from Parametric stockholders by making false and materially misleading statements about the Company directly to stockholders and through the Proxy, essentially nullifying the vote of the public Parametric stockholder **in his words to secure 50% support for the Merger**. After expropriating this voting power and economic value temporarily, these three permanently transferred their control and the expropriated economic value of the Company to Stripes and VTBH.

These events only appear unlike those of a traditional controller expropriation because of their sequential nature. Like in *Gatz*, if these events had occurred simultaneously, then the Merger would clearly be governed by *Gentile*. See *Gatz*, 925 A.2d at 1279-80 (holding that a two-step transaction that would otherwise evade *Gentile* still permits direct redress because “[i]t is the very nature of equity to look beyond form to the substance of an arrangement.”). As in *Gatz*, Potashner and the Control Group exercised their “control over the corporate machinery to cause an expropriation of economic value and voting power from the public shareholders” to a third party in exchange for cash. *Id.* at 1281. That Potashner received the benefit of the expropriation indirectly does not mean that he received no benefit from the expropriation. *Id.* at 1281, n.35.

## V. CONCLUSION

This Court previously denied Defendants’ motion to dismiss the direct equity expropriation claim and the aiding and abetting claim on the same facts. The same facts and law still apply. Depending on whether or not Potashner had effective control of Parametric at the time of the merger,

<sup>85</sup> Ex. 93, PAMTNV0108344.

1 either independently or with the other insiders, Plaintiff will be able to prove its direct claims for  
2 equity expropriation and aiding and abetting claims. That issue, however, is disputed and will require  
3 a trial to resolve. Accordingly, Plaintiff respectfully requests that the Court deny Defendants' First  
4 Motion for Summary Judgment.

5 DATED this 26th day of May, 2021.

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**CERTIFICATE OF SERVICE**

I hereby certify that I am an employee of the law firm of McDonald Carano LLP and on the 26th day of May, 2021, the foregoing **PLAINTIFF’S OPPOSITION TO DEFENDANTS’ FIRST MOTION FOR SUMMARY JUDGMENT** was electronically served with the Clerk of the Court via the Clark County District Court Electronic Filing Program which will provide copies to all counsel of record registered to receive such electronic notification.

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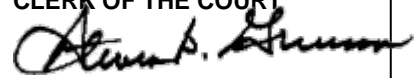
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**DISTRICT COURT  
CLARK COUNTY, NEVADA**

IN RE PARAMETRIC SOUND  
CORPORATION SHAREHOLDERS'  
LITIGATION

Case No.: A-13-686890-B

Dept. No.: XI

**PLAINTIFF PAMTP LLC'S  
OPPOSITION TO DEFENDANTS'  
SECOND MOTION FOR SUMMARY  
JUDGMENT (STANDING)**

This Document Relates To:  
  
ALL ACTIONS.

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| 2  | 121 Nev. 668, 119 P.3d 1254 (2005) .....                                 | 7      |
| 3  | <i>Miller v. A &amp; R Joint Venture,</i>                                |        |
| 4  | 97 Nev. 580, 636 P.2d 277 (1981) .....                                   | 7      |
| 5  | <i>N.J. Bank, N.A. v. Bradford Sec. Operations, Inc.,</i>                |        |
| 6  | 690 F.2d 339 (3d Cir. 1982).....   | 11     |
| 7  | <i>Nev. Yellow Cab Corp. v. Eighth Judicial Dist. Court,</i>             |        |
| 8  | 132 Nev. 784, 383 P.3d 246 (2016) .....                                  | 15     |
| 9  | <i>NOLM, LLC v. County of Clark,</i>                                     |        |
| 10 | 120 Nev. 736, 100 P.3d 658 (2004) .....                                  | 12     |
| 11 | <i>Perez v. Las Vegas Medical Center,</i>                                |        |
| 12 | 107 Nev. 1, 805 P.2d 589 (1991) .....                                    | 6      |
| 13 | <i>Res. Group, LLC v. Citimortgage, Inc.,</i>                            |        |
| 14 | 2017 Nev. App. Unpub. LEXIS 301 (Nev. Ct. App., May 5, 2017).....        | 6      |
| 15 | <i>Rowden v. Pac. Parking Sys.,</i>                                      |        |
| 16 | 282 F.R.D. 581 (C.D. Cal. 2012) .....                                    | 13     |
| 17 | <i>Sawyer v. Sugarless Shops,</i>  |        |
| 18 | 106 Nev. 265, 792 P.2d 14 (1990) .....                                   | 6      |
| 19 | <i>Urdan v. WR Capital Partners, LLC,</i>                                |        |
| 20 | 244 A.3d 668 (Del. 2020) .....   | passim |
| 21 | <i>Urdan v. WR Capital Partners, Ltd. Liab. Co.,</i>                     |        |
| 22 | No. 2018-0343-JTL, 2019 Del. Ch. LEXIS 313 (Del. Ch. Aug. 19, 2019)..... | 7, 13  |
| 23 | <b>Statutes</b>  |        |
| 24 | U.C.C. §8-503 .....  | 10     |
| 25 | <b>Other Authorities</b>   |        |
| 26 | NRS 104.8101 .....   | 8, 9   |
| 27 | NRS 104.8102(j) .....  | 9      |
| 28 | NRS 104.8102(m)(2).....  | 9      |

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| 1  | NRS 104.8102(p) .....  | 9  |
| 2  | NRS 104.8104(1)(a) .....   | 10 |
| 3  | NRS 104.8104(3) .....  | 10 |
| 4  | NRS 104.8301 .....   | 11 |
| 5  | NRS 104.8302 .....   | 12 |
| 6  | NRS 104.8302(1) .....  | 10 |
| 7  | Transfer Agent Regulations, 80 Fed. Reg. 81,947, 81,957 (proposed Dec. 31, 2015) ..... | 9  |
| 8  | UCC §8-302 .....   | 2  |
| 9  | William Rubenstein et al., Newberg on Class Actions §9:49 (5th ed. 2013) .....         | 8  |
| 10 | <b>Rules</b>   |    |
| 11 | NRCP 23(d)(3)(A) .....   | 8  |
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## MEMORANDUM OF POINTS AND AUTHORITIES

### **I. INTRODUCTION**

Defendants’ Second Motion for Summary Judgment is meritless. After *years* of arguing that the class in this case was limited to shareholders who held Parametric stock as of the date of the merger (January 15, 2014), Defendants now change their position and claim standing only exists for those who continue to hold the shares they held as of the merger or can prove they bought shares directly from someone that did. This is a last-minute gambit that not only runs contrary to the law of this case, but also the authority Defendants use to support it.

When Defendants first opposed the Class Plaintiffs’ motion for class certification, they argued that the class should be limited to shareholders who held Parametric stock as of January 15, 2014. The Court agreed and certified an “equity expropriation class . . . consisting of: All persons and/or entities that held shares of Parametric . . . common stock on January 15, 2014.” Defendants then used that class definition when settling the class action case, drafting their class-wide releases, and giving notice to class members. Plaintiff and its Assignors relied on that class definition when they decided to opt out of the settlement and pursue Defendants individually. Only now, less than three months away from trial, do Defendants seek to move the goal posts and change the definition of who has standing to sue them.

Defendants claim that the Delaware Supreme Court’s decision in *Urdan v. WR Capital Partners, LLC*, 244 A.3d 668 (Del. 2020), supports their change in position. However, the facts in *Urdan* contrast starkly with those that are presently before the Court. Unlike here, *Urdan* was not a class action, there was no class certification order conferring standing on the plaintiffs, and the plaintiffs did not expressly reserve their claims against the defendants when exercising their statutory rights to opt out of a settlement. In fact, to the contrary, the plaintiffs in *Urdan* explicitly signed away their “right, title, and interest” in their claims against the defendants when they decided to sell back their shares to the company in a private stock repurchase agreements. Defendants do not reconcile these factual differences in their motion, let alone explain why the plaintiffs’ decision to sign away their claims does not render *Urdan* completely inapposite.

. . .

1 *Urdan* also relies on law that is inapplicable to this case. As Defendants emphasize  
2 throughout their brief, *Urdan* turns on the application of a discrete section within Article 8 of the  
3 Uniform Commercial Code. That section—UCC §8-302—applies to purchasers of a “certificated  
4 or uncertificated security.” It does **not** apply to “security entitlements,” which is what Plaintiff’s  
5 Assignors owned under the provisions of the UCC. Thus, Defendants’ entire basis for claiming  
6 that Plaintiff does not possess standing is premised on a flawed interpretation and application of  
7 the UCC.

8 Defendants’ motion is also contrary to policy. The doctrine of judicial estoppel is used to  
9 prevent parties from taking contrary positions in an effort to obtain “unfair advantages” in  
10 litigation. That doctrine is especially fitting here where, after fighting class certification and  
11 securing a settlement that would have bound Plaintiff and its Assignors, Defendants are attempting  
12 to reverse course and materially change the contours of their defense on the eve of trial. Over  
13 seven years have elapsed since the merger closed on January 15, 2014. The number of Parametric  
14 shareholders who still hold their shares from the merger is undoubtedly minimal; in fact, it may  
15 well be that Plaintiff’s Assignor, IceRose Capital Management, LLC, is the only one remaining.  
16 Granting Defendants’ motion at this point would be severely prejudicial to Plaintiff’s Assignors  
17 as well as the class members under Defendants’ new class definition that should have received  
18 notice of the settlement, could have objected to the plan of allocation for the settlement fund, or  
19 challenged the claims administrator’s determinations with respect to their claims.<sup>1</sup>

## 20 **II. COUNTERSTATEMENT OF UNDISPUTED FACTS**

### 21 **A. Plaintiff’s Assignors Held 801,761 Shares of Parametric Stock as of the** 22 **Merger on January 15, 2014.**

23 Parametric merged with Turtle Beach on January 15, 2014. Director Defendants’ Answer  
24 to Complaint, ¶2, on file with the Court. At the time of the merger, Plaintiff’s Assignors owned  
25 the following shares of Parametric stock:

| Assignor                        | Shares as of Jan. 15, 2014 |
|---------------------------------|----------------------------|
| IceRose Capital Management, LLC | 489,761                    |

28 <sup>1</sup> Upon information and belief, distribution of the settlement fund has not yet occurred.



|   |         |
|---|---------|
| Robert Masterson  | 154,000 |
| Marcia Patricof, on behalf of the Patricof Family LP, Marcia Patricof Revocable Living Trust, and the Jules Patricof Revocable Living Trust | 47,500  |
| Alan and Anne Goldberg  | 13,500  |
| Barry Weisbord  | 5,000   |
| Ronald and Muriel Etkin   | 7,000   |
| Richard Santulli  | 85,000  |
| Total:  | 801,761 |

See Moore Decl, Exs. 9, 10, 11, 12, 13, 14, 15, and 16.<sup>2</sup>

Plaintiff's Assignors purchased these shares through their brokers at Oppenheimer, Morgan Stanley, and Wells Fargo between 2012 and the merger on January 15, 2014. See Declaration of IceRose Capital Management, LLC, ¶4, attached hereto as **Exhibit 1**; Declaration of Robert Masterson, ¶3, attached hereto as **Exhibit 2**; Declaration of Marcia Patricof, ¶4, attached hereto as **Exhibit 3**; Declaration of Alan Goldberg, ¶3, attached hereto as **Exhibit 4**; Declaration of Barry Weisbord, ¶3, attached hereto as **Exhibit 5**; Declaration of Ronald Etkin, ¶3, attached hereto as **Exhibit 6**; Declaration of Richard Santulli, ¶3, attached hereto as **Exhibit 7**. They then held these shares in their brokerage accounts at Oppenheimer, Morgan Stanley, and Wells Fargo through the merger. *Id.* Plaintiff's Assignors were *not* holders of record of Parametric stock, but instead held the shares in "street name" through their brokers. *Id.*<sup>3</sup> This is further evidenced by Parametric's record stockholder list as of November 11, 2013, which lists every certificate holder and does not include the Assignors. See Record Stockholder List, attached as **Exhibit 9**.

**B. The Court Certified an Equity Expropriation Class of Consisting of Shareholders that Held Parametric Stock on January 14, 2014.**

On June 25, 2018, the Class Plaintiffs moved for class certification. They sought to certify

<sup>2</sup> "Moore Decl." refers to the Declaration of Ryan M. Moore filed by Defendants in support of their Second Motion for Summary Judgment (Standing), on file with the Court.

<sup>3</sup> On December 31, 2015, the U.S. Securities and Exchange Commission issued Release No. 34-76743, titled "Transfer Agent Regulations." It describes the different types of security ownerships, namely "registered security holders" who are "holders of record" and "beneficial owners" who purchase securities through an intermediary in "street name." The "vast majority of security holders in the U.S. are beneficial owners rather than registered owners" who own a "securities entitlement" when they purchase stock through a broker. See Transfer Agent Regulations, 80 Fed. Reg. 81,947, 81,956-57 (proposed Dec. 31, 2015) (to be codified at 17 C.F.R. pt. 240). A copy of the foregoing is attached hereto as **Exhibit 8** for the Court's convenience.

1 a class consisting of: “All persons and/or entities that held shares of Parametric . . . at any time  
2 from and including August 5, 2013 through and including January 15, 2014 . . . .” *See* Plaintiffs’  
3 Motion for Class Certification, p. 1, on file with the Court.

4 On October 9, 2018, Defendants opposed the Class Plaintiffs’ motion by, *inter alia*,  
5 arguing that the proposed class definition was “overbroad” and needed to be limited to  
6 shareholders who “held shares on January 15, 2014, the date Turtle Beach allegedly issued the  
7 additional, excessive shares.” *See* Defendants’ Opposition to Motion for Class Certification, pp.  
8 14-16, on file with the Court.

9 On January 18, 2019, the Court granted the Class Plaintiffs’ motion in part and certified  
10 an “equity expropriation class . . . consisting of: All persons and/or entities that held shares of  
11 Parametric . . . common stock on January 15, 2014 . . . .” *See* Order Regarding Class Certification,  
12 p. 7, on file with the Court.

13 **C. The Court Approved the Settlement and the Notice to the Class.**

14 On November 15, 2019, the Class Plaintiffs and Defendants agreed to settle the class action  
15 lawsuit. *See* Stipulation of Settlement, on file with the Court. Their Stipulation of Settlement  
16 defined the “Class” as consisting of “All persons and/or entities that held shares of Parametric . .  
17 . common stock on January 15, 2014 . . . .” *Id.* at ¶1.4. It also purported to release all claims  
18 asserted by or on behalf of the Class against Defendants. *Id.* at ¶¶1.20, 4.1. The release was not  
19 limited to shareholders who held stock continuously since the merger. *See id.*

20 On January 17, 2020, the Court granted preliminary approval of the settlement. *See* Order  
21 Preliminarily Approving Settlement and Providing for Notice, on file with the Court. In its Order,  
22 the Court approved the Notice of Proposed Settlement, which defined the class as “All persons  
23 and/or entities that held shares of Parametric . . . common stock on January 15, 2014 . . . .” *Id.* at  
24 ¶¶3-4. It also directed “[n]ominees who held Parametric common stock on January 15, 2014 for  
25 the beneficial ownership of Class Members . . . to send the Notice and Proof of Claim and Release  
26 form to such beneficial owners . . . .” *Id.* at ¶10. The notice was not directed to shareholders who  
27 purchased pre-merger shares after the merger. *See id.*

28 . . .

1 On May 19, 2020, the Court granted final approval of the settlement. *See* Final Judgment  
2 and Order of Dismissal with Prejudice, on file with the Court. In its Order, the Court again  
3 approved the definition of the class as consisting of “All persons and/or entities that held shares  
4 of Parametric . . . common stock on January 15, 2014 . . . .” *Id.* at ¶3. At their request, the Court  
5 excluded from the settlement Plaintiff and the Assignors. *Id.* at Exhibit A.

6 **D. The Assignors Opted Out of the Settlement and Filed Suit.**

7 Between April 15 and 22, 2020, the Assignors assigned their claims against Defendants to  
8 Plaintiff. *See* Moore Decl., Ex. 2 at pp. 22-30. Each Assignor represented in their respective  
9 assignment that they were “a member of the Class as defined by Judge Elizabeth Gonzalez in the  
10 Order Regarding Class Certification dated January 18, 2019” and that they were assigning their  
11 “right, title and interest in any claim that [they] ha[d] or could have arising from [their] ownership  
12 of Parametric . . . stock, including any and all claims arising from or related to the merger . . .  
13 against Parametric or any other entity or individual that could be liable for the acts and/or  
14 omissions alleged in the litigation entitled *In re Parametric Sound Corporation Shareholders’*  
15 *Litigation*, No. A-13-686890-B (Clark County, Nevada) . . . .” *Id.*

16 On April 22, 2020, Plaintiff timely opted out of the settlement on behalf of the Assignors.  
17 *See* Moore Decl., Ex. 1.

18 On May 20, 2020, Plaintiff filed a complaint against Defendants. *See* Complaint, on file  
19 with the Court. On June 23, 2020, the Court consolidated Plaintiff’s Complaint with and into this  
20 action. *See* Order Granting Defendants’ Motion to Consolidate, p. 2, on file with the Court.

21 On September 3, 2020, after unsuccessfully moving to dismiss, Defendants filed answers  
22 to Plaintiff’s Complaint. Defendants asserted a number of affirmative defenses in their answers;  
23 none, however, claimed that Plaintiff’s Assignors lacked standing as a result of selling their  
24 Parametric stock after January 15, 2014. *See* Director Defendants’ Answer to Complaint, pp. 34-  
25 35; Answer to Plaintiff PAMTP LLC’s Complaint, pp. 38-39, on file with the Court.

26 **E. IceRose Capital Currently Owns 28,700 Shares of Parametric Stock.**

27 IceRose Capital held 489,761 shares of Parametric stock as of January 15, 2014, and has  
28 continuously held shares of Parametric stock through the present day. *See* IceRose Capital Decl.

1 at ¶¶5-6. As of May 26, 2021, IceRose Capital holds 28,700 shares of Parametric stock (although  
2 the stock now trades under Turtle Beach Corporation after Parametric changed its name on May  
3 27, 2014). *Id.*

### 4 **III. LEGAL STANDARD**

5 A movant can “establish entitlement to judgment as a matter of law” by “negat[ing] [an]  
6 element of [the] plaintiff’s case.” *Harrington v. Syufy Enters.*, 113 Nev. 246, 248, 931 P.2d 1378,  
7 1379-80 (1997) (citing *Perez v. Las Vegas Medical Center*, 107 Nev. 1, 4, 805 P.2d 589, 590-91  
8 (1991)). If the movant’s basis for filing the motion is premised upon an incorrect application of  
9 the law, the motion should be denied. *See Perez*, 107 Nev. at 6-7; *see also Res. Group, LLC v.*  
10 *Citimortgage, Inc.*, 2017 Nev. App. Unpub. LEXIS 301, \*2 (Nev. Ct. App., May 5, 2017)  
11 (reversing summary judgment where “district court relied on a misstatement of the law”). “All of  
12 the non-movant’s statements must be accepted as true, and a district court may not pass on the  
13 credibility of the affidavits.” *Harrington*, 113 Nev. 246, 248 (citing *Sawyer v. Sugarless Shops*,  
14 106 Nev. 265, 267, 792 P.2d 14, 15 (1990)).

### 15 **IV. ARGUMENT**

#### 16 **A. *Urdan* Is Not Controlling Because the Plaintiffs Signed Away Their Rights to** 17 **Sue While Plaintiff’s Assignors Here Explicitly Saved Them.**

18 Plaintiff’s Assignors purchased Parametric stock on the open market (NASDAQ) between  
19 2012 and 2013. *See IceRose Capital Decl.* at ¶4, Ex. 1; *Masterson Decl.* at ¶3, Ex. 2; *Patricof Decl.*  
20 *at* ¶4, Ex.3; *Goldberg Decl.* at ¶3, Ex. 4; *Weisbord Decl.* at ¶3, Ex. 5; *Etkin Decl.* at ¶3, Ex. 6;  
21 *Santulli Decl.* at ¶3, Ex. 7. They purchased these shares through their brokers at Oppenheimer,  
22 Morgan Stanley, and Wells Fargo and held them in “street name” in their respective accounts  
23 through the merger on January 15, 2014. *See id.*; *see also Moore Decl.*, Exs. 9, 10, 11, 12, 13, 14,  
24 15, and 16. When the Court certified the “equity expropriation class” of all shareholders that “held  
25 shares of Parametric . . . common stock on January 15, 2014,” it confirmed the Assignors’ and all  
26 other class members’ standing to sue Defendants. *See Order Regarding Class Certification* at 7.  
27 The Court subsequently recertified the Assignors’ standing when it granted approval of the class  
28 action settlement. *See Final Judgment and Order of Dismissal with Prejudice* at ¶3. Thus, when

1 Plaintiff and the Assignors opted out, they did so with standing to pursue the claims against  
2 Defendants in this lawsuit. *See Moore Decl.*, Exs. 1 and 2 at pp. 22-30.

3       These facts are very different from *Urdan*. In that case, the dispute involved Energy  
4 Efficient Equity, Inc., a private corporation owned entirely by just three individuals, Jonathan  
5 Urdan (President and CFO), Kevin Kurka (CEO), and William Woodward (Energy Efficient  
6 Equity's first outside investor). *See Urdan v. WR Capital Partners, Ltd. Liab. Co.*, No. 2018-0343-  
7 JTL, 2019 Del. Ch. LEXIS 313, at \*1-3 (Del. Ch. Aug. 19, 2019).<sup>4</sup> In 2016, Urdan, Kurka, and  
8 Woodward negotiated a financing deal with an outside private equity fund named WR Capital  
9 Partners, LLC. *Id.* at \*4-5. WR Capital Partners obtained "effective control" over Energy Efficient  
10 Equity shortly after the financing, fired Kurka and Urdan, and proceeded to loan the company  
11 money in exchange for additional shares which, in turn, diluted Kurka's, Urdan's, and  
12 Woodward's ownership. *Id.* at \*8-14. In May 2018, Urdan and Woodward filed suit against WR  
13 Capital Partners. *Id.* at \*15. In August 2018, while the action was pending, Urdan and Woodward  
14 sold their shares back to Energy Efficient Equity during a recapitalization. *Id.* at \*16-17. The stock  
15 sale was executed through a Settlement Agreement and Release stating explicitly that Urdan and  
16 Woodward each sold "all of [his] right, title, and interest" in their shares. *Id.* at \*17-18; *see also*  
17 *Urdan*, 244 A.3d at 670.

18       The *Urdan* plaintiffs signed away their rights to sue the defendants. *See Urdan*, 244 A.3d  
19 at 675-76. The importance of that fact cannot be overstated. *See May v. Anderson*, 121 Nev. 668,  
20 674-75, 119 P.3d 1254, 1259 (2005) (affirming dismissal of case where "parties agreed upon the  
21 essential terms of the release" and "an enforceable settlement agreement exist[ed]"); *see also*  
22 *Miller v. A & R Joint Venture*, 97 Nev. 580, 582, 636 P.2d 277, 278 (1981) (public policy supports  
23 enforcing agreements when freely contracted to by the parties). It is diametrically at odds with  
24 what occurred here when Plaintiff's Assignors opted out of the class action settlement.

25       Plaintiff's Assignors explicitly reserved and retained their rights to sue by excluding  
26 themselves from the settlement in accordance with the Court's Order Preliminarily Approving  
27

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28 <sup>4</sup> Plaintiff cites to the Chancery Court's description of the facts because it contains the complete  
account of the record on the motion. *See Urdan*, 244 A.3d at 671 n.1.

Settlement and Providing for Notice. As required, Plaintiff's Assignors notified the parties and the Court of their intent to exclude themselves from the settlement, preserve their claims under the terms of the release, and file suit against Defendants. [Moore Decl., Ex. 1] When the Court granted final approval, it confirmed Plaintiff's and its Assignors' exclusion from the settlement and, in turn, their ability to sue Defendants directly. *See* Final Judgment and Order of Dismissal with Prejudice at ¶¶8, 10.

Notwithstanding Plaintiff's Assignors' explicit reservation of rights and the absence of any written agreements to the contrary, Defendants effectively ask this Court to take away Plaintiff's statutory and procedural due process rights to opt out of the settlement. *See* NRCp 23(d)(3)(A) ("... the court will exclude the member from the class if the member so requests by a specified date"); *see also Hanlon v. Chrysler Corp.*, 150 F.3d 1011, 1024 (9th Cir. 1998) ("The procedural due process rights of these members include an opportunity to be excluded from the action."); William Rubenstein et al., *Newberg on Class Actions* §9:49 (5th ed. 2013) ("The right to opt out in a Rule 23(b)(3) class action is considered an individual right."). *Urdan* did not involve these procedural due process rights, and does not weigh in favor of overruling them.

**B. Defendants Misplace Reliance on a Specific Provision of the Uniform Commercial Code that Does Not Apply to the Facts of This Case.**

Defendants' motion is also flawed because it is premised on an incorrect reading and application of the UCC. As Defendants emphasize in their motion, *Urdan* "relied on Delaware UCC section 8-302(a)" when "reaching its holding." Defs. Br. at 8. Delaware's UCC, specifically Part 3 of Article 8, came into play because the plaintiffs in *Urdan* were record stockholders selling shares pursuant to repurchase agreements that explicitly called for the transfer of all "right[s], title[s], and interest[s]" at the time of sale, unlike Plaintiff's Assignors who bought and sold shares in "street name" through their respective brokers. Defendants overlook this factual distinction and, importantly, how it impacts the application of Article 8 of the UCC.

Article 8 of the UCC governs investment securities. *See* NRS 104.8101. As with all other parts of the UCC, Article 8 contains very specific definitions and rules. *See, e.g., Guilfoyle v. Olde Monmouth Stock Transfer Co.*, 130 Nev. 801, 807, 335 P.3d 190, 194 (2014) (analyzing dispute

under UCC Article 8). Section 104.8302, which is Nevada’s version of Delaware UCC section 8-302(a) cited above, is contained within Part 3 of Article 8 titled “Transfer of Certificated and Uncertificated Securities.” Section 104.8302(1) provides that “a purchaser of a certificated or uncertificated security acquires all rights in the security that the transferor had or had power to transfer.” The terms “certificated security” and “uncertificated security” are defined as “a security that is represented by a certificate” and “a security that is not represented by a certificate.” NRS 104.8102(d), (q). A “security” is defined, in pertinent part, as a “share” that is “represented by a security certificate in bearer or registered form.” NRS 104.8102(n). These definitions are critical to the correct application of the UCC, primarily because they show that Part 3 of Article 8 and the specific provision upon which Defendants rely, *i.e.*, Section 104.8302, are **not** applicable to Plaintiff’s case.

Plaintiff’s Assignors did not own “securities,” as defined by Article 8 of the UCC. Instead, they owned “security entitlements.” *See* Transfer Agent Regulations, *supra* (Ex. 8) (beneficial owners of stock own “securities entitlements”). A “security entitlement” is a “right[] or property interest of an entitlement holder with respect to a financial asset specified in part 5 of this Article.” NRS 104.8102(p). A “financial asset” is, in pertinent part, “[a]ny property that is held by a securities intermediary for another person in a securities account . . . .” NRS 104.8102(j). A “securities intermediary” is “a bank or broker, that in the ordinary course of its business maintains securities accounts for others and is acting in that capacity.” NRS 104.8102(m)(2). Thus, when Plaintiff’s Assignors purchased their Parametric shares through their respective brokers, they received “security entitlements” and not the actual “securities,” as those terms are defined by Article 8 of the UCC. *See COR Clearing, Ltd. Liab. Co. v. Calissio Res. Grp., Inc.*, No. 8:15CV317, 2017 U.S. Dist. LEXIS 183405, at \*22-24 (D. Neb. Nov. 6, 2017) (explaining “book entry” process used by “securities intermediary” when client purchases “securities entitlement” through brokerage account); *In re Fleetboston Fin. Corp. Sec. Litig.*, No. 02-4561 (GEB), 2008 U.S. Dist. LEXIS 78272, at \*105-07 (D.N.J. Oct. 2, 2008) (describing “indirect[]” stock ownership system and holding that “investor holding securities through a broker-dealer, therefore, does not ‘own’ the actual physical securities: rather, (s)he owns a ‘securities entitlement’ . . . .”).



This distinction is significant because “securities” and “security entitlements” are governed by separate and distinct parts within Article 8. The former is governed by Part 3 of Article 8 while the latter is governed by Part 5 of Article 8. *See* NRS 104.8104(3) (“A person who acquires a security entitlement . . . has the rights specified in part 5 of this article” and is a “purchaser . . . only to the extent provided in NRS 104.8503”); *see also* *COR Clearing, LLC*, 2017 U.S. Dist. LEXIS 183405, at \*23 (“Part 5 of Revised Article 8 of the Commercial Code defines the rights of the entitlement holder and the duties of the securities intermediary.”). Importantly, the UCC provision that Defendants rely upon in their motion does **not** apply to Plaintiff and therefore is inapplicable to Plaintiff’s case. *See In re Cfs-Related Sec. Fraud Litig.*, No. 99-CV-825-K(J), 2001 U.S. Dist. LEXIS 27387, at \*44 n.13 (N.D. Okla. Dec. 21, 2001) (“If they are indirect holders, § 8-302 would not be applicable.”); *see also* U.C.C. §8-503, Official Comment 2 (“A person’s claim of ownership of a certificated security is a right to a specific identifiable physical object, and that right can be asserted against any person who ends up in possession of that physical certificate, unless cut off by the rules protecting purchasers for value without notice. ***Those concepts do not work for the indirect holding system.***”) (emphasis added).

Indeed, Defendants’ interpretation and application of the UCC is demonstrably flawed. Going back to Part 3 of Article 8, the provision relied upon by Defendants states that “a purchaser of a certificated or uncertificated security acquires all rights in the security that the transferor had or had power to transfer.” NRS 104.8302(1). A person “acquires” a security when it is “delivered pursuant to NRS 104.8301.” NRS 104.8104(1)(a). “Delivery” of a security occurs only under very specific circumstances, as follows:

1. Delivery of a certificated security to a purchaser occurs when:
  - (a) The purchaser acquires possession of the security certificate;
  - (b) Another person, other than a securities intermediary, acquires possession of the security certificate on behalf of the purchaser or, having previously acquired possession of the certificate, acknowledges that it holds for the purchaser; or
  - (c) A securities intermediary acting on behalf of the purchaser acquires possession of the security certificate, only if the certificate is in registered form and is registered in the name of the purchaser, payable to the order of the purchaser, or specially endorsed to the



purchaser by an effective endorsement and has not been endorsed to the securities intermediary or in blank.

2. Delivery of an uncertificated security to a purchaser occurs when:

- (a) The issuer registers the purchaser as the registered owner, upon original issue or registration of transfer; or
- (b) Another person, other than a securities intermediary, becomes the registered owner of the uncertificated security on behalf of the purchaser or, having previously become the registered owner, acknowledges that it holds for the purchaser.

NRS 104.8301.

It is undisputed that Plaintiff's Assignor's did not own certificated securities. *See IceRose Capital Decl. at ¶4, Ex. 1; Masterson Decl. at ¶3, Ex. 2; Patricof Decl. at ¶4, Ex. 3; Goldberg Decl. at ¶3, Ex. 4; Weisbord Decl. at ¶3, Ex. 5; Etkin Decl. at ¶3, Ex. 6; Santulli Decl. at ¶3, Ex. 7.* Therefore, to establish that "delivery" of their Parametric stock occurred, Defendants need to show either that Parametric registered the purchasers of the Assignor's shares as the new owners or that another person acknowledged ownership of the shares. They did not do this and, of course, cannot do this given that the Assignors who sold shares sold them into the open market. *See In re Century Aluminum Co. Sec. Litig.*, 729 F.3d 1104, 1106-07 (9th Cir. 2013) (explaining why "trac[ing]" shares is "easier said than done" because it "require[s] plaintiffs to trace the chain of title for their shares" which is "'often impossible'"). Without proof of "delivery," Defendants cannot sustain their burden on summary judgment, even under a flawed application of Part 3 of Article 8. *See Atlas Biologicals, Inc. v. Kutrubes*, 474 F. Supp. 3d 1188, 1194 (D. Colo. 2020) (granting plaintiff's motion for writ of attachment where "[d]efendants failed to satisfy either condition for delivery of an uncertificated security under Article 8 of the UCC" and therefore "ownership" of stock at issue "did not transfer to [third-party]"); *see also N.J. Bank, N.A. v. Bradford Sec. Operations, Inc.*, 690 F.2d 339, 345-46 (3d Cir. 1982) (defendant could not claim immunity under UCC defense when doing so would subvert purpose of UCC and common law).

**C. Judicial Estoppel Prevents Defendants from Changing Their Position as to Plaintiff's Standing to Sue.**

Defendants' motion contradicts the position they adopted, and the Court accepted, at class certification and settlement. Judicial estoppel should be applied in order to prevent them gaining

an unfair advantage over Plaintiff in the litigation. “Judicial estoppel applies when the following five criteria are met: ‘(1) the same party has taken two positions; (2) the positions were taken in judicial or quasi-judicial administrative proceedings; (3) the party was successful in asserting the first position (i.e., the tribunal adopted the position or accepted it as true); (4) the two positions are totally inconsistent; and (5) the first position was not taken as a result of ignorance, fraud, or mistake.’” *Marcuse v. Del Webb Cmtys., Inc.*, 123 Nev. 278, 287, 163 P.3d 462, 468-69 (2007) (quoting *NOLM, LLC v. County of Clark*, 120 Nev. 736, 743, 100 P.3d 658, 663 (2004)).

The facts at hand satisfy the above criteria. When the Class Plaintiffs moved for class certification, they attempted to certify a class consisting of: “All persons and/or entities that held shares of Parametric . . . at any time from and including August 5, 2013 through and including January 15, 2014 . . . .” *See* Plaintiffs’ Motion for Class Certification at 1. Defendants opposed the motion on the basis that the proposed class definition was “overbroad” and needed to be limited to shareholders who “held shares on January 15, 2014.” *See* Defendants’ Opposition to Motion for Class Certification at 14-16. The Court adopted Defendants’ position on the class definition and certified a class consisting of “All persons and/or entities that held shares of Parametric . . . common stock on January 15, 2014 . . . .” *See* Order Regarding Class Certification at 7. Defendants continued to maintain this position at settlement by using the Court’s class definition in the Stipulation of Settlement and Notice of Proposed Settlement. *See* Stipulation of Settlement at ¶¶1.4, 1.20, 4.1; *see also* Order Preliminarily Approving Settlement and Providing for Notice at ¶¶3-4. Even the Proof of Claim and Release form required nothing more than ownership of Parametric shares as of January 15, 2014. *Id.* at ¶10.

Defendants’ position has now changed. Based upon NRS 104.8302, they argue that a plaintiff only has standing if he owns a share that existed at the time of the merger, notwithstanding when it was acquired. In particular, Defendants argue that “a shareholder loses standing to pursue equity dilution claims (such as those Plaintiff asserts on Assignors’ behalf here) by voluntarily selling the shares underlying his or her claims at any point *before or during* the pendency of the litigation.” Defs. Br. at 2. Thus, even if a shareholder had standing under the class definition certified by the Court, he would no longer be part of the class unless he continues to hold the share

presently. They emphasize this point throughout their brief, going so far as to say that “transferees” of shares held at the time of the merger can assert claims but the original shareholders cannot. *Id.* at 9 & n.23 (“ . . . the purchasers of Assignors’ shares assumed whatever rights Assignors had in this case.”). This position is dramatically different than the position they adopted at class certification and settlement. It not only alters the class definition, but also the scope of the releases and who is entitled to a distribution under the terms of the settlement. Practically speaking, only a very small number of shareholders would be eligible to receive a distribution, as subsequent purchasers in the open market would not be able to “trace” their shares to those in existence at the time of the merger. *See In re Century Aluminum Co. Sec. Litig.*, 729 F.3d at 1106-07. The Class Plaintiffs and Defendants never would have been able to demonstrate “ascertainability” in support of their settlement. *See, e.g., Rowden v. Pac. Parking Sys.*, 282 F.R.D. 581, 585 (C.D. Cal. 2012) (“A well-defined class must be not only precise, but also objective and presently ascertainable.”).

Defendants’ change in position is intentional, *i.e.*, not the “result of ignorance, fraud, or mistake.” They could have advanced their present argument on standing when first opposing the Class Plaintiffs’ motion for class certification; indeed, the precedent they rely on now is not a new development in Delaware jurisprudence. In fact, *Urdan* purports to follow *In re Activision Blizzard, Inc. Stockholder Litigation*, 124 A.3d 1025 (Del. Ch. 2015), which was decided years prior to the class certification and settlement proceedings. Even *Urdan* itself was decided by the Delaware Chancery Court in August 2019 and available to Defendants in time for their opposition to class certification. *See Urdan*, 2019 Del. Ch. LEXIS 313. By reserving this argument until now, Defendants have positioned themselves to benefit from the broad class release they obtained in the settlement while at the same time eliminating the potential for opt-out liability. Accepting Defendants’ argument would allow them to “obtain an unfair advantage,” which is what the judicial estoppel doctrine is intended to prevent. *Marcuse*, 123 Nev. at 287-88.

*Marcuse v. Del Webb Communities, Inc.*, *supra*, weighs heavily in Plaintiff’s favor on this point. In that case, a class of homeowners filed a construction defect lawsuit against the defendant alleging latent plumbing defects. 123 Nev. at 281. As the class action proceeded towards settlement, the plaintiffs objected to the extent that their damages would not be recoverable in the

class action. *Id.* The defendant opposed the plaintiffs on this issue, arguing that their alleged claims were not part of the class action and that they should file a separate lawsuit to recover their damages. *Id.* at 282. The plaintiffs ultimately filed their separate lawsuit, which the defendant then moved to dismiss on the basis that the plaintiff’s claims had already been litigated in the class action and should therefore be dismissed under the doctrines of res judicata and collateral estoppel. *Id.* at 283. The lower court granted the defendant’s motion to dismiss, but the Supreme Court reversed on appeal reasoning that the defendant’s motion to dismiss should have been denied under “judicial estoppel.” *Id.* at 287-88. In pertinent part, the Supreme Court held that, “[a]pplying the five-factor test . . . it becomes clear that judicial estoppel was the appropriate basis upon which to deny the motion to dismiss” because the defendant “took totally inconsistent positions in the separate judicial proceedings,” “was successful in asserting its first position,” and failed to show that it did so “as a result of ignorance, fraud, or mistake.” *Id.* at 288. Moreover, the Supreme Court held that “given the timing and degree of inconsistency between the two positions, it [was] evident that [the defendant’s] second position was designed to obtain an unfair advantage and did not represent a mere change in position.” *Id.*

Defendants’ conduct is substantively no different than the defendants’ conduct in *Marcuse*. They adopted contradictory positions as to who has standing, claiming first that shareholders as of the merger could pursue claims and then, only after receiving their class-wide release, claiming that standing should be limited to shareholders who continue to hold the shares they held at the time of the merger and/or shareholders who can prove they acquired shares from a previous owner who held the shares at the time of the merger. Allowing Defendants to change their position at this stage in the case would result in an extremely “unfair advantage,” especially in light of the fact that the record contains no evidence showing that Defendants’ earlier position was the “result of ignorance, fraud, or mistake.” *See Brock v. Premier Tr., Inc.*, 133 Nev. 50, 56, 390 P.3d 646, 652 (2017) (affirming application of “judicial estoppel” in absence of “ignorance, fraud, or

mistake” because “[a] client who relies on bad legal advice from otherwise competent counsel does not satisfy the burden of demonstrating a mistake to defeat an estoppel claim”).<sup>5</sup>

**D. IceRose Capital’s Continuous Ownership Defeats Defendants’ Motion.**

At minimum, IceRose Capital’s continuous and current ownership of Parametric stock defeats Defendants’ motion for summary judgment. While Defendants argue that IceRose Capital has not produced “evidence” to establish its standing (Defs. Br. at 5 n.18), it is Defendants who have the burden of showing that IceRose Capital does *not* have standing. *See Harrington*, 113 Nev. at 248; *see also Francis v. Wynn Las Vegas, LLC*, 127 Nev. 657, 670, 262 P.3d 705, 714 (2011) (movant must satisfy burden by “either (1) submitting evidence that negates an essential element of the nonmoving party’s claim, or (2) pointing out . . . that there is an absence of evidence to support the nonmoving party’s case”). This is especially so in light of the fact that IceRose Capital owned Parametric shares as of the date of the merger and testified that it continues to own those shares today. *See IceRose Capital Decl.* at ¶¶5-6, Ex. 1; *see also Moore Decl.*, Ex. 4 at 80:18-21 & Ex. 9. To the extent Defendants disagree, then a material question of fact exists and their motion should be denied.

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<sup>5</sup> Equity and the interests of justice also weigh in favor of denying Defendants’ motion. *Urdan*, the case upon which Defendants mainly rely, was decided over seven years after the merger was announced and the Class Plaintiffs commenced this litigation. Applying *Urdan* retroactively to eliminate Plaintiff’s standing to sue would be severely prejudicial. *See Nev. Yellow Cab Corp. v. Eighth Judicial Dist. Court*, 132 Nev. 784, 791 n.5, 383 P.3d 246, 251 n.5 (2016) (observing that factors in *Chevron Oil Co. v. Huson*, 404 U.S. 97, 92 S. Ct. 349, 30 L. Ed. 2d 296 (1971), for determining whether a court’s holding applies retroactively, ‘still apply . . . when ‘a court expressly overrules a precedent upon which the contest would otherwise be decided differently and by which the parties may previously have regulated their conduct’” (quoting *James B. Beam Distilling Co. v. Georgia*, 501 U.S. 529, 534, 111 S. Ct. 2439, 115 L. Ed. 2d 481 (1991))).

**V. CONCLUSION**

For the reasons stated herein, Plaintiff respectfully requests that the Court deny Defendants' motion in its entirety.

DATED this 26th day of May, 2021.

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**CERTIFICATE OF SERVICE**

I hereby certify that I am an employee of the law firm of McDonald Carano LLP and on the 26th day of May, 2021, the foregoing **PLAINTIFF’S OPPOSITION TO DEFENDANTS’ SECOND MOTION FOR SUMMARY JUDGMENT (STANDING)** was electronically served with the Clerk of the Court via the Clark County District Court Electronic Filing Program which will provide copies to all counsel of record registered to receive such electronic notification.

/s/ Jelena Jovanovic  
An Employee of McDonald Carano LLP

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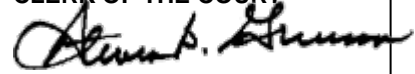
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**DISTRICT COURT  
CLARK COUNTY, NEVADA**

IN RE PARAMETRIC SOUND  
CORPORATION SHAREHOLDERS'  
LITIGATION

Case No.: A-13-686890-B

Dept. No.: XI

**PLAINTIFF PAMTP LLC'S  
PRE-TRIAL MEMORANDUM**

This Document Relates To:  
  
ALL ACTIONS.

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## I. INTRODUCTION

Plaintiff PAMTP LLC submits this pre-trial memorandum pursuant to EDCR 2.67. The parties conferred with respect to the subjects of this memorandum on July 6 and 15, 2021. George Ogilvie, Rory Kay, and Adam Apton attended for Plaintiff; and Steve Peek, Joshua Hess, Alejandro Moreno, Ryan Moore, Brad Austin, John Stigi, and Amanda Baker attended for Defendants. On July 16, 2021, Defendants declined to file a joint memorandum and indicated they would be filing their individual pre-trial memorandum.

## II. BRIEF STATEMENT OF THE FACTS OF THE CASE

Plaintiff is a limited liability company organized under the laws of the State of Delaware. The following shareholders formed PAMPT LLC for the purposes of litigating this action: IceRose Capital Management, LLC; Robert Masterson; Richard T. Santulli; Marcia Patricof, on behalf of the Patricof Family LP, Marcia Patricof Revocable Living Trust, and the Jules Patricof Revocable Living Trust; Alan and Anne Goldberg; Barry L. Weisbord; and Ronald and Muriel Etkin. These shareholders owned the following amounts of Parametric shares on January 15, 2014, *i.e.*, the date of the merger (“Merger”) at issue in this lawsuit:

| Assignor  | Shares as of Jan. 15, 2014 |
|---|----------------------------|
| IceRose Capital Management, LLC   | 489,761                    |
| Robert Masterson  | 154,000                    |
| Marcia Patricof, on behalf of the Patricof Family LP, Marcia Patricof Revocable Living Trust, and the Jules Patricof Revocable Living Trust | 47,500                     |
| Alan and Anne Goldberg  | 13,500                     |
| Barry Weisbord  | 5,000                      |
| Ronald and Muriel Etkin   | 7,000                      |
| Richard Santulli  | 85,000                     |
| <i>Total:</i>   | <i>801,761</i>             |

These shareholders assigned to Plaintiff their rights, titles and interests in any claims arising from their ownership of Parametric stock, including any and all claims arising from or related to the Merger against Parametric Sound Corporation (“Parametric”) or any other entity or individual that could be liable for the acts and/or omissions alleged in the litigation entitled *In re Parametric Sound Corporation Shareholders’ Litigation*, No. A-13-686890-B (Clark County, Nevada) (the “Class

1 Action Litigation”).

2 Defendant Kenneth Potashner (“Potashner”) was the Executive Chairman of Parametric’s  
3 Board of Directors at the time of the Merger. He was appointed a director in December 2011 and  
4 Executive Chairman in March 2012. In May 2014, Potashner resigned from the Board. On July 15,  
5 2021, the Court adopted an “adverse inference” against Potashner that he “acted in bad faith when  
6 supporting and approving the merger.”

7 Defendant Elwood G. Norris (“Norris”) was a member of Parametric’s Board at the time of  
8 the Merger and is Parametric’s founder. He served as Parametric’s CEO and Chairman of the Board  
9 since the company’s incorporation on June 2, 2010 but resigned from these positions concurrent  
10 with the appointment of Potashner as the company’s Executive Chairman in March 2012. Norris  
11 remained with the company post-Merger as its “Chief Scientist” at least through the end of 2016.

12 Defendant Seth Putterman (“Putterman”) was a member of Parametric’s Board at the time  
13 of the Merger. He was appointed a director in May 2011. Defendant Robert Kaplan (“Kaplan”) was  
14 a member of Parametric’s Board at the time of the Merger. He was appointed a director in May  
15 2011.

16 Defendant Andrew Wolfe (“Wolfe”) was a member of Parametric’s Board at the time of the  
17 Merger. He was appointed a director in February 2012 and remained a director at all relevant times.

