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13 **UNITED STATES DISTRICT COURT**
14 **SOUTHERN DISTRICT OF CALIFORNIA**

15 IN RE PROGENITY, INC.
16 SECURITIES LITIGATION

Case No. 3:20-cv-01683-RBM-AHG

**REPLY MEMORANDUM OF LAW
IN FURTHER SUPPORT OF: (1)
LEAD PLAINTIFFS’ MOTION FOR
FINAL APPROVAL OF CLASS
ACTION SETTLEMENT AND
PLAN OF ALLOCATION; AND (2)
LEAD COUNSEL’S MOTION FOR
AN AWARD OF ATTORNEYS’
FEES AND REIMBURSEMENT OF
LITIGATION EXPENSES**

Hon. Ruth Bermudez Montenegro

Hearing Date: February 23, 2026
Hearing Time: 10:00 a.m
Location: 221 W. Broadway
Courtroom: 5B

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1 Court-appointed lead plaintiffs Lin Shen, Lingjun Lin, and Fusheng Lin
2 (collectively, “Lead Plaintiffs”), and Court-appointed lead counsel Glancy Prongay
3 Wolke & Rotter LLP (“Lead Counsel”), respectfully submit this memorandum in
4 further support of: (i) Lead Plaintiffs’ Motion for Final Approval of Class Action
5 Settlement and Plan of Allocation (ECF No. 98); and (ii) Lead Counsel’s Motion for
6 an Award of Attorneys’ Fees and Reimbursement of Litigation Expenses (ECF No.
7 99; the “Fee and Expense Application”).¹

8 **I. INTRODUCTION**

9 Pursuant to the Court’s October 23, 2025, Order Granting Plaintiffs’ Motion
10 for Preliminary Approval of Class Action Settlement (ECF No. 96; “Preliminary
11 Approval Order”), approximately 13,421 copies of the Court-approved Postcard
12 Notice, Notice Packet (consisting of the Notice and Claim Form), or links to the
13 Notice and Claim Form, were disseminated to potential Settlement Class Members
14 and the largest brokerage firms, banks, institutions, and other nominees.² In addition,
15 the Court-appointed Claims Administrator, Strategic Claims Services (“SCS”): (i)
16 caused the Summary Notice to be published in *Investor’s Business Daily* and
17 transmitted over *PR Newswire* on December 8, 2025,³ and (ii) the Notice, Claim
18

19 ¹ Unless otherwise defined, all capitalized terms used herein have the meanings
20 ascribed to them in the Stipulation and Agreement of Settlement dated May 7, 2025
21 (the “Stipulation”; ECF No. 91-3), or the Declaration of Garth Spencer in Support of
22 (I) Lead Plaintiffs’ Motion for Final Approval of Class Action Settlement and Plan of
23 Allocation; and (II) Lead Counsel’s Motion for an Award of Attorneys’ Fees and
24 Reimbursement of Litigation Expenses (ECF No. 99-2).

25 ² See Supplemental Declaration of Margery Craig Concerning: (A) Mailing/Emailing
26 of Notice; (B) Report on Requests for Exclusion and Objections; and (C) Claims
27 Received to Date (the “Suppl. Mailing Decl.”) (attached as Exhibit 1 hereto) ¶¶3-4.

28 ³ See ECF No. 99-3 (Declaration of Margery Craig Concerning: (A) Mailing of CAFA
Notices; (B) Mailing/Emailing of Notice; (C) Publication of the Summary Notice; and
(D) Report on Requests for Exclusion and Objections (“Initial Mailing Decl.”)), ¶15 &
Ex. E.

1 Form, Postcard Notice, Stipulation, Preliminary Approval Order, and the Third
2 Amended Complaint for Violation of the Securities Act of 1933, among other
3 important case-related documents, to be posted on the Settlement Website
4 (www.strategicclaims.net/progenity). *See* Initial Mailing Decl. ¶17. The Postcard
5 Notice, Notice, Summary Notice, and Settlement Website informed Settlement Class
6 Members of the February 3, 2026, deadline to: (i) submit an objection to the
7 Settlement, Plan of Allocation, and/or Fee and Expense Application; or (ii) request
8 exclusion from the Settlement Class. *See id.* ¶¶18-19, & Exs. B, D and E.

