

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF COLORADO  
Judge Christine M. Arguello**

Civil Action No. 18-cv-02381-CMA

UNITED STATES SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

CLOVIS ONCOLOGY, INC.,  
PATRICK J. MAHAFFY, and  
ERLE T. MAST,

Defendants.

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**ORDER TO ESTABLISH A FAIR FUND; APPOINT A TAX ADMINISTRATOR; AND  
AUTHORIZE PAYMENT OF FUTURE TAX OBLIGATIONS AND FEES AND  
EXPENSES OF THE TAX ADMINISTRATOR**

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The Court, having reviewed Plaintiff Securities and Exchange Commission's ("the Commission") Motion to Establish a Fair Fund, Appoint a Tax Administrator, and Authorize Payment of Future Taxes, Fees, and Expenses of the Tax Administrator (Doc. # 12), and for good cause shown, ORDERS:

1. A Fair Fund is created pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, 15 U.S.C. § 7246(a), as amended by the Dodd-Frank Act of 2010, 15 U.S.C. § 7246;
2. Miller Kaplan Arase LLP is appointed as Tax Administrator ("Tax Administrator") to execute all income tax reporting requirements, including the preparation and filing of tax returns, for all funds under the Court's jurisdiction in this case;
3. Miller Kaplan Arase LLP shall be designated the Tax Administrator of the Fair

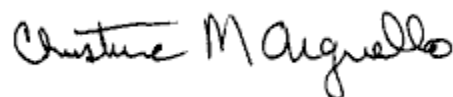
Fund, pursuant to section 468B(g) of the Internal Revenue Code (IRC), 26 U.S.C. § 468B(g), and related regulations, and shall satisfy the administrative requirements imposed by those regulations, including but not limited to (a) obtaining a taxpayer identification number, (b) filing applicable federal, state, and local tax returns and paying taxes reported thereon out of the Fair Fund, and (c) satisfying any information, reporting, or withholding requirements imposed on distributions from the Fair Fund. Upon request, the Tax Administrator shall provide copies of any filings to the Commission's counsel of record;

4. The Tax Administrator shall be entitled to charge reasonable fees and expenses for tax compliance services in accordance with its agreement with Plaintiff the Commission; and
5. The Commission staff is authorized to approve and arrange payment of all future tax obligations and tax administrator fees and expenses owed by the Fair Fund directly from the Fair Fund without further order of the Court.

Accordingly, Plaintiff the Commission's Motion to Establish a Fair Fund, Appoint a Tax Administrator, and Authorize Payment of Future Taxes, Fees, and Expenses of the Tax Administrator (Doc. # 12) is GRANTED.

DATED: July 2, 2019

BY THE COURT:



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CHRISTINE M. ARGUELLO  
United States District Judge