18 Defendant VTB Holdings, Inc. (“VTBH”) was a company that designed and marketed audio  
19 peripherals for video game, personal computer, and mobile platforms. It was headquartered in  
20 Valhalla, New York. It was majority owned by Stripes Group and SG VTB. VTBH is a wholly  
21 owned subsidiary of the post-Merger company.

22 Defendant Stripes, known as Stripes Group LLC (“Stripes Group”) at the time of  
23 negotiations leading to the Merger, is a private equity firm focused on internet, software, healthcare,  
24 IT, and branded consumer products businesses. Stripes Group is incorporated in Delaware and  
25 headquartered at 402 West 13th Street, New York, NY 10014.

26 Defendant SG VTB is a Delaware LLC and is a wholly owned subsidiary of Stripes Group.  
27 Fox is its sole manager. Stripes Group formed SG VTB in 2010 to acquire a majority position in  
28 VTBH. SG VTB is an investment vehicle for Stripes Group.

1 Kenneth Fox (“Fox”) is Stripes Group’s founder and served as its Managing General Partner  
2 during the negotiations leading to the merger. Fox was also the sole manager of SG VTB, which  
3 was the largest stockholder of the company (along with a “control group” controlled by Fox and  
4 Stripes Group). Fox signed the Merger Agreement, which effectuated the Merger described herein.  
5 Fox directly participated in the Merger process and personally directed and controlled Stripes Group  
6 and VTBH principals throughout the Merger process. Fox sat on the Turtle Beach board of directors  
7 after the Merger, stepping down on November 15, 2018.

8 Defendant Juergen Stark (“Stark”) was CEO of VTBH during negotiations leading to the  
9 Merger, having been named to that position by Stripes in September 2012. Stark has served as Turtle  
10 Beach’s CEO since the Merger and continues to serve as its CEO today. Stark also sits on the  
11 company’s current board of directors and, as of January 1, 2020, became Chairman of the Board.

12 More than seven years ago, Parametric entered into the Merger agreement with privately-  
13 held VTBH. Defendants publicly announced the Merger on August 5, 2013. At the time, Potashner,  
14 Wolfe, Norris, Putterman, Kaplan and James Honore served as directors of Parametric and approved  
15 Parametric’s entry into the Merger agreement. On November 21, 2013, Putterman resigned from the  
16 Board because he was not an independent director and, therefore, causing Parametric to be in  
17 violation of NASDAQ rules. On December 3, 2013, Parametric filed a Definitive Proxy Statement  
18 with regard to the Merger agreement with the United States Securities and Exchange Commission  
19 and transmitted it to Parametric’s stockholders. Parametric held a special meeting of its stockholders  
20 on December 27, 2013, with a majority of the shares voting in that election to approve the  
21 transaction, which closed on January 15, 2014. As consideration for the Merger, Parametric issued  
22 millions of shares to Stripes and VTBH insiders, the net effect being that Stripes controlled  
23 approximately 81% of the combined company. Parametric shareholders, who owned a combined  
24 100% of Parametric before the Merger, were reduced to a minority 19% interest. On May 27, 2014,  
25 the company changed its name from “Parametric Sound Corporation” to “Turtle Beach  
26 Corporation.”

27 . . .

28 . . .

**III. LIST OF CLAIMS FOR RELIEF AND DESCRIPTION OF CLAIMANT'S  
THEORY OF RECOVERY WITH EACH CATEGORY OF DAMAGE  
REQUESTED**

Plaintiff pleads two claims for relief:

1. Breach of Fiduciary Duty by Equity Expropriation by Potashner, Wolfe, Norris, Kaplan, and Putterman (the "Director Defendants"); and
2. Aiding and Abetting Breach of Fiduciary Duty by Equity Expropriation by Fox, Stark, Stripes Group, SG VTB, and VTBH (the "Non-Director Defendants").

Plaintiff Pleads Four Theories of Recovery:

1. Declarative relief that the Director Defendants breached their fiduciary duties to the Parametric Stockholders and that the Non-Director Defendants aided and abetted these breaches.
2. Monetary damages from each defendant jointly and severally, including pre- and post-judgment interest.
3. Punitive damages from Stripes, Stark, Fox, and Potashner.
4. Plaintiff's costs and expenses.

On December 30, 2020, Plaintiff served an Offer of Judgment against the Director Defendants pursuant to Nevada Rule of Civil Procedure 68. The offer was not accepted. Consequently, Plaintiff will seek to recover "costs and expenses, including a reasonable sum to cover any expenses incurred by the offeror for each expert witness whose services were reasonably necessary to prepare for and conduct the trial of the case, applicable interest on the judgment from the time of the offer to the time of entry of the judgment and reasonable attorney fees" as permitted under Nevada law.

**IV. LIST OF AFFIRMATIVE DEFENSES**

The Director Defendants asserted the following affirmative defenses: (1) the complaint fails to state a claim upon which relief can be granted; (2) Plaintiff lacks standing to because the cause of action is derivative and Plaintiff failed to plead demand futility; (3) Plaintiff lacks standing because it failed to comply with the particularity requirement of pleading demand futility



1 under Nevada Rule of Civil Procedure 23.1; (4) estoppel, waiver, laches and/or unclean hands; (5)  
2 business judgment rule; (6) exculpation under NRS 78.138(7); (7) Plaintiff's first cause of action  
3 is barred under NRS 78.139(1); (8) Plaintiff has suffered no damages; (9) Plaintiff's first cause of  
4 action is barred by the doctrine of res judicata; and (10) the action is barred by the applicable  
5 statutes of limitation.

6 The Non-Director Defendants asserted the following affirmative defenses: (1) personal  
7 jurisdiction; (2) failure to state a claim upon which relief can be granted; (3) statute of limitations;  
8 (4) no recoverable damages; (5) laches, equitable estoppel, waiver, and other related equitable  
9 doctrines; (6) business judgment rule under NRS 78.138(3); (7) Plaintiff waived its right to contest  
10 the lawfulness of the merger to the extent it represents assignors who voted in favor of it; (8)  
11 failure to mitigate damages; and (9) defendants cannot be liable for the actions of their  
12 subsidiaries.

13 **V. LIST OF ALL CLAIMS AND DEFENSES TO BE ABANDONED**

14 Plaintiff has not abandoned any claims.

15 To Plaintiff's knowledge, Defendants have not abandoned any of their affirmative  
16 defenses.

17 **VI. LIST OF ALL EXHIBITS AND OBJECTIONS TO ADMISSIBILITY OF**  
18 **EXHIBITS**

19 The parties exchanged pre-trial disclosures on July 13, 2021. Following the parties'  
20 telephonic conference on July 15, 2021, Plaintiff supplemented its pre-trial disclosures on July 16,  
21 2021. Their respective pretrial disclosures, including exhibit lists, are attached hereto as Exhibits  
22 1 (Plaintiff), 2 (Director Defendants) and 3 (Non-Director Defendants).

23 **VII. AGREEMENTS TO THE LIMITATION OR EXCLUSION OF EVIDENCE**

24 The parties do not have any agreements on the limitation or exclusion of evidence.

25 **VIII. LIST OF WITNESSES TO BE CALLED**

26 The parties exchanged pre-trial disclosures on July 13, 2021. Following the parties'  
27 telephonic conference on July 15, 2021, Plaintiff supplemented its pre-trial disclosures on July 16,  
28 2021. The parties' respective pretrial disclosures, including witness lists, are attached hereto as

Exhibits 1 (Plaintiff), 2 (Director Defendants) and 3 (Non-Director Defendants).

**IX. BRIEF STATEMENT OF EACH PRINCIPAL ISSUE OF LAW WHICH MAY  
BE CONTESTED AT TIME OF TRIAL**

Plaintiff foresees eight potential issues of law that may be contested at the time of trial. These issues are described concisely below in accordance with EDCR 2.67(b)(8). Plaintiff has prepared legal briefs on these issues that address the substance of the matters and provide additional factual information from the record. Pursuant to EDCR 2.69(a)(7), Plaintiff will have courtesy copies of these briefs for the Court at the Calendar Call on July 20, 2021.

**A. Breach of Fiduciary Duty by Equity Expropriation**

A direct claim for equity expropriation exists where:

- (1) a stockholder having majority or *effective control* causes a corporation to issue “excessive” shares of its stock in exchange for assets that have a lesser value; and
- (2) the exchange causes an increase in the percentage of the outstanding shares owned by the controlling stockholder, and a decrease in the share percentage owned by the minority shareholders.

*Gentile v. Rossette*, 906 A.2d 91, 100 (Del. 2006). A stockholder may bring a direct claim challenging a dilutive stock issuance where the ultimate transferee and beneficiary is *not* the party having effective control, but rather a *third party* where the true substantive effect of the transaction profits the controlling shareholder. *Gatz. v. Ponsoldt*, 925 A.2d at 1281. A claim of equity expropriation must show “actual fraud” because Nevada statutes grant directors’ broad deference with respect to consideration received for issued stock absent actual fraud. *See Parametric*, 401 P.3d at 1110 n.15; NRS 78.200(2) (“The judgment of the board of directors as to the consideration for such rights or options issued is conclusive in the absence of actual fraud in the transaction.”); NRS 78.211. “Actual fraud” has not been defined by Nevada in the context of NRS 78.200 or NRS 78.211, but this Court previously looked to Delaware cases that found actual fraud where the consideration for a stock issuance “was ‘so gross as to lead the Court to conclude that it was due, not to an honest error of judgment but to bad faith or a reckless indifference to the rights of others.’” *Lewis v. Scotten Dillon Co.*, 306 A.2d 755, 758 (Del. Ch. 1973); *Parfi Holding AB v. Mirror Image Internet, Inc.*, 794 A.2d 1211, 1234-35 (Del. Ch. 2001).” In *Parfi*, for example, the Court of Chancery found that “actual fraud” in an analogous stock-issuance statutory provision

did not require a material false statement or detrimental reliance, and “does not provide a defense when the underlying transaction involves unfair self-dealing proscribed by equitable fiduciary duty concepts.” *Parfi*, 794 A.2d at 1235

Plaintiff alleges that Defendant Potashner was a stockholder of Parametric with effective control of Parametric who caused Parametric to issue excessive shares to the Non-Director Defendants for his own benefit. While Potashner’s control over Parametric is another issue of law that will be contested, the adverse inference taken by the Court with respect to Potashner, that he acted in bad faith, means that Potashner cannot rely on the business judgment rule to excuse his conduct, or the exculpation provision of Parametric’s charter. Moreover, Potashner’s actions taken in bad faith to ensure approval of the Merger Agreement fulfills the “actual fraud” element of the equity expropriation claim.

#### **B. Defendant Potashner’s Control Over the Company**

“In determining actual control over a challenged transaction, the court ‘can consider whether the [alleged controller] insisted on a particular course of action, whether there were indications of resistance or second thoughts from other fiduciaries, and whether the [alleged controller’s] efforts to get its way extended beyond ordinary advocacy to encompass aggressive, threatening, disruptive, or punitive behavior.’” *In re USG Corp. S’holder Litig.*, 2020 WL 5126671, at \*15 (Del. Ch. Aug. 31, 2020) (quoting *Basho Techs. Holdco B LLC v. Georgetown Basho Inv’rs, LLC*, 2018 WL 3326693, at \*28 (Del. Ch. Aug. 25, 2018)). To establish effective control, “[a] plaintiff may allege facts indicating that a defendant insisted on a particular course of action even though other fiduciaries or advisors resisted or had second thoughts. Or a plaintiff may allege that the defendant engaged in pressure tactics that went beyond ordinary advocacy to encompass aggressive, threatening, disruptive, or punitive behavior.” *Voigt v. Metcalf*, 2020 WL 614999, at \*13 (Del. Ch. Feb. 10, 2020).

Plaintiff contends that Potashner exercised control over Parametric through the dereliction of duty by the rest of the Board, a pattern of bullying and deceiving the Board, Further, the control group consisting of Potashner, Barnes, and Norris (with 32% of Parametric stock voted in favor of the Merger) ensured that Potashner could steer Parametric as he saw fit. *See* NRS 78.3785

1 (“controlling interest” exists above “one-fifth” of voted shares); *see also In re Tesla Motors, Inc.*  
2 *S’holder Litig.*, 2020 WL 553902, at \*4 (Del. Ch. Feb. 4, 2020) (finding that Musk who held  
3 22.1% voting share still had *de facto* control); *In re PNB Holding Co. Shareholders Litig.*, No.  
4 CIV.A. 28-N, 2006 WL 2403999, at \*9 (Del. Ch. Aug. 18, 2006) (“[I]t is clear that there is no  
5 absolute percentage of voting power that is required in order for there to be a finding that a  
6 controlling stockholder exists”).

7 **C. Breaches of Fiduciary Duty by Equity Expropriation Against the Other**  
8 **Director Defendants**

9 “[T]he duty of loyalty requires the board and its directors to maintain, in good faith, the  
10 corporation’s and its shareholders’ best interests over anyone else’s interests.” *Shoen v. SAC Holding*  
11 *Corp.*, 122 Nev. 621,632, 137 P.3d 1171 (2006); NRS 78.138(1). In order to plead a non-exculpated  
12 breach of fiduciary duty claim against a corporate director, plaintiffs must show that: (1) the business  
13 judgment rule has been rebutted; (2) the director breached his or her fiduciary duty; and (3) the  
14 director’s breach involved “intentional misconduct, fraud or a knowing violation of law.” NRS  
15 78.138(7); *Wynn Resorts. Ltd. v. Eighth Jud. Dist. Ct. of Nev.*, 399 P.3d 334, 342 (Nev. 2017); *EXX.*  
16 *Inc. v. Stabosz*, No. 10A627976, 2014 WL 10251999 (D. Nev. Feb. 10. 2014). But “[t]he business  
17 judgment rule . . . pertains only to directors whose conduct falls within its protections.” *Shoen*, 122  
18 Nev. at 635. However, plaintiffs can “rebut the [business judgment] presumption that a director’s  
19 decision was valid by showing either that the decision was the product of fraud or self-interest or  
20 that the director failed to exercise due care in reaching the decision.” *Wynn Resorts*, 399 P.3d at 343.

21 “[A] director is considered interested when he will receive a personal financial benefit  
22 from a transaction that is not equally shared by the stockholders.” *In re Western Nat. Corp.*  
23 *S’holders Litig.*, 2000 WL 71092, at \*11 (Del. Ch. May 22, 2000). And independence, for  
24 directors, means that a director's decision is based on the corporate merits of the subject matter  
25 before the board rather than extraneous considerations or influences. *Aronsen v. Lewis* at 816. To  
26 establish lack of independence, a plaintiff meets his burden by showing that the directors are either  
27 beholden to the controlling shareholder or so under its influence that their discretion is sterilized.  
28 *Id.* at 815. Plaintiff contends that each of the Director Defendants approved the Merger because

they prioritized their own self-interest above that of the Parametric stockholders.

#### **D. Aiding and Abetting of the Breaches of Fiduciary Duty**

The Nevada Supreme Court has adopted the standard applied by Delaware courts for aiding and abetting. That standard sets forth four elements: (1) a fiduciary relationship exists, (2) the fiduciary breached its relationship, (3) the third party knowingly participated in the breach, and (4) the breach of the fiduciary relationship resulted in damages.” *In re AMERCO Deriv. Litig.*, 127 Nev. 196, 225, 252 P.3d 681, 702 (2011). While knowing participation is a “stringent standard,” it:

may be inferred where the terms of the transaction are so egregious or the magnitude of side deals is so excessive as to be inherently wrongful. In addition, the Court may infer knowing participation if it appears that the defendant may have used knowledge of the breach to gain a bargaining advantage in the negotiations. The plaintiff’s burden of pleading knowing participation may also be met through direct factual allegations supporting a theory that the defendant sought to induce the breach of fiduciary duty, such as through the offer of side payments intended as incentives for the fiduciaries to ignore their duties.

*In re Telecommunications, Inc. S’holders Litig.*, 2003 WL 21543427, at \*2 (Del. Ch. July 7, 2003) (citing, *inter alia*, *Crescent/Mach I P’rs, L.P. v. Turner*, 846 A.2d 963 (Del. Ch. 2000); *In re USACafes, L.P. Litig.*, 600 A.2d 43 (Del. Ch. 1991); *Zirn v. VLI Corp.*, 1989 WL 79963 (Del. Ch. July 17, 1989)). Plaintiff contends that each of the Non-Director Defendants knowingly participated in the breach of fiduciary duty by Potashner and the other Director Defendants. Plaintiff further contends that the Non-Director Defendants used their knowledge of Potashner’s willingness to breach his fiduciary duties to extract numerous concessions and encourage further breaches of fiduciary duties.

#### **E. Damages Caused by Breaches of Fiduciary Duty**

Nevada generally follows Delaware law, which allows plaintiffs to recover above their out-of-pocket damages in cases of fraud and/or breach of fiduciary duty. Delaware law attempts to “discourag[e] acts of disloyalty” by “requir[ing] the imposition of some penalty to remedy the [directors’] act of disloyalty.” *Boyer v. Wilmington Materials, Inc.*, 754 A.2d 881, 908 (Del. Ch. 1999). “The prophylactic policy underlying these principles is that acts of conscious wrongdoing and breaches of a fiduciary’s duty of loyalty will best be deterred by requiring the wrongdoer to disgorge any profit made as a result of such wrongful conduct.” *Pike v. Commodore Motel Corp.*,

Civil Action No. 940, 1986 Del. Ch. LEXIS 485, at \*7 (Ch. Nov. 14, 1986). “The rule, inveterate and uncompromising in its rigidity, does not rest upon the narrow ground of injury or damage to the corporation resulting from a betrayal of confidence, but upon a broader foundation of a wise public policy that, for the purpose of removing all temptation, extinguishes all possibility of profit flowing from a breach of the confidence imposed by the fiduciary relation.” *In re Dole Food Co., Stockholder Litig.*, No. 9079-VCL, 2015 Del. Ch. LEXIS 223, at \*150-51 (Ch. Aug. 27, 2015)

However, “[t]he final requirement for the plaintiffs to obtain a monetary recovery on their claims for breach of fiduciary duty and aiding and abetting is proof of quantifiable damages that are ‘logically and reasonably related to the harm or injury for which compensation is being awarded.’” *Lake Treasure Holdings, Ltd. v. Foundry Hill GP LLC*, No. 6546-VCL, 2014 Del. Ch. LEXIS 205, at \*36 (Ch. Oct. 10, 2014). Thus, to recover damages for out-of-pocket losses (dilution), the damages need to be reasonably related to the underlying fraud and/or breach of fiduciary duty.

Plaintiff provides the expert testimony of Mr. Atkins demonstrating that the dilutive issuance of shares caused by the breaches of fiduciary duty here amount to \$12.49 per share. *See* Atkins Report at ¶16. Mr. Atkins valued Parametric using a variety of methods, including a discounted cash flow analysis, and Turtle Beach received 80.3% of Parametric through the merger. Plaintiff’s expert also included the value of licensing agreements that Potashner had delayed or declined out of bad faith, which are reasonably tied to the dilutive issuance of Parametric stock because Potashner took such actions to secure approval of the dilutive issuance.

#### **F. Amount of Prejudgment Interest**

The Nevada Supreme Court has made inclusion of statutory interest mandatory on arrears judgments. *See Gibellini v. Klindt*, 110 Nev. 1201 (1994). The purpose of pre-judgment interest (like post-judgment interest) is to provide compensation to the claimant for the use of money from the time the cause of action accrues until the time of judgment. *See Ramada Inns v. Sharp*, 101 Nev. 824 (1985) (speaking of NRS 17.130(2)). As NRS 17.130(2) allows for the judgment to specify the date and rate of prejudgment interest, Plaintiff contends that prejudgment interest should accrue from the date of the dilutive issuance, January 15, 2014. In case the Court decides

1 to use the date of filing of the complaint and summons as suggested by NRS 17.130(2), the date  
2 of accrual should be the filing of the initial complaint in the Class Action, August 13, 2013,  
3 because this Action arose as a direct result of Plaintiff's opt-out from the settlement of the Class  
4 Action and continues under the initial case, number A-13-686890-B.

5 **G. Amount of Punitive Damages**

6 Plaintiff contends that Defendants' conduct was intentional and is deserving of punitive  
7 damages. *Clark v. Lubritz*, 113 Nev. 1089, 1096, 944 P.2d 861, 865 (1997) ("Under NRS 42.005,  
8 punitive damages may be awarded in an action 'not arising from contract,' where it is proven by  
9 clear and convincing evidence that 'the defendant has been guilty of oppression, fraud or malice,  
10 express or implied.'"); *see also Grosjean v. Imperial Palace, Inc.*, 125 Nev. 349, 367-68, 212 P.3d  
11 1068, 1081 (2009) (holding plaintiff may recover punitive damages where conduct was "callously  
12 or, maliciously, or wantonly, or oppressively done" or "involves reckless or callous indifference"  
13 to rights of others); *Evans v. Dean Witter Reynolds, Inc.*, 116 Nev. 598, 612, 5 P.3d 1043, 1052  
14 (2000) ("There is substantial evidence in the record to support the jury's finding that Dean Witter  
15 and House acted maliciously or with a conscious disregard of Elfreda's rights."). Plaintiff's claims  
16 sound in fraud and the bad faith actions of Defendants justify an award of punitive damages.

17 **H. Standing of Plaintiff**

18 Defendants contend that Plaintiff lacks standing because its assignors do not continue to  
19 hold shares that they held as of the merger, relying on *Urdan v. WR Capital Partners, LLC*, 244  
20 A.3d 668 (Del. 2020). In response, not only does *Urdan* not apply to the facts of this case and not  
21 only do Defendants misplace reliance on Article 8 of the UCC, but judicial estoppel prevents  
22 Defendants from changing a position – taken by them first in certification of the class and,  
23 subsequently, when settling the Class Action – that Plaintiff relied upon in opting out; specifically  
24 that class members had standing provided they held shares as of January 15, 2014. Defendants  
25 raised this argument previously in their Second Motion for Summary Judgment (Standing) (filed  
26 May 5, 2021). The Court denied Defendants' motion on June 14, 2021. Notwithstanding,  
27 Defendants have renewed their argument on this point in their recent Motion to Approve  
28 Defendants' Proposed Trial Protocol (filed July 13, 2021). Plaintiff will be opposing that motion



1 because it improperly imposes an evidentiary burden on Plaintiff that is unsupported by and, in  
2 fact, contrary to the law of the case.

3 **X. ESTIMATE OF TIME REQUIRED FOR TRIAL**

4 Plaintiff estimates a total of eighty (80) trial hours with each side receiving forty (40) hours  
5 for their respective cases.

6 **XI. OTHER MATTERS FOR THE ATTENTION OF THE COURT**

7 Two potential witnesses may be unable to appear in person at trial due to health reasons.  
8 These witnesses are Marcia Patricof and Ronald Etkin. Ms. Patricof is 95 years old and Mr. Etkin  
9 has a health condition that Plaintiff is authorized to disclose to the Court at its request. Plaintiff  
10 will request that they be permitted to testify via videoconference, if necessary.

11 Respectfully submitted this 16th day of July, 2021.

12  
13 McDONALD CARANO LLP

14 By: /s/ George F. Ogilvie III  
15 George F. Ogilvie III, Esq. (NSBN 3552)  
16 Amanda C. Yen, Esq. (NSBN 9726)  
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23 *Attorneys for Plaintiff*  
24  
25  
26  
27  
28



**CERTIFICATE OF SERVICE**

I hereby certify that I am an employee of the law firm of McDonald Carano LLP and on the 16th day of July, 2021, the foregoing **PLAINTIFF PAMTP LLC'S PRE-TRIAL MEMORANDUM** was electronically served with the Clerk of the Court via the Clark County District Court Electronic Filing Program which will provide copies to all counsel of record registered to receive such electronic notification.

/s/ Jelena Jovanovic  
An Employee of McDonald Carano LLP

# **EXHIBIT “1”**

**SUPP**

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*Attorneys for Plaintiff PAMTP LLC*

**DISTRICT COURT**  
**CLARK COUNTY, NEVADA**

IN RE PARAMETRIC SOUND  
CORPORATION SHAREHOLDERS'  
LITIGATION

Case No.: A-13-686890-B

Dept. No.: XI

**PLAINTIFF PAMTP LLC'S  
SUPPLEMENTAL  
PRETRIAL DISCLOSURES  
PURSUANT TO NRCP 16.1(a)(3)**

This Document Relates To:  
  
ALL ACTIONS.

...

...

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Pursuant to NRCP 16.1(a)(3), plaintiff PAMTP LLC (“Plaintiff”), by and through its counsel of record the law firms of McDonald Carano LLP, hereby makes the following supplemental pretrial disclosures:

**I. NRCP 16.1(a)(3)(A)(i) WITNESSES**

A. Witnesses Plaintiff Expects to Present at Trial:

1. Adam Kahn  
c/o George F. Ogilvie III, Esq.  
McDonald Carano LLP  
2300 West Sahara Avenue, Suite 1200  
Las Vegas, Nevada 89102  
(702) 873-4100
2. John T. Atkins  
c/o George F. Ogilvie III, Esq.  
McDonald Carano LLP  
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Las Vegas, Nevada 89102  
(702) 873-4100
3. Kenneth Potashner  
c/o Holland & Hart LLP  
9555 Hillwood Drive, 2nd Floor  
Las Vegas, Nevada 89134  
(702) 669-4600
4. Juergen Stark  
c/o Dechert LLP  
Joshua D.N. Hess  
1900 K Street, NW  
Washington, DC 20006  
(202) 261-3438
5. Kenneth Fox  
c/o Dechert LLP  
Joshua D.N. Hess  
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Washington, DC 20006  
(202) 261-3438
6. Elwood Norris  
c/o Holland & Hart LLP  
9555 Hillwood Drive, 2nd Floor  
Las Vegas, Nevada 89134  
(702) 669-4600

7. Robert Kaplan  
c/o Holland & Hart LLP  
9555 Hillwood Drive, 2nd Floor  
Las Vegas, Nevada 89134  
(702) 669-4600

B. Witnesses who have been subpoenaed for trial:

At this time, Plaintiff has not subpoenaed any witnesses for trial. Plaintiff reserves the right to update this information in advance of trial.

C. Witnesses who may be called if the need arises:

1. Robert Masterson  
c/o George F. Ogilvie III, Esq.  
McDonald Carano LLP  
2300 West Sahara Avenue, Suite 1200  
Las Vegas, Nevada 89102  
(702) 873-4100

2. Alan Goldberg  
c/o George F. Ogilvie III, Esq.  
McDonald Carano LLP  
2300 West Sahara Avenue, Suite 1200  
Las Vegas, Nevada 89102  
(702) 873-4100

3. Ronald Etkin  
c/o George F. Ogilvie III, Esq.  
McDonald Carano LLP  
2300 West Sahara Avenue, Suite 1200  
Las Vegas, Nevada 89102  
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4. Muriel Etkin  
c/o George F. Ogilvie III, Esq.  
McDonald Carano LLP  
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Las Vegas, Nevada 89102  
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5. Richard Santulli  
c/o George F. Ogilvie III, Esq.  
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6. Barry Weisbord  
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7. Joshua Weisbord  
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Alfred De La Cruz  
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8. Marcia Patricof  
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8. Seth Putterman  
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Las Vegas, Nevada 89134  
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9. Andrew Wolfe  
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10. Ronald Doornink  
60 Oakland Hills  
Boerne, Texas 78006
11. Karen Kenworthy  
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13. John Todd  
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14. Jeffrey Doherty  
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(412) 762-2477
15. David Wambeke  
c/o Wendy J. Wildung, Esq.  
Faegre Drinker Biddle & Reath LLP  
2200 Wells Fargo Center  
90 South Seventh Street  
Minneapolis, Minnesota 55402  
(612) 766-7000
16. Mark Dufilho  
c/o Heather L. Mayer, Esq.  
Halpern May Ybarra Gelberg LLP  
550 S. Hope Street, Suite 2330  
Los Angeles, California 90071  
(213) 402-1900
17. Bruce Murphy  
\*Unrepresented, contact information currently unknown
18. John Hanson  
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Joshua D.N. Hess  
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(202) 261-3438
19. Cris Kiern  
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21. Wayne Marino  
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(202) 261-3438

22. Michael Coronato  
\*Unrepresented, contact information currently unknown

23. Siddharth Hariharan  
\*Unrepresented, contact information currently unknown

If the need arises, Plaintiff reserves the right to call any witness (including persons most knowledgeable and custodians of records) listed in Defendant's NRCP 16.1 initial disclosures and all supplemental NRCP 16.1 disclosures thereafter.

Plaintiff reserves the right to call any witness (including persons most knowledgeable and custodians of records) listed in his initial NRCP 16.1 disclosures and all supplemental NRCP 16.1 disclosures thereafter.

Plaintiff reserves the right to call any witness disclosed by any other party in this action, and to use any exhibit for purposes of rebuttal or impeachment.

Plaintiff reserves the right to object to any such witnesses identified by any other party to this matter.

Plaintiff reserves the right to cross-examine any such witnesses called by any other party to this matter.

Plaintiff reserves its right to amend or supplement its list of witnesses in advance of trial.

## **II. NRCP 16.1(a)(3)(A)(ii) Witnesses to be Presented by Deposition**

At this time, Plaintiff does not anticipate presenting any witnesses by deposition. Notwithstanding the forgoing, Plaintiff may use the following depositions, and any exhibits thereto, at trial:

1. Ronald Doornink, July 11, 2019
2. Mark Dufilho, July 23, 2019
3. James Honore, May 10, 2019



4. Daniel Hoverman, December 17, 2013
5. Bruce Murphy, June 27, 2019
6. John Todd, August 16, 2019
7. David Wambeke, December 13, 2013 and August 9, 2019
8. John Atkins, August 20, 2019
9. Ronald Etkin, March 18, 2021
10. Alan Goldberg, March 5, 2021
11. Adam Kahn, March 10, 2021
12. Robert Kaplan, May 17, 2019
13. Elwood Norris, September 6, 2019
14. Marcia Patricof, April 13, 2021
15. Kenneth Potashner, December 11, 2013, August 8, 2019 and May 5, 2021
16. Seth Putterman, July 2, 2019
17. Richard Santulli, March 31, 2019
18. Barry Weisbord, March 11, 2021
19. Andrew Wolfe, September 5, 2019
20. John Montgomery, August 21, 2019
21. John Hanson, August 14, 2019
22. Karen Kenworthy, May 29, 2019
23. James Barnes, July 25, 2019

Plaintiff reserves its right to amend or supplement its list in advance of trial.

### **III. NRCP 16.1(a)(3)(A)(iii) Exhibits.**

In accordance with NRCP 16.1(a)(3)(C), attached hereto as **Exhibit 1** is a spreadsheet identifying each exhibit Plaintiff expects to offer at trial or, if the need arises, may offer at trial. Plaintiff reserves the right to use as a trial exhibit any document disclosed or exchanged during discovery. Plaintiffs further reserve the right to use any exhibits disclosed by any other party in this action, and to use any exhibit for purposes of rebuttal or impeachment.

Plaintiff anticipates using large poster boards for demonstrative exhibits as well as

1 electronic display of exhibits.

2 Plaintiff reserves the right to amend his list of exhibits following any future supplemental  
3 disclosure of documents from Defendants.

4 Plaintiff reserves the right to amend and supplement this disclosure in advance of trial.

5 **IV. OBJECTIONS TO PRETRIAL DISCLOSURES**

6 All objections to other parties' pretrial disclosures will be made within the timeline  
7 provided in NRCP 16.1(a)(3).

8 DATED this 16th day of July, 2021.

9  
10 LEVI & KORSINSKY, LLP

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25 *Attorneys for Plaintiff*  
26  
27  
28

**CERTIFICATE OF SERVICE**

I hereby certify that I am an employee of the law firm of McDonald Carano LLP and on the 16th day July, 2021, the foregoing **PLAINTIFF PAMTP LLC'S SUPPLEMENTAL PRETRIAL DISCLOSURES PURSUANT TO NRCP 16.1(a)(3)** was electronically served with the Clerk of the Court via the Clark County District Court Electronic Filing Program which will provide copies to all counsel of record registered to receive such electronic notification.

/s/ Jelena Jovanovic  
An Employee of McDonald Carano LLP

# **EXHIBIT “1”**

| PAMTP LLC's<br>List of Exhibits |  |                 |               |
|---------------------------------|--|-----------------|---------------|
| No.                             | Exhibit Title  | Bates Beginning | Bates End     |
| 1                               | Parametric Sound Corporation - Minutes of the Regular Meeting of The Board of Directors of Parametric Sound Coporation December 13, 2012             | PAMTNV0000006   | PAMTNV0000007 |
| 2                               | Uanimous Written Consent of the Board of Directors of Parametric Sound Coporation to Action Taken Without a Meeting                                  | PAMTNV0000024   | PAMTNV0000061 |
| 3                               | Parametric Sound Corporation - Minutes of the Annual Meeting of The Board of Directors of Parametric Sound Coporation February 21, 2013              | PAMTNV0000062   | PAMTNV0000076 |
| 4                               | Parametric Sound Corporation - Minutes of the Special Meeting of The Board of Directors of Parametric Sound Coporation April 25, 2013                | PAMTNV0000122   | PAMTNV0000125 |
| 5                               | Parametric Sound Corporation - Minutes of the Special Meeting of The Board of Directors of Parametric Sound Coporation July 1, 2013 and July 2, 2013 | PAMTNV0000160   | PAMTNV0000163 |
| 6                               | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corporation July 5, 2013  | PAMTNV0000164   | PAMTNV0000170 |
| 7                               | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corporation July 20, 2013   | PAMTNV0000171   | PAMTNV0000174 |
| 8                               | Minutes of the Special Joint Meeting of the Board of Directors and Audit Committee of Parametric Sound Corporation July 23, 2013                     | PAMTNV0000175   | PAMTNV0000177 |
| 9                               | Minutes of the Special Joint Meeting of the Board of Directors and Compensation Committee of Parametric Sound Corporation August 2, 2013             | PAMTNV0000189   | PAMTNV0000198 |
| 10                              | Parametric Sound Corporation Investor Presentation March 2013  | PAMTNV0000313   | PAMTNV0000335 |
| 11                              | Mergers & Acquisitions Capital Markets Financial Restructuring Financial Advisory Services - Draft   | PAMTNV0006093   | PAMTNV0006103 |
| 12                              | License Agreement  | PAMTNV0007031   | PAMTNV0007048 |
| 13                              | Email from Ken Potashner from Andrew Wolfe dated October 23, 2012 email re Couple of initial thoughts on sound bar                                   | PAMTNV0032661   | PAMTNV0032664 |
| 14                              | Email from Kaplan Robert to James Bars dated July 7, 2013 email re Juergen call  | PAMTNV0033288   | PAMTNV0033289 |
| 15                              | Email from Andrew Wolfe to Elwood Norris and James Barnes dated July 10, 2013 email re Update  | PAMTNV0033294   | PAMTNV0033294 |
| 16                              | Email from Elwood Norris to Jim Barnes dated March 30, 2013 re Monday's meeting  | PAMTNV0033560   | PAMTNV0033562 |

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| 17 | Email from Elwood Norris to Jim Barnes dated July 4, 2013 re HHI  | PAMTNV0033890 | PAMTNV0033892 |
| 18 | Email from Elwood Norris to Jim Barnes, Robert Kaplan and UCLA dated July 11, 2013 re Ken & TB                          | PAMTNV0033904 | PAMTNV0033904 |
| 19 | Email from James Barnes to Woody Shop dated July 22, 2013 re HHI and my Resignation                                     | PAMTNV0033914 | PAMTNV0033914 |
| 20 | Email from James Barnes to Woody Shop dated July 22, 2013 re revised position   | PAMTNV0033915 | PAMTNV0033915 |
| 21 | Email from Mark Dufilho to Ken Potashner, John Todd, and Jim Barnes dated April 9, 2013 re Non excl license             | PAMTNV0034497 | PAMTNV0034502 |
| 22 | Email from Adam Greenway to James Barnes, Ken Potashner dated August 9, 2013 re Go-Shop Process                         | PAMTNV0038785 | PAMTNV0038786 |
| 23 | Parametric Sound Corporation Go Shop Buyers List (PAMTNV0038812)  | PAMTNV0038811 | PAMTNV0038812 |
| 24 | Email from Ken to Jim Barnes, Sussan Chakamian dated January 23, 2013 re Parametric Sound/FBN NDA                       | PAMTNV0039019 | PAMTNV0039023 |
| 25 | Email from Ken to James Barnes dated March 12, 2013 re Before I send this give me your input                            | PAMTNV0039368 | PAMTNV0039368 |
| 26 | Email from Ken to Jim Barnes dated March 28, 2013 re Update   | PAMTNV0039561 | PAMTNV0039561 |
| 27 | Email from Ken to Jim Barnes and John Todd dated April 6, 2013 re Gaming/computing license (PAMTNV0039748)              | PAMTNV0039748 | PAMTNV0039751 |
| 28 | Email from Ken Potashner to Juergen Stark dated April 6, 2013 re Update   | PAMTNV0039756 | PAMTNV0039757 |
| 29 | Email from Ken Potashner to Juergen Stark dated April 8, 2013 re Non excl license                                       | PAMTNV0039816 | PAMTNV0039821 |
| 30 | Email from Ken Potashner to Juergen Stark dated April 9, 2013 re PAMT   | PAMTNV0039840 | PAMTNV0039840 |
| 31 | Email from Ken to Mark Dufilho dated April 12, 2013 re Brief call   | PAMTNV0039865 | PAMTNV0039866 |
| 32 | Email from Ken Potashner to Juergen Stark dated April 24, 2013 re Break up fee  | PAMTNV0040125 | PAMTNV0040125 |
| 33 | Email from Ken Potashner to Jim Barnes dated May 17, 2013 re Confidential - Amazon IP review                            | PAMTNV0040339 | PAMTNV0040344 |
| 34 | Email from Ken to James Barnes dated May 17, 2013 re Please bring PAMT management to see us at the earliest opportunity | PAMTNV0040368 | PAMTNV0040372 |
| 35 | Email from Ken to John Todd dated May 31, 2013 re Waiting on update   | PAMTNV0040576 | PAMTNV0040577 |

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| 36 | Email from James Barnes to Ken Potashner dated June 2, 2013 re Update and Press Release (PAMTNV0040591, PAMTNV0040592-53) | PAMTNV0040591 | PAMTNV0040593 |
| 37 | Deleted (Duplicate, Ex. 36)   |               |               |
| 38 | Email from James Barnes to Ken Potashner dated June 2, 2013 re Update   | PAMTNV0040595 | PAMTNV0040595 |
| 39 | Email from Ken to John Todd dated June 9, 2013 re License   | PAMTNV0040658 | PAMTNV0040658 |
| 40 | Email from Ken Potashner to James Barnes dated June 19, 2013 re DA-license  | PAMTNV0040772 | PAMTNV0040772 |
| 41 | Email from Ken to Andrew Wolfe dated July 5, 2013 re Update on executive session  | PAMTNV0041051 | PAMTNV0041051 |
| 42 | Email from Ken Potashner to John Todd dated August 13, 2013 re Lets talk?   | PAMTNV0041742 | PAMTNV0041743 |
| 43 | Email from Ken Potashner to Juergen Stark dated September 5, 2013 re Craig Hallum Fee Agreement                           | PAMTNV0041988 | PAMTNV0041990 |
| 44 | Email from John Lipman to Ken Potashner dated August 14, 2013   | PAMTNV0046980 | PAMTNV0046980 |
| 45 | Email from Rick Hartfiel to James Barnes dated August 14, 2013 re Revised Craig Hallum Proposal (PAMTNV0047470)           | PAMTNV0047470 | PAMTNV0047484 |
| 46 | Email from Juergen Stark to Ken Potashner dated April 19, 2013 re Document (PAMTNV0049600)                                | PAMTNV0049600 | PAMTNV0049607 |
| 47 | Recap of Licensing/Co-Development Engagements with Motorola Mobility  | PAMTNV0052416 | PAMTNV0052416 |
| 48 | Email from James Barnes to Daniel Hoverman dated March 24, 2013 re Investor CA (PAMTNV0053793)                            | PAMTNV0053793 | PAMTNV0053798 |
| 49 | Email from James Barnes to John Todd re Early 2012 road show deck (PAMTNV0053887)   | PAMTNV0053887 | PAMTNV0053908 |
| 50 | Email from Juergen Stark to Ken Potashner dated August 3, 2013 re Project Surround Investor Presentation (PAMTNV0056829)  | PAMTNV0056829 | PAMTNV0056844 |
| 51 | Deleted (Duplicate, Ex. 258)  |               |               |
| 52 | Email from Juergen Stark to Ken Potashner dated July 31, 2013 re 1 license issue  | PAMTNV0057413 | PAMTNV0057415 |
| 53 | Email from Juergen Stark to Andy Wolfe dated July 23, 2013 re Break Up License  | PAMTNV0057667 | PAMTNV0057674 |
| 54 | Email from Juergen Stark to Ken Potashner dated June 14, 2013 re New emitter and getting together                         | PAMTNV0058676 | PAMTNV0058676 |
| 55 | Email from Juergen Stark to Ken Potashner dated August 12, 2013 re Motorola contact                                       | PAMTNV0060361 | PAMTNV0060362 |

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| 56 | Email from Juergen Stark to Ken Potashner dated July 20, 2013 re Licenses  | PAMTNV0060525 | PAMTNV0060525 |
| 57 | Email from Juergen Sark to Ken Potashner dated August 13, 2013 re Motorola contact   | PAMTNV0060541 | PAMTNV0060542 |
| 58 | Email from Robert Kaplan to Woody Norris dated July 6, 2013 re options   | PAMTNV0061365 | PAMTNV0061366 |
| 59 | Email from Robert Kaplan to Susan Passovoy dated July 1, 2013 re Pampt   | PAMTNV0061388 | PAMTNV0061389 |
| 60 | Email from Robert Kaplan to James Barnes dated July 1, 2013 re Requested merger documents  | PAMTNV0061426 | PAMTNV0061427 |
| 61 | License Agreement (PAMTNV0065220)  | PAMTNV0065218 | PAMTNV0065260 |
| 62 | Email from John Hentrich to Jim Barnes, Ken Potashner dated August 1, 2013 re Pamt_VTB License Agreement SMRH 8-1-13 (PAMTNV0066252) | PAMTNV0066252 | PAMTNV0066295 |
| 63 | Email from John Hentrich to Michael Orlando dated August 1, 2013 re Andy/Ken PAMPT - VTB License: RSVP                               | PAMTNV0066296 | PAMTNV0066297 |
| 64 | Email from John Hentrich to Ken Potashner dated August 1, 2013 re Andy/Ken: PAMT-VTB License RSVP                                    | PAMTNV0066298 | PAMTNV0066300 |
| 65 | License Agreement - Execution Draft (PAMTNV0069830)  | PAMTNV0069830 | PAMTNV0069875 |
| 66 | Email from James Barnes to Ken Potashner dated June 9, 2013 re Break up fee  | PAMTNV0070745 | PAMTNV0070748 |
| 67 | Email from Robert Kaplan to Seth Putterman dated August 2, 2013 re Proposed Resolutions for 4.p.m. Board meeting                     | PAMTNV0072292 | PAMTNV0072295 |
| 68 | Email from Robert Kaplan to Seth Putterman dated August 2, 2013 re Proposed Resolutions for 4.p.m. Board meeting                     | PAMTNV0072324 | PAMTNV0072326 |
| 69 | Email from Ken Potashner to Juergen Stark re sleep   | PAMTNV0086617 | PAMTNV0086617 |
| 70 | Email from Ken Potashner to Juergen Stark re SM Payments   | PAMTNV0086620 | PAMTNV0086621 |
| 71 | Email from Ken Potashner to Joshua Weisbord dated January 13, 2014 re buy me 150,000 DROP to get to 1mm in big act please            | PAMTNV0086846 | PAMTNV0086848 |
| 72 | Email from Juergen Stark to Ken Potashner dated December 12, 2013 re Further thoughts  | PAMTNV0088100 | PAMTNV0088101 |
| 73 | Email from Ken Potashner to Juergen Stark dated November 30, 2013 re update  | PAMTNV0088385 | PAMTNV0088386 |
| 74 | Email from Ken Potashner to Juergen Stark dated November 19, 2013 re SA Article  | PAMTNV0090998 | PAMTNV0090999 |



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| 75 | Email from Ken Potashner to Juergen Stark dated October 25, 2013 re PAMT numbers  | PAMTNV0094986 | PAMTNV0094986 |
| 76 | Email from Siddharth Hariharan to Ken Potashner, Karen Kensworthy re Another Quick Q: Investor meetings, November 4th vs. November 11th | PAMTNV0095422 | PAMTNV0095424 |
| 77 | Email from Ken Potashner to Juergen Stark dated October 18, 2013 re numbers   | PAMTNV0095553 | PAMTNV0095553 |
| 78 | Email from Ken Potashner to Juergen Stark dated October 19, 2013 re numbers   | PAMTNV0095569 | PAMTNV0095570 |
| 79 | Email from Ken Potashner to Juergen Stark dated October 14, 2013 re warrants  | PAMTNV0096468 | PAMTNV0096469 |
| 80 | Email from John Todd to Ken Potashner dated August 14, 2013 re \$1m funding   | PAMTNV0099274 | PAMTNV0099275 |
| 81 | Email from John Todd to Ken Potashner dated August 22, 2013 re Convert approval   | PAMTNV0099861 | PAMTNV0099863 |
| 82 | Email from John Todd to Ken Potashner dated August 8, 2013 re Last input before call later  | PAMTNV0100953 | PAMTNV0100955 |
| 83 | Email from Juergen Stark to Ken Potashner dated August 3, 2013 re fairness opinion  | PAMTNV0101203 | PAMTNV0101203 |
| 84 | Email from Ken Potashner to Juergen Stark re Updated Fairness Opinion Presentation (PAMTNV0101319)                                      | PAMTNV0101319 | PAMTNV0101379 |
| 85 | Email from Ken Potashner to Juergen Stark re Q3 earnings call   | PAMTNV0101694 | PAMTNV0101694 |
| 86 | Email from Juergen Stark to David Lowey, Bob Picunko dated July 23, 2013 re preparing for agreement announcement                        | PAMTNV0103786 | PAMTNV0103787 |
| 87 | Email from Ken Potashner to John Todd dated July 13, 2013 re update   | PAMTNV0104228 | PAMTNV0104229 |
| 88 | Email from Ken Potashner to Juergen Stark dated July 14, 2013 re Drs Metha/Mattson  | PAMTNV0104263 | PAMTNV0104264 |
| 89 | Email from Ken Potashner to Juergen Stark dated July 15, 2013 re HHI  | PAMTNV0104268 | PAMTNV0104268 |
| 90 | Email from Juergen Stark to Ken Potashner dated July 11, 2013 re update   | PAMTNV0104270 | PAMTNV0104271 |
| 91 | Email from Ken Potashner to Juergen Stark dated July 12, 2013 re Update   | PAMTNV0104290 | PAMTNV0104294 |
| 92 | Email from Ken Potashner to Charges Cargile, Bob Phillippy dated August 11, 2013 re Update  | PAMTNV0104315 | PAMTNV0104318 |
| 93 | Email from Ken Potashner to Jurgan Stark dated July 19, 2013 re Aspire  | PAMTNV0104810 | PAMTNV0104813 |