9 On January 20, 2026, Lead Plaintiffs and Lead Counsel filed their opening
10 papers in support of final approval of the Settlement, Plan of Allocation, and request
11 for attorneys’ fees and reimbursement of Litigation Expenses. The motions are
12 supported by the declarations of Lead Plaintiffs, Lead Counsel, and the Claims
13 Administrator. These papers are available on the public docket and on the Settlement
14 Website. *See* ECF Nos. 98-99; Suppl. Mailing Decl. ¶7.

15 Following this extensive notice process, *not one* Settlement Class Member has:
16 (i) objected to the Settlement, the Plan of Allocation, or Lead Counsel’s Fee and
17 Expense Application; or (ii) requested exclusion from the Settlement Class. *See id.*
18 ¶¶8-9. The absence of any objections and opt-outs by Settlement Class Members
19 provides strong evidence of the fairness and reasonableness of the proposed
20 Settlement, Plan of Allocation, and request for attorneys’ fees and reimbursement of
21 Litigation Expenses. *See In re Signet Jewelers Ltd. Sec. Litig.*, 2020 WL 4196468, at
22 *6 (S.D.N.Y. July 21, 2020) (“The absence of any objections and the small number
23 of requests for exclusion support a finding that the Settlement is fair, reasonable, and
24 adequate.”); *id.* at *21 (“The absence of any objections to the requested attorneys’
25 fees and Litigation Expenses supports a finding that the request is fair and
26 reasonable.”); *Ressler v. Jacobson*, 149 F.R.D. 651, 656 (M.D. Fla. Dec. 15, 1992)
27 (“The fact that there are no objections to either the Settlement or to Petitioners’
28 request for attorney’s fees is strong evidence of the propriety and acceptability of that

1 request.”); *In re ECOtality, Inc. Sec. Litig.*, 2015 WL 5117618, at *3 (N.D. Cal. Aug.
2 28, 2015) (“After receiving notice of the proposed settlement, class members in this
3 suit have been silent. As a result, this factor weighs heavily in favor of approval.”).⁴

4 For all the reasons set forth herein, and in the opening papers filed with the
5 Court on January 20, 2026, Lead Plaintiffs and Lead Counsel respectfully request that
6 the Court approve the Settlement, Plan of Allocation, and request for attorneys’ fees
7 and reimbursement of Litigation Expenses.

8 **II. ARGUMENT**

9 **A. The Positive Reaction of the Settlement Class Supports Approval of** 10 **the Settlement**

11 In this Circuit, “the reaction of the class members to the proposed settlement”
12 is one of the factors to consider in analyzing whether a settlement is fair, reasonable,
13 and adequate. *See, e.g., Linney v. Cellular Alaska P’ship*, 151 F.3d 1234, 1242 (9th
14 Cir. 1998); *Hanlon v. Chrysler Corp.*, 150 F.3d 1011, 1026 (9th Cir. 1998) (same).
15 “Indeed, the absence of a large number of objections to a proposed class action
16 settlement raises a strong presumption that the terms ... are favorable to the class
17 members.” *Cullen v. RYVYL Inc.*, 2025 WL 3731036, at *11 (S.D. Cal. Dec. 19,
18 2025); *see also Ching v. Siemens Indus., Inc.*, 2014 WL 2926210, at *6 (N.D. Cal.
19 June 27, 2014) (“the Court may appropriately infer that a class action settlement is
20 fair, adequate, and reasonable when few class members object to it.”).

21 Here, the lack of a single objection to, or request for exclusion from, the
22 Settlement demonstrates that the proposed Settlement is fundamentally fair,
23 reasonable, and adequate. *See, e.g., In re Apollo Grp. Inc. Sec. Litig.*, 2012 WL
24 1378677, at *3 (D. Ariz. Apr. 20, 2012) (“There have been no objections from Class
25 Members or potential class members, which itself is compelling evidence that the
26 Proposed Settlement is fair, just, reasonable, and adequate.”); *In re Omnivision*

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28 ⁴ Unless otherwise indicated, all internal quotations and citations are omitted.

