



**GRANTED**

EFiled: Feb 04 2021 03:58PM EST  
Transaction ID 66311059  
Case No. 2020-0784-JTL



**IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE**

BOB AGAHI and JEFFREY SUPINSKY )

Plaintiffs, )

v. )

BENCHMARK INVESTMENTS LLC, a )  
Delaware limited liability company, and )  
BENCHMARK GENERAL LLC, a )  
Delaware limited liability company, )

Defendants. )

C.A. No. 2020-0784-JTL

**[PROPOSED] ORDER GRANTING  
PLAINTIFFS’ MOTION FOR SUMMARY JUDGMENT**

WHEREAS on November 13, 2020 Plaintiffs Bob Agahi and Jeffrey Supinsky (“Plaintiffs”) filed a Motion for Summary Judgment (the “Motion”) and for good cause shown:

IT IS HEREBY ORDERED, this \_\_\_ day of \_\_\_\_\_, 2020, that:

1. The Motion is GRANTED;
2. Plaintiffs are entitled to advancement from Defendants for their costs and expenses, including attorneys’ fees, that they have incurred and will incur in connection with the case *Benchmark Investments LLC et. al. v. Agahi et. al.*, C.A. No. 2020-0643-JTL (Del. Ch.) (the “Underlying Action”).

3. Plaintiffs are entitled to costs and expenses, including attorneys' fees, that they have incurred and will incur in connection with this above-captioned advancement action.

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Vice Chancellor Laster

This document constitutes a ruling of the court and should be treated as such.

**Court:** DE Court of Chancery Civil Action

**Judge:** J Travis Laster

**File & Serve**

**Transaction ID:** 66109368

**Current Date:** Feb 04, 2021

**Case Number:** 2020-0784-JTL

**Case Name:** Bob Agahi, et al. v. Benchmark Investments, LLC, et al.

**Court Authorizer:** J Travis Laster

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**Court Authorizer**

**Comments:**

Oral argument on the motion is unnecessary. It is clear from the complaint in the underlying action that the LLCs sued the claimants because of actions which, under Homestore Inc. v. Tafeen and its progeny, have a sufficient nexus to their status as members such that they are entitled to advancement. For purposes of Section 1.68(a)(i), there is a sufficient nexus to acts or omissions “performed on behalf of ... any member ... in connection with the business of the Company.” In addition, for purposes of Section 1.68(a)(ii), there is a sufficient nexus to action “in connection with the business of the Company as a ... member.” The LLC agreements did not have to provide broad and mandatory indemnification and advancement rights to members, but they did. The claimants are entitled to advancements for the underlying action under those provisions..

The grant of summary judgment establishes the claimants’ entitlement to advancements. The parties will submit a Fitracks order to govern the determinations regarding specific amounts.

The claimants are also entitled to fees on fees. The claimants will submit their fees on fees through the Fitracks process.

**/s/ Judge J Travis Laster**