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| 94  | Email from Ken Potashner to Juergen Stark dated July 19, 2013 re precedence  | PAMTNV0104836 | PAMTNV0104836 |
| 95  | Email from Ken Potashner to Ron Doornink dated July 20, 2013 re info   | PAMTNV0104837 | PAMTNV0104837 |
| 96  | Email from Juergen Stark to Ken Potashner dated July 19, 2013 re jul 31  | PAMTNV0104902 | PAMTNV0104902 |
| 97  | Email from Ken Potashner to Juergen Stark dated July 21, 2013 re Clarity   | PAMTNV0104912 | PAMTNV0104912 |
| 98  | Email from Ken Potashner to Juergen Stark dated July 11, 2013 re legal effort PAMT   | PAMTNV0105035 | PAMTNV0105036 |
| 99  | Email from Ken Potashner to Juergen Stark dated July 6, 2013 re FYI  | PAMTNV0105120 | PAMTNV0105121 |
| 100 | Email from Ken Potashner to Juergen Stark dated July 3, 2013 re post closing BOD   | PAMTNV0105448 | PAMTNV0105448 |
| 101 | Email from Ken Potashner to James Honore, Robert Kaplan, Elwood Norris, James Barnes, Seth Putterman, and Andrew Wolfe dated June 29, 2013 re Update | PAMTNV0105759 | PAMTNV0105760 |
| 102 | Email from Ken Potashner to Juergen Stark dated July 2, 2013 re FYI  | PAMTNV0105781 | PAMTNV0105782 |
| 103 | Email from Ken Potashner to Juergen Stark dated July 3, 2013 re HHI  | PAMTNV0105849 | PAMTNV0105849 |
| 104 | Email from Ken Potashner to Juergen Stark dated July 3, 2013 re HHI  | PAMTNV0105854 | PAMTNV0105855 |
| 105 | Email from Ken Potashner to Mark Dufiho dated June 5, 2013 re investor update release  | PAMTNV0106696 | PAMTNV0106696 |
| 106 | Email from Ken Potashner to Juergen Stark dated June 2, 2013 re Pamt   | PAMTNV0106815 | PAMTNV0106815 |
| 107 | Email from Ken Potashner to John Todd dated April 24, 2013 re Fwd: Break up fee  | PAMTNV0108234 | PAMTNV0108238 |
| 108 | Email from Ken Potashner to Juergen Stark dated April 15, 2013 re conference call  | PAMTNV0108344 | PAMTNV0108347 |
| 109 | Email from Ken Potashner to Juergen Stark dated April 4, 2013 re update  | PAMTNV0108760 | PAMTNV0108763 |
| 110 | Email from Ken Potashner to Juergen Stark dated April 8, 2013 re company update press release  | PAMTNV0108985 | PAMTNV0108985 |
| 111 | Email from Ken Potashner to Juergen Stark dated April 13, 2013 re Qualcomm   | PAMTNV0109178 | PAMTNV0109179 |
| 112 | Email from Ken Potashner to Seth Putterman re Unfortunate Indeed   | PAMTNV0112296 | PAMTNV0112297 |
| 113 | Email from Robert Kaplan to Ken Potashner re VTB PAMT acquisition  | PAMTNV0112504 | PAMTNV0112507 |

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| 114 | Email from Robert Kaplan to Andrew Wolfe, Elwood Norris, James Barnes, James Honore, Seth Putterman, Ken Potashner, John Henrich re VTP PAMT acquisition | PAMTNV0112517 | PAMTNV0112519 |
| 115 | Email from Ken Potashner to Elwood Norris, Seth Putterman, Andrew Wolfe, James Honore, John Hentrich and Robert Kaplan re Update                         | PAMTNV0112539 | PAMTNV0112539 |
| 116 | Email from Elwood Norris to Robert Kaplan, John Hentrich, Seth Putterman re FW TB  | PAMTNV0112541 | PAMTNV0112541 |
| 117 | Email from Seth Putterman to Andrew Wolfe re more hhi scenarios  | PAMTNV0112558 | PAMTNV0112559 |
| 118 | Email from Andrew Wolfe to James Barnes, Seth Putterman re Spoke to Juergen again  | PAMTNV0112625 | PAMTNV0112628 |
| 119 | Email from Ken Potashner to Seth Putterman re final chapter  | PAMTNV0112643 | PAMTNV0112644 |
| 120 | Email from Seth Putterman to Elwood Norris re Brian-Anaheim Meeting  | PAMTNV0113764 | PAMTNV0113771 |
| 121 | Email from Elwood Norris to Seth Putterman, dated March 28, 2013, re Hss at darpa  | PAMTNV0113889 | PAMTNV0113891 |
| 122 | Email from Seth Putterman to Robert Kaplan dated October 27, 2013 re BoD issues  | PAMTNV0115179 | PAMTNV0115180 |
| 123 | Email from Robert Kaplan to Seth Putterman dated August 2, 2103 re BoD compensation  | PAMTNV0115196 | PAMTNV0115197 |
| 124 | Email from Seth Putterman to Robert Kaplan dated July 28, 2013 re BoD compensation   | PAMTNV0115287 | PAMTNV0115287 |
| 125 | Email from Robert Kaplan to Seth Putterman dated July 24, 2013 re Fwd: John Todds  | PAMTNV0115292 | PAMTNV0115292 |
| 126 | Email from Ken Potashner to Andrew Wolfe dated July 5, 2013 re Update on executive session   | PAMTNV0115321 | PAMTNV0115322 |
| 127 | Email from Juergen Stark to Ken Potashner dated August 2, 2013 re Lock up  | VTBH 000111   | VTBH 000112   |
| 128 | Email from Juergen Stark to Ron Doornink dated July 20, 2013 re FWD: info  | VTBH 000124   | VTBH 000124   |
| 129 | Email from Juergen Stark to Ken Potashner dated August 1, 2013 re :breakup license   | VTBH 000527   | VTBH 000527   |
| 130 | Email from Juergen Stark to Ken Fox dated August 5, 2013 re: PAMT-press release?   | VTBH 000822   | VTBH 000825   |
| 131 | Email from Ken Potashner to Juergen Stark dated July 9, 2013 re: Dr. negotiations  | VTBH 001503   | VTBH 001503   |
| 132 | Email from Ken Potashner to Juergen Stark dated July 17, 2013 re HHI license narrowing   | VTBH 001516   | VTBH 001516   |
| 133 | Email from Ken Potashner to Juergen Stark dated August 5, 2013 re Paris-Revisions to Merger Agreement  | VTBH 001570   | VTBH 001572   |

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| 134 | Email from Ron Doornink to Juergen Stark dated August 3, 2013 re Ken on BOD  | VTBH 001587 | VTBH 001587 |
| 135 | Email from Ken Potashner to Juergen Stark dated May 25, 2013 re History Timeline   | VTBH 001759 | VTBH 001760 |
| 136 | Email from Ken Potashner to Juergen Stark dated July 19, 2013 re Aspire  | VTBH 002140 | VTBH 002142 |
| 137 | Email from Ken Potashner to Juergen Stark dated May 20, 2013 re CONFIDENTIAL- Amazon IP review   | VTBH 002189 | VTBH 002192 |
| 138 | Email from Juergen Stark to Ron Doornink dated April 6, 2013 re Gaming/computing license   | VTBH 002990 | VTBH 002992 |
| 139 | Email from Juergen Stark to Ken Potashner re Range   | VTBH 004040 | VTBH 004041 |
| 140 | Email from Ken Potashner to Juergen Stark dated July 3, 2013 re post closing BOD   | VTBH 004242 | VTBH 004242 |
| 141 | Email from Juergen Stark to Karen Kenworthy dated September 5, 2013 re FWD: Craig Hallum Fee Agreement                                       | VTBH 004981 | VTBH 004984 |
| 142 | Email from Ken Potashner to Juergen Stark dated April 27, 2013 re FDA approval   | VTBH 005061 | VTBH 005061 |
| 143 | Email from Juergen Stark to Karen Kenworthy dated March 27, 2013 re Update from Ken P (Parametric)   | VTBH 005649 | VTBH 005650 |
| 144 | Email from Juergen Stark to Ken Potashner dated August 2, 2013 re Illustration   | VTBH 006118 | VTBH 006118 |
| 145 | Email from Ken Potashner to Juergen Stark, Karen Kenworthy dated April 4, 2013 re McD (VTBH 006261)  | VTBH 006261 | VTBH 006263 |
| 146 | Email from Juergen Stark to Karen Kenworthy, Ron Doornink, Bruce Murphy, and Ken Fox dated March 31, 2013 re Meeting with Ken this afternoon | VTBH 006603 | VTBH 006604 |
| 147 | Email from Juergen Stark to Ken Fox dated May 9, 2013 re Ton Trichon- call notes   | VTBH 007665 | VTBH 007666 |
| 148 | Email from Ken Fox to Juergen Stark dated April 12, 2013 re Call with Ken and initial gameplan   | VTBH 007727 | VTBH 007728 |
| 149 | Email from Juergen Stark to Ron Doornink dated August 13, 2013 re Paris Press Release Draft 8.2.2013 with comments (VTBH 008036)             | VTBH 008036 | VTBH 008041 |
| 150 | Email from Ken Potashner to Juergen Stark dated July 17, 2013 re Fwd: draft press releases   | VTBH 008077 | VTBH 008077 |
| 151 | Email from Ken Potashner to Juergen Stark dated May 25, 2013 re Clarity  | VTBH 008868 | VTBH 008869 |
| 152 | Email from Ken Potashner to Juergen Stark dated July 12, 2013  | VTBH 009741 | VTBH 009742 |

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| 153 | Email from Ken Potashner to Juergen Stark dated July 3, 2013 re Board get together  | VTBH 010857 | VTBH 010860 |
| 154 | Email from Ken Potashner to Juergen Stark dated March 29, 2013 re Monday's meeting  | VTBH 011084 | VTBH 011086 |
| 155 | Email from Juergen Stark to Ron Doornink dated April 20, 2013 re NewCo Board Corporation  | VTBH 011638 | VTBH 011640 |
| 156 | Email from Ron Doornink to Juergen Stark dated July 21, 2013 re Fwd: Update   | VTBH 012528 | VTBH 012528 |
| 157 | Email from Karen Kenworthy to Juergen Stark dated August 2, 2013 re Phantom Factor  | VTBH 013231 | VTBH 013234 |
| 158 | Email from Ron Doornink to Ken, Juergen Stark dated April 23, 2013 re Board Composition (VTBH 013411)   | VTBH 013411 | VTBH 013412 |
| 159 | Email from Ron Doornink to Juergen Stark re Fwd: Update   | VTBH 013436 | VTBH 013437 |
| 160 | Email from Ron Doornink to Juergen Stark re Bone  | VTBH 013712 | VTBH 013712 |
| 161 | Email from Ken Potashner to Juergen Stark re fyi-tell Ken Fox I want 75-25 deal based on this   | VTBH 013765 | VTBH 013765 |
| 162 | Email from Ken Potashner to Juergen Stark re how many non-insider shareholders need to vote for PAMT?   | VTBH 015502 | VTBH 015503 |
| 163 | Email from Juergen Stark to Karen Kenworthy and Ron Doornink re Very good Point from Ron  | VTBH 015820 | VTBH 015821 |
| 164 | Email from Ken Fox to Juergen Stark dated August 5, 2013 re Ken P   | VTBH 016192 | VTBH 016192 |
| 165 | Email from Juergen Stark to Ron Doornink dated July 21, 2013 re Fwd: Legal effort PAMT  | VTBH 017661 | VTBH 017662 |
| 166 | Email from John Hanson to Tony Chan dated December 19, 2013 re Fwd: Covenant Discussion Update and Voyetra Turtle Beach, Inc. Loan Covenant Analysis spreadsheet (VTBH020031, VTBH020033) | VTBH020031  | VTBH020038  |
| 167 | Email from John Hanson to Juergen Stark dated November 13, 2013 re (Seeking Alpha) Parametric Sound: A Turkey's Desperate Attempt to Avoid the Chopping Block                             | VTBH048603  | VTBH048608  |
| 168 | Email from Ken to Juergen Stark dated January 10, 2014 re think it thru   | VTBH066656  | VTBH066657  |
| 169 | Email from Ken Potashner to Juergen Stark dated December 11, 2013   | VTBH068943  | VTBH068943  |
| 170 | Email from Ken Potashner to Juergen Stark dated November 30, 2013 re update   | VTBH073092  | VTBH073093  |
| 171 | Email from Juergen Stark to Ken Potashner dated December 31, 2013 re: Important   | VTBH089382  | VTBH089382  |

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| 172 | Email from Juergen Stark to John Hanson dated October 25, 2013 re Fw: Parametric-Disclosure of Financial Projections in Merger Proxy       | VTBH093183       | VTBH093186       |
| 173 | Email from Juergen Stark to Ken Potashner dated October 7, 2013 re mutual nervous  | VTBH095533       | VTBH095534       |
| 174 | Email from Daniel Hoverman to Mark Dufilho, Adam Greenway re Update  | HL-PAR00037153   | HL-PAR00037154   |
| 175 | Email from Robert Wernli dated November 2, 2013 re Proxy Gameplan Update (JPMorgan00031040)  | JPMorgan00031040 | JPMorgan00031044 |
| 176 | Email from James Barnes to Woody Shop dated July 21, 2013 re recap of Juergen/Ron Call   | PAMTNV0033913    | PAMTNV0033913    |
| 177 | Email from Elwood Norris to Jim Barnes dated 7/16/2013 re Indemnification Agreement  | PAMTNV0124175    | PAMTNV0124175    |
| 178 | Email from Ken Potashner to Juergen Stark dated November 11, 2013 re PAMT- Paris-Closing checklist - 11.17.2013 SMRH Draft (PAMTNV0148960) | PAMTNV0148960    | PAMTNV0148973    |
| 179 | Email from Ken Potashner to John Todd dated July 6, 2013 re FWD: Ken re: update on executive session                                       | PAMTNV0149890    | PAMTNV0149892    |
| 180 | Email from Ken Potashner to Juergen Stark dated August 5, 2013 re Confidential: Memo re Communications                                     | PAMTNV0154429    | PAMTNV0154431    |
| 181 | Kaplan Work Product  | PAMTNV0173545    | PAMTNV0173585    |
| 182 | Handwritten notes re Kaplan Reply  | PAMTNV0175386    | PAMTNV0175387    |
| 183 | Indemnification Agreement dated March 5, 2014  | PAMTNV0173588    | PAMTNV0173592    |
| 184 | Indemnification Agreement dated March 10, 2014   | PAMTNV0173593    | PAMTNV0173596    |
| 185 | Parametric Sound Corporation Minutes of Board of Directors Meeting January 30, 2014  | Stripes0081566   | Stripes0081572   |
| 186 | Parametric Sound Corporation Minutes of Board of Directors Meeting April 23, 2014  | Stripes0081630   | Stripes0081630   |
| 187 | Parametric Sound Corporation Minutes of Board of Directors Meeting May 1, 2014   | Stripes0081639   | Stripes0081641   |
| 188 | Parametric Sound Corporation Minutes of Audit Committee Meeting February 7, 2014   | Stripes0081685   | Stripes0081685   |
| 189 | Email from Karen Kenworthy to Aditi Dubey re FW: Confidential Update   | Stripes_0042369  | Stripes_0042370  |
| 190 | Email from Karen Kenworthy dated December 30, 2013 to Dan Marriott re PAMT memo  | Stripes_0047334  | Stripes_0047335  |
| 191 | Email from Karen Kenworthy from Dan Marriott to Karen Kenworthy dated December 30, 2013 re PAMT memo                                       | Stripes_0048622  | Stripes_0048622  |

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| 192 | October 17, 2013 Memorandum re "Now You're Public" - Overview Public Company Considerations in connection with the Proposed Merger with Parametric Sound Corporation | Stripes_0078146 | Stripes_0078213 |
| 193 | Compensation of Parametric Executive Officers and Directors  | TB-00000552     | TB-00000557     |
| 194 | Parametric Sound Corporation Minutes of Informal Meeting of the Independent Directors of Parametric Sound Corporation March 26, 2013                                 | TB-00008881     | TB-00008922     |
| 195 | Email from James Barnes to Ken Potashner dated June 20, 2013 re Juergen/Ken agenda points (TB-00075623)  | TB-00075623     | TB-00075625     |
| 196 | Email from Robert Wernli dated November 4, 2013 re Proxy Gameplan update   | TB-00086687     | TB-00086692     |
| 197 | VTB Holdings, Inc. - Index to Consolidated Financial Statements (TB-00104486)  | TB-00104485     | TB-00104545     |
| 198 | VTB Holdings, Inc. - For FASB Accounting Standard Codification Topic 718 (TB-00104794, TB-00104899)  | TB-00104793     | TB-00104951     |
| 199 | Deleted (Duplicate, Ex. 198)   |                 |                 |
| 200 | Draft- VTB, Inc. Common Stock Valuation dated September 30, 2012 (TB-00105461)   | TB-00105431     | TB-00105513     |
| 201 | Draft- VTB, Inc. Common Stock Valuation dated March 31, 2013 (TB-00105519)   | TB-00105517     | TB-00105602     |
| 202 | Parametric Sound Corporation - Unanimous Written Consent of the Pricing Committee of the Board Directors- April 24, 2014   | TB-00143033     | TB-00143038     |
| 203 | Parametric Sound Corporation - Unanimous Written Consent of the Pricing Committee of the Board Directors- April 24, 2014   | TB-00143039     | TB-00143044     |
| 204 | Turtle Beach Corporation - Investor Presentation April 2014  | TB-00143045     | TB-00143070     |
| 205 | Parametric Sound Corporation - Unanimous Written Consent of Board of Directors - April 15, 2014  | TB-00143071     | TB-00143083     |
| 206 | Cowen and Company - Equity Research Digital Media Parametric Sound   | TB-00143084     | TB-00143202     |
| 207 | Meeting calendar entries - Juergen Stark/Michael Patcher   | TB-00143203     | TB-00143205     |
| 208 | Parametric Sound Corporation - Minutes of Audit Committee Meeting April 22, 2014   | TB-00143206     | TB-00143206     |
| 209 | Parametric Sound Corporation - Minutes of Board of Directors Meeting April 23, 2014  | TB-00143207     | TB-00143207     |
| 210 | Turtle Beach Corporation - Code of Business Conduct and Ethics   | TB-00143208     | TB-00143216     |
| 211 | Turtle Beach Corporation - Securities Trading Policy   | TB-00143217     | TB-00143227     |

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| 212 | Lock-Up Agreement   | TB-00143228 | TB-00143229 |
| 213 | FINRA Matter No. 20140415627- Exhibit A to Letter dated August 13, 2014   | TB-00143230 | TB-00143231 |
| 214 | Letter dated August 12, 2014 to David Bennett from Megan Wynne re Review of Trading in Turtle Beach Corp.   | TB-00143232 | TB-00143238 |
| 215 | Letter dated December 22, 2014 to David Bennett from Megan Wynne re Review of Trading in Turtle Beach Corp.   | TB-00143239 | TB-00143242 |
| 216 | Letter dated April 2, 2015 to Megan Wynne from Samuel J. Draddy re Turtle Beach Corporation ("Hear") FINRA Matter No. 20140415627                                 | TB-00143243 | TB-00143243 |
| 217 | Letter dated November 24, 2014 to Megan Wynne from David Bennett re Turtle Beach Corporation ("Hear") FINRA Matter No. 20140415627                                | TB-00143244 | TB-00143246 |
| 218 | Email from Robert Wernli dated October 29, 2013 re Revised Proxy Statement v. 2.0   | TB-00197594 | TB-00197594 |
| 219 | Parametric Sound Corporation Minutes of Board of Directors Meeting January 30, 2014   | TB-00200299 | TB-00200304 |
| 220 | Indemnification Agreement dated March 10, 2014  | TB-00200306 | TB-00200309 |
| 221 | Indemnification Agreement dated March 5, 2014   | TB-00200310 | TB-00200314 |
| 222 | Email from Ron Doornink to Ken, Juergen Stark dated June 10, 2013 re Board Composition  | VTBH002194  | VTBH002195  |
| 223 | Email from Ken Potashner to Juergen Stark dated July 3, 2013 re post closing BOD  | VTBH004242  | VTBH004242  |
| 224 | Email from Jacob Sperry to Mark Koch, John Hansen, Michael Broderick, and Bruce Murphy dated November 30, 2013 re FM MD&A comments still applicable to 11PM draft | VTBH021382  | VTBH021383  |
| 225 | Email from Bruce Murphy to John Hanson re 280G (VTBH022240)   | VTBH022240  | VTBH022299  |
| 226 | Email from Jeremy Levy dated November 4, 2013 re Proxy Gameplan Update  | VTBH050551  | VTBH050558  |
| 227 | Transaction Summary   | VTBH050559  | VTBH050564  |
| 228 | Email from Jeremy Levy dated November 4, 2013 re Proxy Gameplan Update (VTBH051342)   | VTBH051342  | VTBH051353  |
| 229 | Email from Tony Chan to Robert Wernli and Michael Broderick dated November 2, 2013 re Proxy Gameplan Update (VTBH054884)  | VTBH054884  | VTBH054893  |
| 230 | Email from Juergen Stark to John Hanson and Robert Wernli dated November 3, 2013 re Proxy Gameplan Update   | VTBH054976  | VTBH054981  |



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| 231 | Email from Katie Price dated November 4, 2013 re Proxy Gameplan Update and Investor Presentation November 2015 (VTBH055227, VTBH055234)   | VTBH055227                     | VTBH055278                     |
| 232 | Deleted (Duplicate, Ex. 231)  |                                |                                |
| 233 | Deleted (Duplicate, Ex. 166)  |                                |                                |
| 234 | Condensed Financial Projections (excel spreadsheet)   | PAMTNV0044589                  | PAMTNV0044589                  |
| 235 | Email from Mark Dufilho to Daniel Hoverman dated December 17, 2013 re: Also...  | HL-PARA00089659                | HL-PARA00089660                |
| 236 | 2012 Stock Option Plan of Parametric Sound Corporation  | N/A                            | N/A                            |
| 237 | Email from Ken Potashner to Joshua Weisbord dated November 11, 2014 re: HEAR: Q3 Lite as Transition Takes Longer; Reduces FY-14 Guidance as Visibility Remains Limited; Maintain Buy Rating, Lower Price Target to \$13 | N/A                            | N/A                            |
| 238 | Email from Ken Potashner to Joshua Weisbord dated October 18, 2015 re: Fwd: Your call   | N/A                            | N/A                            |
| 239 | Parametric Sound Corporation Schedule 13D dated January 23, 2014  | N/A                            | N/A                            |
| 240 | Parametric Sound Corporation Schedule 13D dated August 14, 2013   | N/A                            | N/A                            |
| 241 | File Produced Natively  | Craig-Hallum Parametric 013054 | Craig-Hallum Parametric 013054 |
| 242 | File Produced Natively  | Craig-Hallum Parametric 013064 | Craig-Hallum Parametric 013064 |
| 243 | Letter from Craig-Hallum to Board of Directors, dated Aug. 2, 2013 (Craig-Hallum Parametric 019386)   | Craig-Hallum Parametric 019385 | Craig-Hallum Parametric 019391 |
| 244 | Definitive Proxy Statement submitted by Parametric Sound Corporation to SEC, filed Dec. 3, 2013 (Craig-Hallum Parametric 043535)  | Craig-Hallum Parametric 043533 | Craig-Hallum Parametric 043874 |
| 245 | Etkin Stocks and Options January 2014   | ETKIN 1                        | ETKIN 2                        |
| 246 | Goldberger Oppenheimer Statement of Account Summary Period Ending 1/31/14   | GOLDBERGER_1                   | GOLDBERGER_7                   |
| 247 | Email from Mark Dufilho to Daniel Hoverman Re: Forecasts, dated Oct. 31, 2013   | HL-PARA00029030                | HL-PARA00029033                |
| 248 | Email from Mark Dufilho to Ken Potashner dated May 14, 2013 re:Fwd:Re:  | HL-PARA00043968                | HL-PARA00043971                |
| 249 | Email from Ken Potashner to multiple recipients dated June 16, 2013 Re: DA  | HL-PARA00058540                | HL-PARA00058542                |
| 250 | U.S. District Court Southern District of California, Final Judgement as to Defendant John J. Todd (SEC v. John J. Todd, etc.) filed 04/09/12  | Kaplan Exhibit 4, 4 pages long |                                |
| 251 | Masterson Client Statement Morgan Stanley January 2014  | MASTERSON_1                    | MASTERSON_8                    |

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| 252 | Parametric Sound Corporation Minutes of the Annual Meeting of the Board of Directors of Parametric Sound Corporation, February 21, 2013  | PAMT0000062   | PAMT0000076   |
| 253 | Parametric Board of Directors Special Meeting Minutes July 1, 2013 and July 2, 2013  | PAMT0000160   | PAMT0000163   |
| 254 | Email from James Branes to Kaplan Robery on 7/7/2013 Re: Juergen Call  | PAMT0033288   | PAMT0033289   |
| 255 | Email from Elwood Norris to Jim Barnes on 3/30/2013 Re: Monday Meeting   | PAMT0033560   | PAMT0033562   |
| 256 | Email from Ken Potashner to Juergen Stark on 4/9/2013 Re: PAMT   | PAMT0039840   | PAMT0039840   |
| 257 | Email from Bruce Murphy to Ken Potashner, cc: jlbarnes@parametricsound.com & juergen.stark@turtlebeach.com, Re: Item 4 - Summary Financials through 2016 ->excel sheet attachment with P&L projections for 2013-2016, email dated April 15, 2013 | PAMT0042353   | PAMT0042354   |
| 258 | Email from James Barnes to Ken Potashner dated July 31, 2013 re: FW: DA Financial Statements   | PAMTNV0057372 | PAMTNV0057379 |
| 259 | Email from Robert Kaplan to Elwood Norris, Re: BOD mtg... & the need for a mtg on the subject of the Turtle Beach deal, dated June 29, 2013  | PAMT0061383   | PAMT0061384   |
| 260 | Email from Elwood Norris to Jim Barnes, Re: FW: BOD & potential changes to board if merger with turtlebeach happens, dated 3/15/2013   | PAMTNV0077743 | PAMTNV0077744 |
| 261 | Email from Ken Potashner to Elwood Norris cc: Andrew Wolfe, Re: Had a call from Josh..., dated 7/8/2013  | PAMTNV0078709 | PAMTNV0078711 |
| 262 | Email from Jim Barnes to PAMT Directors dated April 19, 2013 re BOD Materials  | PAMTNV0085838 | PAMTNV0085856 |
| 263 | Email from Ken Potashner to Juergen Stark dated December 3, 2013 re: hype  | PAMTNV0088514 | PAMTNV0088517 |
| 264 | Email from Ken Potashner to Joshua Weisbord dated November 19, 2013 re: Fwd: Cowen   | PAMTNV0090880 | PAMTNV0090881 |
| 265 | Email from Ken Potashner to Joshua Weisbord dated November 8, 2013 re: Fwd: With all due respect   | PAMTNV0091492 | PAMTNV0091493 |
| 266 | Email from Ken Potashner to Multiple Recipients, Re: Google Alert - Turtle Beach, dated Nov. 9, 2013   | PAMTNV0091660 | PAMTNV0091661 |
| 267 | Email from Juergen Stark to multiple recipients dated October 31, 2013 re: Forecasts   | PAMTNV0094775 | PAMTNV0094779 |
| 268 | Email from Daniel Hoverman to Multiple Recipients, Re: Forecasts, dated Oct. 31, 2013  | PAMTNV0094800 | PAMTNV0094806 |

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| 269 | Email from Ken Potashner to Juergen Stark dated October 27, 2013 re: JGB                               | PAMTNV0095064 | PAMTNV0095069 |
| 270 | Email from Ken Potashner to Juergen Stark, Re: option overhand, dated Oct. 29, 2013                    | PAMTNV0095394 | PAMTNV0095404 |
| 271 | Email from Ken Potashner to Juergen Stark dated October 9, 2013 re: uSoft                              | PAMTNV0096130 | PAMTNV0096130 |
| 272 | Email from Ken Potashner to John Todd on 9/1/2013 Re: link attached this time - sorry                  | PAMTNV0098947 | PAMTNV0098947 |
| 273 | Email from Juergen Stark to Ken Potashner, Re: Tony re lock ups, dated July 28, 2013                   | PAMTNV0103444 | PAMTNV0103449 |
| 274 | From Juergen Stark to Ken Potashner dated July 29, 2013 re: Series B/phantom                           | PAMTNV0103520 | PAMTNV0103521 |
| 275 | Email from Ken Potashner to Juergen Stark, Re: interesting question, dated July 25, 2013               | PAMTNV0104079 | PAMTNV0104080 |
| 276 | Email from John Todd to Ken Potashner on 7/1/2013 Re: update   | PAMTNV0105772 | PAMTNV0105774 |
| 277 | Email from Ken Potashner to Juergen Stark, Re: history timeline, dated May 25, 2013                    | PAMTNV0106727 | PAMTNV0106729 |
| 278 | Email from Seth Putterman to Ken Potashner, Elwood Norris and other CC'd on 11/21/2013 Re: Resignation | PAMTNV0110295 | PAMTNV0110295 |
| 279 | From Ken Potashner to multiple recipients dated October 3, 2013 re: Andy Wolfe                         | PAMTNV0112370 | PAMTNV0112370 |
| 280 | Email from Elwood Norris to Multiple Recipients, Re: Fwd: Had a call from Josh..., dated July 8, 2013  | PAMTNV0112579 | PAMTNV0112581 |
| 281 | Email from Ken Potashner to Seth Putterman on 2/17/2013 Re: HHI  | PAMTNV0113946 | PAMTNV0113946 |
| 282 | Email from Seth Putterman to Robert Kaplan, Re: Options vesting, dated Oct. 29, 2013                   | PAMTNV0115175 | PAMTNV0115175 |
| 283 | Email from Ken Potashner to Andrew Wolfe, Re: G. Loy, dated April 23, 2013                             | PAMTNV0120575 | PAMTNV0120575 |
| 284 | Email from Ken Potashner to Elwood Norris, Re: clarification, dated 7/1/2013                           | PAMTNV0121816 | PAMTNV0121816 |
| 285 | Email from Andrew Wolfe to Ken Potashner, Re: VTB PAMT acquisition, dated July 21, 2013                | PAMTNV0122205 | PAMTNV0122206 |
| 286 | Email from Elwood Norris to Kaplan Robert on 7/24/2013 Re: John Todds                                  | PAMTNV0144510 | PAMTNV0144511 |
| 287 | Email from Seth Putterman to Kaplan Robert on 10/24/2013 Re: unfortunate                               | PAMTNV0144712 | PAMTNV0144712 |
| 288 | Email from Seth Putterman to Elwood Norris on 4/14/2013 Re: M and B and banking                        | PAMTNV0147177 | PAMTNV0147177 |
| 289 | Staff Meeting Notes, 1-2-2013, Witness: Elwood Norris  | PAMTNV0147470 | PAMTNV0147608 |

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| 290 | Email from Ken Potashner to Jesse Bromberg dated July 6, 2013 re Fwd: Ken RE: Update on executive session   | PAMTNV0149887 | PAMTNV0149889 |
| 291 | Email from Ken Potashner to Joshua Weisbord dated October 11, 2013 re: Fwd: Message to Prospective Investors  | PAMTNV0150031 | PAMTNV0150035 |
| 292 | From Ken Potashner to Mark Dufilho and Daniel Hoverman dated September 12, 2013 re: PAMT  | PAMTNV0153579 | PAMTNV0153579 |
| 293 | Email from Ken Potashner to Elwood Norris, Re: TB, "I am glad we're not married...Qcomm dial in", dated 7/19/2013   | PAMTNV0158040 | PAMTNV0158041 |
| 294 | Email from Ken Potashner to James Barnes dated October 11, 2013 re: Your availability   | PAMTNV0158643 | PAMTNV0158644 |
| 295 | Email from Ken Potashner to Joshua Weisbord dated September 5, 2013 re: U   | PAMTNV0158884 | PAMTNV0158884 |
| 296 | Email from Andrew Wolfe to Ken Potashner, Re: FW: Turtle beach Related aptly transaction- Monday's meeting, dated March 30, 2013  | PAMTNV0159192 | PAMTNV0159193 |
| 297 | Email from Ken Potashner to John Todd dated May 23, 2013 re: Fwd: Re:   | PAMTNV0160633 | PAMTNV0160633 |
| 298 | Email from Ken Potashner to Seth Putterman on 4/11/2013 Re: Brian - Anaheim Meeting   | PAMTNV0161432 | PAMTNV0161438 |
| 299 | Email from Ken Potashner to Juergen Stark dated June 7, 2013 re: Interview  | PAMTNV0162233 | PAMTNV0162234 |
| 300 | Email from Ken Potashner to Juergen Stark dated July 4, 2013 re: Weekend meeting  | PAMTNV0163004 | PAMTNV0163006 |
| 301 | Email from Ken Potashner to Joe Ramos, Re: update, dated April 19, 2013   | PAMTNV0163128 | PAMTNV0163128 |
| 302 | Putterman Resignation Letter and coresponding handwritten notes   | PAMTNV0163257 | PAMTNV0163265 |
| 303 | Log of 4 emails from Ken Potashner to Andrew Wolfe, Body of these emails discuss that "Jeurgan was surprised", 2 attachments attached to 2 of the 4 logged emails, no clear date in this exhibit for each of the emails | PAMTNV0163289 | PAMTNV0163289 |
| 304 | Log of outgoing/incoming emails/phone messages to&from Ken Potashner, dated 7/21/13 - 1/12/2014   | PAMTNV0163290 | PAMTNV0163293 |
| 305 | Email from Kaplan Robert to Woody Norries on 8/1/2013 Re: JT et al  | PAMTNV0165154 | PAMTNV0165154 |
| 306 | Email from Robert Kaplan to Elwood Norris, Re: issues with BoD gathering, dated July 19, 2013   | PAMTNV0165333 | PAMTNV0165333 |
| 307 | Email from Robert Kaplan to Elwood Norris, Re: TB, dated July 19, 2013  | PAMTNV0165335 | PAMTNV0165335 |

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| 308 | Email from Elwood Norris to Robert Kaplan dated July 1, 2013 re: FW: update   | PAMTNV0165442   | PAMTNV0165443   |
| 309 | Patricof Revoc Trust Oppenheimer Account Statement for January 2014   | PATRICOF_1      | PATRICOF_24     |
| 310 | Letter from Plaintiffs Counsel to Defendants Re: exclusions dated 4/22/2020   | PLAINTIFF_1     | PLAINTIFF_28    |
| 311 | Santulli Oppenheimer Account Statement for January 2014   | SANTULLI_1      | SANTULLI_4      |
| 312 | Email from Juergen Stark to Karen Kenworthy, dated April 25, 2013, Re: TB/Dechert   | STRIPES 0000909 | STRIPES 0000912 |
| 313 | Email from Dan Marriott to Karen Kenworthy, dated July 11, 2013, RE: URGENT: PNC TB- Amendment  | STRIPES 0006042 | STRIPES 0006045 |
| 314 | Email from Bruce Murphy to multiple recipients, dated June 27, 2013, Re Turtle Beach Company Overview - Confidential bpm updated 6-27.pptx; VTB 2013 - 2015 Base (STRIPES 0008371)                      | STRIPES 0008371 | STRIPES 0008463 |
| 315 | Email from Juergen Stark to Karen Kenworthy (cc Ken Fox), dated June 14, 2013, Re; PNC update   | STRIPES 0009292 | STRIPES 0009293 |
| 316 | Email from Juergen Stark (Turtle Beach CEO) to Multiple Recipients, Re: Documents for later, Attachments: VTB and PAMT Discussion Document.pptx; VTB Long Range Forecast - Draft.pptx (STRIPES 0011447) | STRIPES 0011447 | STRIPES 0011469 |
| 317 | Email from Ken Fox to multiple recipients, dated July 10, 2013, Re: Board meeting agenda  | STRIPES 0017472 | STRIPES 0017474 |
| 318 | Email from Karen Kenworthy to Juergen Stark and Bruce Murphy, dated June 19, 2013, RE: PNC  | STRIPES 0021273 | STRIPES 0021274 |
| 319 | Email from Ken Fox to Karen Kenworthy, dated August 22, 2013, Re Convert approval   | STRIPES 0031354 | STRIPES 0031356 |
| 320 | Email from Karen Kenworthy to John Hanson (cc Juergen Stark), dated December 10, 2013, RE: status updated for Q1 2014?, attaching 2013 - 2015 Down Model with PNC mod_6.29.2013.xlsx                    | STRIPES 0032410 | STRIPES 0032412 |
| 321 | Email from Jeffrey Doherty to Juergern Stark on February 27, 2014 Re: VTB/PNC - Fourth Amendment  | STRIPES 0036772 | STRIPES 0036774 |
| 322 | Email from Karen Kenworthy to Ken Fox, dated December 23, 2013, RE: TB/PNC update   | STRIPES 0037477 | STRIPES 0037478 |
| 323 | Email from Karen Kenworthy to Dan Marriot, Wayne Marino, and Ken Fox dated January 1, 2014, IMPORTANT: TB Cap Call Doc - KEN PLEASE ALSO READ IF YOU HAVE INTERNET                                      | STRIPES_0062082 | STRIPES_0062085 |

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| 324 | Email from John Hanson to multiple recipients, dated December 16, 2013, re TB Forecast Slide for Call, attaching 2013FestUpdatev121513(Call).pptx  | STRIPES 0041202 | STRIPES 0041203 |
| 325 | Email from Ken Fox to Karen Kenworthy on 8/22/2013 Re: convert approval  | STRIPES 0044087 | STRIPES 0044088 |
| 326 | Email from John Hanson to Juergen Stark (cc Karen Kenworthy), dated January 2, 2014, Re: Bank call   | STRIPES 0048637 | STRIPES 0048639 |
| 327 | Email from Karen Kenworthy to Aditi Dubey,   | STRIPES 0049205 | STRIPES 0049219 |
| 328 | Email from Karen Kenworthy to Juergen Stark on 12/6/2013 re: PNC/Financing...  | STRIPES 0056436 | STRIPES 0056437 |
| 329 | Email from Juergen Stark to Ron Doomink and Ken Fox, dated October 4, 2013, re Confidential: MSFT Headsets, attaching  | STRIPES 0081782 | STRIPES 0081788 |
| 330 | Email from Juergen Stark to Ron Doornink, dated November 1, 2013, Fwd: URGENT- Reconciliation, attaching PAMT Model - downside 8_15_2013 updated for July August - RECONCILIATION.xlsx             | STRIPES 0082003 | STRIPES 0082005 |
| 331 | Email from Juergen Stark to multiple recipients, dated July 10, 2013, Re: Board meeting agenda, attaching July 10 2013 BOD- 2013 Mid Year Review Consolidated-Final.pptx (STRIPES 0083164)         | STRIPES 0083164 | STRIPES 0083195 |
| 332 | DOCUMENT PRODUCED IN NATIVE FORMAT   | STRIPES 0083778 | STRIPES 0083778 |
| 333 | Email from John Hanson to "Karen" and Aditi Dubey, dated February 13, 2014, Fwd: 2014 & 2015 Financial Forecasts, attaching Native Document (STRIPES_0032694, STRIPES_0032696)                     | STRIPES_0032694 | STRIPES_0032705 |
| 334 | Deleted (Duplicate, Ex. 333)   |                 |                 |
| 335 | Deleted (Duplicate, Ex. 323)   | STRIPES_0037505 | STRIPES_0037509 |
| 336 | Email from Juergen Stark to multiple recipients, dated September 10, 2013, Fwd: Updated Fairness Opinion Presentation , attaching Craig-Hallum Fairness Opinion Presentation.pdf (STRIPES_0038605) | STRIPES_0038605 | STRIPES_0038666 |
| 337 | Email from Karen Kenworthy to Ken Fox, dated March 4, 2014, Re: Fourth Amendment   | STRIPES_0046915 | STRIPES_0046918 |
| 338 | Email John hanson to Juergen Stark (cc Karen Kenworthy), dated January 2, 2014, Re: Bank call  | STRIPES_0048637 | STRIPES_0048639 |
| 339 | Email from Juergen Stark to multiple recipients, dated March 25, 2014, re Document for this morning's call, attaching Post BOD Revised Financial Plan DRAFT.pptx                                   | STRIPES_0073406 | STRIPES_0073406 |
| 340 | Parametric Sound Corporation - White Paper - Merger Related Items - Accruals - September 30, 2013  | TB-00002997     | TB-00003000     |
| 341 | Minutes of the Special Joint Meeting of  | TB-00009017     | TB-00009023     |

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| 342 | Email from James Barnes to "PAMT Directors", dated July 23, 2013, FW: Draft Materials, attaching PAMT_BOD Presentation 7.23.13.pdf   | TB-00063566 | TB-00063590 |
| 343 | Email from James Barnes to multiple recipients, dated June 16, 2013, Re: Merger VTBH or VTB  | TB-00065029 | TB-00065031 |
| 344 | Email from Cyril Berdugo to multiple recipients, dated March 25, 2013, RE: Investor CA   | TB-00069167 | TB-00069171 |
| 345 | Email from John Hanson to Ken Potashner and Juergen Stark dated December 30, 2013 re: 280G Update from McGladrey   | TB-00078079 | TB-00078081 |
| 346 | Email from Ken Potashner to multiple recipients, dated October 29, 2013, Re: Front section of MDA  | TB-00088349 | TB-00088351 |
| 347 | Email from Ken Potashner to James Barnes, dated October 24, 2013, Re: Bonus  | TB-00095606 | TB-00095606 |
| 348 | Email from James Barnes to Ken Potashner, dated October 24, 2013, Re: updated FS and pro forma   | TB-00095611 | TB-00095611 |
| 349 | Email from Ken Potashner to James Barnes, dated October 22, 2013, Re: glass  | TB-00095640 | TB-00095640 |
| 350 | Email from Max Fonarev to multiple recipients, dated October 11, 2013, re Final common stock valuation reports, attaching: Valuation VD 03-31-13_Common Stock (Sorbus for VTB) FINAL.pdf; Valuation VD (TB-00105050) | TB-00105050 | TB-00105208 |
| 351 | Email from John Todd to Grant Kerry on 8/21/2018 Re: FW:inputs   | TODD0000289 | TODD0000289 |
| 352 | Email from John Todd to Grant Keary, dated November 14, 2018, FW: disappointing  | TODD0001213 | TODD0001213 |
| 353 | Email from John Todd to Grant Kerry on 11/15/2018 Re: FW: Fairness opinion   | TODD0002084 | TODD0002085 |
| 354 | Email from John Todd to Grant Kerry on 11/16/2018 Re: FW: Craig Hallum Fee Agreement   | TODD0002222 | TODD0002224 |
| 355 | Email from Ken Potashner to John Todd, dated March 27, 2013, Fwd: License  | TODD0003479 | TODD0003480 |
| 356 | Email from Ken Potashner to John Todd, dated March 31, 2013  | TODD0003597 | TODD0003597 |
| 357 | Email from Ken Potashner to John Todd on 4/19/2013 Re: HHI   | TODD0004326 | TODD0004326 |
| 358 | Email from Ken Potashner to John Todd, dated June 18, 2013, re FWD: reverse example  | TODD0005763 | TODD0005765 |
| 359 | Email from Ken Potashner to John Todd on 7/20/2013 Re: board and juergen discussions   | TODD0006417 | TODD0006417 |