1 *Techs., Inc.*, 559 F. Supp. 2d 1036, 1043 (N.D. Cal. 2008) (“By any standard, the lack
2 of objection of the Class Members favors approval of the Settlement.”); *Khoja v.*
3 *Orexigen Therapeutics, Inc.*, 2021 WL 5632673, at *7 (S.D. Cal. Nov. 30, 2021)
4 (“Considering the number of Notice Packets mailed to potential Class Members and
5 the fact that zero objections have been filed, the Court finds that the reaction of the
6 Class Members to the Settlement weighs in favor of approving the Settlement.”).⁵

7 Moreover, the fact that no institutional investors or other large shareholders
8 have objected to the proposed Settlement further underscores its reasonableness. *See,*
9 *e.g., In re Extreme Networks, Inc. Sec. Litig.*, 2019 WL 3290770, at *9 (N.D. Cal.
10 July 22, 2019) (“Many potential class members are sophisticated institutional
11 investors; the lack of objections from such institutions indicates that the settlement is
12 fair and reasonable.”); *Citigroup Inc. Bond Litig.*, 296 F.R.D. 147, 156 (S.D.N.Y.
13 2013) (finding “class’s reaction weighs heavily in favor of approval” where “not one
14 of the objections or requests for exclusion was submitted by an institutional
15 investor.”).

16 Settlement Class Members’ affirmative participation in the Settlement by
17 submitting claims also indicates a positive reaction to the Settlement. The claims
18 filing deadline was February 3, 2026, and approximately 2,107 Claims were
19 submitted by potential Settlement Class Members seeking to participate in the
20 Settlement. Supp. Mailing Decl. ¶10.⁶

21 _____
22 ⁵ *See also Hanlon*, 150 F.3d at 1027 (that the “overwhelming majority” stayed in the
23 class is “objective positive commentary as to its fairness”); *Cortez v. Vieira Custom*
24 *Chopping, Inc.*, 2020 WL 4369101, at *6 (E.D. Cal. July 20, 2020) (“The lack of
25 objections or class members opting out of the settlement suggests general approval of
26 the settlement by the class.”); *Maine State Ret. Sys. v. Countrywide Fin. Corp.*, 2013
27 WL 6577020, at *16 (C.D. Cal. Dec. 5, 2013) (69 exclusion requests in response to
28 mailing of over 50,000 notices supports settlement).

⁶ Lead Counsel will provide the Court with a further update on the status of claims at
the February 23, 2026, Settlement Hearing. Moreover, once the claims administration
process is complete, SCS will submit a declaration in conjunction with Lead

1 **B. The Settlement Class’s Reaction Supports Approval of the Plan of**
2 **Allocation**

3 The favorable reaction of the Settlement Class also supports approval of the
4 Plan of Allocation. *See Cullen*, 2025 WL 3731036, at *12 (“the lack of any objections
5 to the Plan of Allocation after distributing the Notice further evinces that it is fair.”);
6 *In re Heritage Bond Litig.*, 2005 WL 1594403, at *12 (C.D. Cal. June 10, 2005) (“In
7 light of the lack of objectors to the plan of allocation at issue, and the competence,
8 expertise, and zeal of counsel in bringing and defending this action, the Court finds
9 the plan of allocation as fair and adequate.”); *Mauss v. NuVasive, Inc.*, 2018 WL
10 6421623, at *4 (S.D. Cal. Dec. 6, 2018) (concluding that the proposed plan of
11 allocation was fair and reasonable after noting “[t]he Plan of Allocation was described
12 in detail in the notice and no class member objected.”); *In re Volkswagen “Clean*
13 *Diesel” Mktg., Sales Practices, & Prod. Liab. Litig.*, 2019 WL 2077847, at *3 (N.D.
14 Cal. May 10, 2019) (only one objection and 16 opt outs “supports [conclusion] that
15 the settlement and plan of allocation are fair, reasonable, and adequate.”).

16 **C. The Settlement Class’s Reaction Supports Approval of the Fee and**
17 **Expense Application**

18 Finally, the reaction of the Settlement Class should be considered with respect
19 to Lead Counsel’s motion for an award of attorneys’ fees and reimbursement of
20 Litigation Expenses, including the request that Lead Plaintiffs be reimbursed for the
21 costs incurred as a direct result of their representation of the Settlement Class. *See In*
22 *re Stable Road Acquisition Corp. Sec. Litig.*, 2024 WL 3643393, at *14 (C.D. Cal.
23 Apr. 23, 2024) (“the existence or absence of objectors to the requested attorneys’ fee
24 is a factor [in] determining the appropriate fee award.”); *Omnivision*, 559 F. Supp. 2d

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28 Counsel’s Motion for Class Distribution Order, which will set forth the final accepted
and rejected claim numbers. *See* Stipulation ¶26.

