

PROOF OF CLAIM AND RELEASE

In re RESONANT INC. SECURITIES LITIGATION

THIS DOCUMENT RELATES TO:
ALL ACTIONS

UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
WESTERN DIVISION
MASTER FILE NO. 2:15-CV-01970 SJO (MRW)

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THIS FORM MUST BE POSTMARKED BY NOVEMBER 10, 2017.

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IF YOU PURCHASED RESONANT INC. (“RESONANT” OR THE “COMPANY”) COMMON STOCK ON THE PUBLIC MARKET BETWEEN NOVEMBER 6, 2014 AND FEBRUARY 26, 2015, INCLUSIVE, YOU MAY BE A SETTLEMENT CLASS MEMBER ENTITLED TO RECOVERY. YOU MUST COMPLETE THIS FORM TO RECEIVE PAYMENT AS PART OF THE CLASS ACTION SETTLEMENT.

I. GENERAL INSTRUCTIONS

- A. To recover as a member of the Settlement Class based on your claims in the action entitled *In re Resonant Inc., Securities Litigation*, Master File No. 2:15-cv-01970-SJO (MRW) (C.D. Cal.) (the “Litigation”), you must complete and, on page 8 hereof, sign this Proof of Claim and Release. If you fail to file a properly addressed Proof of Claim and Release (as set forth in paragraph C below), your claim may be rejected and you may be precluded from any recovery from the Settlement Fund created in connection with the proposed Settlement of the Litigation.¹
- B. Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of Settlement in the Litigation.
- C. **YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE POSTMARKED ON OR BEFORE NOVEMBER 10, 2017, ADDRESSED TO THE CLAIMS ADMINISTRATOR AS FOLLOWS:**

In re Resonant Inc. Sec. Litig.
c/o JND Class Action Administration LLC
P.O. Box 6968
Broomfield, CO 80021

You will bear all risks of delay or non-delivery of your claim. If you are NOT a member of the Settlement Class (as defined in the “Notice of Proposed Class Action Settlement”), DO NOT submit a Proof of Claim and Release form.

- D. If you are a member of the Class, you are bound by the terms of any judgment entered in the litigation, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE.

II. CLAIMANT IDENTIFICATION INSTRUCTIONS

- A. If you purchased Resonant common stock and held the certificate(s) in your name, you are the beneficial owner as well as the record owner. If, however, the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial owner and the third party is the record owner.
- B. Use Section IV of this form entitled “Claimant Identification” to identify each owner of record (“nominee”), if different from the beneficial owner of Resonant common stock which forms the basis of this claim.

¹ Otherwise undefined terms have the definitions provided in the Amended Stipulation of Settlement dated June 14, 2017 (the “Amended Stipulation”).

- C. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL OWNERS, OR THE LEGAL REPRESENTATIVE OF SUCH OWNERS, OF THE RESONANT COMMON STOCK UPON WHICH THIS CLAIM IS BASED.
- D. A separate claim must be filed for each type of account or ownership (*i.e.*, individual account, IRA account, joint account, custodial account, etc.). Joint tenants or UGMA custodians should file a single claim.
- E. All joint owners must sign this claim. Executors, administrators, guardians, conservators and trustees must complete and sign this claim on behalf of persons represented by them. Documentation establishing their authority must accompany this claim and their titles or capacities must be stated.
- F. The Social Security or Taxpayer Identification number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

III. TRANSACTION SCHEDULE INSTRUCTIONS

- A. Use Section V of this form entitled “Schedule of Transactions in Resonant Common Stock” to supply all required details of your transaction(s) in Resonant common stock. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name and Social Security or Taxpayer Identification number on each additional sheet.
- B. List each transaction in the Settlement Class Period separately and in chronological order, by trade date (not the “settlement” date), beginning with the earliest. You must accurately provide the month, day and year of each transaction you list.
- C. The date of covering a “short sale” is deemed to be the date of purchase of Resonant common stock. The date of a “short sale” is deemed to be the date of sale of Resonant common stock. Shares originally sold short will not receive a recovery.
- D. The price per share, paid or received, should be exclusive of all commissions, taxes, fees and other charges.
- E. **Copies of broker confirmation slips or monthly statements of your transactions in Resonant common stock must be attached to your claim.** Do *not* send original documents, including securities certificates. If such documents are not in your possession, please obtain equivalent contemporaneous documents from your broker or financial advisor. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.
- F. If your trading activity during the Settlement Class Period exceeds 50 transactions, you must provide, in electronic file, all purchase and sale information required in the Schedule of Transactions. For a copy of instructions and parameters concerning such a submission, contact the Claims Administrator by toll-free phone at 1-888-213-8529, or via the website at www.resonantsecuritieslitigation.com.

IV. CLAIMANT IDENTIFICATION

Please Type or Print.