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|-----|--|-------------|-------------|
| 360 | Email from Ken Potashner to John Todd, dated August 8, 2013, re Fwd: Huge win                                      | TODD0006507 | TODD0006507 |
| 361 | Email from Ken Potashner to John Todd, dated December 12, 2013, Re: Hhi  | TODD0008818 | TODD0008818 |
| 362 | Email from John Todd to John at earthlink on 7/21/2013<br>Re: Wendy  | TODD0010275 | TODD0010275 |
| 363 | Email from Ken Potashner to Juergen Stark, dated June 27, 2013, Re: JPM  | VTBH 002092 | VTBH 002093 |
| 364 | Email from Juergen Stark to Ron Doornink, dated August 7, 2013, Re: SOLUTION                                       | VTBH 002153 | VTBH 002155 |
| 365 | Email from Juergen Stark to Ron Doornink on 8/7/2013<br>Re: SOLUTION   | VTBH002153  | VTBH002155  |
| 366 | Email from Juergen Stark to Ken Potashner on 3/29/2013<br>re: Mondays Meeting                                      | VTBH013610  | VTBH013612  |
| 367 | Email from Ron Doornink to Juergen Stark on 7/19/2013<br>Re: Bone  | VTBH013712  | VTBH013712  |
| 368 | Email from Juergen Stark to Karen Kerworthy and other multiple recipients on 8/8/2013 Re: VERY GOOD POINT FROM RON | VTBH015820  | VTBH015821  |
| 369 | Email from Juergen Stark to Tony Chan on 4/29/2013 Re: Document for the BOD meeting                                | VTBH017509  | VTBH017531  |
| 370 | Email from John Hanson to multiple recipients on 12/16/2013 Re: budget comparison analysis                         | VTBH019909  | VTBH019912  |
| 371 | Email from John Hanson to multiple recipients, dated December 12, 2013, Fwd: Further thoughts                      | VTBH020040  | VTBH020041  |
| 372 | Email from Juergen Stark to John Hanson on 11/8/2013<br>Re: \$5m. PNC etc  | VTBH048021  | VTBH048021  |
| 373 | Email from Kristin Carney to John Hanson on 11/3/2013<br>Re: Will you be on call with Juergen today?               | VTBH055184  | VTBH055186  |
| 374 | Email from Juergen Stark to John Hanson on 10/31/2013<br>Re: Forecasts   | VTBH057642  | VTBH057645  |
| 375 | Email from Kristin Carney to John Hanson, dated October 31, 2013, Re: CPGS Refurb, attaching KG Fcst 10.28-13.xlsx | VTBH059014  | VTBH059016  |
| 376 | Email from Ken Potashner to Juergen Stark and Adam Kahn, dated January 3, 2014, Re: Update                         | VTBH068005  | VTBH068006  |
| 377 | Email from Ken Potashner to Juergen Stark, dated December 11, 2013, re Duhhh...                                    | VTBH069002  | VTBH069002  |
| 378 | Email from Juergen Stark to multiple recipients on 11/8/2013 Re: Re: \$2.5m  | VTBH081233  | VTBH081234  |
| 379 | Email from John Hanson to Juergen Stark on 10/31/2013<br>Re: forecast model/script                                 | VTBH089491  | VTBH089495  |



|     |  |                       |                       |
|-----|--|-----------------------|-----------------------|
| 380 | Email from Juergen Stark to multiple recipients, dated October 31, 2013, Re: Forecast Model/Script                     | VTBH090322            | VTBH090326            |
| 381 | Email from Juergen Stark to John Hanson on 10/30/2013 Re: on with tony   | VTBH090704            | VTBH090720            |
| 382 | Email from Ken Potashner to Juergen Stark on 10/28/2013 Re: Financing  | VTBH091543            | VTBH091543            |
| 383 | Email from Juergen Stark to multiple recipients, dated October 10, 2013, Re: usoft                                     | VTBH095139            | VTBH095140            |
| 384 | Weisbord Oppenheimer Statement Account Summary for January 2014  | WEISBORD_1            | WEISBORD_2            |
| 385 | Email from John Hanson to Joshua Weisbord dated October 9, 2015 re: file we are discussing                             | WEISBORD-CAL-00070507 | WEISBORD-CAL-00070509 |
| 386 | Email from Joe Azevedo to Joshua Weisbord dated July 20, 2015 re: FW: Weekly Sales Report 2015-07-28.xlsx              | WEISBORD-CAL-00074555 | WEISBORD-CAL-00074706 |
| 387 | Email from Joe Azevedo to Joshua Weisbord dated March 15, 2016 re: FY'16 Operating Plan                                | WEISBORD-CAL-00075265 | WEISBORD-CAL-00075268 |
| 388 | Email from Joe Azevedo to Joshua Weisbord date February 25, 2016 re: FY'16 Plan \$172M Net                             | WEISBORD-CAL-00075271 | WEISBORD-CAL-00075272 |
| 389 | Email from John Hanson to multiple recipient dated May 1, 2015 re: March 2015 Guidance                                 | WEISBORD-CAL-00075430 | WEISBORD-CAL-00075430 |
| 390 | Email from John Hanson to multiple recipient dated January 20, 2016 re: Net Revenue Additional Comments                | WEISBORD-CAL-00075597 | WEISBORD-CAL-00075597 |
| 391 | Email from John Hanson to multiple recipient dated September 9, 2015 re: Q3 15 and FY 15 Forecast vs. Guidance         | WEISBORD-CAL-00075816 | WEISBORD-CAL-00075818 |
| 392 | Email from John Janson to Joshua Weisbord dated June 10, 2015 re: 2 quick things                                       | WEISBORD-CAL-00075897 | WEISBORD-CAL-00075899 |
| 393 | Email from William Elder to multiple recipients dated March 16, 2015 re: comments on earnings release                  | WEISBORD-CAL-00076869 | WEISBORD-CAL-00076874 |
| 394 | Email from John Hanson to Joshua Weisbord dated August 14, 2015 re: IR coverage  | WEISBORD-CAL-00077778 | WEISBORD-CAL-00077780 |
| 395 | Email from Joe Azevedo to multiple recipients dated May 9, 2015 re: joe...pls help                                     | WEISBORD-CAL-00077861 | WEISBORD-CAL-00077862 |
| 396 | Email from Jow Azevedo to Joshua Weisbord on 10/23/2015 Re: send me all data/excel etc. that i can get crunching...thx | WEISBORD-CAL-00080085 | WEISBORD-CAL-00080140 |
| 397 | Email from Jow Azevedo to Joshua Weisbord on 10/23/2015 Re: send me all data/excel etc. that i can get crunching...thx | WEISBORD-CAL-00080141 | WEISBORD-CAL-00080165 |
| 398 | Email from Joe Azevedo to Multiple Recipients, Re: Turtle Beach Conf call support, dated 11/7/2014                     | WEISBORD-CAL-00080649 | WEISBORD-CAL-00080651 |

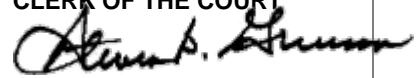
|     |  |                       |                       |
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| 399 | Email from John Hanson to Joshua Weisbord, Re: will open to 2014 consolidated results, Attachment: Copy of July FS with CFO Bridge (8-24-15), dated Sept. 4, 2015. | WEISBORD-CAL-00083105 | WEISBORD-CAL-00083152 |
| 400 | Email from Brian Buturla to Joshua Weisbord dated August 14, 2014 re: Book1.xlsx   | WEISBORD-CAL-00084736 | WEISBORD-CAL-00084739 |
| 401 | Email from Mark Koch to multiple recipients dated December 15, 2014 re: Option exercise murphy.pdf   | WEISBORD-CAL-00085141 | WEISBORD-CAL-00085142 |
| 402 | Email from Mark Koch to Joshua Weisbord dated July 25, 2014 re: Options exercise udpate  | WEISBORD-CAL-00088101 | WEISBORD-CAL-00088102 |
| 403 | Email from Joe Azevedo to multiple recipients dated January 18, 2016 re: Conservative and Base Cases   | WEISBORD-CAL-00097827 | WEISBORD-CAL-00097832 |
| 404 | Email from Joe Azevedo to multiple recipients dated January 18, 2016 re: Conservative and Base Cases   | WEISBORD-CAL-00097833 | WEISBORD-CAL-00097838 |
| 405 | Email from Juergen Stark to multiple recipients dated January 12, 2016 re: Important - Needham presentation  | WEISBORD-CAL-00099685 | WEISBORD-CAL-00099687 |
| 406 | Email from Cris Keirn to multiple recipients dated January 19, 2016 re: Some board requests  | WEISBORD-CAL-00103375 | WEISBORD-CAL-00103376 |
| 407 | Email from Juergen Stark to "ALL VTB US" dated January 14, 2015 re: 2014 estimate update and investor presentation   | WEISBORD-CAL-00106400 | WEISBORD-CAL-00106430 |
| 408 | Email from Juergen Stark to multiple recipients dated January 20, 2016 re: 2015 and 2016 commentary  | WEISBORD-CAL-00106431 | WEISBORD-CAL-00106439 |
| 409 | Email from Juergen Stark to Joshua Weisbord dated January 16, 2015 re: Fwd: Investor meeting and company valuation   | WEISBORD-CAL-00108562 | WEISBORD-CAL-00108563 |
| 410 | Icerose Master Fund (Morgan Stanley) Statement for January 2014  | ICEROSE_1             | ICEROSE_97            |
| 411 | Email from Bruce Murphy to multiple recipients on 6/27/2013 Re: Updated Base and Down Models   | STRIPES 0008371       | STRIPES 0008450       |
| 412 | Email from John Hanson to Karen on 2/13/2014 Re: FWD: 2014 & 2015 Financial forecasts  | STRIPES_0032694       | STRIPES_0032695       |
| 413 | Email from Karen Kanworthy to Aditi Dubey on 2/13/2014 Re: FWD 2014 & 2015 Financial Forecasts   | STRIPES 0049205       | STRIPES 0049219       |
| 414 | Email from Juergen Stark to Ron Doornink on 10/4/2013 Re: Confidential: MSFT Headsets  | STRIPES 0081782       | STRIPES 0081788       |
| 415 | Minutes of the Special Joint Meeting of the Board of Directors and Compensation Committee of Parametric Sound Corporation, January 14, 2014                        | TB-00009017           | TB-00009023           |
| 416 | Email from Max Fonarev to Bruce Murphy on 10/11/2013 Re: Final common stock valuation reports  | TB-00105050           | TB-00105050           |

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| 417 | Email from John Hanson to "Karen" and Aditi Dubey, dated February 13, 2014, Fwd: 2014 & 2015 Financial Forecasts, attaching 2014 BS.CS.IS Plan File V5vABL.xlsx; 20142015FinancialForecastvABL.docx; 20142015ForecastvABL.pptx | STRIPES_0032694 | STRIPES_0032695 |
| 418 | Email from Dan Marriott to Karen Kenworthy dated July 11, 2013 re: URGENT: PNC TB - Amendment  | STRIPES 0006042 | STRIPES 0006045 |
| 419 | Email from Karen Kenworthy to Juergen Stark dated June 17, 2013 re: PNC updates  | STRIPES 0009794 | STRIPES 0009796 |
| 420 | Email from Wayne Marino to multiple recipients dated May 18, 2013 re: Fund I Valuations  | STRIPES 0023727 | STRIPES 0023728 |
| 421 | Email from Wayne Marino to multiple recipients dated April 3, 2013 re: SAVE THE DATE - STRIPES GROUP 2013 ANNUAL LP MEETING  | STRIPES 0026548 | STRIPES 0026626 |
| 422 | Email from Wayne Marino to multiple recipients dated December 6, 2013 re: September 30, 2013 Quarterly Reports   | STRIPES 0030062 | STRIPES 0030129 |
| 423 | Email from Ken Fox to Karen Kenworthy dated August 22, 2013 re: Convert approval   | STRIPES 0031354 | STRIPES 0031356 |
| 424 | Email from John Hanson to multiple recipients dated January 10, 2014 re: PNC Negotiation Tonight   | STRIPES 0032069 | STRIPES 0032071 |
| 425 | Email from Karen Kenworthy to multiple recipients dated December 10, 2013 re: Status update for Q1 2014?   | STRIPES 0032410 | STRIPES 0032412 |
| 426 | Email from Karen Kenworthy to Wayne Marino dated August 21, 2013 re: when are you hoping to send out investment summaries? valuation done for seamless now   | STRIPES 0036681 | STRIPES 0036683 |
| 427 | Email from Karen Kenworthy to Ken Fox dated December 23, 2013 re: TB/PNC update  | STRIPES 0037477 | STRIPES 0037478 |
| 428 | Email from Dan Marriott to Karen Kenworthy dated January 1, 2014 re: Important: TB Cap Call Doc - KEN PLEASE ALSO READ IF YOU HAVE INTERNET  | STRIPES 0037505 | STRIPES 0037509 |
| 429 | Email from Juergen Stark to multiple recipients dated September 10, 2013 re: Fwd: Update Fairness Opinion Presentation   | STRIPES 0038605 | STRIPES 0038666 |
| 430 | Email from Wayne Marino to multiple recipients dated August 30, 2013 re: Quarterly reports   | STRIPES 0039651 | STRIPES 0039716 |
| 431 | Email from Karen Kenworthy to multiple recipients dated August 7, 2013 re: SOLUTION  | STRIPES 0054722 | STRIPES 0054725 |
| 432 | Email from Juergen Stark to multiple recipients dated March 27, 2013 re: Update from Ken P (Parametric)  | VTBH 005649     | VTBH 005650     |

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|-----|---|-------------------|-------------------|
| 433 | Email from Karen Kenworthy to Juergen Stark dated September 15, 2013 re: Further thought on \$5m              | VTBH097468        | VTBH097468        |
| 434 | Email from Grant Keary to Ken Potashner dated July 29, 2013 re: John Todd - Letter on Consulting Agreement    | TODD0006265       | TODD0006266       |
| 435 | Email from Ken Potashner to John Todd dated August 8, 2013 re: Fwd: Huge win                                  | TODD0006507       | TODD0006507       |
| 436 | Email from Ken Potashner to John Todd dated August 15, 2013 re: Beta  | TODD0006624       | TODD0006624       |
| 437 | Email from Tracy Neumann to Ken Potashner dated October 6, 2013 re Pamt                                       | TODD0007363       | TODD0007363       |
| 438 | Email from Ken Potashner to John Todd dated December 4, 2013 re for future reference                          | TODD0008720       | TODD0008720       |
| 439 | Email from Ken Potashner to John Todd dated July 1, 2013 re clarification                                     | TODD0005998       | TODD0005998       |
| 440 | Email from Ken Potashner to Juergen Stark dated November 12, 2013 re input                                    | TODD0008053       | TODD0008053       |
| 441 | Email from Juergen Stark to multiple recipients dated January 15, 2014 re Deal closed                         | STRIPES_0064206   | STRIPES_0064206   |
| 442 | Email from Jeffrey Doherty to Karen Kenworthy dated December 13, 2013 re Quick connect this afternoon?        | STRIPES_0062555   | STRIPES_0062556   |
| 443 | Email from Juergen Stark to multiple recipients dated December 4, 2013 re Investor Presentation for next week | STRIPES_0029955   | STRIPES_0029962   |
| 444 | Email from Ken Potashner to John Todd dated September, 24, 2013 re update                                     | TODD0007110       | TODD0007110       |
| 445 | Email from Bruce Murphy to Juergen Stark dated May 7, 2013 re Updated covenant worksheet                      | VTBH 009761       | VTBH 009762       |
| 446 | Fax from Jones Day to Dechert dated June 18, 2013 re Reservation of Rights and Notice of Default              | STRIPES 0019325   | STRIPES 0019328   |
| 447 | Email from Jeffrey Doherty to multiple recipients dated June 28, 2013 re Revised proposed amendment           | STRIPES 0005883   | STRIPES 0005885   |
| 448 | Email from Karen Kenworthy to Juergen Stark dated July 12, 2013 discussing Jeffrey Doherty and PNC revolver   | STRIPES 0010675   | STRIPES 0010679   |
| 449 | Email from James Barnes to multiple recipients dated December 17, 2013 re PAMT Vote Report                    | TB-00078183       | TB-00078184       |
| 450 | Email from Michael Coronato to multiple recipients dated December 18, 2013 re PAMT Vote Report                | TB-0078169        | TB-00078171       |
| 451 | Email from Michael Coronato to multiple recipients dated December 20, 2013 re PAMT Vote Report                | JPMorgan 00020504 | JPMorgan 00020506 |

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| 452 | Email from Ken Potashner to John Todd dated March 25, 2013 re Fwd: fairness opinion       | TODD0010334 | TODD0010334 |
| 453 | Email from Ken Potashner to John Todd dated March 29, 2013 re options                     | TODD0010337 | TODD0010337 |
| 454 | Email from Ken Potashner to John Todd dated May 18, 2013 re Inputs                        | TODD0005115 | TODD0005115 |
| 455 | Email from Ken Potashner to Grant Keary dated July 29, 2013 re FW: 7 Parametric Todd00001 | TODD0006262 | TODD0006262 |
| 456 | Email from Ken Potashner to John Todd dated May 14, 2013 re Jim Hardiman - Updated info   | TODD0007679 | TODD0007680 |
| 457 | Email from Ken Potashner to John Todd dated November 17, 2013 re PAMT Xmas party          | TODD0008163 | TODD0008163 |
| 458 | Email from Ken Potashner to Juergen Stark dated November 26, 2013 re fire drills          | TODD0008292 | TODD0008292 |

# **EXHIBIT “2”**



1 **PTD**

2 J. Stephen Peek, Esq.  
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5 Nevada Bar No. 9779  
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13 John P. Stigi III, Esq.  
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19 jstigi@sheppardmullin.com

20 *Attorneys for Defendants*  
21 *Kenneth Potashner, Elwood Norris, Seth Putterman,*  
22 *Robert Kaplan, and Andrew Wolfe*

23 **DISTRICT COURT**

24 **CLARK COUNTY, NEVADA**

25 IN RE PARAMETRIC SOUND  
26 CORPORATION SHAREHOLDERS'  
27 LITIGATION.

Case No. A-13-686890-B  
Dept. No. XI

**DIRECTOR DEFENDANTS PRE-TRIAL  
DISCLOSURES PURSUANT TO NRCP  
16.1(a)(3)**

28 Defendants Kenneth Potashner, Elwood Norris, Seth Putterman, Robert Kaplan, and  
Andrew Wolfe (the "Director Defendants"), by and through their undersigned counsels of  
record, hereby submit their Pre-Trial Disclosure of Witnesses and Documents pursuant to  
NRCP 16.1(a)(3) as follows:

///

///

I.

**LIST OF WITNESSES**

**The following are witnesses the Director Defendants expect to present at trial or who may be called at trial:**

1. Kenneth Potashner  
c/o Holland & Hart LLP  
9555 Hillwood Drive, 2nd Floor  
Las Vegas, NV 89134  
Tel: 702-669-4600
2. Andrew Wolfe  
c/o Holland & Hart LLP  
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Tel: 702-669-4600
3. Woody Norris  
c/o Holland & Hart LLP  
9555 Hillwood Drive, 2nd Floor  
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Tel: 702-669-4600
4. Robert Kaplan  
c/o Holland & Hart LLP  
9555 Hillwood Drive, 2nd Floor  
Las Vegas, NV 89134  
Tel: 702-669-4600
5. Seth Putterman  
c/o Holland & Hart LLP  
9555 Hillwood Drive, 2nd Floor  
Las Vegas, NV 89134  
Tel: 702-669-4600

**The following are witnesses the Director Defendants expect to subpoena for trial:**

1. Ronald Etkin  
c/o Levi & Korsinky, LLP  
1101 30th Street, Suite 115  
Washington, D.C 20007  
(202) 524-4859
2. Barry L. Weisbord  
c/o Levi & Korsinky, LLP  
1101 30th Street, Suite 115  
Washington, D.C 20007



1 (202) 524-4859

2 3. Muriel Etkin  
3 c/o Levi & Korsinky, LLP  
4 1101 30th Street, Suite 115  
5 Washington, D.C 20007  
6 (202) 524-4859

7 4. Anne Goldberg  
8 c/o Levi & Korsinky, LLP  
9 1101 30th Street, Suite 115  
10 Washington, D.C 20007  
11 (202) 524-4859

12 5. Robert Masterson  
13 c/o Levi & Korsinky, LLP  
14 1101 30th Street, Suite 115  
15 Washington, D.C 20007  
16 (202) 524-4859

17 6. Richard Santulli  
18 c/o Levi & Korsinky, LLP  
19 1101 30th Street, Suite 115  
20 Washington, D.C 20007  
21 (202) 524-4859

22 7. Marcia Patricof  
23 c/o Levi & Korsinky, LLP  
24 1101 30th Street, Suite 115  
25 Washington, D.C 20007  
26 (202) 524-4859

27 8. Alan Goldberg  
28 c/o Levi & Korsinky, LLP  
1101 30th Street, Suite 115  
Washington, D.C 20007

9. Adam Khan  
c/o Levi & Korsinky, LLP  
1101 30th Street, Suite 115  
Washington, D.C 20007  
(202) 524-4859

**The following are witnesses the Director Defendants may call if the need arises:**

1. Juergen Stark  
c/o Dechert LLP  
1900 K Street, NW  
Washington, DC  
Tel: (202) 216-3438

1. David Wambecke
2. James Honore
3. Bruce Murphy
4. Daniel Hoverman
5. Mark Dufilho
6. Robert Kaplan
7. Elwood Norris
8. Seth Putterman
9. Karen Kenworthy
10. Ronald Doornink

## II.

The Director Defendants reserve the right to 1) use any and all documents identified by Plaintiff or any other Defendant which are relevant to this action; 2) introduce demonstrative exhibits or evidence helpful to the trier of fact which may become appropriate; 3) use or not use any of the foregoing documents and to object to the admissibility of the same; and 4) use any document not used as an exhibit for any purpose authorized by the applicable Rules of Evidence and Civil Procedure. Furthermore, the Director Defendants reserve the right to amend and supplement the foregoing list of exhibits.

III.

**OBJECTIONS**

The Director Defendants reserve the right to object to any and all exhibits and/or deposition designations offered by Plaintiff or any of the parties to this action. The Director Defendants reserve the right to amend this Pre-Trial Disclosure. The Director Defendants reserve the right to use additional documents that are designated by Plaintiff or any of the parties to this action, or otherwise become necessary for impeachment or rebuttal purposes. The Director Defendants reserve the right to utilize certain of the foregoing exhibits for a limited purpose.

The Director Defendants object to any Exhibit offered, or proposed to be offered, by Plaintiff, which have not been properly disclosed pursuant to the Nevada Rules of Civil Procedure.

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Robert J. Cassity, Esq.

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HAMPTON LLP

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Los Angeles, California 90067

*Attorneys for Defendants*

*Kenneth Potashner, Elwood Norris,*

*Seth Putterman, Robert Kaplan, and*

*Andrew Wolfe*

**CERTIFICATE OF SERVICE**

I hereby certify that on the 13th day of July 2021, a true and correct copy of the foregoing

**DIRECTOR DEFENDANTS PRE-TRIAL DISCLOSURES PURSUANT TO NRCF**

**16.1(a)(3)** was served by the following method(s):

**X** Electronic: by submitting electronically for filing and/or service with the Eighth Judicial District Court's e-filing system and served on counsel electronically in accordance with the E-service list to the following email addresses:

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ALBRIGHT  
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Las Vegas, NV 89106

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and Specially Appearing Defendants Stripes  
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Plaintiff Lance Mykita*

/s/ Valerie Larsen  
An Employee of Holland & Hart LLP

Holland & Hart LLP  
9555 Hillwood Drive, 2nd Floor  
Las Vegas, Nevada 89134

EXHIBIT A

EXHIBIT A

| Exhibit No. | Date                  | Document Description   | Bates Number                   | Objection | Offered | Admitted |
|-------------|-----------------------|--|--------------------------------|-----------|---------|----------|
| 501         | 12/17/1998            | Limited Partnership Agreement for Patricof Family Limited Partnership  | Patricof_104-39                |           |         |          |
| 502         | 2009                  | Insights Article, "Factors to Consider in Performing a Valuation Analysis For A Fairness Opinion" by Craig A. Jacobson   |                                |           |         |          |
| 503         | 2010 - 2016           | Voyetra Turtle Beach, Inc. EBITDA/EBIT Financials  | Craig-Hallum_Parametric_013064 |           |         |          |
| 504         | 4/3/2012              | Parametric Sound Corp. Form 8-K, dated April 6, 2012, Exhibit 10.1, Kenneth Potashner's Parametric Sound Corp. Employment Agreement  |                                |           |         |          |
| 505         | 11/28/2012            | Email to Ken Potashner, James Barnes, Tracey Neumann from David Mossberg cc S. Hooser regarding Parametric Sound Reports Fiscal 2012 Results; <u>Attachment</u> Webcast Registration, PAMT Live 201211281800178-70964793 | PAMTNV0059710-17               |           |         |          |
| 506         | 12/13/2012            | Minutes of the Regular Meeting of the Board of Directors of Parametric Sound Corp.   | PAMT0000006-7                  |           |         |          |
| 507         | 12/16/2012            | Email to Seth Putterman from Elwood Norris regarding Confidential Preliminary Spin Off Talking Points; <u>Attachment</u> Ken document  | PAMTNV0115550-53               |           |         |          |
| 508         | 12/17/2012            | Notes from Meeting of Representative of Independent Directors with Executive Officers on December 27, 2012   | PAMTNV0000008-10               |           |         |          |
| 509         | 12/31/2012            | Voyetra Turtle Beach, Inc. and Subsidy Consolidated Financial Report   | HL-PARA00032718-42             |           |         |          |
| 510         | 2013 - 2014           | Combined Base Model VTB and PAMT   | Craig-Hallum_Parametric_013066 |           |         |          |
| 511         | 2013 - 2014           | Combined Base Model VTB and PAMT   | HL-PARA00026032                |           |         |          |
| 512         | 1/1/2013              | Stripes Group Corporate Memo to Limited Partners from Ken Fox, Dan Marriott regarding Merger of Voyetra Turtle Beach and Parametric Sound Corporation  | STRIPES 0080787-90             |           |         |          |
| 513         | 1/2/2013 - 10/17/2013 | Elwood Norris Handwritten notes  | PAMTNV0147470-608              |           |         |          |
| 514         | 1/3/2013              | Email to Seth Putterman, Andrew Wolfe, James Honore, Robert Kaplan from James Barnes cc K. Potashner regarding Independent Directors - HHI   | TB-00065692                    |           |         |          |
| 515         | 2/19/2013             | Email to Karen Kenworthy from Juergen Stark cc R. Kulavik, S. Weiss regarding Parametric Sound Corp. Corporate Presentation  | VTBH017722-26                  |           |         |          |
| 516         | 2/21/2013             | Minutes of the Annual Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0078200-13               |           |         |          |
| 517         | 2/22/2013             | Email to Ken Potashner from Stephen Thesing regarding Turtle Beach Market Datapoints   | TB-00069305                    |           |         |          |

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| 518 | 2/22/2013 | Email to Steve Miller from Ken Potashner bcc S. Thesing regarding Confirmation of Parametric Sound/Turtle Beach Meeting on March 6th at 10am   | TB-00069306-08     |  |  |  |
| 519 | 2/22/2013 | Email to Andrew Wolfe from Ken Potashner regarding Search Status Update and Benchmarking   | PAMTNV0120408      |  |  |  |
| 520 | 2/28/2013 | Email to Woody Norris from Robert Kaplan regarding BOD Meeting   | TB-00070029-30     |  |  |  |
| 521 | 2/28/2013 | Email to Seth Putterman, Andrew Wolfe, James Honore, Robert Kaplan from James Barnes regarding Friday 8:30 Conference Call with Comp Consultant; <u>Attachment</u> Executive Chairman Total Comp Feb2513 | PAMTNV0120470-71   |  |  |  |
| 522 | 3/1/2013  | Minutes of the Independent Directors and Audit Committee of Parametric Sound Corp.   | PAMTNV0000077-80   |  |  |  |
| 523 | 3/1/2013  | Email to Seth Putterman, Andrew Wolfe, James Honore, Robert Kaplan from James Barnes regarding Friday 8:30 Conference Call with Comp Consultant; <u>Attachment</u> Executive Chairman Total Comp Feb2513 | PAMTNV0123851-52   |  |  |  |
| 524 | 3/5/2013  | Parametric Sound Corp. Form 8-K  |                    |  |  |  |
| 525 | 3/5/2013  | HyperSound Health, Inc. 2013 Equity Incentive Plan, Incentive Stock Option Agreement, Parametric Sound Corp. Form 8-K Exhibit 99.1   |                    |  |  |  |
| 526 | 3/5/2013  | HyperSound Health, Inc. 2013 Equity Incentive Plan, Effective as of February 17, 2013, Parametric Sound Corp. Form 8-K Exhibit 99.2  |                    |  |  |  |
| 527 | 3/6/2013  | Email to Ken Potashner from Juergen Stark cc K. Kenworthy regarding Meeting Today  | TB-00065568        |  |  |  |
| 528 | 3/7/2013  | Email to Karen Kenworthy from Juergen Stark cc J. Stark regarding Parametric Sound...  | STRIPES 0004719-20 |  |  |  |
| 529 | 3/11/2013 | Email to James Barnes from Seth Putterman cc K. Potashner regarding PAMT and HHI   | PAMTNV0123875      |  |  |  |
| 530 | 3/12/2013 | Email to James Barnes, John Todd from Ken Potashner regarding Update   | TB-00069202        |  |  |  |
| 531 | 3/13/2013 | Email to Hal Byer from Ken Potashner cc K. Potashner, J. Bromberg, D. Hoverman, M. Dufilho, J. Todd, J. Barnes regarding Thank You   | HL-PARA00039606-07 |  |  |  |
| 532 | 3/13/2013 | Email to Mark Dufilho from Daniel Hoverman regarding "Re"  | HL-PARA00039584    |  |  |  |
| 533 | 3/15/2013 | Email to James Barnes from Elwood Norris forwarding BOD  | PAMTNV0077743-44   |  |  |  |
| 534 | 3/18/2013 | Email to Adam Greenway from Mark Dufilho cc A. Kupka regarding Parametric Sound  | HL-PARA00040121-22 |  |  |  |
| 535 | 3/19/2013 | Email to David Rust from Robert Kaplan regarding Travel Schedule   | PAMTNV0165722      |  |  |  |

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| 536 | 3/21/2013 | Email to Seth Putterman, Andrew Wolfe, J. Honore, R. Kaplan from James Barnes regarding Confidential HHI License; <u>Attachment</u> GGDocs1 #1909464 v3 License to HyperSound Health                  | PAMTNV0159096-97   |  |  |  |
| 537 | 3/21/2013 | Houlihan Lokey and Ken Potashner Engagement Agreement   | PAMTNV0061969-80   |  |  |  |
| 538 | 3/22/2013 | Email to Ron Doornink, Karen Kenworthy from Juergen Stark regarding Parametric Sound  | STRIPES 0015455-56 |  |  |  |
| 539 | 3/22/2013 | Email to Robert Kaplan, Seth Putterman, Jim Barnes from Elwood Norris regarding BOD   | PAMTNV0144533-35   |  |  |  |
| 540 | 3/24/2013 | Email to Daniel Hoverman from James Barnes cc J. Todd, K. Potashner regarding Investor CA; <u>Attachment</u> PAMT Projections 2013 v4   | TB-00076708-12     |  |  |  |
| 541 | 3/24/2013 | Email to James Barnes from Ken Potashner regarding Model  | TB-00069188        |  |  |  |
| 542 | 3/24/2013 | Email to Robert Kaplan from Elwood Norris regarding Hi Woody  | PAMTNV0165606-07   |  |  |  |
| 543 | 3/26/2013 | Minutes of an Informal Meeting of the Independent Directors of Parametric Sound Corp.   | PAMTNV0000099-101  |  |  |  |
| 544 | 3/27/2013 | Letter Agreement between Houlihan Lokey and Ken Potashner   | PAMTNV0059428-37   |  |  |  |
| 545 | 3/27/2013 | Email to John Todd from "Ken" forwarding License  | TODD0003479-80     |  |  |  |
| 546 | 3/27/2013 | Email to Andrew Wolfe from James Barnes cc R. Kaplan, S. Putterman, J. Honore regarding HHI Licenses  | PAMTNV0077522-24   |  |  |  |
| 547 | 3/27/2013 | Email to Elwood Norris from Seth Putterman cc J Barnes regarding PAMT HHI License Confidential  | PAMTNV0123887      |  |  |  |
| 548 | 3/28/2013 | Email to Juergen Stark from Karen Kenworthy cc K. Fox, B. Murphy regarding PAMT Press Release; <u>Attachment</u> PAMT Scenario Analysis v2  | STRIPES 0004536-39 |  |  |  |
| 549 | 3/28/2013 | Email to Karen Kenworthy from Ken Potashner regarding Update  | STRIPES 0003380    |  |  |  |
| 550 | 3/28/2013 | Email to Ken Potashner from Tracy Neumann cc T. Neumann regarding "forwarding"  | TB-00067120-22     |  |  |  |
| 551 | 3/28/2013 | Email to Ron Doornink from Juergen Stark cc K. Fox, B. Murphy, K. Kenworthy regarding PAMT Press Release  | VTBH008044-48      |  |  |  |
| 552 | 3/28/2013 | Email to Daniel Hoverman, Mark Dufilho, Cyril Berdugo from James Barnes regarding Pipeline and Updated Projections; <u>Attachment</u> PAMT Confidential Pipeline March 2013, PAMT Projections 2013 v6 | TODD0003552-54     |  |  |  |
| 553 | 3/28/2013 | Email to Jim Barnes from "Ken" forwarding Update  | PAMT0039561        |  |  |  |
| 554 | 3/29/2013 | Email to Ken Potashner from Juergen Stark regarding Monday Meeting  | VTBH 011272-73     |  |  |  |
| 555 | 3/29/2013 | Email to John Todd, Ken Potashner from James Barnes regarding Monday's Meeting; <u>Attachment</u> Turtle Beach  | TB-00069147-51     |  |  |  |



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| 556 | 3/29/2013 | Email to John Todd, James Barnes from Ken Potashner forwarding Monday's Meeting   | PAMTNV0039620-23   |  |  |  |
| 557 | 3/29/2013 | Email to James Barnes from "Ken" regarding Monday's Meeting   | PAMTNV0039630-32   |  |  |  |
| 558 | 3/30/2013 | Email to Ken Potashner from Andrew Wolfe forwarding Turtle Beach Related Aprty Transaction - Monday's Meeting   | PAMTNV0159192-93   |  |  |  |
| 559 | 3/30/2013 | Email to James Barnes from Ken Potashner bcc A. Wolfe regarding Call  | PAMTNV0154146-47   |  |  |  |
| 560 | 3/31/2013 | Email to Cyril Berdugo from James Barnes cc K. Potashner, J. Todd regarding Pipeline and Updated Projections; <u>Attachment</u> PAMT Projections, HSS FY2013 Pipeline | PAMT0034377-80     |  |  |  |
| 561 | 3/31/2013 | Email to Seth Putterman from James Barnes regarding Legal   | PAMTNV0116844      |  |  |  |
| 562 | 3/31/2013 | Email to John Todd from Ken Potashner regarding ...   | TODD0003597        |  |  |  |
| 563 | 3/31/2013 | Email to James Barnes from Ken Potashner regarding Game Day   | PAMTNV0125964      |  |  |  |
| 564 | 3/31/2013 | Parametric Sound Corp. Form 10-Q  |                    |  |  |  |
| 565 | 4/00/2013 | Parametric Sound Corp. Draft For Discussion Purposes Only   | PAMTNV0006093-103  |  |  |  |
| 566 | 4/1/2013  | Email to Ken Fox, Karen Kenworthy, Ron Doornink, Bruce Murphy from Juergen Stark regarding Parametric Info  | STRIPES 0002543-45 |  |  |  |
| 567 | 4/2/2013  | Email to Andrew Wolfe from James Barnes regarding License; <u>Attachment</u> Draft License to HyperSound 4-1-13   | PAMTNV0121915-28   |  |  |  |
| 568 | 4/4/2013  | Email to Robert Kaplan from James Barnes regarding BOD Meet   | PAMTNV0165538      |  |  |  |
| 569 | 4/4/2013  | Minutes of a Joint Meeting of the Board of Directors and Audit Committee of Parametric Sound Corp.  | PAMTNV0000102-04   |  |  |  |
| 570 | 4/5/2013  | Email to Cyril Berdugo from Ken Potashner cc J. Barnes, D. Hoverman, A. Greenway, A. Kupka, J. Todd regarding Demo Follow-Up  | HL-PARA00053912-13 |  |  |  |
| 571 | 4/5/2013  | Email to James Barnes from Ken Potashner forwarding Demo  | PAMTNV0128536-37   |  |  |  |
| 572 | 4/6/2013  | Email to Juergen Stark from Ken Potashner forwarding Update   | TB-00069092-93     |  |  |  |
| 573 | 4/6/2013  | Email to Ken Fox, Ron Doornink, Karen Kenworthy from Juergen Stark forwarding Update  | STRIPES 0010972-73 |  |  |  |
| 574 | 4/6/2013  | Email to Juergen Stark from Ken Fox cc R. Doornink, K. Kenworthy regarding Update   | STRIPES 0012849-51 |  |  |  |
| 575 | 4/6/2013  | Email to Ken Fox, Ron Doornink, Karen Kenworthy, Bruce Murphy from Juergen Stark regarding Parametric Call #2 Update  | STRIPES 0012833-34 |  |  |  |
| 576 | 4/6/2013  | Email to Cyril Berdugo from Daniel Hoverman cc J. Barnes, M. Dufilho, A. Greenway, A. Kupka, john1228@earthlink regarding Demo Follow-Up                              | PAMTNV0034488-90   |  |  |  |

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| 577 | 4/6/2013  | Email to Ken Fox, Ron Doornink, Karen Kenworthy, Bruce Murphy from Juergen Stark forwarding Gaming/Computing License; <u>Attachment</u> PAMT VTB License Agreement Term Sheet - Draft v1 | STRIPES 0010959-61 |  |  |  |
| 578 | 4/7/2013  | Email to Ken Fox from Juergen Stark cc R. Doornink, K. Kenworthy regarding Update  | STRIPES 0010979-82 |  |  |  |
| 579 | 4/7/2013  | Email to Ken Potashner from James Barnes regarding Non Excl License  | TB-00069078-80     |  |  |  |
| 580 | 4/7/2013  | Email to James Barnes from Ken Potashner regarding Prep  | PAMTNV0162567-68   |  |  |  |
| 581 | 4/7/2013  | Email to Ken Potashner from Mark Dufilho cc J. Todd, J. Barnes, A. Greenway regarding Non Excl License   | PAMTNV0034493-95   |  |  |  |
| 582 | 4/7/2013  | Email to Seth Putterman from Elwood Norris regarding Update  | PAMTNV0113854-56   |  |  |  |
| 583 | 4/8/2013  | Email to Mitch Thrower from Ken Potashner regarding BUMP Contract  | PAMTNV0161505-06   |  |  |  |
| 584 | 4/9/2013  | Email to Daniel Hoverman, Mark Dufilho, Adam Greenway, Andrew Kupka from Cyril Berdugo regarding PAMT Investor Feedback  | HL-PARA00054107    |  |  |  |
| 585 | 4/9/2013  | Email to Ron Doornink, Ken Fox, Karen Kenworthy from Juergen Stark regarding Parametric  | STRIPES 0011584-85 |  |  |  |
| 586 | 4/9/2013  | Email to Kenneth Fox from Ron Doornink forwarding Parametric   | STRIPES 0027277-78 |  |  |  |
| 587 | 4/9/2013  | Email to Ken Potashner, John Todd, Jim Barnes from Mark Dufilho cc A. Greenway regarding Non Excl License  | PAMTNV0034497-502  |  |  |  |
| 588 | 4/14/2013 | Email to Elwood Norris from Seth Putterman regarding Brian and A and Banking   | PAMTNV0147177      |  |  |  |
| 589 | 4/15/2013 | Email to Ken Potashner from Bruce Murphy cc J. Barnes, J. Stark regarding Due Diligence Request Item 2, 2013 YTD Financials; <u>Attachment</u> VTB Inc. 2013 Monthly Confidential        | VTBH003658-61      |  |  |  |
| 590 | 4/15/2013 | Email to Ken Potashner from Bruce Murphy cc J. Stark regarding Due Diligence Request Item 2, 2013 YTD Financials; <u>Attachment</u> VTB Inc. 2013 Monthly Confidential                   | VTBH008571-72      |  |  |  |
| 591 | 4/15/2013 | Email to Ken Potashner from Bruce Murphy cc J. Barnes, J. Stark regarding Item 4 - Summary Financials through 2016; <u>Attachment</u> Summary Financials 2013-16                         | PAMT0042353-54     |  |  |  |
| 592 | 4/17/2013 | Email to Juergen Stark, Ken Potashner from James Barnes regarding Warrants   | VTBH007889         |  |  |  |
| 593 | 4/17/2013 | Email to James Barnes from Juergen Stark cc K. Potashner regarding Warrants  | VTBH015940-41      |  |  |  |
| 594 | 4/18/2013 | Email to Mark Dufilho from Daniel Hoverman regarding Financing   | HL-PARA00054810    |  |  |  |

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| 595 | 4/19/2013 | Email to PAMT Directors from James Barnes cc M. Dufilho, A. Greenway, J. Hentrich regarding Confidential BOD Materials; <u>Attachment</u> VTB and PAMT Rationale, VTB PAMT Term Sheet 4-19-13, VTB Overview | PAMTNV0085838-56               |  |  |  |
| 596 | 4/19/2013 | Email to Andrew Wolfe from Ken Potashner regarding Confidential BOD Materials   | PAMTNV0121888-89               |  |  |  |
| 597 | 4/19/2013 | Email to Ken Potashner from James Barnes cc J. Todd regarding VTB Debt  | TB-00076634                    |  |  |  |
| 598 | 4/20/2013 | Email to James Barnes from Andrew Wolfe cc M. Dufilho, A. Greenway, J. Hentrich, K. Potashner regarding Confidential BOD Materials  | PAMTNV0166123-24               |  |  |  |
| 599 | 4/20/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000117-19               |  |  |  |
| 600 | 4/22/2013 | Email to Ken Potashner from Rick Hartfield cc D. Wambeke regarding Fairness Opinion   | Craig-Hallum_Parametric_013715 |  |  |  |
| 601 | 4/22/2013 | Email to Ken Fox from Juergen Stark cc R. Doornink, K. Kenworthy, B. Murphy, R. Kulavik regarding Notes from Audiologist Meeting  | STRIPES 00002418-20            |  |  |  |
| 602 | 4/22/2013 | Email to Ronald Doornink from Frederick Romano cc "Ken," C. Bonanno, J. Stark, "Molly," S. Weiss, B. Murphy regarding Monday VTB BOD Call   | VTBH 002007                    |  |  |  |
| 603 | 4/22/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000120-21               |  |  |  |
| 604 | 4/23/2013 | Email to Ken Potashner from Juergen Stark regarding Ken re: License Agreement; Attachment PAMT VTB License Agreement Term Sheet - Draft v3  | PAMTNV0108147-51               |  |  |  |
| 605 | 4/24/2013 | Email to "DM" from Ronald Doornink regarding For Our Call Tomorrow; <u>Attachment</u> VTB-Parametric Deal   | STRIPES 0028879-80             |  |  |  |
| 606 | 4/24/2013 | Letter Agreement between Craig-Hallum Capital Group LLC and Ken Potashner   | PAMTNV0042670-75               |  |  |  |
| 607 | 4/25/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000122-25               |  |  |  |
| 608 | 4/25/2013 | Email to Bruce Murphy from Juergen Stark cc R. Doornink, K. Kenworthy regarding Audited Financials  | STRIPES 0001073-74             |  |  |  |
| 609 | 4/26/2013 | Email to Ken Fox from Karen Kenworthy cc D. Marriott, R. Shah regarding PAMT  | STRIPES 0006216-17             |  |  |  |
| 610 | 4/26/2013 | Email to Ritvik Mehta, Sara Mattson, Seth Putterman from Ken Potashner forwarding Parametric Demo   | PAMTNV0107486-89               |  |  |  |
| 611 | 4/26/2013 | Email to Ken Potashner from Seth Putterman cc S. Mattson, E. Norris, J. Barnes regarding Audiologist  | PAMTNV0033216-22               |  |  |  |

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| 612 | 4/27/2013 | Email to "Ken" from Ron Doornink cc J. Stark, "Karen," "DM" regarding Monday's Meeting - Can You Come to VTB  | STRIPES 0006231    |  |  |  |
| 613 | 4/28/2013 | Email to Ron Doornink, Ken Fox, Karen Kenworthy from Juergen Stark forwarding PAMT - My Thoughts and Concerns   | STRIPES 0006263-65 |  |  |  |
| 614 | 4/28/2013 | Email to Ronald Doornink, Ken Fox from Dan Marriott cc J. Stark, K. Kenworthy regarding Monday's Meeting - Can You Come to VTB??  | VTBH 016386-87     |  |  |  |
| 615 | 5/1/2013  | Minutes of the Regular Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000126-33   |  |  |  |
| 616 | 5/3/2013  | Email to Ken Potashner from Joshua Weisbord cc R. Santulli, R. Masterson regarding NDAs/Docs  | PAMTNV0107366-67   |  |  |  |
| 617 | 5/3/2013  | Email to John Todd from Ken Potashner forwarding Update   | TODD0000476        |  |  |  |
| 618 | 5/3/2013  | Email to John Todd, Jim Barnes from Ken Potashner forwarding Call   | TODD0000477        |  |  |  |
| 619 | 5/3/2013  | Email to Ken Potashner from John Todd regarding Thought   | TODD0002187        |  |  |  |
| 620 | 5/5/2013  | Email to James Barnes from Ken Potashner regarding Thoughts   | PAMTNV0162824      |  |  |  |
| 621 | 5/6/2013  | Richard Santulli Confidentiality Agreement  | PAMTNV0078540-44   |  |  |  |
| 622 | 5/7/2013  | Email to Joshua Weisbord, Jim Barnes from Ken Potashner forwarding NDAs/Docs; <u>Attachment</u> PAMT - Investor CA - May 2013 - Santulli; PAMT - Investor CA - May 2013 - Masterson | PAMTNV0150119-27   |  |  |  |
| 623 | 5/11/2013 | Email to Ken Potashner from Seth Putterman cc J. Barnes regarding Short Interest  | TB-00068802-03     |  |  |  |
| 624 | 5/11/2013 | Email to James Barnes from Ken Potashner regarding Confidential Amazon IP Review  | PAMTNV0154419-21   |  |  |  |
| 625 | 5/17/2013 | Email to James Barnes from Ken Potashner regarding Please Bring PAMT Management to See Us At the Earliest Opportunity   | PAMTNV0162532-37   |  |  |  |
| 626 | 5/22/2013 | Email to Juergen Stark from James Barnes cc K. Potashner regarding Commercial Business  | PAMT0049643-45     |  |  |  |
| 627 | 5/22/2013 | Turtle Beach VTB Long Range Forecast First Draft  | STRIPES 0011448-58 |  |  |  |
| 628 | 5/22/2013 | Email to Ken Fox from Juergen Stark regarding PAMT Discussion Tomorrow  | STRIPES 0062747    |  |  |  |
| 629 | 5/23/2013 | Email to John Todd from Ken Potashner regarding "forwarding"  | TODD0000515        |  |  |  |
| 630 | 5/24/2013 | Email to James Barnes from Ken Potashner regarding Random Thoughts  | PAMTNV0162654      |  |  |  |
| 631 | 5/27/2013 | Email to John Todd from Ken Potashner regarding Misc Random Ramblings   | TODD0000517-18     |  |  |  |
| 632 | 5/28/2013 | Email to Ken Potashner from James Barnes cc J. Todd regarding Confidential Audited Financials   | TB-00076489-90     |  |  |  |
| 633 | 5/29/2013 | Email to Mark Dufilho from Mark Dufilho regarding For Ken   | HL-PARA00037441    |  |  |  |