1 at 1048 (“The reaction of the class may also be a determining factor in ... determining
2 the fee award.”).

3 Here, the absence of any objections from Settlement Class Members to the Fee
4 and Expense Application supports a finding that the request, including the PSLRA
5 awards to Lead Plaintiffs, is fair and reasonable. *See In re Immune Response Sec.*
6 *Litig.*, 497 F. Supp. 2d 1166, 1177 (S.D. Cal. May 31, 2007) (“the lack of objection
7 from any Class Member supports the attorneys’ fees award.”); *In re Banc of*
8 *California Sec. Litig.*, 2020 WL 1283486, at *1 (C.D. Cal. Mar. 16, 2020) (awarding
9 33% of \$19.75 million settlement fund where “over 35,000 copies of the Notice were
10 disseminated to potential Class Members ... and no objections to the fees or expenses
11 were filed by Class Members.”); *Waldbuesser v. Northrop Grumman Corp.*, 2017 WL
12 9614818, at *5 (C.D. Cal. Oct. 24, 2017) (finding receipt of only two objections to
13 fee request, after mailing 210,000 notices, was “remarkably small given the wide
14 dissemination of notice,” and “conclud[ing] that the lack of significant objections to
15 the requested fees justifies an award of one-third of the [\$16.75 million] settlement
16 fund.”); *Omnivision*, 559 F. Supp. 2d 1036, 1049 (awarding lead plaintiffs \$29,913.80
17 from the settlement fund in securities class action where class members were provided
18 notice and “no one objected.”); *Cullen*, 2025 WL 3731036, at *16 (finding a \$5,000
19 PSLRA award to lead plaintiff reasonable and noting “the lack of any objections to
20 the proposed award to Lead Plaintiff also supports the reasonableness of the
21 award.”).⁷

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24 ⁷ *See also NECA-IBEW Pension Trust Fund et al. v. Precision Castparts Corp., et al.*,
25 No. 16-cv-01756, ECF No. 169 at 1-2 (D. Or. May 7, 2021) (awarding 33.3% of \$21
26 million settlement fund where “no objections to the fees or expenses were filed by
27 Class Members.”); *Kendall v. Odonate Therapeutics, Inc.*, 2022 WL 1997530, at *6
28 (S.D. Cal. June 6, 2022) (awarding 33⅓% of \$12.75 million settlement fund and
\$5,000 to Lead Plaintiff in securities class action where “no objections to the
settlement or requested attorneys’ fees, costs, or incentive award have been filed.”).

1 In sum, the complete absence of objections and opt-outs strongly militates in
2 favor of a finding that: (i) the Settlement is fair, reasonable, and adequate; (ii) the
3 proposed Plan of Allocation is fair and equitable; and (iii) Lead Counsel’s Fee and
4 Expense Application is fair and reasonable.

5 **III. CONCLUSION**

6 Based on the foregoing and the entire record herein, Lead Plaintiffs and Lead
7 Counsel respectfully request that the Court: (i) approve the Settlement and Plan of
8 Allocation as fair, reasonable, adequate, and in the best interest of the Settlement
9 Class; (ii) award attorneys’ fees to Lead Counsel in the amount of 25% of the
10 Settlement Fund, plus Lead Counsel’s out-of-pocket expenses in the amount of
11 \$79,409.10; and (iii) award \$2,500 each to Lead Plaintiffs Lin Shen, Lingjun Lin, and
12 Fusheng Lin, as reimbursement for time spent representing the Settlement Class.

13 The Settlement is conditioned on the entry of the [Proposed] Judgment. *See*
14 Stipulation ¶¶30, 31(e), 34; Ex. B. A conformed version of the [Proposed] Judgment,
15 which incorporates the relevant dates and lack of objections and requests for
16 exclusion, is submitted concurrently herewith, along with a proposed Order
17 Approving Plan of Allocation of Net Settlement Fund, and a proposed Order
18 Awarding Attorneys’ Fees and Reimbursement of Litigation Expenses. Lead
19 Plaintiffs and Lead Counsel respectfully request that the Court enter the
20 accompanying proposed orders.

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DATED: February 17, 2026

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PROOF OF SERVICE BY ELECTRONIC POSTING

I hereby certify that on this 17th day of February, 2026, a true and correct copy of the foregoing document was served by CM/ECF to the parties registered to the Court’s CM/ECF system.

s/ Garth Spencer

Garth Spencer