Beneficial Owner's Name (as it appears on your brokerage statement)

Joint Beneficial Owner's Name (as it appears on your brokerage statement)

Street Address – Line 1: Street Address/P.O. Box

Street Address – Line 2 (If Applicable): Apartment/Suite/Floor Number

City

State/Province

Zip/Postal Code

Foreign Province

Foreign Country

Social Security Number

OR

Tax Payer Identification Number

Specify one of the following:

Individual/Sole Proprietor Joint Ownership Corporation UGMA Custodian IRA

Partnership Pension Plan Estate Trust Other

Area Code & Telephone Number (day)

Area Code & Telephone Number (evening)

Record Owner's Name and Address (if different from beneficial owner listed above)

V. SCHEDULE OF TRANSACTIONS IN RESONANT COMMON STOCK

A. **Beginning Holdings:** State the total number of shares of Resonant common stock owned at the beginning of trading on November 6, 2014, long or short (*if none, enter "0"; if other than zero, must be documented*).

B. Separately list each and **every purchase** of Resonant common stock during the period November 6, 2014 **through** February 26, 2015, inclusive (excluding short sales) and provide the following information (*must be documented*):

Trade Date (List Chronologically) (Month/Day/Year)	Number of Shares Purchased	Price per Share (excluding commissions, taxes and fees)	Identify if shares acquired pursuant to: (1) sale of put options; (2) cover of short position; or (3) exercise of call option during Class Period ²

C. Separately list each and **every sale** of Resonant common stock during the period November 6, 2014 **through** February 26, 2015, inclusive, and provide the following information (*must be documented*):

Trade Date (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Price per Share (excluding commissions, taxes and fees)	Share Sold Short (Y/N)

D. **Ending Holdings:** State the total number of shares of Resonant common stock owned at the close of trading on February 26, 2015, long or short (*if none, enter "0"; if other than zero, must be documented*): _____

E. Please check applicable box:

I certify that the submitting party is **not** an ERISA plan.

I/We certify that the submitting party is an ERISA plan and has complied with the applicable ERISA exemption.

² If you indicate that the purchase or sale was the result of the exercise or assignment of an options contract, you must provide documentation to support both the options purchase or sale and the exercise or assignment to purchase common stock.

If you need additional space, attach the required information on separate, numbered sheets in the same format as above and print your name and Social Security or Taxpayer Identification number at the top of each additional sheet.

YOU MUST READ THE RELEASE AND SIGN ON PAGE 8.

VI. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I/We submit this Proof of Claim and Release under the terms of the Amended Stipulation of Settlement described in the Notice. I/We also submit to the jurisdiction of the United States District Court for the Central District of California with respect to my/our claim as a Class Member and for purposes of enforcing the release set forth herein. I/We further acknowledge that I/we am/are bound by and subject to the terms of any judgment that may be entered in the Litigation. I agree to furnish additional information to Lead Counsel to support this claim if required to do so. I/we have not submitted any other claim covering the same purchases or sales of Resonant common stock during the Settlement Class Period and know of no other person having done so on my/our behalf.

VII. RELEASE

- A. I/We hereby acknowledge full and complete satisfaction of, and do hereby fully, finally and forever settle, release and discharge from the Released Claims (defined below) each and all of the Defendants and their Related Persons, defined as each of a Defendant's past or present directors, officers, employees, partners, insurers, co-insurers, reinsurers, principals, controlling shareholders, attorneys, accountants, auditors, bankers, underwriters, investment advisors, personal or legal representatives, predecessors, successors, parents, subsidiaries, divisions, joint ventures, assigns, spouses, heirs, executors, trustees, estates, administrators, related or affiliated entities, any entity in which a Defendant has a controlling interest, any member of an Individual Defendant's immediate family, any trust of which a Defendant is the settlor or which is for the benefit of a Defendant and/or any member of an Individual Defendant's immediate family, and any entity in which any Defendant and/or any member of an Individual Defendant's immediate family has or have a controlling interest (collectively the "Released Persons").
- B. "Released Claims" collectively means any and all claims (including Unknown Claims as defined below), demands, rights, liabilities, and causes of action of every nature and description whatsoever (including, but not limited to, any claims for damages, restitution, rescission, interest, attorneys' fees, expert or consulting fees, and any other costs, expenses, or liability whatsoever), whether based on federal, state, local, statutory or common law or any other law, rule or regulation, whether known or unknown, contingent or absolute, mature or immature, discoverable or undiscoverable, whether concealed or hidden, suspected or unsuspected, which now exist, or heretofore have existed, asserted or that could have been asserted by the Lead Plaintiffs or any member of the Settlement Class against the Defendants and their respective Related Persons based upon, arising out of, or relating in any way to: (a) the allegations, matters, facts, transactions, events, occurrences, disclosures, statements, acts, omissions or failures to act which were or could have been alleged in the Litigation, or (b) the purchase, acquisition, disposition, sale or retention of Resonant securities during the Settlement Class Period. Expressly excluded from Released Claims are the matters set forth in paragraph 5.5 of

the Amended Stipulation and the claims asserted in the federal shareholder derivative action captioned *Doyle v. Lingren, et al.*, Case No. 2:15-cv-07568-SJO.