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| 634 | 6/1/2013  | Email to James Barnes from Seth Putterman cc E. Norris regarding The Obvious re TB + PAMT  | PAMTNV0077604      |  |  |  |
| 635 | 6/3/2013  | Email to Seth Putterman from Ken Potashner regarding Update  | PAMTNV0162900      |  |  |  |
| 636 | 6/3/2013  | Email to Seth Putterman from Ken Potashner regarding Update  | PAMTNV0113473-75   |  |  |  |
| 637 | 6/4/2013  | Email to Ken Fox from Karen Kenworthy regarding TB   | STRIPES 0007502-03 |  |  |  |
| 638 | 6/6/2013  | Email to Andrew Wolfe from Ken Potashner regarding Update  | PAMTNV0121821-22   |  |  |  |
| 639 | 6/9/2013  | Email to James Barnes from Ken Potashner regarding Summary of Choices  | PAMTNV0162758      |  |  |  |
| 640 | 6/10/2013 | Email to Ken Fox, Ron Doornink, Karen Kenworthy, Bruce Murphy from Juergen Stark regarding PAMT                                      | VTBH 009959        |  |  |  |
| 641 | 6/10/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.   | PAMTNV0000140-41   |  |  |  |
| 642 | 6/11/2013 | Email to Bruce Murphy from Karen Kenworthy cc J. Stark regarding PNC   | VTBH 002836-39     |  |  |  |
| 643 | 6/20/2013 | Fax to Karen Kenworthy from Ken Potashner regarding Financial Due Diligence  | STRIPES 0013856-57 |  |  |  |
| 644 | 6/20/2013 | Email to Mark Dufilho, Adam Greenway, Daniel Hoverman, Andrew Kupka from Ken Potashner cc J. Hentrich, J. Barnes regarding Diligence | PAMTNV0147846      |  |  |  |
| 645 | 6/25/2013 | Email to Juergen Stark from Ken Potashner regarding Fairness Opinion   | VTBH 010763-64     |  |  |  |
| 646 | 6/25/2013 | Email to "Ken" from John Todd regarding Fairness Opinion   | TODD0002084-85     |  |  |  |
| 647 | 6/25/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.   | PAMTNV0000142-43   |  |  |  |
| 648 | 6/27/2013 | Email to David Wambeke from James Barnes regarding Forecast; <u>Attachment</u> PAMT - Financial Projections - TB v6                  | TB-00075204-06     |  |  |  |
| 649 | 6/29/2013 | Handwritten Notes regarding "Phone Call from Ken Potashner re HHI PAMT & Turtle Bay"   | PAMTNV0163257-65   |  |  |  |
| 650 | 6/30/2013 | Email to Adam Greenway from James Barnes regarding Forecast; <u>Attachment</u> PAMT - Financial Projections TB                       | PAMT0038380-83     |  |  |  |
| 651 | 7/00/2013 | Parametric Sound Corp. Draft For Discussion Purposes Only  | PAMTNV0005066-89   |  |  |  |
| 652 | 7/00/2013 | Craig-Hallum Draft Presentation to the Board of Directors  | PAMTNV0005006-65   |  |  |  |
| 653 | 7/1/2013  | Email to Robert Kaplan from Elwood Norris forwarding Update  | PAMTNV0165442-43   |  |  |  |
| 654 | 7/1/2013  | Email to James Barnes from Robert Kaplan regarding Requested Merger Documents  | TB-00074934        |  |  |  |
| 655 | 7/1/2013  | Email to Seth Putterman from Juergen Stark cc K. Potashner, J. Barnes re PAMT  | TB-00074962-63     |  |  |  |

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| 656 | 7/1/2013     | Email to Seth Putterman from Robert Kaplan cc E. Norris, J. Barnes, J. Hentrich, R. Kaplan, A. Wolfe, J. Honore regarding PAMT 3:30 Tuesday Bd Mtg  | PAMTNV0077610-11   |  |  |  |
| 657 | 7/1/2013     | Email to Ken Potashner from Juergen Stark cc S. Putterman, J. Barnes regarding Update   | PAMTNV0112942-44   |  |  |  |
| 658 | 7/1/2013     | Email to Juergen Stark from Ken Potashner cc S. Putterman, J. Barnes bcc J. Todd, J. Hentrich re Update   | PAMTNV0158938      |  |  |  |
| 659 | 7/1/2013     | Email to David Wambeke from James Barnes cc K. Potashner, R. Wernli regarding Latest VTB Draft 2012 Audit; <u>Attachment</u> Voyetra 2012 FT Draft 6-18-13  | PAMTNV0085701-25   |  |  |  |
| 660 | 7/1/2013     | Email to Juergen Stark from James Barnes cc S. Putterman regarding HHI; <u>Attachment</u> HHIS Stock Option 2013 Q2-March 2013  | PAMTNV0116232-33   |  |  |  |
| 661 | 7/1/2013     | Email to Elwood Norris, Seth Putterman, Andrew Wolfe, James Honore, Robert Kaplan from James Barnes regarding Requested Merger Documents; <u>Attachment</u> Paris Merger Agreement Redline, Project Paris Issues List re 6.14.13 Merger Agreement Draft, PAMT-VTB Issues v2, VTBH-PAMT Merger 20, VTBH + PAMT Merger 19 | PAMTNV0163213-15   |  |  |  |
| 662 | 7/1/2013     | Email to Elwood Norris, James Barnes, John Hentrich from Seth Putterman cc R. Kaplan, A. Wolfe, J. Honore forwarding PAMT 3:30 Tuesday Bd Mtg   | PAMTNV0112896-98   |  |  |  |
| 663 | 7/1/2013     | Email to James Barnes from Elwood Norris regarding Plus/Minus Review  | PAMTNV0033878      |  |  |  |
| 664 | 7/1/2013     | Email to Andrew Wolfe from Elwood Norris forwarding Clarification   | PAMTNV0121816      |  |  |  |
| 665 | 7/1 - 2/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000160-63   |  |  |  |
| 666 | 7/2/2013     | Email to Ken Potashner from Andrew Wolfe forwarding Juergen Computation of Ken Position; Attachment Ownership Value Comparison  | PAMTNV0122315-16   |  |  |  |
| 667 | 7/3/2013     | Email to Ken Potashner from Juergen Stark regarding HHI   | PAMTNV0105854-55   |  |  |  |
| 668 | 7/3/2013     | Email to Jeffrey Doherty from Bruce Murphy cc K. Kenworthy, A. Alexander, K. Larkin, L. Daly, M. Levering, J. Stark regarding TB- Amendment; <u>Attachment</u> VTB 2013-2015 VTB and PAMT Model - Downside  | STRIPES 0008979-82 |  |  |  |
| 669 | 7/3/2013     | Email to Ken Potashner, John Todd from James Barnes regarding October through December Monthly Revenues; <u>Attachment</u> PAMT - Financial   | TB-00123375-76     |  |  |  |
| 670 | 7/3/2013     | Email to Bruce Murphy from James Barnes regarding Confidential - PAMT Numbers; <u>Attachment</u> PAMT - Financial Projections TB v6   | TB-00123439-40     |  |  |  |
| 671 | 7/3/2013     | Email to Elwood Norris from Robert Kaplan regarding Ken   | TB-00123404        |  |  |  |
| 672 | 7/3/2013     | Email to Juergen Stark from Ken Potashner regarding PNC   | PAMTNV0105023-24   |  |  |  |

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| 673 | 7/3/2013 | Email to James Barnes, Seth Putterman from Juergen Stark forwarding HHI  | PAMTNV0112705     |  |  |  |
| 674 | 7/3/2013 | Email to James Barnes from Andrew Wolfe regarding Confidential - Model for Our Discussion -- Not for VTB or Elsewhere  | TB-00074874-75    |  |  |  |
| 675 | 7/4/2013 | Email to Juergen Stark from Ken Potashner regarding Weekend Meeting  | PAMTNV0163004-06  |  |  |  |
| 676 | 7/5/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.   | PAMTNV0000164-70  |  |  |  |
| 677 | 7/5/2013 | Email to Joshua Weisbord from Ken Potashner regarding Letter from Joshua Weisbord to PAMT Board of Directors 7_5_2013  | PAMTNV0105340-41  |  |  |  |
| 678 | 7/5/2013 | Email to James Honore, Seth Putterman, Andrew Wolfe, Elwood Norris, Robert Kaplan from Ken Potashner cc J. Hentrich forwarding Letter from Joshua Weisbord to PAMT Board of Directors 7-5-2013 | PAMTNV0086428-29  |  |  |  |
| 679 | 7/5/2013 | Email to Andrew Wolfe from Ken Potashner cc E. Norris, J. Honore, S. Putterman, R. Kaplan, J. Barnes regarding Update on Executive Session   | PAMTNV0162867     |  |  |  |
| 680 | 7/5/2013 | Email to Andrew Wolfe from Ken Potashner cc E. Norris, J. Honore, S. Putterman, R. Kaplan re Update on Executive Session   | PAMTNV0061347-48  |  |  |  |
| 681 | 7/5/2013 | Email to E. Norris from Puherman forwarding Letter from Joshua Weisbord to PAMT Board of Directors 7_5_2013  | PAMTNV0112687-89  |  |  |  |
| 682 | 7/5/2013 | Email to Andrew Wolfe from Ken Potashner cc E. Norris, J. Honore, S. Putterman, R. Kaplan regarding Update on Executive Session  | PAMTNV0115321     |  |  |  |
| 683 | 7/5/2013 | Email to Seth Putterman from Ken Potashner regarding Conference Call   | PAMTNV0112699-700 |  |  |  |
| 684 | 7/6/2013 | Email to Andrew Wolfe, Ken Potashner, Jim Barnes, Seth Putterman, Robert Kaplan from Elwood Norris regarding Resend of Email to Andy   | PAMT0033896-97    |  |  |  |
| 685 | 7/6/2013 | Email to Woody Norris, Jim Barnes, Andrew Wolfe, James Honore, Seth Putterman from Robert Kaplan regarding Options   | PAMTNV0115318     |  |  |  |
| 686 | 7/6/2013 | Email to Ken Potashner from Seth Putterman cc A. Wolfe, J. Barnes, E. Norris, M. Dufilho, J. Honore, R. Kaplan, J. Hentrich regarding HHI Dilution   | PATMNV0112683-86  |  |  |  |
| 687 | 7/7/2013 | Email to Seth Putterman from Ken Potashner regarding Final Chapter   | PAMTNV0154974-75  |  |  |  |
| 688 | 7/7/2013 | Email to Juergen Stark from Ken Potashner forwarding Draft Press releases; Attachment PAMT-DA-Turtle Beach-2013-v3; PAMT-StrategicUpdate-06-6-2013-v3  | VTBH 008077-83    |  |  |  |
| 689 | 7/7/2013 | Email to Seth Putterman from Ken Potashner bcc J. Todd regarding Final Chapter   | PAMTNV0154977     |  |  |  |
| 690 | 7/8/2013 | Email to Elwood Norris, Jim Barnes, Seth Putterman, James Honore, Andrew Wolfe, Robert Kaplan from Ken Potashner cc J. Hentrich forwarding Please Send to Board                                | PAMTNV0112577-78  |  |  |  |

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| 691 | 7/8/2013  | Email to Andrew Wolfe from Ken Potashner regarding HHI Option Replacement   | PAMTNV0121780      |  |  |  |
| 692 | 7/9/2013  | Email to James Barnes from Daniel Hoverman cc K. Potashner, M. Dufilho regarding BDCA   | PAMTNV0100292-93   |  |  |  |
| 693 | 7/9/2013  | Email to Elwood Norris from Seth Putterman forwarding Update  | PAMTNV0115310-11   |  |  |  |
| 694 | 7/9/2013  | Email to Woody Norris from Robert Kaplan regarding HHI  | PAMTNV0144449-51   |  |  |  |
| 695 | 7/10/2013 | Email to Mark Dufilho, Adam Greenway, Andrew Kupka, Daniel Hoverman from David Wambeke cc M. Celin regarding Transaction Timing; <u>Attachment</u> VTB Request List   | HL-PARA00053093-94 |  |  |  |
| 696 | 7/10/2013 | Email to Andrew Wolfe from Seth Putterman regarding More HHI Scenarios  | PAMTNV0112558-59   |  |  |  |
| 697 | 7/10/2013 | Email to Andrew Wolfe from Elwood Norris regarding Update   | PAMTNV0121770      |  |  |  |
| 698 | 7/11/2013 | Email to Juergen Stark from Ken Potashner regarding Legal Effort PAMT   | PAMTNV0105035-36   |  |  |  |
| 699 | 7/12/2013 | Email to Juergen Stark from Ken Potashner forwarding Letter from Joshua Weisbord to PAMT Board of Directors 7_5_2013  | VTBH 003922-23     |  |  |  |
| 700 | 7/12/2013 | Email to Mark Dufilho from Ken Potashner cc J. Barnes, D. Hoverman bcc J. Todd regarding Stripes Debt Terms   | PAMTNV0158018      |  |  |  |
| 701 | 7/12/2013 | Email to Juergen Stark from Ken Potashner regarding "Re"  | VTBH009741-42      |  |  |  |
| 702 | 7/12/2013 | Email to Juergen Stark from Ken Potashner regarding Update  | PAMTNV0104290-94   |  |  |  |
| 703 | 7/15/2013 | Email to Rhonda Robinson from Bruce Murphy regarding Data Room; <u>Attachment</u> All Sales Plan 6.26.2013, Turtle Beach Lender Presentation - July Final, VTB 2013-2014 Model-Base   | TB-00113037-122    |  |  |  |
| 704 | 7/18/2013 | Email to James Barnes from David Wambeke cc K. Potashner, M. Celin regarding VTB Timing; <u>Attachment</u> PAMT - Financial Projections TBv6, PAMT Stockownership 6302013, Stock Option 2013Q3-6302013, VTBH-PAMT Merger - 19 | TB-00063871-77     |  |  |  |
| 705 | 7/18/2013 | Email to Bruce Murphy from Adam Greenway cc M. Dufilho, K. Kenworthy, D. Hoverman, A. Kupka regarding Quick To-Dos  | HL-PARA00029522-27 |  |  |  |
| 706 | 7/18/2013 | Email to Adam Greenway from Andrew Kupka regarding VTB; <u>Attachment</u> Turtle Beach 2013 & 2014 Financials Analysis  | HL-PARA00029528-29 |  |  |  |
| 707 | 7/19/2013 | Email to Mark Dufilho, Daniel Hoverman from Adam Greenway regarding VTB; <u>Attachment</u> Turtle Beach_2013 & 2014 Financial Analysis  | HL-PARA00029733-34 |  |  |  |
| 708 | 7/19/2013 | Email to Robert Kaplan from Elwood Norris regarding A Few Thoughts  | PAMTNV0165333      |  |  |  |
| 709 | 7/19/2013 | Email to Elwood Norris from Robert Kaplan regarding A Few Thoughts  | PAMTNV0061508      |  |  |  |
| 710 | 7/19/2013 | Email to Robert Kaplan from Juergen Stark regarding Thank You   | PAMTNV0061416-17   |  |  |  |
| 711 | 7/19/2013 | Email to Elwood Norris from Ken Potashner regarding TB  | PAMTNV0158040-41   |  |  |  |



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| 712 | 7/20/2013 | Email to Ron Doornink from Juergen Stark forwarding Info   | VTBH 000124                       |  |  |  |
| 713 | 7/20/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.   | PAMT0000171-74                    |  |  |  |
| 714 | 7/20/2013 | Email to Andrew Wolfe from Juergen Stark cc J. Barnes, K. Potashner re Bullet Points   | PAMTNV0121699-700                 |  |  |  |
| 715 | 7/20/2013 | Email to Juergen Stark from Ken Potashner regarding Bullet Points  | PAMTNV0104896-97                  |  |  |  |
| 716 | 7/20/2013 | Email to David Wambeke from James Barnes cc A. Kupka regarding PAMT Projections; <u>Attachment</u> PAMT - Financial ProjectionsTB-v7                             | Craig-Hallum_Parametric_016496-97 |  |  |  |
| 717 | 7/21/2013 | Email to Ken Potashner from James Barnes forwarding DA Financial Statements; <u>Attachment</u> VTB Inc. Financials 6 2013  | PAMT0041429-35                    |  |  |  |
| 718 | 7/21/2013 | Email to Bruce Murphy, Tony Chan, Karen Kenworthy, Ken Fox from Juergen Stark cc R. Doornink forwarding VTB PAMT Acquisition                                     | VTBH 011635-36                    |  |  |  |
| 719 | 7/21/2013 | Email to Ken Potashner from Andrew Wolfe regarding VTB PAMT Acquisition  | PAMTNV0122205-06                  |  |  |  |
| 720 | 7/21/2013 | Email to Elwood Norris, James Barnes, James Honore, Seth Putterman from Andrew Wolfe cc K. Potashner, R. Kaplan, J. Hentrich forwarding VTB PAMT Acquisitions    | PAMTNV0122212                     |  |  |  |
| 721 | 7/21/2013 | Email to Ken Potashner, Jim Barnes, Andy Wolfe from Juergen Stark cc R. Doornink regarding VTB PAMT Acquisition  | TB-00063624-25                    |  |  |  |
| 722 | 7/21/2013 | Email to Jim Barnes from "Ken" cc A. Wolfe regarding HHI and My Resignation  | PAMTNV0041262                     |  |  |  |
| 723 | 7/22/2013 | Email to Juergen Stark from Ron Doornink forwarding Update   | VTBH 013436-37                    |  |  |  |
| 724 | 7/22/2013 | Email to Andrew Wolfe, Elwood Norris, James Barnes, James Honore, Seth Putterman, Ken Potashner, John Hentrich from Robert Kaplan regarding VTB PAMT Acquisition | PAMTNV0112517-19                  |  |  |  |
| 725 | 7/22/2013 | Email to Bruce Murphy from David Wambeke cc M. Dufilho, A. Greenway, M. Celin regarding Follow-Up Question; <u>Attachment</u> 2015 - 2016                        | HL-PARA00030163                   |  |  |  |
| 726 | 7/22/2013 | Email to Andrew Wolfe from Ken Potashner regarding Update  | PAMTNV0121675                     |  |  |  |
| 727 | 7/22/2013 | Email to Andrew Wolfe from Ken Potashner regarding VTB PAMT Acquisition  | PAMTNV0158539-40                  |  |  |  |
| 728 | 7/23/2013 | Email to PAMT Directors from James Barnes forwarding Draft Materials; <u>Attachment</u> PAMT_BOD Presentation_7.23.13  | PAMTNV0165277-301                 |  |  |  |
| 729 | 7/23/2013 | Email to John Todd from Ken Potashner regarding VTB PAMT Acquisition   | TODD0006360-62                    |  |  |  |

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| 730 | 7/23/2013 | Email to Daniel Hoverman, Mark Dufilho, David Wambeke from James Barnes cc A. Greenway, A. Kupka, K. Potashner regarding Revised 81/19 Exchange Ratio; <u>Attachment</u> VTB Request List VTBH-PAMTmerger-19-v2-7232013<br>NEED ATTACHMENT | PAMTNV0044919-20   |  |  |  |
| 731 | 7/23/2013 | Minutes of the Special Joint Meeting of the Board of Directors and Audit Committee of Parametric Sound Corp.   | PAMTNV0000175-77   |  |  |  |
| 732 | 7/23/2013 | Email to Ken Potashner from Robert Kaplan cc A. Wolfe, E. Norris, J. Barnes, J. Honore, S. Putterman, J. Hentrich regarding VTB PAMT Acquisition   | PAMTNV0112504-07   |  |  |  |
| 733 | 7/23/2013 | Email to PAMT Directors from James Barnes forwarding BOD Meeting; <u>Attachment</u> Project Beam Fairness Opinion Presentation (Draft) 7.23.13   | TB-00063504-65     |  |  |  |
| 734 | 7/23/2013 | Email to Andrew Wolfe from Ken Potashner forwarding Update   | PAMTNV0121546      |  |  |  |
| 735 | 7/23/2013 | Email to David Lowey, Bob Picunko from Juergen Stark cc S. Hariharan, K. Potashner, J. Barnes, T. Neumann, D. Mossberg regarding Preparing for Agreement Announcement; <u>Attachment</u> PAMT-DA-Turtle Beach-2013-v3                      | PAMTNV0103786-91   |  |  |  |
| 736 | 7/23/2013 | Email to Andrew Wolfe from Ken Potashner forwarding Break Up License   | PAMTNV0121554-56   |  |  |  |
| 737 | 7/24/2013 | Email to Adam Greenway from Bruce Murphy cc D. Wambeke, M. Dufilho, M. Celin regarding Follow-Up Question  | HL-PARA00048176-79 |  |  |  |
| 738 | 7/24/2013 | Email to Juergen Stark from Ken Potashner regarding Break Up License   | VTBH 011230-35     |  |  |  |
| 739 | 7/25/2013 | Minutes of the Meeting of the Board of Directors of VTB Holdings, Inc. & Voyetra Turtle Beach, Inc.  | STRIPES 0079451-56 |  |  |  |
| 740 | 7/25/2013 | Email to Juergen Stark from Ken Potashner regarding Interesting Question   | PAMTNV0104079-80   |  |  |  |
| 741 | 7/28/2013 | Email to Ken Potashner from Juergen Stark regarding Tony re Lock Ups   | PAMTNV0103444-49   |  |  |  |
| 742 | 7/29/2013 | Email to Ken Potashner from Juergen Stark regarding Series B/Phantom   | PAMTNV0103520-21   |  |  |  |
| 743 | 7/29/2013 | Email to James Honore, Robert Kaplan, Elwood Norris, James Barnes, Seth Putterman, Andrew Wolfe from Ken Potashner cc J. Hentrich regarding Update   | PAMTNV0112975-76   |  |  |  |
| 744 | 7/30/2013 | Email to Robert Wernli, Ken Potashner, James Barnes, Daniel Hoverman, Mark Dufilho, Adam Greenway from Andrew Kupka cc J. Hentrich, J. Schendel regarding FY2012 Draft VTBH Financials; <u>Attachment</u> VTB Holdings 2012 FS Draft       | PAMTNV0166542-67   |  |  |  |
| 745 | 7/31/2013 | Email to Adam Greenway from Bruce Murphy cc M. Dufilho regarding YTD Financials; <u>Attachment</u> VTB Inc. 2013 Monthly Financial Statement   | HL-PARA00048745-47 |  |  |  |

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| 746 | 7/31/2013 | Email to James Barnes, Mark Dufilho from Adam Greenway cc K. Potashner, A. Kupka, D. Hoverman regarding DA Financial Statements; <u>Attachment</u> VTB 2013 & 2014 Financials Analysis June YTD | TB-00062807-09                    |  |  |  |
| 747 | 7/31/2013 | Minutes of the Special Joint Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000185-86                  |  |  |  |
| 748 | 7/31/2013 | Email to Woody Norris from Robert Kaplan regarding JET et al  | PAMTNV0144512                     |  |  |  |
| 749 | 7/31/2013 | Email to Ken Potashner from Juergen Stark cc A. Wolfe, K. Potashner regarding 1 License Issue   | TB-00062940-41                    |  |  |  |
| 750 | 8/1/2013  | Letter to Kenneth Potashner from Daniel Hoverman regarding March 21, 2013 Engagement Letter   | PAMTNV0000311-12                  |  |  |  |
| 751 | 8/1/2013  | Email to Bruce Murphy from David Wambeke regarding VTB Forecast   | TB-00115410                       |  |  |  |
| 752 | 8/1/2013  | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.  | PAMT0000187-88                    |  |  |  |
| 753 | 8/1/2013  | Email to Ken Potashner from Juergen Stark regarding Open Issues on PAMT License   | PAMTNV0102938-40                  |  |  |  |
| 754 | 8/2/2013  | Craig Hallum Presentation to the Board of Directors   | PAMTNV0006298-357                 |  |  |  |
| 755 | 8/2/2013  | Email to John Todd from Ken Potashner regarding Reg Rights Excerpts   | PAMTNV0157620-24                  |  |  |  |
| 756 | 8/2/2013  | Minutes of the Special Joint Meeting of the Board of Directors & Compensation Committee of Parametric Sound Corp.   | PAMT0000189-98                    |  |  |  |
| 757 | 8/2/2013  | Letter to Parametric Sound Corp. Board of Directors from Craig Hallum Capital Group LLC regarding Fairness Opinion  | PAMT0001959-61                    |  |  |  |
| 758 | 8/2/2013  | Email to Jeremy Levy, Tony Chan, Sarah Rivard, Ken Potashner, John Hentrich from Juergen Star regarding Lock Up   | TB-00062335-36                    |  |  |  |
| 759 | 8/2/2013  | Email to Juergen Stark from Ken Potashner regarding Revised Plan  | PAMTNV0101185-87                  |  |  |  |
| 760 | 8/2/2013  | Email to James Barnes from David Wambeke regarding Opinion; <u>Attachment</u> Craig-Hallum Fairness Opinion   | Craig-Hallum_Parametric_018936-96 |  |  |  |
| 761 | 8/4/2013  | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000199-200                 |  |  |  |
| 762 | 8/5/2013  | Email to Juergen Stark from Ken Potashner regarding Paris - Revisions to Merger Agreement   | VTBH 001570-72                    |  |  |  |
| 763 | 8/5/2013  | Email to Juergen Stark from Ken Fox cc R. Doornink, K. Kenworthy forwarding PAMT - Press Release?; <u>Attachment</u> Paris PR 8-4-2013 v17_SG_KK  | STRIPES 0035226-34                |  |  |  |
| 764 | 8/5/2013  | Email to Ken Fox from Karen Kenworthy regarding PAMT - Press Release?   | STRIPES 0035235                   |  |  |  |

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| 765 | 8/5/2013 | Email to Tony Chan, William Elder, Jeremy Levy from John Hentrich cc R. Wernli, M. Holder, J. Barnes re Ken Potashner HHI Releases/Option Amendment; <u>Attachment</u> HyperSound Health Inc. 2013 Equity Incentive Plan  | PAMTNV0070604-44   |  |  |  |
| 766 | 8/5/2013 | Email to Cody Cowper, John Hentrich, Tony Chan, William Elder, Jeremy Levy from Robert Wernli cc M. Holder, J. Barnes, J. Schendel re Ken Potashner HHI Releases/Option Amendment; <u>Attachment</u> 8 Todd Parametric Docs Final Signed by Todd                    | PAMTNV0070649-99   |  |  |  |
| 767 | 8/5/2013 | Email to James Barnes from Seth Putterman cc E. Norris, K. Potashner regarding Confidential -- Final Planned Press Release  | PAMTNV0124027      |  |  |  |
| 768 | 8/6/2013 | Email to Ken Potashner, James Barnes from Adam Greenway cc M. Dufilho, A. Kupka, D. Hoverman regarding Go-Shop Process; <u>Attachment</u> PAMT Go-Shop Buyers List 8-6-2013, Parametric Sound Corporation to Merge with Turtle Bay, PAMT-Corp Presentation May 2013 | PAMTNV0038748-75   |  |  |  |
| 769 | 8/6/2013 | Email to David Mossberg from Tracy Neumann cc K. Potashner, S. Hooser regarding Adam Kahn@IceRose   | TB-00129262        |  |  |  |
| 770 | 8/7/2013 | Email to Mark Dufilho from Daniel Hoverman regarding Draft Email To Ken   | HL-PARA00050456-57 |  |  |  |
| 771 | 8/7/2013 | Email to Mark Dufilho from Daniel Hoverman regarding Solution   | HL-PARA00094211-12 |  |  |  |
| 772 | 8/7/2013 | Email to Karen Kenworthy from Tony Chan regarding Solution  | STRIPES 0015532-33 |  |  |  |
| 773 | 8/7/2013 | Email to Ken Potashner from Juergen Stark cc D. Hoverman, M. Dufilho, R. Wernli, J. Hentrich, J. Barnes, T. Chan, K. Kenworthy, R. Doornink regarding Solutions; <u>Attachment</u> Additional Disclosure  | STRIPES 0054682-85 |  |  |  |
| 774 | 8/7/2013 | Email to Juergen Stark from Ken Potashner cc K. Kenworthy regarding Thoughts  | STRIPES 0055044    |  |  |  |
| 775 | 8/7/2013 | Email to Juergen Stark, Karen Kenworthy, Ron Doornink from Ken Potashner regarding New Thought Based On Our Discussion  | PAMTNV0153463      |  |  |  |
| 776 | 8/8/2013 | Email to Juergen Stark from "Ken" regarding Final Script for Earnings Call  | TODD0006515-16     |  |  |  |
| 777 | 8/8/2013 | Parametric Sound Management F3Q13 Results - Earnings Call Transcript  |                    |  |  |  |
| 778 | 8/8/2013 | Email to John Todd from "Ken" forwarding Huge Win   | TODD0006507        |  |  |  |
| 779 | 8/8/2013 | Email to Ken Potashner from Joshua Weisbord forwarding Mike Malouf  | PAMTNV0148949-50   |  |  |  |
| 780 | 8/8/2013 | Email to Juergen Stark from Ken Potashner regarding Final Script for Earnings Call  | VTBH005430-31      |  |  |  |
| 781 | 8/8/2013 | Email to Mark Dufilho from Ken Potashner re Comps   | PAMTNV0171692-95   |  |  |  |
| 782 | 8/8/2013 | Email to John Todd from "Ken" forwarding Final Script for Earnings Call   | TODD0006513-14     |  |  |  |
| 783 | 8/8/2013 | Email to Juergen Stark from John Todd cc K. Potashner forwarding Preview; <u>Attachment</u> Juergen Earnings Call Script v4 With Forward Docs, Untitled   | TODD0009840-43     |  |  |  |

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| 784 | 8/8/2013  | Email to Juergen Stark from Ken Potashner regarding Last Input Before Call Later   | PAMTNV0100947      |  |  |  |
| 785 | 8/8/2013  | Parametric Sound Corp. Conference Call, Transcript of Webcast Presentation, filed Aug. 9, 2013 Schedule 14A, <a href="https://www.sec.gov/Archives/edgar/data/1493761/000101968713002955/pamt_defa14a-080913.htm">https://www.sec.gov/Archives/edgar/data/1493761/000101968713002955/pamt_defa14a-080913.htm</a> |                    |  |  |  |
| 786 | 8/8/2013  | Email to Juergen Stark from Bruce Murphy cc T. Chan, K. Kenworthy, J. Levy regarding Earnings Call; <u>Attachment</u> Juergen Earnings Call Script Final   | VTBH015088-94      |  |  |  |
| 787 | 8/8/2013  | Email to Daniel Hoverman from Mark Dufilho regarding Comps   | HL-PARA00094190-94 |  |  |  |
| 788 | 8/9/2013  | Email to Mark Dufilho from Ken Potashner regarding "Re"  | PAMTNV0158686      |  |  |  |
| 789 | 8/9/2013  | Email to Ken Potashner from Juergen Stark cc J. Todd, S. Weiss regarding Range   | VTBH 004040-41     |  |  |  |
| 790 | 8/9/2013  | Email to Ken Potashner, Jim Barnes, Dave Mossberg, David Lowey from Juergen Stark regarding Final Script for Earnings Call; <u>Attachment</u> Juergen - Earnings Call Script Final   | TB-00060639-42     |  |  |  |
| 791 | 8/12/2013 | Email to James Barnes from David Pratt cc T. Savitt, J. Todd regarding Pipeline Urgent; <u>Attachment</u> HSS FY2013 Pipeline - 32292013v3; PAMT Forecast v6.2   | PAMTNV0081406-07   |  |  |  |
| 792 | 8/20/2013 | Email to Ken Potashner, James Barnes from Adam Greenway cc D. Hoverman, M. Dufilho, A. Kupka regarding Parametric Go-Shop Process; <u>Attachment</u> PAMT Go-Shop Buyers List 8-20-2013  | PAMTNV0038811-12   |  |  |  |
| 793 | 8/21/2013 | Email to Juergen Stark from Ken Potashner regarding Juergen  | PAMTNV0099910-11   |  |  |  |
| 794 | 8/21/2013 | Email to Juergen Stark from Ken Potashner cc K. Kenworthy, J. Barnes, J. Todd regarding Convert Approval   | VTBH 013281-82     |  |  |  |
| 795 | 8/23/2013 | Email to Daniel Hoverman from James Barnes regarding Cash Forecast; <u>Attachment</u> PAMT - Financial Projections - Sorbus v2   | TB-00070195-97     |  |  |  |
| 796 | 8/26/2013 | Email to James Barnes from Andrew Kupka cc A. Greenway regarding Cash Forecast; <u>Attachment</u> PAMT - Financial Projections - Sorbus v1   | TB-00070144-48     |  |  |  |
| 797 | 8/28/2013 | Email to John Todd from Ken Potashner forwarding Qualcomm  | TODD0006768        |  |  |  |
| 798 | 9/3/2013  | Email to Tiffany Duong from Sassan Chakamian forwarding Demo System  | TB-00129266        |  |  |  |
| 799 | 9/5/2013  | Email to Ken Potashner from John Todd regarding Craig Hallum Fee Agreement   | TODD0002222-24     |  |  |  |
| 800 | 9/5/2013  | Email to Juergen Stark from Karen Kenworthy regarding Craig Hallum Fee Agreement   | STRIPES 0039291-94 |  |  |  |

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| 801 | 9/6/2013  | Email to Juergen Stark, Ken Potashner from Joshua Weisbord cc J. Stark regarding SEC Comments...  | VTBH098070       |  |  |  |
| 802 | 9/9/2013  | Email to Juergen Stark, Daniel Hoverman from Bruce Murphy cc J. Stark, T. Chan, J. Levy, W. Elders, A. Kneapler, M. Dufilho, A. Greenway, A. Kupka, J. Hentrich, R. Wernli regarding VTBH Information; <u>Attachment</u> VTB Subordinated Note - SG VTB Holdings LLC, VTB Draft Historical Financials Q112-Q213 Corrected | VTBH097643-59    |  |  |  |
| 803 | 9/12/2013 | Email to Ken Potashner, Juergen Stark from Joshua Weisbord regarding Maybe This Is Whats Happening...   | PAMTNV0098565-66 |  |  |  |
| 804 | 9/12/2013 | Email to Ken Potashner from Joshua Weisbord cc J. Stark regarding Thanks Again  | PAMTNV0098581-83 |  |  |  |
| 805 | 9/12/2013 | Email to Joshua Weisbord from Juergen Stark cc K. Potashner regarding Maybe This Is What's Happening...   | PAMTNV0098567-68 |  |  |  |
| 806 | 9/13/2013 | Email to Ken Potashner from Juergen Stark regarding Josh  | PAMTNV0098641    |  |  |  |
| 807 | 9/13/2013 | Email to Ken Potashner from Joshua Weisbord regarding PAMT  | PAMTNV0098631-35 |  |  |  |
| 808 | 9/13/2013 | Email to Juergen Stark from Joshua Weisbord cc K. Potashner regarding Dinner Between Juergen Stark and Robert Masterson   | PAMTNV0098650-51 |  |  |  |
| 809 | 9/13/2013 | Email to Ron Doornink, Ken Fox, Karen Kenworthy from Juergen Stark cc B. Murphy, T. Chan regarding Proxy Timing   | VTBH097501       |  |  |  |
| 810 | 9/14/2013 | Email to Juergen Stark from Ken Potashner bcc J. Todd regarding Things We Need to Assess  | PAMTNV0158117-18 |  |  |  |
| 811 | 9/16/2013 | Email to Ken Potashner from Juergen Stark regarding Further Thought on \$5M   | PAMTNV0097616-19 |  |  |  |
| 812 | 9/16/2013 | Email to Juergen Stark from Ken Potashner regarding Further Thought on \$5M   | PMTNV0097604-07  |  |  |  |
| 813 | 9/17/2013 | Email to Karen Kenworthy from Juergen Stark cc B. Murphy regarding HL and the Debt Raise  | VTBH097329-31    |  |  |  |
| 814 | 9/18/2013 | Email to Juergen Stark from Joshua Weisbord cc K. Potashner, J. Grimley regarding Interesting Data Point  | PAMTNV0097661-62 |  |  |  |
| 815 | 9/18/2013 | Email to Joshua Weisbord from Ken Potashner cc J. Stark regarding Interesting Data Point  | PAMTNV0155750-51 |  |  |  |
| 816 | 9/19/2013 | Email to Sassan Chakamian from Ken Potashner regarding Comments   | PAMTNV0154354-56 |  |  |  |
| 817 | 9/19/2013 | Email to Ken Potashner from Joshua Weisbord regarding Dinner Between Juergen Stark and Robert Masterson   | PAMTNV0098654-55 |  |  |  |
| 818 | 9/20/2013 | Email to Juergen Stark from Robert Masterson regarding Dinner   | TB-00129238      |  |  |  |

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| 819 | 9/23/2013  | Email to James Barnes from Ken Potashner regarding Schedule Slips   | TB-00095991-92     |  |  |  |
| 820 | 9/23/2013  | Email to Ken Potashner from Adam Kahn regarding Meeting Thursday  | TB-00129261        |  |  |  |
| 821 | 9/23/2013  | Email to Juergen Stark from Ken Potashner regarding Schedule Slips  | VTBH096707         |  |  |  |
| 822 | 9/23/2013  | Email to Ken Potashner from Juergen Stark regarding Schedule Slips  | VTBH096692-93      |  |  |  |
| 823 | 9/24/2013  | Email to Elwood Norris from Ken Potashner regarding Pls Be Smart  | PAMTNV0153650      |  |  |  |
| 824 | 9/26/2013  | Email to Stephen Thesing from Todd Savitt regarding McDonalds Feedback  | TB-00096548        |  |  |  |
| 825 | 9/30/2013  | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corporation  | PAMTNV0000201-02   |  |  |  |
| 826 | 10/2/2013  | Email to Sassan Chakamian from Ken Potashner forwarding Soundbar  | TB-00095858-59     |  |  |  |
| 827 | 10/3/2013  | Email to Ken Potashner from Robert Kaplan cc J. Honore, S. Putterman, Elwood Norris, J. Barnes, J. Hentrich regarding Andy Wolfe          | TB-00095846        |  |  |  |
| 828 | 10/3/2013  | Email to Elwood Norris from Juergen Stark regarding Aiming Ideas  | VTBH096008-10      |  |  |  |
| 829 | 10/3/2013  | Email to Ken Potashner from Robert Kaplan cc J. Honore, S. Putterman, E. Norris, J. Barnes, J. Hentrich regarding Andy Wolfe              | PAMTNV0112365      |  |  |  |
| 830 | 10/4/2013  | Email to Ron Doornink, Ken Fox from Juergen Stark regarding Confidential: MSFT Headsets; <u>Attachment</u> XBOX One Headset Recovery Plan | STRIPES 0081782-88 |  |  |  |
| 831 | 10/4/2013  | Email to Juergen Stark from Joshua Weisbord regarding PAMT-TB Valuation Post Merger; <u>Attachment</u> PAMT-TB Valuation Post Merger      | PAMTNV0096360-61   |  |  |  |
| 832 | 10/7/2013  | Email to John Todd from Ken Potashner forwarding Mutual Nervous   | TB-00103647-48     |  |  |  |
| 833 | 10/8/2013  | Email to John Todd from "Ken" forwarding Mutual Nervous   | TODD0007379        |  |  |  |
| 834 | 10/10/2013 | Email to Juergen Stark from Joshua Weisbord forwarding PAMT Update 10-9-2013  | VTBH095062-63      |  |  |  |
| 835 | 10/10/2013 | Email to David Lowey from Juergen Stark cc Bob Picunko regarding uSoft  | VTBH095139-40      |  |  |  |
| 836 | 10/11/2013 | Email to John Hanson from Bruce Murphy regarding Matrix of Plans/Forecasts  | VTBH063126-29      |  |  |  |
| 837 | 10/11/2013 | Email to James Barnes from Ken Potashner regarding Your Availability  | PAMTNV0158643-44   |  |  |  |
| 838 | 10/11/2013 | Email to Joshua Weisbord from Ken Potashner forwarding Message to Prospective Investors; <u>Attachment</u> Untitled attachment 06174      | PAMTNV0150031-55   |  |  |  |
| 839 | 10/11/2013 | Email to Juergen Stark from Ken Potashner regarding PAMT-TB Valuation Post Merger   | VTBH095016-17      |  |  |  |
| 840 | 10/11/2013 | Email to Mark Dufilho, Adam Greenway, Andrew Kupka from Sweet Chris cc D. Hoverman, A. Kneapler regarding VTB/Parametric                  | HL-PARA00026638    |  |  |  |

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| 841 | 10/11/2013 | Email to Bruce Murphy from Tom Haller regarding Docs; <u>Attachment</u> Debt Memorandum August 2013 Debt Amendment September 2013 Rev Final, Debt Memorandum August 2012 Debt Amendment September 2013 Rev 10-9 Final, VTB Debt Analysis August 2012 Amendment Ver 10-8-13 Distribution | TB-00105020-29    |  |  |  |
| 842 | 10/11/2013 | Email to Bruce Murphy from Max Fonarev cc K. Shah, J. Hanson, Y. Zhang, M. Broderick regarding Final Common Stock Valuation Reports; <u>Attachment</u> Valuation VD 3-31-13 Common Stock Final, Valuation VD 9-30-12 Common Stock Final, Valuation VD 12-31-11 Common Stock Final       | TB-00105050-208   |  |  |  |
| 843 | 10/13/2013 | Email to John Todd from Ken Potashner regarding Juergen Request   | TODD0001172       |  |  |  |
| 844 | 10/15/2013 | Email to Juergen Stark, Daniel Hoverman from Ken Potashner cc K. Potashner, J. Barnes, M. Dufilho, C. Sweet bcc J. Stark forwarding Exchange Rate Analysis  | VTBH094646-47     |  |  |  |
| 845 | 10/16/2013 | Email to Andrew Kupka from James Barnes regarding Questions on Financial Projections; <u>Attachment</u> PAMT - Financial Projections 10.16.2013 v1  | TB-00102854-58    |  |  |  |
| 846 | 10/19/2013 | Email to Ken Potashner from James Barnes regarding Numbers  | PAMTNV0095569-70  |  |  |  |
| 847 | 10/22/2013 | Email to James Barnes from Ken Potashner regarding Glass  | TB-00095640       |  |  |  |
| 848 | 10/22/2013 | Email to Juergen Stark from Ken Potashner cc Joshua Weisbord regarding FYI, Albert Einstein Couldn't Figure Out Whats Going On Here....   | PAMTNV0095799-800 |  |  |  |
| 849 | 10/22/2013 | Email to Ken Potashner from Tracey Neumann regarding Proxy Planning Doc   | TB-00094376       |  |  |  |
| 850 | 10/23/2013 | Email to Ken Potashner, Robert Kaplan, Seth Putterman, Elwood Norris, Andy Wolfe from James Barnes regarding Budget-Actual Q4 and YTD; <u>Attachment</u> Q4 Budget-Actual; FY2013 Budget-Actual   | PAMTNV0163697-703 |  |  |  |
| 851 | 10/24/2013 | Email to James Barnes from Ken Potashner regarding Updated FS and Pro Forma   | TB-00095611       |  |  |  |
| 852 | 10/24/2013 | Email to Seth Putterman from Ken Potashner regarding Unfortunate Indeed   | PAMTNV0112296-97  |  |  |  |
| 853 | 10/24/2013 | Email to Robert Kaplan from Seth Putterman regarding Post Merger Stock Price  | PAMTNV0115187     |  |  |  |
| 854 | 10/24/2013 | Email to James Barnes from Ken Potashner regarding Bonus  | TB-00095606       |  |  |  |
| 855 | 10/24/2013 | Minutes of the Special Joint Meeting of the Board of Directors and Compensation Committee of Parametric Sound Corp.   | TB-00008932       |  |  |  |
| 856 | 10/25/2013 | Email to John Hanson from Juergen Stark forwarding Parametric - Disclosure of Financial Projections in Merger Proxy   | VTBH060381-84     |  |  |  |



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| 857 | 10/25/2013 | Email to Ken Potashner from James Barnes regarding Juergen   | TB-00095596        |  |  |  |
| 858 | 10/25/2013 | Email to Ken Potashner, Jim Barnes from Daniel Hoverman cc M. Dufilho, C. Sweet, A. Greenway forwarding Financials - EBITDA & Covenant Levels  | TB-00088677-78     |  |  |  |
| 859 | 10/25/2013 | Email to Juergen Stark from Ken Potashner regarding PAMT Numbers   | PAMTNV0094986      |  |  |  |
| 860 | 10/25/2013 | Email to Jurgen Stark from John Hanson forwarding Parametric Disclosure of Financial Projections in Merger Proxy; <u>Attachment</u> PAMT Paris Projections Section (Certain Financial Information) for PREM14A   | VTBH093412-16      |  |  |  |
| 861 | 10/25/2013 | Email to John Hanson from Juergen Stark forwarding Parametric - Disclosure of Financial Projections in Merger Proxy  | VTBH093183-86      |  |  |  |
| 862 | 10/25/2013 | Email to Mark Dufilho from Daniel Hoverman regarding Financials - EBITDA & Covenant Levels   | HL-PARA00028285-87 |  |  |  |
| 863 | 10/26/2013 | Email to Juergen Stark, Jim and Tako Barnes, Woody Norris, Andrew Wolfe, Ken Potashner regarding Merged Co. BOD  | VTBH093378         |  |  |  |
| 864 | 10/27/2013 | Email to Juergen Stark from Ken Potashner regarding JGB  | PAMTNV0095064-69   |  |  |  |
| 865 | 10/27/2013 | Email to James Barnes from Ken Potashner regarding Financing   | TB-00095578        |  |  |  |
| 866 | 10/27/2013 | Email to James Barnes from Ken Potashner regarding Stop Spending   | PAMTNV0158003      |  |  |  |
| 867 | 10/27/2013 | Email to James Barnes from Ken Potashner regarding Financing   | PAMTNV0147941      |  |  |  |
| 868 | 10/28/2013 | Email to Juergen Stark from Joshua Weisbord cc K. Potashner regarding Westin Contact Info  | PAMTNV0095107-10   |  |  |  |
| 869 | 10/29/2013 | Email to Juergen Stark from Ken Potashner cc D. Hoverman, K. Potashner, J. Barnes, J. Hanson, K. Kenworthy regarding Front Section of MDA  | TB-00088349-51     |  |  |  |
| 870 | 10/29/2013 | Email to Ken Potashner, Juergen Stark from Daniel Hoverman cc K. Potashner, J. Barnes, J. Hanson, K. Kenworthy, M. Dufilho regarding Front Section of MDA; <u>Attachment</u> Draft of Front Section of MDA v DSH | TB-00088362-68     |  |  |  |
| 871 | 10/30/2013 | Email to Daniel Hoverman from Mark Dufilho cc K. Potashner regarding Investor Presentation Review  | PAMTNV0169611-12   |  |  |  |
| 872 | 10/30/2013 | Email to David Mossberg from James Barnes cc T. Neumann regarding Proxy Press Release Draft  | TB-00091234-36     |  |  |  |
| 873 | 10/31/2013 | Email to Daniel Hoverman from Juergen Stark cc K. Potashner, M. Dufilho, J. Hanson, K. Kenworthy regarding Forecasts   | PAMTNV0094775-79   |  |  |  |
| 874 | 10/31/2013 | Email to Daniel Hoverman from Juergen Stark cc J. Hanson, "Karen," M. Dufilho, J. Barnes regarding Forecast Model/Script   | VTBH090322-26      |  |  |  |
| 875 | 10/31/2013 | Email to Ken Potashner from Juergen Stark regarding Important  | VTBH089382         |  |  |  |
| 876 | 10/31/2013 | Email to Daniel Hoverman from Mark Dufilho regarding Forecasts   | HL-PARA00029030-33 |  |  |  |
| 877 | 10/31/2013 | Email to Juergen Stark from John Hanson regarding Forecast Model/Script  | VTBH089491-95      |  |  |  |

