



U.S. Securities and Exchange Commission

Tips, Complaints, and Referrals

Summary Page - Before Submission

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The Complaint Form questions that you responded to, the answers you entered for those questions, and any documents that you have uploaded to this TCR are listed below.

What is your complaint about?

Please select the option that best describes your complaint.

Insider trading

Please select the specific category that best describes your complaint.

Close relationship to company

Is this supplemental information to a previous complaint?

Yes

What is the Submission Number of the previous complaint?

17601-582-751-708

In your own words, describe the conduct or situation you are complaining about.

Here's a crisp summary of the documents:

Context: After the Luminar APA closed, Sravan Puttagunta and Anuj Gupta named themselves directors and pressed for missing disclosures and why the valuation fell from ~\$20M (May 31, 2022) to ~\$10M (June 15, 2022).

Counsel posture: Solfice's counsel (Armaan, Perkins Coie) pushes dissolution/distributions and maintains a buyer-relations stance rather than neutral post-close cooperation.

Buyer's (Luminar) vote engineering: Emails show the Buyer insisted on a "90% vote" and wouldn't proceed without knowing those votes were pre-committed—revealing granular awareness of internal Solfice vote mechanics.

Proxy/POA pressure: Armaan recounts multiple attempts to get Sravan to pre-commit his vote (proxy/follow-the-majority), referencing a common "set-aside" while urging signatures before final documents—classic coercive dynamics.

Price tied to votes: The \$20M→\$10M drop is linked not just to market conditions but also to achieving the 90% vote target, intertwining economics with vote-locking.

Structure pivot as leverage: Armaan says the deal switched from merger to asset purchase because Sravan wouldn't "cooperate," using structure to pressure stockholder rights and liabilities.

Threats and cutoff: Buyer communications to Sravan were cut off; Armaan asserts Buyer owes no proof of non-conflict and threatens litigation if dissolution/distributions lag.

Legal significance: Together, these facts support vote coercion and inadequate/unequal disclosure, undermining any §271/Corwin "cleansing" and justifying §220 inspection (and potential plenary relief).

Bottom line: The email chain is probative that vote math and pre-commitments drove both price and structure, with pressure tactics aimed at locking up votes without full disclosure—bolstering a vote-coercion narrative.

Also the lack of disclosures on Management compensation and other insiders like Fabien drop the in-favor votes below the mandated 51% majority for §271

Are you having or have you had difficulty getting access to your funds or securities?

No

Did you suffer a loss?

Yes

Enter amount of loss to nearest dollar without characters (e.g., 15000, not \$15,000.00).

100000000

When did you become aware of the conduct? (mm/dd/yyyy)

06/15/2022

When did the conduct begin? (mm/dd/yyyy)

04/10/2022

Is the conduct ongoing?

Yes

Has the individual or firm acknowledged the conduct?

No

How did you learn about the conduct? You may select more than one answer.

Conversations, Internal business documents, Publicly available information, SEC filings

Have you taken any action regarding your complaint? You may select more than one answer.

Complained to firm, Complained to SEC, Legal action, Mediation

Provide details.

There is a pending Delaware Chancery 220 case.

Informed the US Trustee about contested title

Escalated to the board of directors.

Who are you complaining about?

Person or Firm 1

Are you complaining about a person or a firm?

Firm

Select the title that best describes the firm the complaint is about.

Publicly held company

Are you or were you associated with the person or firm when the alleged conduct occurred?

No

Identifier Type

Ticker Symbol

Ticker Symbol

LAZR

Are you a current or former Employee, Officer, Partner, or Employee Director of any entity you are complaining about?

No

Are you a current or former Non-Employee Director, Consultant, Contractor or Trustee of any entity you are complaining about?

No

Firm Name

Luminar Technologies

Street Address

1891 Page Mill Rd

Country

United States

Zip / Postal Code

94304

City

PALO ALTO

State / Province

CA

Email Address

boardofdirectors@luminartech.com

Website

<https://www.luminartech.com/>

If the complaint is about an entity or person that has custody or control of your investments, have you had difficulty contacting that entity or person?

Yes

Which investment products are involved?

Select the type of product involved in your complaint.

Equities (e.g., common stock, preferred stock)

Please select the category that best describes the security product.

Common stock (exchange-traded stock)

Enter the ticker symbol, if known.