- C. "Unknown Claims" means any claims that the Lead Plaintiffs or any member of the Settlement Class does not know or suspect to exist in his, her or its favor at the time of the release of the Released Persons which, if known by him, her or it, would or might have affected his, her or its settlement with and release of the Released Persons, or would or might have affected his, her or its decisions with respect to this Settlement. Lead Plaintiffs and members of the Settlement Class may hereafter discover facts in addition to or different from those which he, she or it now knows or believes to be true with respect to the subject matter of the Released Claims, but Lead Plaintiffs upon the Effective Date shall expressly, fully, finally and forever settle and release, and each member of the Settlement Class, upon the Effective Date, shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever settled and released any and all Released Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct that is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. With respect to any and all Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, Lead Plaintiffs shall expressly waive, and each of the members of the Settlement Class shall be deemed to have waived, and by operation of the Judgment shall have waived, the provisions, rights, and benefits of California Civil Code Section 1542, which provides:

A general release does not extend to claims which the creditor does not know or suspect to exist in his or her favor at the time of executing the release, which if known by him or her must have materially affected his or her settlement with the debtor.

Lead Plaintiffs shall expressly waive and relinquish, and each of the members of the Settlement Class shall be deemed to have, and by operation of the Judgment shall have, expressly waived and relinquished any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable or equivalent to California Civil Code Section 1542. Lead Plaintiffs acknowledge, and the members of the Settlement Class shall be deemed by operation of the Judgment to have acknowledged, that the inclusion of Unknown Claims in the definition of Released Claims and the foregoing waiver were separately bargained for and a key element of the Settlement of which this release is a material and essential part.

- D. This release shall be of no force or effect unless and until the Court approves the Amended Stipulation of Settlement and the Amended Stipulation becomes effective on the Effective Date (as defined in the Amended Stipulation).
- E. I/We hereby warrant and represent that I/we have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.
- F. I/We hereby warrant and represent that I/we have included information about all of my/our transactions in Resonant common stock which occurred during the Settlement Class Period.

VIII. CERTIFICATION

UNDER THE PENALTY OF PERJURY, I/WE CERTIFY THAT:

- A. The number shown on this form is my correct Social Security or Taxpayer Identification number.
- B. I/We certify that I am/we are NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(C) of the Internal Revenue Code.

NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, you must cross out the word "NOT" in the sentence above.

- C. I/We declare under penalty of perjury under the laws of the United States of America that the foregoing information supplied by the undersigned and any supporting documents attached hereto are true, correct and complete to the best of my/our knowledge, information and belief, and that this Proof of Claim and Release was executed this _____ day of

_____, in _____, _____
(Month/Year) (City) (State/Country)

(Signature of Claimant)

(Print Name)

(Signature of Joint Claimant, if any)

(Print Name)

(Signature of person signing on behalf of Claimant)

(Print Name)

Capacity of person signing on behalf of Claimant, if other than an individual, (e.g., Executor, President, Custodian, etc.)

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

REMINDER CHECKLIST



Remember to sign the above release and declaration.

Remember to attach only **copies** of acceptable supporting documentation.

Do not send originals of securities certificates.



Keep copies of the completed claim form and documentation for your own records.

If you desire an acknowledgment of receipt of your claim form, please send it Certified Mail, Return Receipt Requested, or its equivalent. **You will bear all risks of delay or non-delivery of your claim.**



If your address changes in the future, or if these documents were sent to an old or incorrect address, please send us **written** notification of your new address.

If you have any questions or concerns regarding your claim, please contact the Claims Administrator at: info@resonantsecuritieslitigation.com.



THIS CLAIM FORM MUST BE MAILED TO THE CLAIMS ADMINISTRATOR BY FIRST-CLASS MAIL, POSTMARKED NO LATER THAN NOVEMBER 10, 2017, ADDRESSED AS FOLLOWS:

In re Resonant Inc. Sec. Litig.
c/o JND Class Action Administration LLC
P.O. Box 6968
Broomfield, CO 80021

A Claim Form received by the Claims Administrator shall be deemed to have been submitted when posted, if a postmark date on or before **November 10, 2017** is indicated on the envelope and it is mailed First Class, and addressed in accordance with the above instructions. In all other cases, a Claim Form shall be deemed to have been submitted when actually received by the Claims Administrator.

You should be aware that it will take a significant amount of time to fully process all of the Claim Forms. Please be patient and notify the Claims Administrator of any change of address.