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| 878 | 10/31/2013 | Email to David Wambeke from Matt Celin regarding Proxy  | Craig-Hallum_Parametric_021497-99 |  |  |  |
| 879 | 10/31/2013 | Email to Juergen Stark from Daniel Hoverman cc K. Potashner, M. Dufilho, J. Hanson, K. Kenworthy regarding Forecasts  | PAMTNV0094800-06                  |  |  |  |
| 880 | 10/31/2013 | Email to David Wambeke from Daniel Hoverman cc J. Stark, M. Dufilho, A. Greenway, A. Kupka regarding VTB Forecasts  | HL-PARA00029023                   |  |  |  |
| 881 | 10/31/2013 | Email to Daniel Hoverman from Juergen Stark cc K. Potashner, M. Dufilho, J. Hanson, K. Kenworthy regarding Forecasts  | VTBH089383-84                     |  |  |  |
| 882 | 10/31/2013 | Email to Ken Potashner from Juergen Stark regarding Important   | PAMTNV0094759                     |  |  |  |
| 883 | 11/1/2013  | Email to Daniel Hoverman, Juergen Stark from David Wambeke regarding Parametric - PREM14A - Edits and Riders  | Craig-Hallum_Parametric_023026-29 |  |  |  |
| 884 | 11/1/2013  | Appointment Email to Daniel Hoverman, David Wambeke, Juergen Stark, Adam Greenway, Matt Celin, Andrew Kupka from Mark Dufilho regarding VTB/CH Call to Discuss 2013/2014  | Craig-Hallum_Parametric_023141    |  |  |  |
| 885 | 11/1/2013  | Email to Robert Wernli from Juergen Stark cc J. Levy, J. Barnes, T. Chan, W. Elder, M. Lorber, M. Broderick, I. Chan, J. Hentrich, M. Dufilho, D. Hoverman, J. Hanson, L. Lewis, D. Wambeke, M. Celin, K. Potashner regarding Parametric - PREM14A - Edits and Riders | VTBH089360-68                     |  |  |  |
| 886 | 11/1/2013  | Email to David Wambeke from Daniel Hoverman cc Mark Dufilho forwarding Turtle Beach   | HL-PARA00029063-64                |  |  |  |
| 887 | 11/1/2013  | Email to Ken Potashner from Daniel Hoverman cc M. Dufilho regarding Checking In   | HL-PARA00029053-58                |  |  |  |
| 888 | 11/1/2013  | Email to Juergen Stark from Robert Wernli cc J. Levy, J. Barnes, T. Chan, W. Elder, M. Lorber, I. Chan, J. Hentrich, M. Dufilho, D. Hoverman, J. Hanson, L. Lewis, D. Wambeke, M. Celin, M. Coddington, K. Potashner regarding Parametric PREM14A Edits and Riders    | Craig-Hallum_Parametric_023161-70 |  |  |  |
| 889 | 11/2/2013  | Email to Kristin Carney from Juergen Stark forwarding Urgent - Reconciliation; <u>Attachment</u> VTB and PAMT Model - Downside 8_15_2013 Update for July August - Reconciliation  | VTBH087911-13                     |  |  |  |
| 890 | 11/4/2013  | Parametric Sound Corp. Schedule 14A, Preliminary Proxy  |                                   |  |  |  |
| 891 | 11/4/2013  | Email to Juergen Stark from Ron Doornink forwarding Update - Next Steps   | STRIPES 0082752-53                |  |  |  |
| 892 | 11/7/2013  | Email to John Todd from Ken Potashner regarding Shelf Offering  | PAMTNV0157857-58                  |  |  |  |
| 893 | 11/8/2013  | Email to Juergen Stark, Ken Potashner from Joshua Weisbord cc J. Stark forwarding MicroCap Tech Trader Update - November 8, 2013 - PAMT   | VTBH081269-79                     |  |  |  |

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| 894 | 11/8/2013  | Email to Joshua Weisbord from Ken Potashner forwarding With All Due Respect  | PAMTNV0091492-93   |  |  |  |
| 895 | 11/11/2013 | Email to Karen Kenworthy from Juergen Stark cc J. Hanson regarding \$5m PNC etc  | STRIPES 0055104-13 |  |  |  |
| 896 | 11/12/2013 | Email to Ken Potashner from John Grimley regarding This Can't Be Bad News...   | PAMTNV0091853-55   |  |  |  |
| 897 | 11/12/2013 | Minutes of the Meeting of the Offering Committee of the Board of Directors of Parametric Sound Corp.   | TB-00008968-69     |  |  |  |
| 898 | 11/13/2013 | Email to Juergen Stark from Ken Potashner forwarding FYI, Don't Write Me Back, I Will Call You, But I Have No Cell, So Will Try Later, All Good, Read Below  | PAMTNV0091066-67   |  |  |  |
| 899 | 11/13/2013 | Email to Juergen Stark from Joshua Weisbord cc K. Potashner regarding Comment So Far....   | VTBH080665-68      |  |  |  |
| 900 | 11/13/2013 | Email to Juergen Stark, Ken Potashner from Joshua Weisbord forwarding Wont to Sell 4000 More PAMT, to Buy 4000 VHC, This Thing Could Tripple, Please OK This   | TB-00129217        |  |  |  |
| 901 | 11/14/2013 | Email to Dan Marriott from Karen Kenworthy regarding Google Alert - Turtle Beach Headsets  | STRIPES 0037537-38 |  |  |  |
| 902 | 11/15/2013 | Email to Grant Keary from John Todd forwarding Meeting with CEO of Turtle Beach  | TODD0002168-69     |  |  |  |
| 903 | 11/16/2013 | Email to John Todd, Tracey Neumann, Sassan Chakamian from Ken Potashner regarding PAMT Xmas Party  | TODD0008145        |  |  |  |
| 904 | 11/16/2013 | Email to Ken Potashner from Seth Putterman cc J. Barnes regarding Causing Damage to the Stock  | TB-00095231-32     |  |  |  |
| 905 | 11/16/2013 | Email to John Todd, Tracy Neumann, Sassan Chakamian from Ken Potashner regarding PAMT Xmas Party   | PAMTNV0153578      |  |  |  |
| 906 | 11/16/2013 | Email to Seth Putterman from Ken Potashner regarding Causing Damage to the Stock   | PAMTNV0154185-86   |  |  |  |
| 907 | 11/19/2013 | Email to Juergen Stark, Ryan Stroud from Katie Price cc D. Lowey, T. Neumann, J. Hanson, K. Potashner, J. Barnes, K. Kenworthy, S. Hariharan, S. Kotte, T. Chan regarding Investor Conference Presentation; <u>Attachment</u> Parametric Turtle Beach IR Presentation Nov 13 Final | PAMTN0089653-82    |  |  |  |
| 908 | 11/21/2013 | Email to John Hanson from Juergen Stark regarding Notes  | VTBH080146-47      |  |  |  |

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| 909 | 11/21/2013 | Parametric Sound Corp. Investor Call, Transcript of Webcast Presentation, filed Nov. 22, 2013 Schedule 14A, <a href="https://www.sec.gov/Archives/edgar/data/1493761/000101968713004593/parametric_defa14a.htm">https://www.sec.gov/Archives/edgar/data/1493761/000101968713004593/parametric_defa14a.htm</a>         |                                    |  |  |  |
| 910 | 11/21/2013 | Minutes of the Regular Quarterly Meeting of the Audit Committee of Parametric Sound Corp.   | TB-00008972-97                     |  |  |  |
| 911 | 11/26/2013 | Parametric Sound Corp. Form 10-K  |                                    |  |  |  |
| 912 | 11/30/2013 | Email to Juergen Stark from Ken Potashner regarding Update  | PAMTNV0088385-86                   |  |  |  |
| 913 | 12/3/2013  | Email to Joshua Weisbord from Ken Potashner regarding Taking Down '13 Numbers   | PAMTNV0158033-35                   |  |  |  |
| 914 | 12/3/2013  | Email to Juergen Stark, Ken Potashner from Joshua Weisbord forwarding Parametric Sound Announces Special Meeting of Stockholders to Consider Proposed Merger with Turtle Beach  | VTBH069913-16                      |  |  |  |
| 915 | 12/3/2013  | Email to David Wambeke from Sanfiego@rrdfsg regarding New Proofs for Special Proxy Are Available; <u>Attachment</u> Parametric Sound FED14A SEC Acceptance; 621612 Def14A As Filed  | Craig-Hallum_Parametric_043533-874 |  |  |  |
| 916 | 12/3/2013  | Parametric Sound Corp. Schedule 14A, Definitive Proxy   |                                    |  |  |  |
| 917 | 12/3/2013  | Parametric Sound Corp. Investor Call, Transcript of Webcast Presentation, filed Dec. 4, 2013, Schedule 14A, <a href="https://www.sec.gov/Archives/edgar/data/1493761/000101968713004700/parametric_defa-120413.htm">https://www.sec.gov/Archives/edgar/data/1493761/000101968713004700/parametric_defa-120413.htm</a> |                                    |  |  |  |
| 918 | 12/3/2013  | Email to Juergen Stark from Ken Potashner forwarding PAMT   | VTBH070635-36                      |  |  |  |
| 919 | 12/4/2013  | Email to Joshua Weisbord from Juergen Stark cc K. Potashner regarding Nintendo Seen Missing Target As Sony-Microsoft Sales Dwarf Wii U - Bloomberg  | VTBH069798-801                     |  |  |  |
| 920 | 12/4/2013  | Email to Joshua Weisbord from Karen Kenworthy regarding Thanks  | STRIPES 0029953                    |  |  |  |
| 921 | 12/4/2013  | Email to Ken Potashner from Juergen Stark regarding Hype  | VTBH069912                         |  |  |  |
| 922 | 12/8/2013  | Email to Juergen Stark, Siddharth Hariharan from Katie Price cc T. Neumann, "Karen," D. Lowey, J. Hanson, T. Chan, S. Kotte, R. Stroud regarding Revised Project Surround Investor Presentation; <u>Attachment</u> Parametric Turtle Beach IR Presentation Dec 8 13   | STRIPES 0033004-34                 |  |  |  |
| 923 | 12/10/2013 | Parametric Sound Corp. Investor Call, Transcript of Webcast Presentation, filed Dec. 11, 2013 Schedule 14A, <a href="https://www.sec.gov/Archives/edgar/data/1493761/000101968713004784/pam_t_def14a.htm">https://www.sec.gov/Archives/edgar/data/1493761/000101968713004784/pam_t_def14a.htm</a>                     |                                    |  |  |  |

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| 924 | 12/11/2013 | Email to Juergen Stark from Ken Potashner regarding "Re"   | PAMTNV0088086       |  |  |  |
| 925 | 12/12/2013 | Email to Ken Potashner from James Barnes regarding PAMT Preliminary Vote Report  | TB-00078294-95      |  |  |  |
| 926 | 12/12/2013 | Email to John Hanson, Juergen Stark, James Barnes from Ken Potashner regarding Further Thought   | VTBH020043          |  |  |  |
| 927 | 12/16/2013 | Email to Daniel Hoverman from Adam Greenway cc M. Dufilho regarding PAMT; <u>Attachment</u> VTB HL NDA; HL - Parametric - Engagement Letter Amendment 7-01-13_Fully Executed   | HL-PARA00038799-807 |  |  |  |
| 928 | 12/17/2013 | Email to Daniel Hoverman from Mark Dufilho regarding Also...   | HL-PARA00089659-60  |  |  |  |
| 929 | 12/18/2013 | Email to Ken Potashner from James Barnes forwarding 2014 Fiscal Year Plan for PAMT; <u>Attachment</u> PAMT - FinProj 12.17.2013 Merger Closes  | TB-00078172-73      |  |  |  |
| 930 | 12/19/2013 | Email to John Hanson from James Barnes regarding Confidential RE 2014 Fiscal Year Plan for PAMT; <u>Attachment</u> PAMT-FinProj-12.17.2013-Merger Closes   | VTBH020085-87       |  |  |  |
| 931 | 12/20/2013 | Email to Elwood Norris, James Honore, Andrew Wolfe, Robert Kaplan, James Barnes bcc J. Todd forwarding Target Closing Date   | PAMTNV0152680       |  |  |  |
| 932 | 12/20/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.   | TB-00009016         |  |  |  |
| 933 | 12/30/2013 | Email to Jeffrey Doherty, Kevin Larkin, Matthew Levering, William Bobrow from John Hanson cc J. Stark, "Karen," B. Murphy regarding Covenant Model Updated; <u>Attachment</u> Liquidity Forecast 12-20 v PNC Proposed Amendment 123013 | STRIPES 0049160-62  |  |  |  |
| 934 | 1/2/2014   | Email to Juergen Stark from John Hanson regarding Bank Call  | STRIPES 0048637-39  |  |  |  |
| 935 | 1/7/2014   | Email to John Hanson from James Barnes regarding Shipments Q1 14 (Your Fiscal 1st Quarter); <u>Attachment</u> PAMT-FinProj- 12.17.2013 Merger Closes   | VTBH019220-23       |  |  |  |
| 936 | 1/10/2014  | Email to Ron Doornink from Ken Potashner regarding HHI Dissolution   | PAMTNV0153227       |  |  |  |
| 937 | 1/13/2014  | Email to Juergen Stark from Karen Kenworthy cc J. Hanson forwarding Closing Dinner   | STRIPES 0036749-51  |  |  |  |
| 938 | 1/13/2014  | Email to Joshua Weisbord from Ken Potashner bcc J. Stark regarding Buy Me 150,000 Drop to Get to 1MM in Big Act Please   | PAMTNV0086846-48    |  |  |  |
| 939 | 1/15/2014  | Parametric Sound Corp. Schedule 13D  |                     |  |  |  |
| 940 | 1/15/2014  | Parametric Sound Corp. Form 8-K/A  |                     |  |  |  |
| 941 | 1/15/2014  | Email to Ken Potashner from John Todd regarding "Re"   | TODD0002165         |  |  |  |
| 942 | 1/16/2014  | Email to John Todd from Ken Potashner regarding ...  | TODD0008971         |  |  |  |

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| 943 | 2/13/2014  | Email to "Karen," Aditi Dubey from John Hanson forwarding 2014 & 2015 Financial Forecasts to Laura Chittick; <u>Attachment</u> 2014 BS.CS.IS Plan File v5vABL; 2014 2015 Financial Forecasts vABL; 2014 2015 Forecasts vABL  | STRIPES 0049191-202 |  |  |  |
| 944 | 2/13/2014  | Email to "Karen," Aditi Dubey from John Hanson forwarding 2014 & 2015 Financial Forecasts to Richard Schultz; <u>Attachment</u> 2014 BS.CS.IS Plan File v5vABL; 2014 2015 Financial Forecasts vABL; 2014 2015 Forecasts vABL | STRIPES 0032694-705 |  |  |  |
| 945 | 3/5/2014   | Kenneth Potashner Parametric Sound Corp. Indemnification Agreement   | TB-00200310-14      |  |  |  |
| 946 | 3/10/2014  | Andrew Wolfe Parametric Sound Corp. Indemnification Agreement  | TB-00200306-09      |  |  |  |
| 947 | 4/23/2014  | Email to Joshua Weisbord from Juergen Stark cc J. Grimley regarding Allocations  | TB-00129570-71      |  |  |  |
| 948 | 4/24/2014  | Email to Joshua Weisbord from Juergen Stark regarding Catching Up  | TB-00129461-62      |  |  |  |
| 949 | 4/28/2014  | Email to Ron Doornink, Henry Nassau, Toby Chan from Juergen Stark forwarding Update  | STRIPES 0073373-75  |  |  |  |
| 950 | 5/7/2014   | Email to "Ken" from Adam Kahn forwarding Follow-Up   | STRIPES 0065996-97  |  |  |  |
| 951 | 5/14/2014  | Kirkland & Ellis Letter to Dechert LLP regarding Documents Must Be Preserved   |                     |  |  |  |
| 952 | 8/11/2014  | Letter from Kirkland & Ellis to Dechert LLP re Turtle Beach Corp. attaching Complaint  | STRIPES 0061743-805 |  |  |  |
| 953 | 11/17/2014 | Plaintiffs' Initial Rule 16.1 Disclosure Statement   |                     |  |  |  |
| 954 | 2/20/2015  | Third Restatement of the Jules Patricof Revocable Living Trust   | Patricof_48-76      |  |  |  |
| 955 | 4/19/2017  | <i>Joshua Weisbord v. Turtle Beach Corp. et al.</i> , Complaint Sup. Ct. Cal. (San Diego)  |                     |  |  |  |
| 956 | 1/19/2018  | Fourth Restatement of the Marcia Patricof Revocable Living Trust   | Patricof_77-103     |  |  |  |
| 957 | 10/8/2018  | Expert Report of John Montgomery   |                     |  |  |  |
| 958 | 4/19/2005  | J.T. Atkins Expert Report, <i>Litigation Trust of MDIP Inc. v. De La Rue Cash Systems, Inc.</i>  |                     |  |  |  |
| 959 | 4/15/2008  | J.T. Atkins Rebuttal Report, <i>Kipperman v. Onex Corp. et al.</i>   |                     |  |  |  |
| 960 | 11/2/2009  | Declaration of J.T. Atkins, <i>Kipperman v. Onex Corp. et al.</i>  |                     |  |  |  |
| 961 | 3/22/2019  | J.T. Atkins Expert Report  |                     |  |  |  |
| 962 | 3/22/2019  | Damage Calculations, Exhibit A to J.T. Atkins Expert Report  |                     |  |  |  |
| 963 | 3/22/2019  | Documents Considered, Exhibit B to J.T. Atkins Expert Report   |                     |  |  |  |
| 964 | 3/22/2019  | Curriculum Vitae, Exhibit C to J.T. Atkins Expert Report   |                     |  |  |  |
| 965 | 3/22/2019  | Parametric DCF Valuation, Prepared by J.T. Atkins  |                     |  |  |  |
| 966 | 3/22/2019  | Price Annotated Graph, Prepared by J.T. Atkins   |                     |  |  |  |
| 967 | 3/22/2019  | Regression Analysis, Prepared by J.T. Atkins   |                     |  |  |  |

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|-----|-----------|---|---------------------|--|--|--|
| 968 | 3/22/2019 | Turtle Beach DCF Valuation, Prepared by J.T. Atkins   |                     |  |  |  |
| 969 | 3/22/2019 | WACC Comparables, Prepared by J.T. Atkins   |                     |  |  |  |
| 970 | 5/24/2019 | J.T. Atkins Expert Rebuttal Report  |                     |  |  |  |
| 971 | 5/24/2019 | Comparison of Projections, Exhibit A to John Atkins Expert Rebuttal Report  |                     |  |  |  |
| 972 | 5/24/2019 | Documents Considered, Exhibit B to J.T. Atkins Expert Rebuttal Report   |                     |  |  |  |
| 973 | 7/15/2019 | J.T. Atkins Supplemental Report   |                     |  |  |  |
| 974 | 3/22/2019 | John Montgomery Expert Report   | PAMT-EXP00001-19    |  |  |  |
| 975 | 3/22/2019 | Curriculum Vitae, Exhibit 1 to John Montgomery Expert Report  | PAMT-EXP000020-23   |  |  |  |
| 976 | 3/22/2019 | Documents Considered, Exhibit 2 to John Montgomery Expert Report  | PAMT-EXP000024      |  |  |  |
| 977 | 3/22/2019 | VTBH Projections Used by Craig-Hallum, and Alleged Revisions, Exhibit 3 to John Montgomery Expert Report  | PAMT-EXP000025      |  |  |  |
| 978 | 3/22/2019 | Implied Changes in Craig-Hallum Valuations - Comparable Public Company Methods, Exhibit 4 to John Montgomery Expert Report  | PAMT-EXP000026-27   |  |  |  |
| 979 | 3/22/2019 | Implied Changes in Craig-Hallum Valuations - Comparable M&A Methods, Exhibit 5 to John Montgomery Expert Report   | PAMT-EXP000028      |  |  |  |
| 980 | 3/22/2019 | Implied Changes in Craig-Hallum Valuations - Discounted Cash Flow Methods, Exhibit 6 to John Montgomery Expert Report   | PAMT-EXP000029      |  |  |  |
| 981 | 3/22/2019 | Summary of Impact of Alleged Financial Shortfall on Craig-Hallum Valuation Metrics, Exhibit 7 to John Montgomery Expert Report  | PAMT-EXP000030      |  |  |  |
| 982 | 3/22/2019 | Estimate of Alleged Damages, Exhibit 8 to John Montgomery Expert Report   | PAMT-EXP000031-32   |  |  |  |
| 983 | 5/24/2019 | John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000001-26 |  |  |  |
| 984 | 5/24/2019 | Additional Materials Considered, Exhibit 1 to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000027    |  |  |  |
| 985 | 5/24/2019 | Atkins "Parametric Projections as of January 15, 2014" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 2(a) to John Montgomery Expert Rebuttal Report          | PAMT-R-EXP000028    |  |  |  |
| 986 | 5/24/2019 | Atkins "Parametric Valuation as of January 15, 2014" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 2(b) to John Montgomery Expert Rebuttal Report            | PAMT-R-EXP000029    |  |  |  |
| 987 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Company Aggregate" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 2(c) to John Montgomery Expert Rebuttal Report | PAMT-R-EXP000030    |  |  |  |

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| 988 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Per Share" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 2(d) to John Montgomery Expert Rebuttal Report      | PAMT-R-EXP000031    |  |  |  |
| 989 | 5/24/2019 | Atkins "Parametric Projections as of January 15, 2014" Without Additional Projected Licensing Revenue, Exhibit 3(a) to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000032    |  |  |  |
| 990 | 5/24/2019 | Atkins "Parametric Valuation as of January 15, 2014" Without Additional Projected Licensing Revenue, Exhibit 3(b) to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000033    |  |  |  |
| 991 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Company Aggregate" Without Additional Projected Licensing Revenue, Exhibit 3(c) to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000034    |  |  |  |
| 992 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Per Share" Without Additional Projected Licensing Revenue, Exhibit 3(d) to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000035    |  |  |  |
| 993 | 5/24/2019 | Atkins "Parametric Projections as of January 15, 2014" with Barnes Aug. 20, 2013 Projected Licensing Revenue and WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 4(a) to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000036    |  |  |  |
| 994 | 5/24/2019 | Atkins "Parametric Valuation as of January 15, 2014" with Barnes Aug. 20, 2013 Projected Licensing Revenue and WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 4(b) to John Montgomery Expert Rebuttal Report    | PAMT-R-EXP000037    |  |  |  |
| 995 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Company Aggregate" With Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 4(c ) to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000038    |  |  |  |
| 996 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Per Share" with Barnes Aug. 20, 2013 Projected Licensing Revenue and WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 4(d) to John Montgomery Expert Rebuttal Report | PAMT-R-EXP000039    |  |  |  |
| 997 | 5/24/2019 | Atkins "Parametric Projections as of January 15, 2014" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 5(a) to John Montgomery Expert Rebuttal Report       | PAMT-R-EXP000040-41 |  |  |  |
| 998 | 5/24/2019 | Atkins "Parametric Valuation as of January 15, 2014" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 5(b) to John Montgomery Expert Rebuttal Report         | PAMT-R-EXP000042    |  |  |  |



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| 999  | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Company Aggregate" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing, Exhibit 5(c) to John Montgomery Expert Rebuttal Report Revenue | PAMT-R-EXP000043 |  |  |  |
| 1000 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Per Share" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 5(d) to John Montgomery Expert Rebuttal Report         | PAMT-R-EXP000044 |  |  |  |
| 1001 | 5/24/2019 | Atkins "Parametric Projections as of January 15, 2014" Using WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 6(a) to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000045 |  |  |  |
| 1002 | 5/24/2019 | Atkins Turtle Beach Valuation as of January 15, 2014" Using WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 6(b) to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000046 |  |  |  |
| 1003 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Company Aggregate" Using WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 6(c) to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000047 |  |  |  |
| 1004 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Per Share" Using WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 6(d) to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000048 |  |  |  |
| 1005 | 5/24/2019 | Atkins "Parametric Projections as of January 15, 2014" with Barnes Aug. 20, 2013 Projected Licensing Revenue and WACC from Craig-Hallum 8/2/13 Fairness, Exhibit 7(a) to John Montgomery Expert Rebuttal Report Opinion     | PAMT-R-EXP000049 |  |  |  |
| 1006 | 5/24/2019 | Atkins "Parametric Valuation as of January 15, 2014" with Barnes Aug. 20, 2013 Projected Licensing Revenue and WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 7(b) to John Montgomery Expert Rebuttal Report       | PAMT-R-EXP000050 |  |  |  |
| 1007 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Per Share" with Barnes Aug. 20, 2013 Projected Licensing Revenue and WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 7(c) to John Montgomery Expert Rebuttal Report    | PAMT-R-EXP000051 |  |  |  |
| 1008 | 5/24/2019 | Regression of Randomly Ordered Parametric Sound Returns Minus Atkins's "Treasury Performance" Variable, Exhibit 8 to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000052 |  |  |  |
| 1009 | 5/24/2019 | Regression of Randomly Ordered Parametric Sound Returns Minus Atkins's "Treasury Performance" Variable, Exhibit 9 to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000053 |  |  |  |

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| 1010 | 5/24/2019   | Summary Statistics - Randomly Ordered Return Variables vs. Randomly Ordered Return Variables Minus "Treasury Performance," Exhibit 10 to John Montgomery Expert Rebuttal Report | PAMT-R-EXP000054 |  |  |  |
| 1011 | 5/24/2019   | Market Model Regression of Parametric Sound Returns, Exhibit 11 to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000055 |  |  |  |
| 1012 | 4/15/2020   | Limited Liability Company Operating Agreement for PAMTP LLC A Multiple Member Managed Limited Liability Company   | Plaintiff_6-19   |  |  |  |
| 1013 | 4/15/2020   | Robert Masterson Assignment of Claim  | Plaintiff_25     |  |  |  |
| 1014 | 4/15/2020   | Marcia Patricof Assignment of Claim   | Plaintiff_26     |  |  |  |
| 1015 | 4/15/2020   | Richard Santulli Assignment of Claim  | Plaintiff_27     |  |  |  |
| 1016 | 4/15/2020   | Barry Weisbord Assignment of Claim  | Plaintiff_28     |  |  |  |
| 1017 | 4/17/2020   | Muriel Etkin Assignment of Claim  | Plaintiff_20     |  |  |  |
| 1018 | 4/17/2020   | Ronald Etkin Assignment of Claim  | Plaintiff_21     |  |  |  |
| 1019 | 4/17/2020   | Alan Goldberg Assignment of Claim   | Plaintiff_22     |  |  |  |
| 1020 | 4/17/2020   | Ann Goldberg Assignment of Claim  | Plaintiff_23     |  |  |  |
| 1021 | 4/22/2020   | Adam Kahn for Ice Rose Capital LLC Assignment of Claim  | Plaintiff_24     |  |  |  |
| 1022 | 4/22/2020   | Levi & Korsinsky Letter to Gilardi & Co. Parametric Settlement  | Plaintiff_1-2    |  |  |  |
| 1023 | 4/22/2020   | IceRose Capital LLC Assignment of Claim   | ICEROSE_105      |  |  |  |
| 1024 | 5/20/2020   | Complaint, <i>PAMT LLC v. Potashner et al.</i> , District Court Clark County  |                  |  |  |  |
| 1025 | 11/2/2020   | Plaintiff PAMTP LLC's Initial Rule 16.1 Disclosure Statement  |                  |  |  |  |
| 1026 | 12/14/2020  | IceRose Capital Management, LLC Response to Subpoena  |                  |  |  |  |
| 1027 | 12/14/2020  | Alan Goldberg Response to Subpoena  |                  |  |  |  |
| 1028 | 12/14/2020  | Ann Goldberg Response to Subpoena   |                  |  |  |  |
| 1029 | 12/14/2020  | Robert Masterson Response to Subpoena   |                  |  |  |  |
| 1030 | 12/14/2020  | Richard T. Santulli Response to Subpoena  |                  |  |  |  |
| 1031 | 12/14/2020  | Barry L. Weisbord Response to Subpoena  |                  |  |  |  |
| 1032 | 5/17/2021   | Plaintiff PAMTP LLC's Response to Defendants' First Set of Requests for Admission   |                  |  |  |  |
| 1033 | 5/17/2021   | Plaintiff PAMTP LLC's Response to Defendants' First Set of Interrogatories  |                  |  |  |  |
| 1034 | 5/18/2021   | Declaration of Muriel Etkin, <i>In re Parametric Sound Corp. Shareholders' Litigation</i>   |                  |  |  |  |
| 1035 | 2/26/2021   | Defendants' Supplemental NRCP 16.1(a)(2) Rebuttal Expert Witness Disclosure   |                  |  |  |  |
| 1036 | 2012 - 2017 | Robert Masterson Morgan Stanley and Oppenheimer Brokerage Statements  | MASTERSON_1-23   |  |  |  |

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| 1037 | 2013 - 2021 | IceRose Master Fund Ltd. Brokerage Statements                               | ICEROSE_1-97;<br>ICEROSE_106-384 |  |  |  |
| 1038 |             | IceRose Trade History Report  | MS_IceRose_HEAR_00001            |  |  |  |
| 1039 | 2013 - 2014 | Oppenheimer & Co. Custodian FBO Barry Weisbord IRA                          | Weisbord_1-10                    |  |  |  |
| 1040 | 2013 - 2017 | Jules and Marcia Patricof Oppenheimer & Co. Brokerage Statements            | Patricof_1-47; Patricof_140-58   |  |  |  |
| 1041 | 2013 - 2018 | Alan Goldberg IRA Oppenheimer and Fidelity Investments Brokerage Statements | GOLDBERG_1-35                    |  |  |  |
| 1042 | 2014 - 2015 | Richard Santulli Oppenheimer and UBS Brokerage Statements                   | Santulli_1-11                    |  |  |  |
| 1043 | 2014 - 2018 | Ronald and Muriel Etkin Brokerage Statement                                 | Etkin_1-9                        |  |  |  |

# **EXHIBIT “3”**

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LLC, SG VTB Holdings, LLC, Kenneth Fox, and  
Juergen Stark*

**EIGHTH JUDICIAL DISTRICT COURT  
CLARK COUNTY, NEVADA**

IN RE PARAMETRIC SOUND  
CORPORATION SHAREHOLDERS'  
LITIGATION

LEAD CASE NO.: A-13-686890-B  
DEPT. NO.: XI

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This Document Related To:  
ALL ACTIONS

**DEFENDANT VTB HOLDINGS, INC. AND  
SPECIALLY APPEARING DEFENDANTS  
KENNETH FOX, JUERGEN STARK,  
STRIPE GROUP LLC, AND SG VTB  
HOLDINGS LLC's PRE-TRIAL  
DISCLOSURE PURSUANT TO NRCP  
16.1(a)(3)**

Defendant VTB Holdings, Inc. and Specially Appearing Defendants Kenneth Fox, Juergen Stark, Stripes Group, LLC, and SG VTB Holdings, LLC (collectively "Non-Director Defendants"), by and through their respective counsel, hereby submit their Pre-Trial Disclosures Pursuant to NRCP 16.1(a)(3). The Non-Director Defendants expressly reserve the right to supplement or otherwise amend this disclosure

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**I. LIST OF WITNESSES (NRCP 16.1(a)(3)(A)(i))**

**A. Non-Director Defendants Intend To Call The Following Witnesses**

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8 Adam Apton  
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9 New York, NY 10006  
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Joshua D.N. Hess  
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**B. Non-Director Defendants May Call The Following Witnesses If The Need Arises**

Joshua Weisbord  
c/o Manning & Kass Ellrod Ramirez Trester LLP  
Alfred De La Cruz  
225 Broadway, Suite 1200  
San Diego, CA 92101  
(415) 217-6990

The Non-Director Defendants reserve the right to call any witness named by any other party and reserves the right to call any witness as may be necessary for the purpose of impeachment. By listing witnesses, the Non-Director Defendants do not intend to waive any objection to testimony by these witnesses and, to the contrary, expressly reserve the right to object to these witness at the time of trial

**II. DEPOSITION TESTIMONY TO BE USED AT TRIAL (NRCP 16.1(a)(3)(A)(ii))**

**A. The Non-Director Defendants May Use The Following Depositions, And Any Exhibits Thereto, As Allowed By Nevada Law:**

1. Doornink, Ronald – July 11, 2019



2. Dufilho, Mark – July 23, 2019
3. Honore, James – May 10, 2019
4. Hoverman, Daniel – December 17, 2013
5. Murphy, Bruce – June 27, 2019
6. Todd, John – August 16, 2019
7. Wambeke, David – December 13, 2013
8. Wambeke, David – August 9, 2019

**B. The Non-Director Defendants Will Use The Following Depositions, And Any Exhibits Thereto, If The Need Arises**

1. Atkins, John – August 20, 2019
2. Etkin, Ronald – March 18, 2021
3. Goldberg, Alan – March 5, 2021
4. Kahn, Adam – March 10, 2021
5. Kaplan, Robert – May 17, 2019
6. Masterson, Robert – March 30, 2021
7. Norris, Elwood – September 6, 2019
8. Patricof, Marcia – April 13, 2021
9. Potashner, Kenneth – May 5, 2021
10. Potashner, Kenneth – August 8, 2019
11. Potashner, Kenneth – December 11, 2013
12. Putterman, Seth – July 2, 2019
13. Santulli, Richard – March 31, 2021
14. Weisbord, Barry – March 11, 2021
15. Wolfe, Andrew – September 5, 2019

The Non-Director Defendants reserve the right to use any deposition designated by any other party. The Non-Director Defendants further reserve the right to use any testimony in the depositions disclosed in Section II.A and II.B for any purpose, including impeachment. By disclosing the depositions in Sections II.A and II.B, the Non-Director Defendants do not intend to

1 waive any objection to any testimony contained in these depositions or any exhibit introduced in  
2 these depositions. The Non-Director Defendants expressly reserve the right to assert such  
3 objections at trial.

4 **III. EXHIBITS (NRCP 16.1(a)(3)(A)(iii))**

5 The Defendants' proposed exhibit list is attached as **Exhibit A**.

6 In addition to the exhibits identified in **Exhibit A**, the Non-Director Defendants may also  
7 rely upon demonstrative and summary exhibits at trial including, but not limited to, the following:

- 8 1. Summaries of the Assignors' trading histories in Parametric stock, as set forth in  
9 their brokerage statements
- 10 2. Timeline of events
- 11 3. Enlarged versions of exhibits
- 12 4. Highlighted versions of exhibits
- 13 5. Versions of exhibits including callouts to improve readability
- 14 6. Graphical depictions of the reverse triangular merger at issue in this matter
- 15 7. Powerpoint presentations

16 The Non-Director Defendants reserve the right to also rely upon any exhibit identified by  
17 any other party. The Non-Director Defendants do not intend to waive any objection to exhibits that  
18 may be designated by other parties and expressly reserve the right to assert such objections at trial.

19  
20 Submitted By:

21 SNELL & WILMER L.L.P.

22 By: /s/ Richard C. Gordon

23 Richard C. Gordon, Esq. (Bar No. 9036)  
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Juergen Stark*

**CERTIFICATE OF SERVICE**

As an employee of Snell & Wilmer L.L.P., I certify that I served a copy of the foregoing  
**DEFENDANT VTB HOLDINGS, INC. AND SPECIALLY APPEARING DEFENDANTS**  
**KENNETH FOX, JUERGEN STARK, STRIPES GROUP LLC, AND SG VTB HOLDINGS**  
**LLC's PRE-TRIAL DISCLOSURE PURSUANT TO NRCP 16.1(a)(3)** on the 13<sup>th</sup> day of July  
 2021, via e-service through Odyssey File and Serve to the email addresses listed below:

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/s/ Richard A. Schaan  
An employee of Snell & Wilmer L.L.P.

# Exhibit A

| Exhibit No. | Date                  | Document Description   | Bates Number                   | Objection | Offered | Admitted |
|-------------|-----------------------|--|--------------------------------|-----------|---------|----------|
| 501         | 12/17/1998            | Limited Partnership Agreement for Patricof Family Limited Partnership  | Patricof_104-39                |           |         |          |
| 502         | 2009                  | Insights Article, "Factors to Consider in Performing a Valuation Analysis For A Fairness Opinion" by Craig A. Jacobson   |                                |           |         |          |
| 503         | 2010 - 2016           | Voyetra Turtle Beach, Inc. EBITDA/EBIT Financials  | Craig-Hallum_Parametric_013064 |           |         |          |
| 504         | 4/3/2012              | Parametric Sound Corp. Form 8-K, dated April 6, 2012, Exhibit 10.1, Kenneth Potashner's Parametric Sound Corp. Employment Agreement  |                                |           |         |          |
| 505         | 11/28/2012            | Email to Ken Potashner, James Barnes, Tracey Neumann from David Mossberg cc S. Hooser regarding Parametric Sound Reports Fiscal 2012 Results; <u>Attachment</u> Webcast Registration, PAMT Live 201211281800178-70964793 | PAMTNV0059710-17               |           |         |          |
| 506         | 12/13/2012            | Minutes of the Regular Meeting of the Board of Directors of Parametric Sound Corp.   | PAMT0000006-7                  |           |         |          |
| 507         | 12/16/2012            | Email to Seth Putterman from Elwood Norris regarding Confidential Preliminary Spin Off Talking Points; <u>Attachment</u> Ken document  | PAMTNV0115550-53               |           |         |          |
| 508         | 12/17/2012            | Notes from Meeting of Representative of Independent Directors with Executive Officers on December 27, 2012   | PAMTNV0000008-10               |           |         |          |
| 509         | 12/31/2012            | Voyetra Turtle Beach, Inc. and Subsidy Consolidated Financial Report   | HL-PARA00032718-42             |           |         |          |
| 510         | 2013 - 2014           | Combined Base Model VTB and PAMT   | Craig-Hallum_Parametric_013066 |           |         |          |
| 511         | 2013 - 2014           | Combined Base Model VTB and PAMT   | HL-PARA00026032                |           |         |          |
| 512         | 1/1/2013              | Stripes Group Corporate Memo to Limited Partners from Ken Fox, Dan Marriott regarding Merger of Voyetra Turtle Beach and Parametric Sound Corporation  | STRIPES 0080787-90             |           |         |          |
| 513         | 1/2/2013 - 10/17/2013 | Elwood Norris Handwritten notes  | PAMTNV0147470-608              |           |         |          |
| 514         | 1/3/2013              | Email to Seth Putterman, Andrew Wolfe, James Honore, Robert Kaplan from James Barnes cc K. Potashner regarding Independent Directors - HHI   | TB-00065692                    |           |         |          |
| 515         | 2/19/2013             | Email to Karen Kenworthy from Juergen Stark cc R. Kulavik, S. Weiss regarding Parametric Sound Corp. Corporate Presentation  | VTBH017722-26                  |           |         |          |
| 516         | 2/21/2013             | Minutes of the Annual Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0078200-13               |           |         |          |
| 517         | 2/22/2013             | Email to Ken Potashner from Stephen Thesing regarding Turtle Beach Market Datapoints   | TB-00069305                    |           |         |          |



|     |           |  |                    |  |  |  |
|-----|-----------|--|--------------------|--|--|--|
| 518 | 2/22/2013 | Email to Steve Miller from Ken Potashner bcc S. Thesing regarding Confirmation of Parametric Sound/Turtle Beach Meeting on March 6th at 10am   | TB-00069306-08     |  |  |  |
| 519 | 2/22/2013 | Email to Andrew Wolfe from Ken Potashner regarding Search Status Update and Benchmarking   | PAMTNV0120408      |  |  |  |
| 520 | 2/28/2013 | Email to Woody Norris from Robert Kaplan regarding BOD Meeting   | TB-00070029-30     |  |  |  |
| 521 | 2/28/2013 | Email to Seth Putterman, Andrew Wolfe, James Honore, Robert Kaplan from James Barnes regarding Friday 8:30 Conference Call with Comp Consultant; <u>Attachment</u> Executive Chairman Total Comp Feb2513 | PAMTNV0120470-71   |  |  |  |
| 522 | 3/1/2013  | Minutes of the Independent Directors and Audit Committee of Parametric Sound Corp.   | PAMTNV0000077-80   |  |  |  |
| 523 | 3/1/2013  | Email to Seth Putterman, Andrew Wolfe, James Honore, Robert Kaplan from James Barnes regarding Friday 8:30 Conference Call with Comp Consultant; <u>Attachment</u> Executive Chairman Total Comp Feb2513 | PAMTNV0123851-52   |  |  |  |
| 524 | 3/5/2013  | Parametric Sound Corp. Form 8-K  |                    |  |  |  |
| 525 | 3/5/2013  | HyperSound Health, Inc. 2013 Equity Incentive Plan, Incentive Stock Option Agreement, Parametric Sound Corp. Form 8-K Exhibit 99.1   |                    |  |  |  |
| 526 | 3/5/2013  | HyperSound Health, Inc. 2013 Equity Incentive Plan, Effective as of February 17, 2013, Parametric Sound Corp. Form 8-K Exhibit 99.2  |                    |  |  |  |
| 527 | 3/6/2013  | Email to Ken Potashner from Juergen Stark cc K. Kenworthy regarding Meeting Today  | TB-00065568        |  |  |  |
| 528 | 3/7/2013  | Email to Karen Kenworthy from Juergen Stark cc J. Stark regarding Parametric Sound...  | STRIPES 0004719-20 |  |  |  |
| 529 | 3/11/2013 | Email to James Barnes from Seth Putterman cc K. Potashner regarding PAMT and HHI   | PAMTNV0123875      |  |  |  |
| 530 | 3/12/2013 | Email to James Barnes, John Todd from Ken Potashner regarding Update   | TB-00069202        |  |  |  |
| 531 | 3/13/2013 | Email to Hal Byer from Ken Potashner cc K. Potashner, J. Bromberg, D. Hoverman, M. Dufilho, J. Todd, J. Barnes regarding Thank You   | HL-PARA00039606-07 |  |  |  |
| 532 | 3/13/2013 | Email to Mark Dufilho from Daniel Hoverman regarding "Re"  | HL-PARA00039584    |  |  |  |
| 533 | 3/15/2013 | Email to James Barnes from Elwood Norris forwarding BOD  | PAMTNV0077743-44   |  |  |  |
| 534 | 3/18/2013 | Email to Adam Greenway from Mark Dufilho cc A. Kupka regarding Parametric Sound  | HL-PARA00040121-22 |  |  |  |
| 535 | 3/19/2013 | Email to David Rust from Robert Kaplan regarding Travel Schedule   | PAMTNV0165722      |  |  |  |

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| 536 | 3/21/2013 | Email to Seth Putterman, Andrew Wolfe, J. Honore, R. Kaplan from James Barnes regarding Confidential HHI License; <u>Attachment</u> GGDocs1 #1909464 v3 License to HyperSound Health                  | PAMTNV0159096-97   |  |  |  |
| 537 | 3/21/2013 | Houlihan Lokey and Ken Potashner Engagement Agreement   | PAMTNV0061969-80   |  |  |  |
| 538 | 3/22/2013 | Email to Ron Doornink, Karen Kenworthy from Juergen Stark regarding Parametric Sound  | STRIPES 0015455-56 |  |  |  |
| 539 | 3/22/2013 | Email to Robert Kaplan, Seth Putterman, Jim Barnes from Elwood Norris regarding BOD   | PAMTNV0144533-35   |  |  |  |
| 540 | 3/24/2013 | Email to Daniel Hoverman from James Barnes cc J. Todd, K. Potashner regarding Investor CA; <u>Attachment</u> PAMT Projections 2013 v4   | TB-00076708-12     |  |  |  |
| 541 | 3/24/2013 | Email to James Barnes from Ken Potashner regarding Model  | TB-00069188        |  |  |  |
| 542 | 3/24/2013 | Email to Robert Kaplan from Elwood Norris regarding Hi Woody  | PAMTNV0165606-07   |  |  |  |
| 543 | 3/26/2013 | Minutes of an Informal Meeting of the Independent Directors of Parametric Sound Corp.   | PAMTNV0000099-101  |  |  |  |
| 544 | 3/27/2013 | Letter Agreement between Houlihan Lokey and Ken Potashner   | PAMTNV0059428-37   |  |  |  |
| 545 | 3/27/2013 | Email to John Todd from "Ken" forwarding License  | TODD0003479-80     |  |  |  |
| 546 | 3/27/2013 | Email to Andrew Wolfe from James Barnes cc R. Kaplan, S. Putterman, J. Honore regarding HHI Licenses  | PAMTNV0077522-24   |  |  |  |
| 547 | 3/27/2013 | Email to Elwood Norris from Seth Putterman cc J Barnes regarding PAMT HHI License Confidential  | PAMTNV0123887      |  |  |  |
| 548 | 3/28/2013 | Email to Juergen Stark from Karen Kenworthy cc K. Fox, B. Murphy regarding PAMT Press Release; <u>Attachment</u> PAMT Scenario Analysis v2  | STRIPES 0004536-39 |  |  |  |
| 549 | 3/28/2013 | Email to Karen Kenworthy from Ken Potashner regarding Update  | STRIPES 0003380    |  |  |  |
| 550 | 3/28/2013 | Email to Ken Potashner from Tracy Neumann cc T. Neumann regarding "forwarding"  | TB-00067120-22     |  |  |  |
| 551 | 3/28/2013 | Email to Ron Doornink from Juergen Stark cc K. Fox, B. Murphy, K. Kenworthy regarding PAMT Press Release  | VTBH008044-48      |  |  |  |
| 552 | 3/28/2013 | Email to Daniel Hoverman, Mark Dufilho, Cyril Berdugo from James Barnes regarding Pipeline and Updated Projections; <u>Attachment</u> PAMT Confidential Pipeline March 2013, PAMT Projections 2013 v6 | TODD0003552-54     |  |  |  |
| 553 | 3/28/2013 | Email to Jim Barnes from "Ken" forwarding Update  | PAMT0039561        |  |  |  |
| 554 | 3/29/2013 | Email to Ken Potashner from Juergen Stark regarding Monday Meeting  | VTBH 011272-73     |  |  |  |
| 555 | 3/29/2013 | Email to John Todd, Ken Potashner from James Barnes regarding Monday's Meeting; <u>Attachment</u> Turtle Beach  | TB-00069147-51     |  |  |  |

