



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

ALAMEDA RESEARCH LTD., )  
 )  
 Plaintiff, )  
 )  
 v. ) C.A. No. 2023-0276-PAF  
 )  
 GRAYSCALE INVESTMENTS, LLC, )  
 DIGITAL CURRENCY GROUP, INC., )  
 MICHAEL SONNENSHEIN, and )  
 BARRY SILBERT, )  
 )  
 Defendants. )

**PLAINTIFF’S UNOPPOSED MOTION FOR AN  
EXTENSION TO RESPOND TO DEFENDANTS’ OPENING BRIEFS**

Plaintiff respectfully requests that the Court extend its deadline to respond to Defendants’ opening briefs in support of their motions to dismiss to September 15, 2023 (the “Second Extension Motion”). The grounds are as follows:

**BACKGROUND**

1. On March 6, 2023, Plaintiff filed its Verified Complaint. On April 4, 2023, Defendants moved to dismiss the Complaint (the “Motions to Dismiss”).
2. On May 9, 2023, the Court entered a stipulated order governing briefing on the Motions to Dismiss.
3. On May 19, 2023, Defendants filed two opening briefs in support of their Motions to Dismiss. Defendants Grayscale Investments, LLC and Michael Sonnenshein (the “Grayscale Defendants”) submitted briefing that argued that

certain of Plaintiff's claims relating to the Sponsor's Fees are derivative and that the Trust Agreements at issue in this action will only permit derivative claims if they are brought collectively by multiple unaffiliated shareholders who together own at least 10% of the outstanding shares of the Trusts (the "Derivative Argument").<sup>1</sup> Dkt. 18 at 18-21.

4. On July 26, 2023, Plaintiff filed its Unopposed Motion for a One-Week Extension to Respond to Defendants' Opening Briefs (the "First Extension Motion") to extend the response deadline from July 28, 2023 to August 4, 2023.

5. As explained in the First Extension Motion, Plaintiff proposed a short extension of five business days to allow it to file an amended complaint jointly on behalf of itself and numerous unaffiliated additional plaintiffs who, together with Plaintiff, collectively own sufficient shares of the Trusts that they would moot the Grayscale Defendants' Derivative Argument.

6. As of July 26, 2023, Plaintiff believed in good faith that it would have sufficient support from additional plaintiffs by August 4, 2023. As Plaintiff explained, it was already engaged in dialogue with numerous shareholders who were willing to join the action as plaintiffs, but it required another week to confirm their

---

<sup>1</sup> Capitalized terms not defined herein are defined in the Opening Brief in Support of the Grayscale Defendants' Motion to Dismiss the Verified Complaint. Dkt. 18.

participation and ensure that they had sufficient time to review and contribute to the amended complaint and any ancillary documents.

7. On July 26, 2023, prior to filing its First Extension Motion, Plaintiff first made Defendants aware of its effort to gather together numerous unaffiliated plaintiffs to support and file an amended complaint. Defendants indicated that they had not been aware that Plaintiff sought to work together with additional plaintiffs.

8. On July 27, 2023, the Court granted the First Extension.

9. On July 31, 2023, after Plaintiff informed Defendants of its efforts, a significant shareholder of the Trusts and previously anticipated additional plaintiff informed Plaintiff that it was no longer prepared to join the litigation, at least at this time. The shareholder declined to explain why it had changed its mind.

10. As of today, Plaintiff and parties working with Plaintiff have contacted hundreds of shareholders and received outreach from thousands more they have not yet had an opportunity to contact. Over 45 parties, including dozens of individuals and numerous funds and family offices, have already indicated they are willing to participate as additional plaintiffs.

11. Notwithstanding this outpouring of support, however, the July 31, 2023 decision by the significant shareholder not to participate has left Plaintiff short of the 10% shareholder support necessary to moot the Grayscale Defendants' Derivative Argument. Plaintiff consequently requires additional time to continue to

assemble plaintiffs to participate alongside it. In light of the substantial interest in this litigation from the Trusts' shareholders, Plaintiff believes that an additional six weeks will be sufficient.

12. Plaintiff has asked Defendants' counsel if they oppose the Second Extension Motion; Defendants do not oppose the Second Extension Motion.

13. Plaintiff respectfully requests that the Court enter the enclosed form of order granting an extension of the current response deadline.

Dated: August 2, 2023

OF COUNSEL:

QUINN EMANUEL URQUHART &  
SULLIVAN, LLP  
Jonathan E. Pickhardt\*  
Sascha N. Rand\*  
Blair Adams\*  
51 Madison Avenue, 22nd Floor  
New York, New York 10010  
(212) 849-7000

William A. Burck\*  
1300 I Street NW, Suite 900  
Washington, D.C. 20005  
(202) 538-8000

Emily C. Kapur\*  
555 Twin Dolphin Drive, 5th Floor  
Redwood Shores, California 94065  
(650) 801-5000

/s/ Michael A. Barlow

Michael A. Barlow (#3928)  
Anthony R. Sarna (#7012)  
ABRAMS & BAYLISS LLP  
20 Montchanin Road, Suite 200  
Wilmington, Delaware 19807  
(302) 778-1000

*Attorneys for Plaintiff Alameda  
Research Ltd.*

Words: 636

*\*pro hac vice motions forthcoming*