LAZR

Enter the product name(s), if known.

Civil Maps, Sentinel

About you

Are you filing this tip under the SEC's whistleblower program?

Yes

Are you an attorney filling out this form on behalf of an anonymous whistleblower client who is seeking an award?

No

Title

Mr

First Name

Shanmukha

Middle Name

Sravan

Last Name

Puttagunta

Street Address

254 Bonita Ln

Country

United States

Zip / Postal Code

94404

City

Foster City

State / Province

CA

Home Telephone

4157102791

Email Address

sarvan.puttagunta@gmail.com

What is the best way to reach you?

Email

Are you represented by an attorney in connection with this matter, or would you like to provide your attorney's contact information?

No

Select the profession that best represents you.

Other

For Other, please specify.

Stockholder of Solfice Research, Inc

Have you reported the matter at issue in this submission to your supervisor, compliance office, whistleblower hotline, ombudsman, or any other available mechanism for reporting possible violations at any entity you are complaining about?

No

Were you retaliated against for reporting the matter at issue in this submission either internally at the entity or to a regulator?

Yes

If you answered "Yes," please provide details.

Voting no on the proxy reduced the company valuation and also full information firewall on management comp.

Has anyone taken steps to prevent you from reporting this violation to the SEC?

No

Are documents or other information being submitted that could potentially identify the whistleblower?

Yes

Identify with particularity any documents or other information in your submission that you believe could reasonably be expected to reveal your identity.

I informed luminar about the contested title

Does the whistleblower want to be eligible to apply for a whistleblower award?

Yes

1. Are you, or were you at the time you acquired the original information you are submitting to us, a member, officer or employee of the Department of Justice; the Securities and Exchange Commission; the Comptroller of the Currency; the Board of Governors of the Federal Reserve System; the Federal Deposit Insurance Corporation; the Office of Thrift Supervision; the Public Company Accounting Oversight Board; any law enforcement organization; or any national securities exchange, registered securities association, registered clearing agency, or the Municipal Securities Rulemaking Board?

No

2. Are you, or were you at the time you acquired the original information you are submitting to us, a member, officer, or employee of a foreign government, any political subdivision, department, agency, or instrumentality of a foreign government, or any other foreign financial regulatory authority as that term is defined in Section 3(a)(52) of the Securities Exchange Act of 1934 (15 U.S.C. Section §78c(a)(52))?

No

3. Did you acquire the information being submitted to us through the performance of an engagement required under the federal securities laws by an independent public accountant?

No

4. Are you providing this information pursuant to a cooperation agreement with the SEC or another agency or organization?

No

5. Are you a spouse, parent, child, or sibling of a member or employee of the SEC, or do you reside in the same household as a member or employee of the SEC?

No

6. Have you or anyone representing you received any request, inquiry or demand that relates to the subject matter of your submission (i) from the SEC; (ii) in connection with an investigation, inspection or examination by the Public Company Accounting Oversight Board, or any self-regulatory organization; or (iii) in connection with an investigation by Congress, any other authority of the federal government, or a state Attorney General or securities regulatory authority?

No

7. Are you currently a subject or target of a criminal investigation, or have you been convicted of a criminal violation, in connection with the information you are submitting to the SEC?

No

8. Did you acquire the information being provided to us from any person described in Questions 1 through 7?

No

I declare under penalty of perjury under the laws of the United States that the information contained herein is true, correct and complete to the best of my knowledge, information, and belief. I fully understand that I may be subject to prosecution and ineligible for a whistleblower award if, in my submission of information, my other dealings with the SEC, or my dealings with another authority in connection with a related action, I knowingly and willfully make any false, fictitious, or fraudulent statements or representations, or use any false writing or document knowing that the writing or document contains any false, fictitious, or fraudulent statement or entry.

Agree

Attach Files

Upload Document(s)

- *Gmail - Conversation with Luminar Technologies.pdf* (328.42 KB)
- *content.pdf* (328.42 KB)
- *Exhibit D - Solfice 500K Voting Agreement.pdf* (441.93 KB)
- *Solfice APA.pdf* (778.14 KB)
- *Solfice CAP Table.pdf* (417.47 KB)
- *EXHIBIT F - Chraim controlling vote.pdf* (2.68 MB)
- *Exhibit E - Proxy Solicitation without Disclosure.pdf* (208.76 KB)