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|-----|-----------|---|--------------------|--|--|--|
| 556 | 3/29/2013 | Email to John Todd, James Barnes from Ken Potashner forwarding Monday's Meeting   | PAMTNV0039620-23   |  |  |  |
| 557 | 3/29/2013 | Email to James Barnes from "Ken" regarding Monday's Meeting   | PAMTNV0039630-32   |  |  |  |
| 558 | 3/30/2013 | Email to Ken Potashner from Andrew Wolfe forwarding Turtle Beach Related Aprty Transaction - Monday's Meeting   | PAMTNV0159192-93   |  |  |  |
| 559 | 3/30/2013 | Email to James Barnes from Ken Potashner bcc A. Wolfe regarding Call  | PAMTNV0154146-47   |  |  |  |
| 560 | 3/31/2013 | Email to Cyril Berdugo from James Barnes cc K. Potashner, J. Todd regarding Pipeline and Updated Projections; <u>Attachment</u> PAMT Projections, HSS FY2013 Pipeline | PAMT0034377-80     |  |  |  |
| 561 | 3/31/2013 | Email to Seth Putterman from James Barnes regarding Legal   | PAMTNV0116844      |  |  |  |
| 562 | 3/31/2013 | Email to John Todd from Ken Potashner regarding ...   | TODD0003597        |  |  |  |
| 563 | 3/31/2013 | Email to James Barnes from Ken Potashner regarding Game Day   | PAMTNV0125964      |  |  |  |
| 564 | 3/31/2013 | Parametric Sound Corp. Form 10-Q  |                    |  |  |  |
| 565 | 4/00/2013 | Parametric Sound Corp. Draft For Discussion Purposes Only   | PAMTNV0006093-103  |  |  |  |
| 566 | 4/1/2013  | Email to Ken Fox, Karen Kenworthy, Ron Doornink, Bruce Murphy from Juergen Stark regarding Parametric Info  | STRIPES 0002543-45 |  |  |  |
| 567 | 4/2/2013  | Email to Andrew Wolfe from James Barnes regarding License; <u>Attachment</u> Draft License to HyperSound 4-1-13   | PAMTNV0121915-28   |  |  |  |
| 568 | 4/4/2013  | Email to Robert Kaplan from James Barnes regarding BOD Meet   | PAMTNV0165538      |  |  |  |
| 569 | 4/4/2013  | Minutes of a Joint Meeting of the Board of Directors and Audit Committee of Parametric Sound Corp.  | PAMTNV0000102-04   |  |  |  |
| 570 | 4/5/2013  | Email to Cyril Berdugo from Ken Potashner cc J. Barnes, D. Hoverman, A. Greenway, A. Kupka, J. Todd regarding Demo Follow-Up  | HL-PARA00053912-13 |  |  |  |
| 571 | 4/5/2013  | Email to James Barnes from Ken Potashner forwarding Demo  | PAMTNV0128536-37   |  |  |  |
| 572 | 4/6/2013  | Email to Juergen Stark from Ken Potashner forwarding Update   | TB-00069092-93     |  |  |  |
| 573 | 4/6/2013  | Email to Ken Fox, Ron Doornink, Karen Kenworthy from Juergen Stark forwarding Update  | STRIPES 0010972-73 |  |  |  |
| 574 | 4/6/2013  | Email to Juergen Stark from Ken Fox cc R. Doornink, K. Kenworthy regarding Update   | STRIPES 0012849-51 |  |  |  |
| 575 | 4/6/2013  | Email to Ken Fox, Ron Doornink, Karen Kenworthy, Bruce Murphy from Juergen Stark regarding Parametric Call #2 Update  | STRIPES 0012833-34 |  |  |  |
| 576 | 4/6/2013  | Email to Cyril Berdugo from Daniel Hoverman cc J. Barnes, M. Dufilho, A. Greenway, A. Kupka, john1228@earthlink regarding Demo Follow-Up                              | PAMTNV0034488-90   |  |  |  |

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|-----|-----------|--|--------------------|--|--|--|
| 577 | 4/6/2013  | Email to Ken Fox, Ron Doornink, Karen Kenworthy, Bruce Murphy from Juergen Stark forwarding Gaming/Computing License; <u>Attachment</u> PAMT VTB License Agreement Term Sheet - Draft v1 | STRIPES 0010959-61 |  |  |  |
| 578 | 4/7/2013  | Email to Ken Fox from Juergen Stark cc R. Doornink, K. Kenworthy regarding Update  | STRIPES 0010979-82 |  |  |  |
| 579 | 4/7/2013  | Email to Ken Potashner from James Barnes regarding Non Excl License  | TB-00069078-80     |  |  |  |
| 580 | 4/7/2013  | Email to James Barnes from Ken Potashner regarding Prep  | PAMTNV0162567-68   |  |  |  |
| 581 | 4/7/2013  | Email to Ken Potashner from Mark Dufilho cc J. Todd, J. Barnes, A. Greenway regarding Non Excl License   | PAMTNV0034493-95   |  |  |  |
| 582 | 4/7/2013  | Email to Seth Putterman from Elwood Norris regarding Update  | PAMTNV0113854-56   |  |  |  |
| 583 | 4/8/2013  | Email to Mitch Thrower from Ken Potashner regarding BUMP Contract  | PAMTNV0161505-06   |  |  |  |
| 584 | 4/9/2013  | Email to Daniel Hoverman, Mark Dufilho, Adam Greenway, Andrew Kupka from Cyril Berdugo regarding PAMT Investor Feedback  | HL-PARA00054107    |  |  |  |
| 585 | 4/9/2013  | Email to Ron Doornink, Ken Fox, Karen Kenworthy from Juergen Stark regarding Parametric  | STRIPES 0011584-85 |  |  |  |
| 586 | 4/9/2013  | Email to Kenneth Fox from Ron Doornink forwarding Parametric   | STRIPES 0027277-78 |  |  |  |
| 587 | 4/9/2013  | Email to Ken Potashner, John Todd, Jim Barnes from Mark Dufilho cc A. Greenway regarding Non Excl License  | PAMTNV0034497-502  |  |  |  |
| 588 | 4/14/2013 | Email to Elwood Norris from Seth Putterman regarding Brian and A and Banking   | PAMTNV0147177      |  |  |  |
| 589 | 4/15/2013 | Email to Ken Potashner from Bruce Murphy cc J. Barnes, J. Stark regarding Due Diligence Request Item 2, 2013 YTD Financials; <u>Attachment</u> VTB Inc. 2013 Monthly Confidential        | VTBH003658-61      |  |  |  |
| 590 | 4/15/2013 | Email to Ken Potashner from Bruce Murphy cc J. Stark regarding Due Diligence Request Item 2, 2013 YTD Financials; <u>Attachment</u> VTB Inc. 2013 Monthly Confidential                   | VTBH008571-72      |  |  |  |
| 591 | 4/15/2013 | Email to Ken Potashner from Bruce Murphy cc J. Barnes, J. Stark regarding Item 4 - Summary Financials through 2016; <u>Attachment</u> Summary Financials 2013-16                         | PAMT0042353-54     |  |  |  |
| 592 | 4/17/2013 | Email to Juergen Stark, Ken Potashner from James Barnes regarding Warrants   | VTBH007889         |  |  |  |
| 593 | 4/17/2013 | Email to James Barnes from Juergen Stark cc K. Potashner regarding Warrants  | VTBH015940-41      |  |  |  |
| 594 | 4/18/2013 | Email to Mark Dufilho from Daniel Hoverman regarding Financing   | HL-PARA00054810    |  |  |  |

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| 595 | 4/19/2013 | Email to PAMT Directors from James Barnes cc M. Dufilho, A. Greenway, J. Hentrich regarding Confidential BOD Materials; <u>Attachment</u> VTB and PAMT Rationale, VTB PAMT Term Sheet 4-19-13, VTB Overview | PAMTNV0085838-56               |  |  |  |
| 596 | 4/19/2013 | Email to Andrew Wolfe from Ken Potashner regarding Confidential BOD Materials   | PAMTNV0121888-89               |  |  |  |
| 597 | 4/19/2013 | Email to Ken Potashner from James Barnes cc J. Todd regarding VTB Debt  | TB-00076634                    |  |  |  |
| 598 | 4/20/2013 | Email to James Barnes from Andrew Wolfe cc M. Dufilho, A. Greenway, J. Hentrich, K. Potashner regarding Confidential BOD Materials  | PAMTNV0166123-24               |  |  |  |
| 599 | 4/20/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000117-19               |  |  |  |
| 600 | 4/22/2013 | Email to Ken Potashner from Rick Hartfield cc D. Wambeke regarding Fairness Opinion   | Craig-Hallum_Parametric_013715 |  |  |  |
| 601 | 4/22/2013 | Email to Ken Fox from Juergen Stark cc R. Doornink, K. Kenworthy, B. Murphy, R. Kulavik regarding Notes from Audiologist Meeting  | STRIPES 00002418-20            |  |  |  |
| 602 | 4/22/2013 | Email to Ronald Doornink from Frederick Romano cc "Ken," C. Bonanno, J. Stark, "Molly," S. Weiss, B. Murphy regarding Monday VTB BOD Call   | VTBH 002007                    |  |  |  |
| 603 | 4/22/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000120-21               |  |  |  |
| 604 | 4/23/2013 | Email to Ken Potashner from Juergen Stark regarding Ken re: License Agreement; Attachment PAMT VTB License Agreement Term Sheet - Draft v3  | PAMTNV0108147-51               |  |  |  |
| 605 | 4/24/2013 | Email to "DM" from Ronald Doornink regarding For Our Call Tomorrow; <u>Attachment</u> VTB-Parametric Deal   | STRIPES 0028879-80             |  |  |  |
| 606 | 4/24/2013 | Letter Agreement between Craig-Hallum Capital Group LLC and Ken Potashner   | PAMTNV0042670-75               |  |  |  |
| 607 | 4/25/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000122-25               |  |  |  |
| 608 | 4/25/2013 | Email to Bruce Murphy from Juergen Stark cc R. Doornink, K. Kenworthy regarding Audited Financials  | STRIPES 0001073-74             |  |  |  |
| 609 | 4/26/2013 | Email to Ken Fox from Karen Kenworthy cc D. Marriott, R. Shah regarding PAMT  | STRIPES 0006216-17             |  |  |  |
| 610 | 4/26/2013 | Email to Ritvik Mehta, Sara Mattson, Seth Putterman from Ken Potashner forwarding Parametric Demo   | PAMTNV0107486-89               |  |  |  |
| 611 | 4/26/2013 | Email to Ken Potashner from Seth Putterman cc S. Mattson, E. Norris, J. Barnes regarding Audiologist  | PAMTNV0033216-22               |  |  |  |

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| 612 | 4/27/2013 | Email to "Ken" from Ron Doornink cc J. Stark, "Karen," "DM" regarding Monday's Meeting - Can You Come to VTB  | STRIPES 0006231    |  |  |  |
| 613 | 4/28/2013 | Email to Ron Doornink, Ken Fox, Karen Kenworthy from Juergen Stark forwarding PAMT - My Thoughts and Concerns   | STRIPES 0006263-65 |  |  |  |
| 614 | 4/28/2013 | Email to Ronald Doornink, Ken Fox from Dan Marriott cc J. Stark, K. Kenworthy regarding Monday's Meeting - Can You Come to VTB??  | VTBH 016386-87     |  |  |  |
| 615 | 5/1/2013  | Minutes of the Regular Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000126-33   |  |  |  |
| 616 | 5/3/2013  | Email to Ken Potashner from Joshua Weisbord cc R. Santulli, R. Masterson regarding NDAs/Docs  | PAMTNV0107366-67   |  |  |  |
| 617 | 5/3/2013  | Email to John Todd from Ken Potashner forwarding Update   | TODD0000476        |  |  |  |
| 618 | 5/3/2013  | Email to John Todd, Jim Barnes from Ken Potashner forwarding Call   | TODD0000477        |  |  |  |
| 619 | 5/3/2013  | Email to Ken Potashner from John Todd regarding Thought   | TODD0002187        |  |  |  |
| 620 | 5/5/2013  | Email to James Barnes from Ken Potashner regarding Thoughts   | PAMTNV0162824      |  |  |  |
| 621 | 5/6/2013  | Richard Santulli Confidentiality Agreement  | PAMTNV0078540-44   |  |  |  |
| 622 | 5/7/2013  | Email to Joshua Weisbord, Jim Barnes from Ken Potashner forwarding NDAs/Docs; <u>Attachment</u> PAMT - Investor CA - May 2013 - Santulli; PAMT - Investor CA - May 2013 - Masterson | PAMTNV0150119-27   |  |  |  |
| 623 | 5/11/2013 | Email to Ken Potashner from Seth Putterman cc J. Barnes regarding Short Interest  | TB-00068802-03     |  |  |  |
| 624 | 5/11/2013 | Email to James Barnes from Ken Potashner regarding Confidential Amazon IP Review  | PAMTNV0154419-21   |  |  |  |
| 625 | 5/17/2013 | Email to James Barnes from Ken Potashner regarding Please Bring PAMT Management to See Us At the Earliest Opportunity   | PAMTNV0162532-37   |  |  |  |
| 626 | 5/22/2013 | Email to Juergen Stark from James Barnes cc K. Potashner regarding Commercial Business  | PAMT0049643-45     |  |  |  |
| 627 | 5/22/2013 | Turtle Beach VTB Long Range Forecast First Draft  | STRIPES 0011448-58 |  |  |  |
| 628 | 5/22/2013 | Email to Ken Fox from Juergen Stark regarding PAMT Discussion Tomorrow  | STRIPES 0062747    |  |  |  |
| 629 | 5/23/2013 | Email to John Todd from Ken Potashner regarding "forwarding"  | TODD0000515        |  |  |  |
| 630 | 5/24/2013 | Email to James Barnes from Ken Potashner regarding Random Thoughts  | PAMTNV0162654      |  |  |  |
| 631 | 5/27/2013 | Email to John Todd from Ken Potashner regarding Misc Random Ramblings   | TODD0000517-18     |  |  |  |
| 632 | 5/28/2013 | Email to Ken Potashner from James Barnes cc J. Todd regarding Confidential Audited Financials   | TB-00076489-90     |  |  |  |
| 633 | 5/29/2013 | Email to Mark Dufilho from Mark Dufilho regarding For Ken   | HL-PARA00037441    |  |  |  |

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| 634 | 6/1/2013  | Email to James Barnes from Seth Putterman cc E. Norris regarding The Obvious re TB + PAMT  | PAMTNV0077604      |  |  |  |
| 635 | 6/3/2013  | Email to Seth Putterman from Ken Potashner regarding Update  | PAMTNV0162900      |  |  |  |
| 636 | 6/3/2013  | Email to Seth Putterman from Ken Potashner regarding Update  | PAMTNV0113473-75   |  |  |  |
| 637 | 6/4/2013  | Email to Ken Fox from Karen Kenworthy regarding TB   | STRIPES 0007502-03 |  |  |  |
| 638 | 6/6/2013  | Email to Andrew Wolfe from Ken Potashner regarding Update  | PAMTNV0121821-22   |  |  |  |
| 639 | 6/9/2013  | Email to James Barnes from Ken Potashner regarding Summary of Choices  | PAMTNV0162758      |  |  |  |
| 640 | 6/10/2013 | Email to Ken Fox, Ron Doornink, Karen Kenworthy, Bruce Murphy from Juergen Stark regarding PAMT                                      | VTBH 009959        |  |  |  |
| 641 | 6/10/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.   | PAMTNV0000140-41   |  |  |  |
| 642 | 6/11/2013 | Email to Bruce Murphy from Karen Kenworthy cc J. Stark regarding PNC   | VTBH 002836-39     |  |  |  |
| 643 | 6/20/2013 | Fax to Karen Kenworthy from Ken Potashner regarding Financial Due Diligence  | STRIPES 0013856-57 |  |  |  |
| 644 | 6/20/2013 | Email to Mark Dufilho, Adam Greenway, Daniel Hoverman, Andrew Kupka from Ken Potashner cc J. Hentrich, J. Barnes regarding Diligence | PAMTNV0147846      |  |  |  |
| 645 | 6/25/2013 | Email to Juergen Stark from Ken Potashner regarding Fairness Opinion   | VTBH 010763-64     |  |  |  |
| 646 | 6/25/2013 | Email to "Ken" from John Todd regarding Fairness Opinion   | TODD0002084-85     |  |  |  |
| 647 | 6/25/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.   | PAMTNV0000142-43   |  |  |  |
| 648 | 6/27/2013 | Email to David Wambeke from James Barnes regarding Forecast; <u>Attachment</u> PAMT - Financial Projections - TB v6                  | TB-00075204-06     |  |  |  |
| 649 | 6/29/2013 | Handwritten Notes regarding "Phone Call from Ken Potashner re HHI PAMT & Turtle Bay"   | PAMTNV0163257-65   |  |  |  |
| 650 | 6/30/2013 | Email to Adam Greenway from James Barnes regarding Forecast; <u>Attachment</u> PAMT - Financial Projections TB                       | PAMT0038380-83     |  |  |  |
| 651 | 7/00/2013 | Parametric Sound Corp. Draft For Discussion Purposes Only  | PAMTNV0005066-89   |  |  |  |
| 652 | 7/00/2013 | Craig-Hallum Draft Presentation to the Board of Directors  | PAMTNV0005006-65   |  |  |  |
| 653 | 7/1/2013  | Email to Robert Kaplan from Elwood Norris forwarding Update  | PAMTNV0165442-43   |  |  |  |
| 654 | 7/1/2013  | Email to James Barnes from Robert Kaplan regarding Requested Merger Documents  | TB-00074934        |  |  |  |
| 655 | 7/1/2013  | Email to Seth Putterman from Juergen Stark cc K. Potashner, J. Barnes re PAMT  | TB-00074962-63     |  |  |  |

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| 656 | 7/1/2013     | Email to Seth Putterman from Robert Kaplan cc E. Norris, J. Barnes, J. Hentrich, R. Kaplan, A. Wolfe, J. Honore regarding PAMT 3:30 Tuesday Bd Mtg  | PAMTNV0077610-11   |  |  |  |
| 657 | 7/1/2013     | Email to Ken Potashner from Juergen Stark cc S. Putterman, J. Barnes regarding Update   | PAMTNV0112942-44   |  |  |  |
| 658 | 7/1/2013     | Email to Juergen Stark from Ken Potashner cc S. Putterman, J. Barnes bcc J. Todd, J. Hentrich re Update   | PAMTNV0158938      |  |  |  |
| 659 | 7/1/2013     | Email to David Wambeke from James Barnes cc K. Potashner, R. Wernli regarding Latest VTB Draft 2012 Audit; <u>Attachment</u> Voyetra 2012 FT Draft 6-18-13  | PAMTNV0085701-25   |  |  |  |
| 660 | 7/1/2013     | Email to Juergen Stark from James Barnes cc S. Putterman regarding HHI; <u>Attachment</u> HHIS Stock Option 2013 Q2-March 2013  | PAMTNV0116232-33   |  |  |  |
| 661 | 7/1/2013     | Email to Elwood Norris, Seth Putterman, Andrew Wolfe, James Honore, Robert Kaplan from James Barnes regarding Requested Merger Documents; <u>Attachment</u> Paris Merger Agreement Redline, Project Paris Issues List re 6.14.13 Merger Agreement Draft, PAMT-VTB Issues v2, VTBH-PAMT Merger 20, VTBH + PAMT Merger 19 | PAMTNV0163213-15   |  |  |  |
| 662 | 7/1/2013     | Email to Elwood Norris, James Barnes, John Hentrich from Seth Putterman cc R. Kaplan, A. Wolfe, J. Honore forwarding PAMT 3:30 Tuesday Bd Mtg   | PAMTNV0112896-98   |  |  |  |
| 663 | 7/1/2013     | Email to James Barnes from Elwood Norris regarding Plus/Minus Review  | PAMTNV0033878      |  |  |  |
| 664 | 7/1/2013     | Email to Andrew Wolfe from Elwood Norris forwarding Clarification   | PAMTNV0121816      |  |  |  |
| 665 | 7/1 - 2/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000160-63   |  |  |  |
| 666 | 7/2/2013     | Email to Ken Potashner from Andrew Wolfe forwarding Juergen Computation of Ken Position; Attachment Ownership Value Comparison  | PAMTNV0122315-16   |  |  |  |
| 667 | 7/3/2013     | Email to Ken Potashner from Juergen Stark regarding HHI   | PAMTNV0105854-55   |  |  |  |
| 668 | 7/3/2013     | Email to Jeffrey Doherty from Bruce Murphy cc K. Kenworthy, A. Alexander, K. Larkin, L. Daly, M. Levering, J. Stark regarding TB- Amendment; <u>Attachment</u> VTB 2013-2015 VTB and PAMT Model - Downside  | STRIPES 0008979-82 |  |  |  |
| 669 | 7/3/2013     | Email to Ken Potashner, John Todd from James Barnes regarding October through December Monthly Revenues; <u>Attachment</u> PAMT - Financial   | TB-00123375-76     |  |  |  |
| 670 | 7/3/2013     | Email to Bruce Murphy from James Barnes regarding Confidential - PAMT Numbers; <u>Attachment</u> PAMT - Financial Projections TB v6   | TB-00123439-40     |  |  |  |
| 671 | 7/3/2013     | Email to Elwood Norris from Robert Kaplan regarding Ken   | TB-00123404        |  |  |  |
| 672 | 7/3/2013     | Email to Juergen Stark from Ken Potashner regarding PNC   | PAMTNV0105023-24   |  |  |  |



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| 673 | 7/3/2013 | Email to James Barnes, Seth Putterman from Juergen Stark forwarding HHI  | PAMTNV0112705     |  |  |  |
| 674 | 7/3/2013 | Email to James Barnes from Andrew Wolfe regarding Confidential - Model for Our Discussion -- Not for VTB or Elsewhere  | TB-00074874-75    |  |  |  |
| 675 | 7/4/2013 | Email to Juergen Stark from Ken Potashner regarding Weekend Meeting  | PAMTNV0163004-06  |  |  |  |
| 676 | 7/5/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.   | PAMTNV0000164-70  |  |  |  |
| 677 | 7/5/2013 | Email to Joshua Weisbord from Ken Potashner regarding Letter from Joshua Weisbord to PAMT Board of Directors 7_5_2013  | PAMTNV0105340-41  |  |  |  |
| 678 | 7/5/2013 | Email to James Honore, Seth Putterman, Andrew Wolfe, Elwood Norris, Robert Kaplan from Ken Potashner cc J. Hentrich forwarding Letter from Joshua Weisbord to PAMT Board of Directors 7-5-2013 | PAMTNV0086428-29  |  |  |  |
| 679 | 7/5/2013 | Email to Andrew Wolfe from Ken Potashner cc E. Norris, J. Honore, S. Putterman, R. Kaplan, J. Barnes regarding Update on Executive Session   | PAMTNV0162867     |  |  |  |
| 680 | 7/5/2013 | Email to Andrew Wolfe from Ken Potashner cc E. Norris, J. Honore, S. Putterman, R. Kaplan re Update on Executive Session   | PAMTNV0061347-48  |  |  |  |
| 681 | 7/5/2013 | Email to E. Norris from Puherman forwarding Letter from Joshua Weisbord to PAMT Board of Directors 7_5_2013  | PAMTNV0112687-89  |  |  |  |
| 682 | 7/5/2013 | Email to Andrew Wolfe from Ken Potashner cc E. Norris, J. Honore, S. Putterman, R. Kaplan regarding Update on Executive Session  | PAMTNV0115321     |  |  |  |
| 683 | 7/5/2013 | Email to Seth Putterman from Ken Potashner regarding Conference Call   | PAMTNV0112699-700 |  |  |  |
| 684 | 7/6/2013 | Email to Andrew Wolfe, Ken Potashner, Jim Barnes, Seth Putterman, Robert Kaplan from Elwood Norris regarding Resend of Email to Andy   | PAMT0033896-97    |  |  |  |
| 685 | 7/6/2013 | Email to Woody Norris, Jim Barnes, Andrew Wolfe, James Honore, Seth Putterman from Robert Kaplan regarding Options   | PAMTNV0115318     |  |  |  |
| 686 | 7/6/2013 | Email to Ken Potashner from Seth Putterman cc A. Wolfe, J. Barnes, E. Norris, M. Dufilho, J. Honore, R. Kaplan, J. Hentrich regarding HHI Dilution   | PATMNV0112683-86  |  |  |  |
| 687 | 7/7/2013 | Email to Seth Putterman from Ken Potashner regarding Final Chapter   | PAMTNV0154974-75  |  |  |  |
| 688 | 7/7/2013 | Email to Juergen Stark from Ken Potashner forwarding Draft Press releases; <u>Attachment</u> PAMT-DA-Turtle Beach-2013-v3; PAMT-StrategicUpdate-06-6-2013-v3                                   | VTBH 008077-83    |  |  |  |
| 689 | 7/7/2013 | Email to Seth Putterman from Ken Potashner bcc J. Todd regarding Final Chapter   | PAMTNV0154977     |  |  |  |
| 690 | 7/8/2013 | Email to Elwood Norris, Jim Barnes, Seth Putterman, James Honore, Andrew Wolfe, Robert Kaplan from Ken Potashner cc J. Hentrich forwarding Please Send to Board                                | PAMTNV0112577-78  |  |  |  |

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| 691 | 7/8/2013  | Email to Andrew Wolfe from Ken Potashner regarding HHI Option Replacement   | PAMTNV0121780      |  |  |  |
| 692 | 7/9/2013  | Email to James Barnes from Daniel Hoverman cc K. Potashner, M. Dufilho regarding BDCA   | PAMTNV0100292-93   |  |  |  |
| 693 | 7/9/2013  | Email to Elwood Norris from Seth Putterman forwarding Update  | PAMTNV0115310-11   |  |  |  |
| 694 | 7/9/2013  | Email to Woody Norris from Robert Kaplan regarding HHI  | PAMTNV0144449-51   |  |  |  |
| 695 | 7/10/2013 | Email to Mark Dufilho, Adam Greenway, Andrew Kupka, Daniel Hoverman from David Wambeke cc M. Celin regarding Transaction Timing; <u>Attachment</u> VTB Request List   | HL-PARA00053093-94 |  |  |  |
| 696 | 7/10/2013 | Email to Andrew Wolfe from Seth Putterman regarding More HHI Scenarios  | PAMTNV0112558-59   |  |  |  |
| 697 | 7/10/2013 | Email to Andrew Wolfe from Elwood Norris regarding Update   | PAMTNV0121770      |  |  |  |
| 698 | 7/11/2013 | Email to Juergen Stark from Ken Potashner regarding Legal Effort PAMT   | PAMTNV0105035-36   |  |  |  |
| 699 | 7/12/2013 | Email to Juergen Stark from Ken Potashner forwarding Letter from Joshua Weisbord to PAMT Board of Directors 7_5_2013  | VTBH 003922-23     |  |  |  |
| 700 | 7/12/2013 | Email to Mark Dufilho from Ken Potashner cc J. Barnes, D. Hoverman bcc J. Todd regarding Stripes Debt Terms   | PAMTNV0158018      |  |  |  |
| 701 | 7/12/2013 | Email to Juergen Stark from Ken Potashner regarding "Re"  | VTBH009741-42      |  |  |  |
| 702 | 7/12/2013 | Email to Juergen Stark from Ken Potashner regarding Update  | PAMTNV0104290-94   |  |  |  |
| 703 | 7/15/2013 | Email to Rhonda Robinson from Bruce Murphy regarding Data Room; <u>Attachment</u> All Sales Plan 6.26.2013, Turtle Beach Lender Presentation - July Final, VTB 2013-2014 Model-Base   | TB-00113037-122    |  |  |  |
| 704 | 7/18/2013 | Email to James Barnes from David Wambeke cc K. Potashner, M. Celin regarding VTB Timing; <u>Attachment</u> PAMT - Financial Projections TBv6, PAMT Stockownership 6302013, Stock Option 2013Q3-6302013, VTBH-PAMT Merger - 19 | TB-00063871-77     |  |  |  |
| 705 | 7/18/2013 | Email to Bruce Murphy from Adam Greenway cc M. Dufilho, K. Kenworthy, D. Hoverman, A. Kupka regarding Quick To-Dos  | HL-PARA00029522-27 |  |  |  |
| 706 | 7/18/2013 | Email to Adam Greenway from Andrew Kupka regarding VTB; <u>Attachment</u> Turtle Beach 2013 & 2014 Financials Analysis  | HL-PARA00029528-29 |  |  |  |
| 707 | 7/19/2013 | Email to Mark Dufilho, Daniel Hoverman from Adam Greenway regarding VTB; <u>Attachment</u> Turtle Beach_2013 & 2014 Financial Analysis  | HL-PARA00029733-34 |  |  |  |
| 708 | 7/19/2013 | Email to Robert Kaplan from Elwood Norris regarding A Few Thoughts  | PAMTNV0165333      |  |  |  |
| 709 | 7/19/2013 | Email to Elwood Norris from Robert Kaplan regarding A Few Thoughts  | PAMTNV0061508      |  |  |  |
| 710 | 7/19/2013 | Email to Robert Kaplan from Juergen Stark regarding Thank You   | PAMTNV0061416-17   |  |  |  |
| 711 | 7/19/2013 | Email to Elwood Norris from Ken Potashner regarding TB  | PAMTNV0158040-41   |  |  |  |

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| 712 | 7/20/2013 | Email to Ron Doornink from Juergen Stark forwarding Info   | VTBH 000124                       |  |  |  |
| 713 | 7/20/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.   | PAMT0000171-74                    |  |  |  |
| 714 | 7/20/2013 | Email to Andrew Wolfe from Juergen Stark cc J. Barnes, K. Potashner re Bullet Points   | PAMTNV0121699-700                 |  |  |  |
| 715 | 7/20/2013 | Email to Juergen Stark from Ken Potashner regarding Bullet Points  | PAMTNV0104896-97                  |  |  |  |
| 716 | 7/20/2013 | Email to David Wambeke from James Barnes cc A. Kupka regarding PAMT Projections; <u>Attachment</u> PAMT - Financial ProjectionsTB-v7                             | Craig-Hallum_Parametric_016496-97 |  |  |  |
| 717 | 7/21/2013 | Email to Ken Potashner from James Barnes forwarding DA Financial Statements; <u>Attachment</u> VTB Inc. Financials 6 2013  | PAMT0041429-35                    |  |  |  |
| 718 | 7/21/2013 | Email to Bruce Murphy, Tony Chan, Karen Kenworthy, Ken Fox from Juergen Stark cc R. Doornink forwarding VTB PAMT Acquisition                                     | VTBH 011635-36                    |  |  |  |
| 719 | 7/21/2013 | Email to Ken Potashner from Andrew Wolfe regarding VTB PAMT Acquisition  | PAMTNV0122205-06                  |  |  |  |
| 720 | 7/21/2013 | Email to Elwood Norris, James Barnes, James Honore, Seth Putterman from Andrew Wolfe cc K. Potashner, R. Kaplan, J. Hentrich forwarding VTB PAMT Acquisitions    | PAMTNV0122212                     |  |  |  |
| 721 | 7/21/2013 | Email to Ken Potashner, Jim Barnes, Andy Wolfe from Juergen Stark cc R. Doornink regarding VTB PAMT Acquisition  | TB-00063624-25                    |  |  |  |
| 722 | 7/21/2013 | Email to Jim Barnes from "Ken" cc A. Wolfe regarding HHI and My Resignation  | PAMTNV0041262                     |  |  |  |
| 723 | 7/22/2013 | Email to Juergen Stark from Ron Doornink forwarding Update   | VTBH 013436-37                    |  |  |  |
| 724 | 7/22/2013 | Email to Andrew Wolfe, Elwood Norris, James Barnes, James Honore, Seth Putterman, Ken Potashner, John Hentrich from Robert Kaplan regarding VTB PAMT Acquisition | PAMTNV0112517-19                  |  |  |  |
| 725 | 7/22/2013 | Email to Bruce Murphy from David Wambeke cc M. Dufilho, A. Greenway, M. Celin regarding Follow-Up Question; <u>Attachment</u> 2015 - 2016                        | HL-PARA00030163                   |  |  |  |
| 726 | 7/22/2013 | Email to Andrew Wolfe from Ken Potashner regarding Update  | PAMTNV0121675                     |  |  |  |
| 727 | 7/22/2013 | Email to Andrew Wolfe from Ken Potashner regarding VTB PAMT Acquisition  | PAMTNV0158539-40                  |  |  |  |
| 728 | 7/23/2013 | Email to PAMT Directors from James Barnes forwarding Draft Materials; <u>Attachment</u> PAMT_BOD Presentation_7.23.13  | PAMTNV0165277-301                 |  |  |  |
| 729 | 7/23/2013 | Email to John Todd from Ken Potashner regarding VTB PAMT Acquisition   | TODD0006360-62                    |  |  |  |

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| 730 | 7/23/2013 | Email to Daniel Hoverman, Mark Dufilho, David Wambeke from James Barnes cc A. Greenway, A. Kupka, K. Potashner regarding Revised 81/19 Exchange Ratio; <u>Attachment</u> VTB Request List VTBH-PAMTmerger-19-v2-7232013<br>NEED ATTACHMENT | PAMTNV0044919-20   |  |  |  |
| 731 | 7/23/2013 | Minutes of the Special Joint Meeting of the Board of Directors and Audit Committee of Parametric Sound Corp.   | PAMTNV0000175-77   |  |  |  |
| 732 | 7/23/2013 | Email to Ken Potashner from Robert Kaplan cc A. Wolfe, E. Norris, J. Barnes, J. Honore, S. Putterman, J. Hentrich regarding VTB PAMT Acquisition   | PAMTNV0112504-07   |  |  |  |
| 733 | 7/23/2013 | Email to PAMT Directors from James Barnes forwarding BOD Meeting; <u>Attachment</u> Project Beam Fairness Opinion Presentation (Draft) 7.23.13   | TB-00063504-65     |  |  |  |
| 734 | 7/23/2013 | Email to Andrew Wolfe from Ken Potashner forwarding Update   | PAMTNV0121546      |  |  |  |
| 735 | 7/23/2013 | Email to David Lowey, Bob Picunko from Juergen Stark cc S. Hariharan, K. Potashner, J. Barnes, T. Neumann, D. Mossberg regarding Preparing for Agreement Announcement; <u>Attachment</u> PAMT-DA-Turtle Beach-2013-v3                      | PAMTNV0103786-91   |  |  |  |
| 736 | 7/23/2013 | Email to Andrew Wolfe from Ken Potashner forwarding Break Up License   | PAMTNV0121554-56   |  |  |  |
| 737 | 7/24/2013 | Email to Adam Greenway from Bruce Murphy cc D. Wambeke, M. Dufilho, M. Celin regarding Follow-Up Question  | HL-PARA00048176-79 |  |  |  |
| 738 | 7/24/2013 | Email to Juergen Stark from Ken Potashner regarding Break Up License   | VTBH 011230-35     |  |  |  |
| 739 | 7/25/2013 | Minutes of the Meeting of the Board of Directors of VTB Holdings, Inc. & Voyetra Turtle Beach, Inc.  | STRIPES 0079451-56 |  |  |  |
| 740 | 7/25/2013 | Email to Juergen Stark from Ken Potashner regarding Interesting Question   | PAMTNV0104079-80   |  |  |  |
| 741 | 7/28/2013 | Email to Ken Potashner from Juergen Stark regarding Tony re Lock Ups   | PAMTNV0103444-49   |  |  |  |
| 742 | 7/29/2013 | Email to Ken Potashner from Juergen Stark regarding Series B/Phantom   | PAMTNV0103520-21   |  |  |  |
| 743 | 7/29/2013 | Email to James Honore, Robert Kaplan, Elwood Norris, James Barnes, Seth Putterman, Andrew Wolfe from Ken Potashner cc J. Hentrich regarding Update   | PAMTNV0112975-76   |  |  |  |
| 744 | 7/30/2013 | Email to Robert Wernli, Ken Potashner, James Barnes, Daniel Hoverman, Mark Dufilho, Adam Greenway from Andrew Kupka cc J. Hentrich, J. Schendel regarding FY2012 Draft VTBH Financials; <u>Attachment</u> VTB Holdings 2012 FS Draft       | PAMTNV0166542-67   |  |  |  |
| 745 | 7/31/2013 | Email to Adam Greenway from Bruce Murphy cc M. Dufilho regarding YTD Financials; <u>Attachment</u> VTB Inc. 2013 Monthly Financial Statement   | HL-PARA00048745-47 |  |  |  |

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| 746 | 7/31/2013 | Email to James Barnes, Mark Dufilho from Adam Greenway cc K. Potashner, A. Kupka, D. Hoverman regarding DA Financial Statements; <u>Attachment</u> VTB 2013 & 2014 Financials Analysis June YTD | TB-00062807-09                    |  |  |  |
| 747 | 7/31/2013 | Minutes of the Special Joint Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000185-86                  |  |  |  |
| 748 | 7/31/2013 | Email to Woody Norris from Robert Kaplan regarding JET et al  | PAMTNV0144512                     |  |  |  |
| 749 | 7/31/2013 | Email to Ken Potashner from Juergen Stark cc A. Wolfe, K. Potashner regarding 1 License Issue   | TB-00062940-41                    |  |  |  |
| 750 | 8/1/2013  | Letter to Kenneth Potashner from Daniel Hoverman regarding March 21, 2013 Engagement Letter   | PAMTNV0000311-12                  |  |  |  |
| 751 | 8/1/2013  | Email to Bruce Murphy from David Wambeke regarding VTB Forecast   | TB-00115410                       |  |  |  |
| 752 | 8/1/2013  | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.  | PAMT0000187-88                    |  |  |  |
| 753 | 8/1/2013  | Email to Ken Potashner from Juergen Stark regarding Open Issues on PAMT License   | PAMTNV0102938-40                  |  |  |  |
| 754 | 8/2/2013  | Craig Hallum Presentation to the Board of Directors   | PAMTNV0006298-357                 |  |  |  |
| 755 | 8/2/2013  | Email to John Todd from Ken Potashner regarding Reg Rights Excerpts   | PAMTNV0157620-24                  |  |  |  |
| 756 | 8/2/2013  | Minutes of the Special Joint Meeting of the Board of Directors & Compensation Committee of Parametric Sound Corp.   | PAMT0000189-98                    |  |  |  |
| 757 | 8/2/2013  | Letter to Parametric Sound Corp. Board of Directors from Craig Hallum Capital Group LLC regarding Fairness Opinion  | PAMT0001959-61                    |  |  |  |
| 758 | 8/2/2013  | Email to Jeremy Levy, Tony Chan, Sarah Rivard, Ken Potashner, John Hentrich from Juergen Star regarding Lock Up   | TB-00062335-36                    |  |  |  |
| 759 | 8/2/2013  | Email to Juergen Stark from Ken Potashner regarding Revised Plan  | PAMTNV0101185-87                  |  |  |  |
| 760 | 8/2/2013  | Email to James Barnes from David Wambeke regarding Opinion; <u>Attachment</u> Craig-Hallum Fairness Opinion   | Craig-Hallum_Parametric_018936-96 |  |  |  |
| 761 | 8/4/2013  | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.  | PAMTNV0000199-200                 |  |  |  |
| 762 | 8/5/2013  | Email to Juergen Stark from Ken Potashner regarding Paris - Revisions to Merger Agreement   | VTBH 001570-72                    |  |  |  |
| 763 | 8/5/2013  | Email to Juergen Stark from Ken Fox cc R. Doornink, K. Kenworthy forwarding PAMT - Press Release?; <u>Attachment</u> Paris PR 8-4-2013 v17_SG_KK  | STRIPES 0035226-34                |  |  |  |
| 764 | 8/5/2013  | Email to Ken Fox from Karen Kenworthy regarding PAMT - Press Release?   | STRIPES 0035235                   |  |  |  |

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| 765 | 8/5/2013 | Email to Tony Chan, William Elder, Jeremy Levy from John Hentrich cc R. Wernli, M. Holder, J. Barnes re Ken Potashner HHI Releases/Option Amendment; <u>Attachment</u> HyperSound Health Inc. 2013 Equity Incentive Plan  | PAMTNV0070604-44   |  |  |  |
| 766 | 8/5/2013 | Email to Cody Cowper, John Hentrich, Tony Chan, William Elder, Jeremy Levy from Robert Wernli cc M. Holder, J. Barnes, J. Schendel re Ken Potashner HHI Releases/Option Amendment; <u>Attachment</u> 8 Todd Parametric Docs Final Signed by Todd                    | PAMTNV0070649-99   |  |  |  |
| 767 | 8/5/2013 | Email to James Barnes from Seth Putterman cc E. Norris, K. Potashner regarding Confidential -- Final Planned Press Release  | PAMTNV0124027      |  |  |  |
| 768 | 8/6/2013 | Email to Ken Potashner, James Barnes from Adam Greenway cc M. Dufilho, A. Kupka, D. Hoverman regarding Go-Shop Process; <u>Attachment</u> PAMT Go-Shop Buyers List 8-6-2013, Parametric Sound Corporation to Merge with Turtle Bay, PAMT-Corp Presentation May 2013 | PAMTNV0038748-75   |  |  |  |
| 769 | 8/6/2013 | Email to David Mossberg from Tracy Neumann cc K. Potashner, S. Hooser regarding Adam Kahn@IceRose   | TB-00129262        |  |  |  |
| 770 | 8/7/2013 | Email to Mark Dufilho from Daniel Hoverman regarding Draft Email To Ken   | HL-PARA00050456-57 |  |  |  |
| 771 | 8/7/2013 | Email to Mark Dufilho from Daniel Hoverman regarding Solution   | HL-PARA00094211-12 |  |  |  |
| 772 | 8/7/2013 | Email to Karen Kenworthy from Tony Chan regarding Solution  | STRIPES 0015532-33 |  |  |  |
| 773 | 8/7/2013 | Email to Ken Potashner from Juergen Stark cc D. Hoverman, M. Dufilho, R. Wernli, J. Hentrich, J. Barnes, T. Chan, K. Kenworthy, R. Doornink regarding Solutions; <u>Attachment</u> Additional Disclosure  | STRIPES 0054682-85 |  |  |  |
| 774 | 8/7/2013 | Email to Juergen Stark from Ken Potashner cc K. Kenworthy regarding Thoughts  | STRIPES 0055044    |  |  |  |
| 775 | 8/7/2013 | Email to Juergen Stark, Karen Kenworthy, Ron Doornink from Ken Potashner regarding New Thought Based On Our Discussion  | PAMTNV0153463      |  |  |  |
| 776 | 8/8/2013 | Email to Juergen Stark from "Ken" regarding Final Script for Earnings Call  | TODD0006515-16     |  |  |  |
| 777 | 8/8/2013 | Parametric Sound Management F3Q13 Results - Earnings Call Transcript  |                    |  |  |  |
| 778 | 8/8/2013 | Email to John Todd from "Ken" forwarding Huge Win   | TODD0006507        |  |  |  |
| 779 | 8/8/2013 | Email to Ken Potashner from Joshua Weisbord forwarding Mike Malouf  | PAMTNV0148949-50   |  |  |  |
| 780 | 8/8/2013 | Email to Juergen Stark from Ken Potashner regarding Final Script for Earnings Call  | VTBH005430-31      |  |  |  |
| 781 | 8/8/2013 | Email to Mark Dufilho from Ken Potashner re Comps   | PAMTNV0171692-95   |  |  |  |
| 782 | 8/8/2013 | Email to John Todd from "Ken" forwarding Final Script for Earnings Call   | TODD0006513-14     |  |  |  |
| 783 | 8/8/2013 | Email to Juergen Stark from John Todd cc K. Potashner forwarding Preview; <u>Attachment</u> Juergen Earnings Call Script v4 With Forward Docs, Untitled   | TODD0009840-43     |  |  |  |

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| 784 | 8/8/2013  | Email to Juergen Stark from Ken Potashner regarding Last Input Before Call Later   | PAMTNV0100947      |  |  |  |
| 785 | 8/8/2013  | Parametric Sound Corp. Conference Call, Transcript of Webcast Presentation, filed Aug. 9, 2013 Schedule 14A, <a href="https://www.sec.gov/Archives/edgar/data/1493761/000101968713002955/pamt_defa14a-080913.htm">https://www.sec.gov/Archives/edgar/data/1493761/000101968713002955/pamt_defa14a-080913.htm</a> |                    |  |  |  |
| 786 | 8/8/2013  | Email to Juergen Stark from Bruce Murphy cc T. Chan, K. Kenworthy, J. Levy regarding Earnings Call; <u>Attachment</u> Juergen Earnings Call Script Final   | VTBH015088-94      |  |  |  |
| 787 | 8/8/2013  | Email to Daniel Hoverman from Mark Dufilho regarding Comps   | HL-PARA00094190-94 |  |  |  |
| 788 | 8/9/2013  | Email to Mark Dufilho from Ken Potashner regarding "Re"  | PAMTNV0158686      |  |  |  |
| 789 | 8/9/2013  | Email to Ken Potashner from Juergen Stark cc J. Todd, S. Weiss regarding Range   | VTBH 004040-41     |  |  |  |
| 790 | 8/9/2013  | Email to Ken Potashner, Jim Barnes, Dave Mossberg, David Lowey from Juergen Stark regarding Final Script for Earnings Call; <u>Attachment</u> Juergen - Earnings Call Script Final   | TB-00060639-42     |  |  |  |
| 791 | 8/12/2013 | Email to James Barnes from David Pratt cc T. Savitt, J. Todd regarding Pipeline Urgent; <u>Attachment</u> HSS FY2013 Pipeline - 32292013v3; PAMT Forecast v6.2   | PAMTNV0081406-07   |  |  |  |
| 792 | 8/20/2013 | Email to Ken Potashner, James Barnes from Adam Greenway cc D. Hoverman, M. Dufilho, A. Kupka regarding Parametric Go-Shop Process; <u>Attachment</u> PAMT Go-Shop Buyers List 8-20-2013  | PAMTNV0038811-12   |  |  |  |
| 793 | 8/21/2013 | Email to Juergen Stark from Ken Potashner regarding Juergen  | PAMTNV0099910-11   |  |  |  |
| 794 | 8/21/2013 | Email to Juergen Stark from Ken Potashner cc K. Kenworthy, J. Barnes, J. Todd regarding Convert Approval   | VTBH 013281-82     |  |  |  |
| 795 | 8/23/2013 | Email to Daniel Hoverman from James Barnes regarding Cash Forecast; <u>Attachment</u> PAMT - Financial Projections - Sorbus v2   | TB-00070195-97     |  |  |  |
| 796 | 8/26/2013 | Email to James Barnes from Andrew Kupka cc A. Greenway regarding Cash Forecast; <u>Attachment</u> PAMT - Financial Projections - Sorbus v1   | TB-00070144-48     |  |  |  |
| 797 | 8/28/2013 | Email to John Todd from Ken Potashner forwarding Qualcomm  | TODD0006768        |  |  |  |
| 798 | 9/3/2013  | Email to Tiffany Duong from Sassan Chakamian forwarding Demo System  | TB-00129266        |  |  |  |
| 799 | 9/5/2013  | Email to Ken Potashner from John Todd regarding Craig Hallum Fee Agreement   | TODD0002222-24     |  |  |  |
| 800 | 9/5/2013  | Email to Juergen Stark from Karen Kenworthy regarding Craig Hallum Fee Agreement   | STRIPES 0039291-94 |  |  |  |

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| 801 | 9/6/2013  | Email to Juergen Stark, Ken Potashner from Joshua Weisbord cc J. Stark regarding SEC Comments...  | VTBH098070       |  |  |  |
| 802 | 9/9/2013  | Email to Juergen Stark, Daniel Hoverman from Bruce Murphy cc J. Stark, T. Chan, J. Levy, W. Elders, A. Kneapler, M. Dufilho, A. Greenway, A. Kupka, J. Hentrich, R. Wernli regarding VTBH Information; <u>Attachment</u> VTB Subordinated Note - SG VTB Holdings LLC, VTB Draft Historical Financials Q112-Q213 Corrected | VTBH097643-59    |  |  |  |
| 803 | 9/12/2013 | Email to Ken Potashner, Juergen Stark from Joshua Weisbord regarding Maybe This Is Whats Happening...   | PAMTNV0098565-66 |  |  |  |
| 804 | 9/12/2013 | Email to Ken Potashner from Joshua Weisbord cc J. Stark regarding Thanks Again  | PAMTNV0098581-83 |  |  |  |
| 805 | 9/12/2013 | Email to Joshua Weisbord from Juergen Stark cc K. Potashner regarding Maybe This Is What's Happening...   | PAMTNV0098567-68 |  |  |  |
| 806 | 9/13/2013 | Email to Ken Potashner from Juergen Stark regarding Josh  | PAMTNV0098641    |  |  |  |
| 807 | 9/13/2013 | Email to Ken Potashner from Joshua Weisbord regarding PAMT  | PAMTNV0098631-35 |  |  |  |
| 808 | 9/13/2013 | Email to Juergen Stark from Joshua Weisbord cc K. Potashner regarding Dinner Between Juergen Stark and Robert Masterson   | PAMTNV0098650-51 |  |  |  |
| 809 | 9/13/2013 | Email to Ron Doornink, Ken Fox, Karen Kenworthy from Juergen Stark cc B. Murphy, T. Chan regarding Proxy Timing   | VTBH097501       |  |  |  |
| 810 | 9/14/2013 | Email to Juergen Stark from Ken Potashner bcc J. Todd regarding Things We Need to Assess  | PAMTNV0158117-18 |  |  |  |
| 811 | 9/16/2013 | Email to Ken Potashner from Juergen Stark regarding Further Thought on \$5M   | PAMTNV0097616-19 |  |  |  |
| 812 | 9/16/2013 | Email to Juergen Stark from Ken Potashner regarding Further Thought on \$5M   | PMTNV0097604-07  |  |  |  |
| 813 | 9/17/2013 | Email to Karen Kenworthy from Juergen Stark cc B. Murphy regarding HL and the Debt Raise  | VTBH097329-31    |  |  |  |
| 814 | 9/18/2013 | Email to Juergen Stark from Joshua Weisbord cc K. Potashner, J. Grimley regarding Interesting Data Point  | PAMTNV0097661-62 |  |  |  |
| 815 | 9/18/2013 | Email to Joshua Weisbord from Ken Potashner cc J. Stark regarding Interesting Data Point  | PAMTNV0155750-51 |  |  |  |
| 816 | 9/19/2013 | Email to Sassan Chakamian from Ken Potashner regarding Comments   | PAMTNV0154354-56 |  |  |  |
| 817 | 9/19/2013 | Email to Ken Potashner from Joshua Weisbord regarding Dinner Between Juergen Stark and Robert Masterson   | PAMTNV0098654-55 |  |  |  |
| 818 | 9/20/2013 | Email to Juergen Stark from Robert Masterson regarding Dinner   | TB-00129238      |  |  |  |



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| 819 | 9/23/2013  | Email to James Barnes from Ken Potashner regarding Schedule Slips   | TB-00095991-92     |  |  |  |
| 820 | 9/23/2013  | Email to Ken Potashner from Adam Kahn regarding Meeting Thursday  | TB-00129261        |  |  |  |
| 821 | 9/23/2013  | Email to Juergen Stark from Ken Potashner regarding Schedule Slips  | VTBH096707         |  |  |  |
| 822 | 9/23/2013  | Email to Ken Potashner from Juergen Stark regarding Schedule Slips  | VTBH096692-93      |  |  |  |
| 823 | 9/24/2013  | Email to Elwood Norris from Ken Potashner regarding Pls Be Smart  | PAMTNV0153650      |  |  |  |
| 824 | 9/26/2013  | Email to Stephen Thesing from Todd Savitt regarding McDonalds Feedback  | TB-00096548        |  |  |  |
| 825 | 9/30/2013  | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corporation  | PAMTNV0000201-02   |  |  |  |
| 826 | 10/2/2013  | Email to Sassan Chakamian from Ken Potashner forwarding Soundbar  | TB-00095858-59     |  |  |  |
| 827 | 10/3/2013  | Email to Ken Potashner from Robert Kaplan cc J. Honore, S. Putterman, Elwood Norris, J. Barnes, J. Hentrich regarding Andy Wolfe          | TB-00095846        |  |  |  |
| 828 | 10/3/2013  | Email to Elwood Norris from Juergen Stark regarding Aiming Ideas  | VTBH096008-10      |  |  |  |
| 829 | 10/3/2013  | Email to Ken Potashner from Robert Kaplan cc J. Honore, S. Putterman, E. Norris, J. Barnes, J. Hentrich regarding Andy Wolfe              | PAMTNV0112365      |  |  |  |
| 830 | 10/4/2013  | Email to Ron Doornink, Ken Fox from Juergen Stark regarding Confidential: MSFT Headsets; <u>Attachment</u> XBOX One Headset Recovery Plan | STRIPES 0081782-88 |  |  |  |
| 831 | 10/4/2013  | Email to Juergen Stark from Joshua Weisbord regarding PAMT-TB Valuation Post Merger; <u>Attachment</u> PAMT-TB Valuation Post Merger      | PAMTNV0096360-61   |  |  |  |
| 832 | 10/7/2013  | Email to John Todd from Ken Potashner forwarding Mutual Nervous   | TB-00103647-48     |  |  |  |
| 833 | 10/8/2013  | Email to John Todd from "Ken" forwarding Mutual Nervous   | TODD0007379        |  |  |  |
| 834 | 10/10/2013 | Email to Juergen Stark from Joshua Weisbord forwarding PAMT Update 10-9-2013  | VTBH095062-63      |  |  |  |
| 835 | 10/10/2013 | Email to David Lowey from Juergen Stark cc Bob Picunko regarding uSoft  | VTBH095139-40      |  |  |  |
| 836 | 10/11/2013 | Email to John Hanson from Bruce Murphy regarding Matrix of Plans/Forecasts  | VTBH063126-29      |  |  |  |
| 837 | 10/11/2013 | Email to James Barnes from Ken Potashner regarding Your Availability  | PAMTNV0158643-44   |  |  |  |
| 838 | 10/11/2013 | Email to Joshua Weisbord from Ken Potashner forwarding Message to Prospective Investors; <u>Attachment</u> Untitled attachment 06174      | PAMTNV0150031-55   |  |  |  |
| 839 | 10/11/2013 | Email to Juergen Stark from Ken Potashner regarding PAMT-TB Valuation Post Merger   | VTBH095016-17      |  |  |  |
| 840 | 10/11/2013 | Email to Mark Dufilho, Adam Greenway, Andrew Kupka from Sweet Chris cc D. Hoverman, A. Kneapler regarding VTB/Parametric                  | HL-PARA00026638    |  |  |  |

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| 841 | 10/11/2013 | Email to Bruce Murphy from Tom Haller regarding Docs; <u>Attachment</u> Debt Memorandum August 2013 Debt Amendment September 2013 Rev Final, Debt Memorandum August 2012 Debt Amendment September 2013 Rev 10-9 Final, VTB Debt Analysis August 2012 Amendment Ver 10-8-13 Distribution | TB-00105020-29    |  |  |  |
| 842 | 10/11/2013 | Email to Bruce Murphy from Max Fonarev cc K. Shah, J. Hanson, Y. Zhang, M. Broderick regarding Final Common Stock Valuation Reports; <u>Attachment</u> Valuation VD 3-31-13 Common Stock Final, Valuation VD 9-30-12 Common Stock Final, Valuation VD 12-31-11 Common Stock Final       | TB-00105050-208   |  |  |  |
| 843 | 10/13/2013 | Email to John Todd from Ken Potashner regarding Juergen Request   | TODD0001172       |  |  |  |
| 844 | 10/15/2013 | Email to Juergen Stark, Daniel Hoverman from Ken Potashner cc K. Potashner, J. Barnes, M. Dufilho, C. Sweet bcc J. Stark forwarding Exchange Rate Analysis  | VTBH094646-47     |  |  |  |
| 845 | 10/16/2013 | Email to Andrew Kupka from James Barnes regarding Questions on Financial Projections; <u>Attachment</u> PAMT - Financial Projections 10.16.2013 v1  | TB-00102854-58    |  |  |  |
| 846 | 10/19/2013 | Email to Ken Potashner from James Barnes regarding Numbers  | PAMTNV0095569-70  |  |  |  |
| 847 | 10/22/2013 | Email to James Barnes from Ken Potashner regarding Glass  | TB-00095640       |  |  |  |
| 848 | 10/22/2013 | Email to Juergen Stark from Ken Potashner cc Joshua Weisbord regarding FYI, Albert Einstein Couldn't Figure Out Whats Going On Here....   | PAMTNV0095799-800 |  |  |  |
| 849 | 10/22/2013 | Email to Ken Potashner from Tracey Neumann regarding Proxy Planning Doc   | TB-00094376       |  |  |  |
| 850 | 10/23/2013 | Email to Ken Potashner, Robert Kaplan, Seth Putterman, Elwood Norris, Andy Wolfe from James Barnes regarding Budget-Actual Q4 and YTD; <u>Attachment</u> Q4 Budget-Actual; FY2013 Budget-Actual   | PAMTNV0163697-703 |  |  |  |
| 851 | 10/24/2013 | Email to James Barnes from Ken Potashner regarding Updated FS and Pro Forma   | TB-00095611       |  |  |  |
| 852 | 10/24/2013 | Email to Seth Putterman from Ken Potashner regarding Unfortunate Indeed   | PAMTNV0112296-97  |  |  |  |
| 853 | 10/24/2013 | Email to Robert Kaplan from Seth Putterman regarding Post Merger Stock Price  | PAMTNV0115187     |  |  |  |
| 854 | 10/24/2013 | Email to James Barnes from Ken Potashner regarding Bonus  | TB-00095606       |  |  |  |
| 855 | 10/24/2013 | Minutes of the Special Joint Meeting of the Board of Directors and Compensation Committee of Parametric Sound Corp.   | TB-00008932       |  |  |  |
| 856 | 10/25/2013 | Email to John Hanson from Juergen Stark forwarding Parametric - Disclosure of Financial Projections in Merger Proxy   | VTBH060381-84     |  |  |  |

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| 857 | 10/25/2013 | Email to Ken Potashner from James Barnes regarding Juergen   | TB-00095596        |  |  |  |
| 858 | 10/25/2013 | Email to Ken Potashner, Jim Barnes from Daniel Hoverman cc M. Dufilho, C. Sweet, A. Greenway forwarding Financials - EBITDA & Covenant Levels  | TB-00088677-78     |  |  |  |
| 859 | 10/25/2013 | Email to Juergen Stark from Ken Potashner regarding PAMT Numbers   | PAMTNV0094986      |  |  |  |
| 860 | 10/25/2013 | Email to Jurgen Stark from John Hanson forwarding Parametric Disclosure of Financial Projections in Merger Proxy; <u>Attachment</u> PAMT Paris Projections Section (Certain Financial Information) for PREM14A   | VTBH093412-16      |  |  |  |
| 861 | 10/25/2013 | Email to John Hanson from Juergen Stark forwarding Parametric - Disclosure of Financial Projections in Merger Proxy  | VTBH093183-86      |  |  |  |
| 862 | 10/25/2013 | Email to Mark Dufilho from Daniel Hoverman regarding Financials - EBITDA & Covenant Levels   | HL-PARA00028285-87 |  |  |  |
| 863 | 10/26/2013 | Email to Juergen Stark, Jim and Tako Barnes, Woody Norris, Andrew Wolfe, Ken Potashner regarding Merged Co. BOD  | VTBH093378         |  |  |  |
| 864 | 10/27/2013 | Email to Juergen Stark from Ken Potashner regarding JGB  | PAMTNV0095064-69   |  |  |  |
| 865 | 10/27/2013 | Email to James Barnes from Ken Potashner regarding Financing   | TB-00095578        |  |  |  |
| 866 | 10/27/2013 | Email to James Barnes from Ken Potashner regarding Stop Spending   | PAMTNV0158003      |  |  |  |
| 867 | 10/27/2013 | Email to James Barnes from Ken Potashner regarding Financing   | PAMTNV0147941      |  |  |  |
| 868 | 10/28/2013 | Email to Juergen Stark from Joshua Weisbord cc K. Potashner regarding Westin Contact Info  | PAMTNV0095107-10   |  |  |  |
| 869 | 10/29/2013 | Email to Juergen Stark from Ken Potashner cc D. Hoverman, K. Potashner, J. Barnes, J. Hanson, K. Kenworthy regarding Front Section of MDA  | TB-00088349-51     |  |  |  |
| 870 | 10/29/2013 | Email to Ken Potashner, Juergen Stark from Daniel Hoverman cc K. Potashner, J. Barnes, J. Hanson, K. Kenworthy, M. Dufilho regarding Front Section of MDA; <u>Attachment</u> Draft of Front Section of MDA v DSH | TB-00088362-68     |  |  |  |
| 871 | 10/30/2013 | Email to Daniel Hoverman from Mark Dufilho cc K. Potashner regarding Investor Presentation Review  | PAMTNV0169611-12   |  |  |  |
| 872 | 10/30/2013 | Email to David Mossberg from James Barnes cc T. Neumann regarding Proxy Press Release Draft  | TB-00091234-36     |  |  |  |
| 873 | 10/31/2013 | Email to Daniel Hoverman from Juergen Stark cc K. Potashner, M. Dufilho, J. Hanson, K. Kenworthy regarding Forecasts   | PAMTNV0094775-79   |  |  |  |
| 874 | 10/31/2013 | Email to Daniel Hoverman from Juergen Stark cc J. Hanson, "Karen," M. Dufilho, J. Barnes regarding Forecast Model/Script   | VTBH090322-26      |  |  |  |
| 875 | 10/31/2013 | Email to Ken Potashner from Juergen Stark regarding Important  | VTBH089382         |  |  |  |
| 876 | 10/31/2013 | Email to Daniel Hoverman from Mark Dufilho regarding Forecasts   | HL-PARA00029030-33 |  |  |  |
| 877 | 10/31/2013 | Email to Juergen Stark from John Hanson regarding Forecast Model/Script  | VTBH089491-95      |  |  |  |

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| 878 | 10/31/2013 | Email to David Wambeke from Matt Celin regarding Proxy  | Craig-Hallum_Parametric_021497-99 |  |  |  |
| 879 | 10/31/2013 | Email to Juergen Stark from Daniel Hoverman cc K. Potashner, M. Dufilho, J. Hanson, K. Kenworthy regarding Forecasts  | PAMTNV0094800-06                  |  |  |  |
| 880 | 10/31/2013 | Email to David Wambeke from Daniel Hoverman cc J. Stark, M. Dufilho, A. Greenway, A. Kupka regarding VTB Forecasts  | HL-PARA00029023                   |  |  |  |
| 881 | 10/31/2013 | Email to Daniel Hoverman from Juergen Stark cc K. Potashner, M. Dufilho, J. Hanson, K. Kenworthy regarding Forecasts  | VTBH089383-84                     |  |  |  |
| 882 | 10/31/2013 | Email to Ken Potashner from Juergen Stark regarding Important   | PAMTNV0094759                     |  |  |  |
| 883 | 11/1/2013  | Email to Daniel Hoverman, Juergen Stark from David Wambeke regarding Parametric - PREM14A - Edits and Riders  | Craig-Hallum_Parametric_023026-29 |  |  |  |
| 884 | 11/1/2013  | Appointment Email to Daniel Hoverman, David Wambeke, Juergen Stark, Adam Greenway, Matt Celin, Andrew Kupka from Mark Dufilho regarding VTB/CH Call to Discuss 2013/2014  | Craig-Hallum_Parametric_023141    |  |  |  |
| 885 | 11/1/2013  | Email to Robert Wernli from Juergen Stark cc J. Levy, J. Barnes, T. Chan, W. Elder, M. Lorber, M. Broderick, I. Chan, J. Hentrich, M. Dufilho, D. Hoverman, J. Hanson, L. Lewis, D. Wambeke, M. Celin, K. Potashner regarding Parametric - PREM14A - Edits and Riders | VTBH089360-68                     |  |  |  |
| 886 | 11/1/2013  | Email to David Wambeke from Daniel Hoverman cc Mark Dufilho forwarding Turtle Beach   | HL-PARA00029063-64                |  |  |  |
| 887 | 11/1/2013  | Email to Ken Potashner from Daniel Hoverman cc M. Dufilho regarding Checking In   | HL-PARA00029053-58                |  |  |  |
| 888 | 11/1/2013  | Email to Juergen Stark from Robert Wernli cc J. Levy, J. Barnes, T. Chan, W. Elder, M. Lorber, I. Chan, J. Hentrich, M. Dufilho, D. Hoverman, J. Hanson, L. Lewis, D. Wambeke, M. Celin, M. Coddington, K. Potashner regarding Parametric PREM14A Edits and Riders    | Craig-Hallum_Parametric_023161-70 |  |  |  |
| 889 | 11/2/2013  | Email to Kristin Carney from Juergen Stark forwarding Urgent - Reconciliation; <u>Attachment</u> VTB and PAMT Model - Downside 8_15_2013 Update for July August - Reconciliation  | VTBH087911-13                     |  |  |  |
| 890 | 11/4/2013  | Parametric Sound Corp. Schedule 14A, Preliminary Proxy  |                                   |  |  |  |
| 891 | 11/4/2013  | Email to Juergen Stark from Ron Doornink forwarding Update - Next Steps   | STRIPES 0082752-53                |  |  |  |
| 892 | 11/7/2013  | Email to John Todd from Ken Potashner regarding Shelf Offering  | PAMTNV0157857-58                  |  |  |  |
| 893 | 11/8/2013  | Email to Juergen Stark, Ken Potashner from Joshua Weisbord cc J. Stark forwarding MicroCap Tech Trader Update - November 8, 2013 - PAMT   | VTBH081269-79                     |  |  |  |

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| 894 | 11/8/2013  | Email to Joshua Weisbord from Ken Potashner forwarding With All Due Respect  | PAMTNV0091492-93   |  |  |  |
| 895 | 11/11/2013 | Email to Karen Kenworthy from Juergen Stark cc J. Hanson regarding \$5m PNC etc  | STRIPES 0055104-13 |  |  |  |
| 896 | 11/12/2013 | Email to Ken Potashner from John Grimley regarding This Can't Be Bad News...   | PAMTNV0091853-55   |  |  |  |
| 897 | 11/12/2013 | Minutes of the Meeting of the Offering Committee of the Board of Directors of Parametric Sound Corp.   | TB-00008968-69     |  |  |  |
| 898 | 11/13/2013 | Email to Juergen Stark from Ken Potashner forwarding FYI, Don't Write Me Back, I Will Call You, But I Have No Cell, So Will Try Later, All Good, Read Below  | PAMTNV0091066-67   |  |  |  |
| 899 | 11/13/2013 | Email to Juergen Stark from Joshua Weisbord cc K. Potashner regarding Comment So Far....   | VTBH080665-68      |  |  |  |
| 900 | 11/13/2013 | Email to Juergen Stark, Ken Potashner from Joshua Weisbord forwarding Wont to Sell 4000 More PAMT, to Buy 4000 VHC, This Thing Could Tripple, Please OK This   | TB-00129217        |  |  |  |
| 901 | 11/14/2013 | Email to Dan Marriott from Karen Kenworthy regarding Google Alert - Turtle Beach Headsets  | STRIPES 0037537-38 |  |  |  |
| 902 | 11/15/2013 | Email to Grant Keary from John Todd forwarding Meeting with CEO of Turtle Beach  | TODD0002168-69     |  |  |  |
| 903 | 11/16/2013 | Email to John Todd, Tracey Neumann, Sassan Chakamian from Ken Potashner regarding PAMT Xmas Party  | TODD0008145        |  |  |  |
| 904 | 11/16/2013 | Email to Ken Potashner from Seth Putterman cc J. Barnes regarding Causing Damage to the Stock  | TB-00095231-32     |  |  |  |
| 905 | 11/16/2013 | Email to John Todd, Tracy Neumann, Sassan Chakamian from Ken Potashner regarding PAMT Xmas Party   | PAMTNV0153578      |  |  |  |
| 906 | 11/16/2013 | Email to Seth Putterman from Ken Potashner regarding Causing Damage to the Stock   | PAMTNV0154185-86   |  |  |  |
| 907 | 11/19/2013 | Email to Juergen Stark, Ryan Stroud from Katie Price cc D. Lowey, T. Neumann, J. Hanson, K. Potashner, J. Barnes, K. Kenworthy, S. Hariharan, S. Kotte, T. Chan regarding Investor Conference Presentation; <u>Attachment</u> Parametric Turtle Beach IR Presentation Nov 13 Final | PAMTN0089653-82    |  |  |  |
| 908 | 11/21/2013 | Email to John Hanson from Juergen Stark regarding Notes  | VTBH080146-47      |  |  |  |

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| 909 | 11/21/2013 | Parametric Sound Corp. Investor Call, Transcript of Webcast Presentation, filed Nov. 22, 2013 Schedule 14A, <a href="https://www.sec.gov/Archives/edgar/data/1493761/000101968713004593/parametric_defa14a.htm">https://www.sec.gov/Archives/edgar/data/1493761/000101968713004593/parametric_defa14a.htm</a>         |                                    |  |  |  |
| 910 | 11/21/2013 | Minutes of the Regular Quarterly Meeting of the Audit Committee of Parametric Sound Corp.   | TB-00008972-97                     |  |  |  |
| 911 | 11/26/2013 | Parametric Sound Corp. Form 10-K  |                                    |  |  |  |
| 912 | 11/30/2013 | Email to Juergen Stark from Ken Potashner regarding Update  | PAMTNV0088385-86                   |  |  |  |
| 913 | 12/3/2013  | Email to Joshua Weisbord from Ken Potashner regarding Taking Down '13 Numbers   | PAMTNV0158033-35                   |  |  |  |
| 914 | 12/3/2013  | Email to Juergen Stark, Ken Potashner from Joshua Weisbord forwarding Parametric Sound Announces Special Meeting of Stockholders to Consider Proposed Merger with Turtle Beach  | VTBH069913-16                      |  |  |  |
| 915 | 12/3/2013  | Email to David Wambeke from Sanfiego@rrdfsg regarding New Proofs for Special Proxy Are Available; <u>Attachment</u> Parametric Sound FED14A SEC Acceptance; 621612 Def14A As Filed  | Craig-Hallum_Parametric_043533-874 |  |  |  |
| 916 | 12/3/2013  | Parametric Sound Corp. Schedule 14A, Definitive Proxy   |                                    |  |  |  |
| 917 | 12/3/2013  | Parametric Sound Corp. Investor Call, Transcript of Webcast Presentation, filed Dec. 4, 2013, Schedule 14A, <a href="https://www.sec.gov/Archives/edgar/data/1493761/000101968713004700/parametric_defa-120413.htm">https://www.sec.gov/Archives/edgar/data/1493761/000101968713004700/parametric_defa-120413.htm</a> |                                    |  |  |  |
| 918 | 12/3/2013  | Email to Juergen Stark from Ken Potashner forwarding PAMT   | VTBH070635-36                      |  |  |  |
| 919 | 12/4/2013  | Email to Joshua Weisbord from Juergen Stark cc K. Potashner regarding Nintendo Seen Missing Target As Sony-Microsoft Sales Dwarf Wii U - Bloomberg  | VTBH069798-801                     |  |  |  |
| 920 | 12/4/2013  | Email to Joshua Weisbord from Karen Kenworthy regarding Thanks  | STRIPES 0029953                    |  |  |  |
| 921 | 12/4/2013  | Email to Ken Potashner from Juergen Stark regarding Hype  | VTBH069912                         |  |  |  |
| 922 | 12/8/2013  | Email to Juergen Stark, Siddharth Hariharan from Katie Price cc T. Neumann, "Karen," D. Lowey, J. Hanson, T. Chan, S. Kotte, R. Stroud regarding Revised Project Surround Investor Presentation; <u>Attachment</u> Parametric Turtle Beach IR Presentation Dec 8 13   | STRIPES 0033004-34                 |  |  |  |
| 923 | 12/10/2013 | Parametric Sound Corp. Investor Call, Transcript of Webcast Presentation, filed Dec. 11, 2013 Schedule 14A, <a href="https://www.sec.gov/Archives/edgar/data/1493761/000101968713004784/pam_t_def14a.htm">https://www.sec.gov/Archives/edgar/data/1493761/000101968713004784/pam_t_def14a.htm</a>                     |                                    |  |  |  |

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| 924 | 12/11/2013 | Email to Juergen Stark from Ken Potashner regarding "Re"   | PAMTNV0088086       |  |  |  |
| 925 | 12/12/2013 | Email to Ken Potashner from James Barnes regarding PAMT Preliminary Vote Report  | TB-00078294-95      |  |  |  |
| 926 | 12/12/2013 | Email to John Hanson, Juergen Stark, James Barnes from Ken Potashner regarding Further Thought   | VTBH020043          |  |  |  |
| 927 | 12/16/2013 | Email to Daniel Hoverman from Adam Greenway cc M. Dufilho regarding PAMT; <u>Attachment</u> VTB HL NDA; HL - Parametric - Engagement Letter Amendment 7-01-13_Fully Executed   | HL-PARA00038799-807 |  |  |  |
| 928 | 12/17/2013 | Email to Daniel Hoverman from Mark Dufilho regarding Also...   | HL-PARA00089659-60  |  |  |  |
| 929 | 12/18/2013 | Email to Ken Potashner from James Barnes forwarding 2014 Fiscal Year Plan for PAMT; <u>Attachment</u> PAMT - FinProj 12.17.2013 Merger Closes  | TB-00078172-73      |  |  |  |
| 930 | 12/19/2013 | Email to John Hanson from James Barnes regarding Confidential RE 2014 Fiscal Year Plan for PAMT; <u>Attachment</u> PAMT-FinProj-12.17.2013-Merger Closes   | VTBH020085-87       |  |  |  |
| 931 | 12/20/2013 | Email to Elwood Norris, James Honore, Andrew Wolfe, Robert Kaplan, James Barnes bcc J. Todd forwarding Target Closing Date   | PAMTNV0152680       |  |  |  |
| 932 | 12/20/2013 | Minutes of the Special Meeting of the Board of Directors of Parametric Sound Corp.   | TB-00009016         |  |  |  |
| 933 | 12/30/2013 | Email to Jeffrey Doherty, Kevin Larkin, Matthew Levering, William Bobrow from John Hanson cc J. Stark, "Karen," B. Murphy regarding Covenant Model Updated; <u>Attachment</u> Liquidity Forecast 12-20 v PNC Proposed Amendment 123013 | STRIPES 0049160-62  |  |  |  |
| 934 | 1/2/2014   | Email to Juergen Stark from John Hanson regarding Bank Call  | STRIPES 0048637-39  |  |  |  |
| 935 | 1/7/2014   | Email to John Hanson from James Barnes regarding Shipments Q1 14 (Your Fiscal 1st Quarter); <u>Attachment</u> PAMT-FinProj- 12.17.2013 Merger Closes   | VTBH019220-23       |  |  |  |
| 936 | 1/10/2014  | Email to Ron Doornink from Ken Potashner regarding HHI Dissolution   | PAMTNV0153227       |  |  |  |
| 937 | 1/13/2014  | Email to Juergen Stark from Karen Kenworthy cc J. Hanson forwarding Closing Dinner   | STRIPES 0036749-51  |  |  |  |
| 938 | 1/13/2014  | Email to Joshua Weisbord from Ken Potashner bcc J. Stark regarding Buy Me 150,000 Drop to Get to 1MM in Big Act Please   | PAMTNV0086846-48    |  |  |  |
| 939 | 1/15/2014  | Parametric Sound Corp. Schedule 13D  |                     |  |  |  |
| 940 | 1/15/2014  | Parametric Sound Corp. Form 8-K/A  |                     |  |  |  |
| 941 | 1/15/2014  | Email to Ken Potashner from John Todd regarding "Re"   | TODD0002165         |  |  |  |
| 942 | 1/16/2014  | Email to John Todd from Ken Potashner regarding ...  | TODD0008971         |  |  |  |

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| 943 | 2/13/2014  | Email to "Karen," Aditi Dubey from John Hanson forwarding 2014 & 2015 Financial Forecasts to Laura Chittick; <u>Attachment</u> 2014 BS.CS.IS Plan File v5vABL; 2014 2015 Financial Forecasts vABL; 2014 2015 Forecasts vABL  | STRIPES 0049191-202 |  |  |  |
| 944 | 2/13/2014  | Email to "Karen," Aditi Dubey from John Hanson forwarding 2014 & 2015 Financial Forecasts to Richard Schultz; <u>Attachment</u> 2014 BS.CS.IS Plan File v5vABL; 2014 2015 Financial Forecasts vABL; 2014 2015 Forecasts vABL | STRIPES 0032694-705 |  |  |  |
| 945 | 3/5/2014   | Kenneth Potashner Parametric Sound Corp. Indemnification Agreement   | TB-00200310-14      |  |  |  |
| 946 | 3/10/2014  | Andrew Wolfe Parametric Sound Corp. Indemnification Agreement  | TB-00200306-09      |  |  |  |
| 947 | 4/23/2014  | Email to Joshua Weisbord from Juergen Stark cc J. Grimley regarding Allocations  | TB-00129570-71      |  |  |  |
| 948 | 4/24/2014  | Email to Joshua Weisbord from Juergen Stark regarding Catching Up  | TB-00129461-62      |  |  |  |
| 949 | 4/28/2014  | Email to Ron Doornink, Henry Nassau, Toby Chan from Juergen Stark forwarding Update  | STRIPES 0073373-75  |  |  |  |
| 950 | 5/7/2014   | Email to "Ken" from Adam Kahn forwarding Follow-Up   | STRIPES 0065996-97  |  |  |  |
| 951 | 5/14/2014  | Kirkland & Ellis Letter to Dechert LLP regarding Documents Must Be Preserved   |                     |  |  |  |
| 952 | 8/11/2014  | Letter from Kirkland & Ellis to Dechert LLP re Turtle Beach Corp. attaching Complaint  | STRIPES 0061743-805 |  |  |  |
| 953 | 11/17/2014 | Plaintiffs' Initial Rule 16.1 Disclosure Statement   |                     |  |  |  |
| 954 | 2/20/2015  | Third Restatement of the Jules Patricof Revocable Living Trust   | Patricof_48-76      |  |  |  |
| 955 | 4/19/2017  | <i>Joshua Weisbord v. Turtle Beach Corp. et al.</i> , Complaint Sup. Ct. Cal. (San Diego)  |                     |  |  |  |
| 956 | 1/19/2018  | Fourth Restatement of the Marcia Patricof Revocable Living Trust   | Patricof_77-103     |  |  |  |
| 957 | 10/8/2018  | Expert Report of John Montgomery   |                     |  |  |  |
| 958 | 4/19/2005  | J.T. Atkins Expert Report, <i>Litigation Trust of MDIP Inc. v. De La Rue Cash Systems, Inc.</i>  |                     |  |  |  |
| 959 | 4/15/2008  | J.T. Atkins Rebuttal Report, <i>Kipperman v. Onex Corp. et al.</i>   |                     |  |  |  |
| 960 | 11/2/2009  | Declaration of J.T. Atkins, <i>Kipperman v. Onex Corp. et al.</i>  |                     |  |  |  |
| 961 | 3/22/2019  | J.T. Atkins Expert Report  |                     |  |  |  |
| 962 | 3/22/2019  | Damage Calculations, Exhibit A to J.T. Atkins Expert Report  |                     |  |  |  |
| 963 | 3/22/2019  | Documents Considered, Exhibit B to J.T. Atkins Expert Report   |                     |  |  |  |
| 964 | 3/22/2019  | Curriculum Vitae, Exhibit C to J.T. Atkins Expert Report   |                     |  |  |  |
| 965 | 3/22/2019  | Parametric DCF Valuation, Prepared by J.T. Atkins  |                     |  |  |  |
| 966 | 3/22/2019  | Price Annotated Graph, Prepared by J.T. Atkins   |                     |  |  |  |
| 967 | 3/22/2019  | Regression Analysis, Prepared by J.T. Atkins   |                     |  |  |  |



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| 968 | 3/22/2019 | Turtle Beach DCF Valuation, Prepared by J.T. Atkins   |                     |  |  |  |
| 969 | 3/22/2019 | WACC Comparables, Prepared by J.T. Atkins   |                     |  |  |  |
| 970 | 5/24/2019 | J.T. Atkins Expert Rebuttal Report  |                     |  |  |  |
| 971 | 5/24/2019 | Comparison of Projections, Exhibit A to John Atkins Expert Rebuttal Report  |                     |  |  |  |
| 972 | 5/24/2019 | Documents Considered, Exhibit B to J.T. Atkins Expert Rebuttal Report   |                     |  |  |  |
| 973 | 7/15/2019 | J.T. Atkins Supplemental Report   |                     |  |  |  |
| 974 | 3/22/2019 | John Montgomery Expert Report   | PAMT-EXP00001-19    |  |  |  |
| 975 | 3/22/2019 | Curriculum Vitae, Exhibit 1 to John Montgomery Expert Report  | PAMT-EXP000020-23   |  |  |  |
| 976 | 3/22/2019 | Documents Considered, Exhibit 2 to John Montgomery Expert Report  | PAMT-EXP000024      |  |  |  |
| 977 | 3/22/2019 | VTBH Projections Used by Craig-Hallum, and Alleged Revisions, Exhibit 3 to John Montgomery Expert Report  | PAMT-EXP000025      |  |  |  |
| 978 | 3/22/2019 | Implied Changes in Craig-Hallum Valuations - Comparable Public Company Methods, Exhibit 4 to John Montgomery Expert Report  | PAMT-EXP000026-27   |  |  |  |
| 979 | 3/22/2019 | Implied Changes in Craig-Hallum Valuations - Comparable M&A Methods, Exhibit 5 to John Montgomery Expert Report   | PAMT-EXP000028      |  |  |  |
| 980 | 3/22/2019 | Implied Changes in Craig-Hallum Valuations - Discounted Cash Flow Methods, Exhibit 6 to John Montgomery Expert Report   | PAMT-EXP000029      |  |  |  |
| 981 | 3/22/2019 | Summary of Impact of Alleged Financial Shortfall on Craig-Hallum Valuation Metrics, Exhibit 7 to John Montgomery Expert Report  | PAMT-EXP000030      |  |  |  |
| 982 | 3/22/2019 | Estimate of Alleged Damages, Exhibit 8 to John Montgomery Expert Report   | PAMT-EXP000031-32   |  |  |  |
| 983 | 5/24/2019 | John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000001-26 |  |  |  |
| 984 | 5/24/2019 | Additional Materials Considered, Exhibit 1 to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000027    |  |  |  |
| 985 | 5/24/2019 | Atkins "Parametric Projections as of January 15, 2014" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 2(a) to John Montgomery Expert Rebuttal Report          | PAMT-R-EXP000028    |  |  |  |
| 986 | 5/24/2019 | Atkins "Parametric Valuation as of January 15, 2014" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 2(b) to John Montgomery Expert Rebuttal Report            | PAMT-R-EXP000029    |  |  |  |
| 987 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Company Aggregate" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 2(c) to John Montgomery Expert Rebuttal Report | PAMT-R-EXP000030    |  |  |  |

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| 988 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Per Share" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 2(d) to John Montgomery Expert Rebuttal Report      | PAMT-R-EXP000031    |  |  |  |
| 989 | 5/24/2019 | Atkins "Parametric Projections as of January 15, 2014" Without Additional Projected Licensing Revenue, Exhibit 3(a) to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000032    |  |  |  |
| 990 | 5/24/2019 | Atkins "Parametric Valuation as of January 15, 2014" Without Additional Projected Licensing Revenue, Exhibit 3(b) to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000033    |  |  |  |
| 991 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Company Aggregate" Without Additional Projected Licensing Revenue, Exhibit 3(c) to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000034    |  |  |  |
| 992 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Per Share" Without Additional Projected Licensing Revenue, Exhibit 3(d) to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000035    |  |  |  |
| 993 | 5/24/2019 | Atkins "Parametric Projections as of January 15, 2014" with Barnes Aug. 20, 2013 Projected Licensing Revenue and WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 4(a) to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000036    |  |  |  |
| 994 | 5/24/2019 | Atkins "Parametric Valuation as of January 15, 2014" with Barnes Aug. 20, 2013 Projected Licensing Revenue and WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 4(b) to John Montgomery Expert Rebuttal Report    | PAMT-R-EXP000037    |  |  |  |
| 995 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Company Aggregate" With Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 4(c ) to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000038    |  |  |  |
| 996 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Per Share" with Barnes Aug. 20, 2013 Projected Licensing Revenue and WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 4(d) to John Montgomery Expert Rebuttal Report | PAMT-R-EXP000039    |  |  |  |
| 997 | 5/24/2019 | Atkins "Parametric Projections as of January 15, 2014" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 5(a) to John Montgomery Expert Rebuttal Report       | PAMT-R-EXP000040-41 |  |  |  |
| 998 | 5/24/2019 | Atkins "Parametric Valuation as of January 15, 2014" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 5(b) to John Montgomery Expert Rebuttal Report         | PAMT-R-EXP000042    |  |  |  |

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| 999  | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Company Aggregate" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing, Exhibit 5(c) to John Montgomery Expert Rebuttal Report Revenue | PAMT-R-EXP000043 |  |  |  |
| 1000 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Per Share" Using Feb. 14, 2014 "Wells Fargo" Projections Plus Barnes Aug. 20, 2013 Projected Licensing Revenue, Exhibit 5(d) to John Montgomery Expert Rebuttal Report         | PAMT-R-EXP000044 |  |  |  |
| 1001 | 5/24/2019 | Atkins "Parametric Projections as of January 15, 2014" Using WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 6(a) to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000045 |  |  |  |
| 1002 | 5/24/2019 | Atkins Turtle Beach Valuation as of January 15, 2014" Using WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 6(b) to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000046 |  |  |  |
| 1003 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Company Aggregate" Using WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 6(c) to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000047 |  |  |  |
| 1004 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Per Share" Using WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 6(d) to John Montgomery Expert Rebuttal Report  | PAMT-R-EXP000048 |  |  |  |
| 1005 | 5/24/2019 | Atkins "Parametric Projections as of January 15, 2014" with Barnes Aug. 20, 2013 Projected Licensing Revenue and WACC from Craig-Hallum 8/2/13 Fairness, Exhibit 7(a) to John Montgomery Expert Rebuttal Report Opinion     | PAMT-R-EXP000049 |  |  |  |
| 1006 | 5/24/2019 | Atkins "Parametric Valuation as of January 15, 2014" with Barnes Aug. 20, 2013 Projected Licensing Revenue and WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 7(b) to John Montgomery Expert Rebuttal Report       | PAMT-R-EXP000050 |  |  |  |
| 1007 | 5/24/2019 | Atkins "Damages Calculations as of 1/15/14 - Per Share" with Barnes Aug. 20, 2013 Projected Licensing Revenue and WACC from Craig-Hallum 8/2/13 Fairness Opinion, Exhibit 7(c) to John Montgomery Expert Rebuttal Report    | PAMT-R-EXP000051 |  |  |  |
| 1008 | 5/24/2019 | Regression of Randomly Ordered Parametric Sound Returns Minus Atkins's "Treasury Performance" Variable, Exhibit 8 to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000052 |  |  |  |
| 1009 | 5/24/2019 | Regression of Randomly Ordered Parametric Sound Returns Minus Atkins's "Treasury Performance" Variable, Exhibit 9 to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000053 |  |  |  |

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| 1010 | 5/24/2019   | Summary Statistics - Randomly Ordered Return Variables vs. Randomly Ordered Return Variables Minus "Treasury Performance," Exhibit 10 to John Montgomery Expert Rebuttal Report | PAMT-R-EXP000054 |  |  |  |
| 1011 | 5/24/2019   | Market Model Regression of Parametric Sound Returns, Exhibit 11 to John Montgomery Expert Rebuttal Report   | PAMT-R-EXP000055 |  |  |  |
| 1012 | 4/15/2020   | Limited Liability Company Operating Agreement for PAMTP LLC A Multiple Member Managed Limited Liability Company   | Plaintiff_6-19   |  |  |  |
| 1013 | 4/15/2020   | Robert Masterson Assignment of Claim  | Plaintiff_25     |  |  |  |
| 1014 | 4/15/2020   | Marcia Patricof Assignment of Claim   | Plaintiff_26     |  |  |  |
| 1015 | 4/15/2020   | Richard Santulli Assignment of Claim  | Plaintiff_27     |  |  |  |
| 1016 | 4/15/2020   | Barry Weisbord Assignment of Claim  | Plaintiff_28     |  |  |  |
| 1017 | 4/17/2020   | Muriel Etkin Assignment of Claim  | Plaintiff_20     |  |  |  |
| 1018 | 4/17/2020   | Ronald Etkin Assignment of Claim  | Plaintiff_21     |  |  |  |
| 1019 | 4/17/2020   | Alan Goldberg Assignment of Claim   | Plaintiff_22     |  |  |  |
| 1020 | 4/17/2020   | Ann Goldberg Assignment of Claim  | Plaintiff_23     |  |  |  |
| 1021 | 4/22/2020   | Adam Kahn for Ice Rose Capital LLC Assignment of Claim  | Plaintiff_24     |  |  |  |
| 1022 | 4/22/2020   | Levi & Korsinsky Letter to Gilardi & Co. Parametric Settlement  | Plaintiff_1-2    |  |  |  |
| 1023 | 4/22/2020   | IceRose Capital LLC Assignment of Claim   | ICEROSE_105      |  |  |  |
| 1024 | 5/20/2020   | Complaint, <i>PAMT LLC v. Potashner et al.</i> , District Court Clark County  |                  |  |  |  |
| 1025 | 11/2/2020   | Plaintiff PAMTP LLC's Initial Rule 16.1 Disclosure Statement  |                  |  |  |  |
| 1026 | 12/14/2020  | IceRose Capital Management, LLC Response to Subpoena  |                  |  |  |  |
| 1027 | 12/14/2020  | Alan Goldberg Response to Subpoena  |                  |  |  |  |
| 1028 | 12/14/2020  | Ann Goldberg Response to Subpoena   |                  |  |  |  |
| 1029 | 12/14/2020  | Robert Masterson Response to Subpoena   |                  |  |  |  |
| 1030 | 12/14/2020  | Richard T. Santulli Response to Subpoena  |                  |  |  |  |
| 1031 | 12/14/2020  | Barry L. Weisbord Response to Subpoena  |                  |  |  |  |
| 1032 | 5/17/2021   | Plaintiff PAMTP LLC's Response to Defendants' First Set of Requests for Admission   |                  |  |  |  |
| 1033 | 5/17/2021   | Plaintiff PAMTP LLC's Response to Defendants' First Set of Interrogatories  |                  |  |  |  |
| 1034 | 5/18/2021   | Declaration of Muriel Etkin, <i>In re Parametric Sound Corp. Shareholders' Litigation</i>   |                  |  |  |  |
| 1035 | 2/26/2021   | Defendants' Supplemental NRCP 16.1(a)(2) Rebuttal Expert Witness Disclosure   |                  |  |  |  |
| 1036 | 2012 - 2017 | Robert Masterson Morgan Stanley and Oppenheimer Brokerage Statements  | MASTERSON_1-23   |  |  |  |

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| 1037 | 2013 - 2021 | IceRose Master Fund Ltd. Brokerage Statements                               | ICEROSE_1-97;<br>ICEROSE_106-384 |  |  |  |
| 1038 |             | IceRose Trade History Report  | MS_IceRose_HEAR_00001            |  |  |  |
| 1039 | 2013 - 2014 | Oppenheimer & Co. Custodian FBO Barry Weisbord IRA                          | Weisbord_1-10                    |  |  |  |
| 1040 | 2013 - 2017 | Jules and Marcia Patricof Oppenheimer & Co. Brokerage Statements            | Patricof_1-47; Patricof_140-58   |  |  |  |
| 1041 | 2013 - 2018 | Alan Goldberg IRA Oppenheimer and Fidelity Investments Brokerage Statements | GOLDBERG_1-35                    |  |  |  |
| 1042 | 2014 - 2015 | Richard Santulli Oppenheimer and UBS Brokerage Statements                   | Santulli_1-11                    |  |  |  |
| 1043 | 2014 - 2018 | Ronald and Muriel Etkin Brokerage Statement                                 | Etkin_1-9                        |  |  |  |

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## Notification of Service

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| <b>Filing Type</b>         | Pre-trial Memorandum - PMEM (CIV)   |
| <b>Filing Description</b>  | Plaintiff PAMTP LLC's Pre-Trial Memorandum  |
| <b>Filed By</b>            | Jelena Jovanovic  |
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