

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE COMMISSION,	:	
	:	
Plaintiff,	:	
	:	
-against-	:	
	:	
DIMITRY BRAVERMAN	:	14-CV-__ (__)
	:	
Defendant,	:	
	:	
-and-	:	
	:	
VITALY PUPYNIN,	:	
	:	
Relief Defendant.	:	

**DECLARATION OF JORDAN BAKER IN SUPPORT
OF PLAINTIFF SECURITIES AND EXCHANGE COMMISSION'S
EMERGENCY APPLICATION FOR AN ASSET FREEZE AND OTHER RELIEF**

I, Jordan Baker, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am employed as a securities compliance examiner in the Division of Enforcement in the New York Regional Office of Plaintiff United States Securities and Exchange Commission (the "Commission"). My official duties with the Commission include participating in fact-finding inquiries and investigations to identify possible violations of the federal securities laws and assisting the Commission's litigation of enforcement actions. I have been employed by the Commission since August 2012. Prior to joining the staff of the Commission, I worked for the Federal Bureau of Investigation ("FBI") as a forensic accountant. I hold a bachelor's degree in accounting from Arkansas State University.
2. I have been a member of the Commission investigative team responsible for the investigation of Dimitry Braverman ("Defendant") and Vitaly Pupynin ("Relief Defendant")

(collectively, “Defendants”) to determine whether Defendants had undertaken insider trading in the securities of, among others, Gymboree Corporation (“Gymboree”); drugstore.com, Inc. (“drugstore.com”); Epicor Software Corporation (“Epicor”); Seagate Technology PLC (“Seagate”); YM Biosciences Inc. (“YM Biosciences”); Astex Pharmaceuticals, Inc. (“Astex”); Dealertrack Technologies, Inc. (“Dealertrack”); and Xyratex Ltd. (“Xyratex”) (collectively, the “Companies”). In connection with this investigation (the “Investigation”), I have obtained and reviewed various records related to Braverman and Pupynin, including public records, brokerage account records, telephone and internet service provider (“ISP”) records, documents produced by the law firm Wilson Sonsini Goodrich & Rosati, Professional Corporation (“Wilson Sonsini”), and records from the United States Department of Homeland Security (“DHS”). I have also participated in phone calls with representatives of Wilson Sonsini.

3. I make this Declaration in support of the Commission’s Emergency Application for an Asset Freeze and Other Relief against Defendant Dimitry Braverman and Relief Defendant Vitaly Pupynin (the “Application”).

4. I make this Declaration based on my personal knowledge, my review of documents the Commission obtained from non-parties during the course of its investigation, and information the Commission received from Wilson Sonsini and the DHS.

5. Because the Commission submits this Declaration for the limited purpose of supporting this Application, I have not set forth each and every fact that I know about the investigation.

Background of Defendant Braverman and Relief Defendant Pupynin

6. According to brokerage account opening documents, Braverman is a naturalized U.S. citizen originally from the former Soviet Union. He lives in San Mateo, California.

7. During the Investigation, the Commission requested and received certain documents from Wilson Sonsini concerning Braverman and the Companies.

8. Attached as Exhibit 1 to this Declaration is a true and correct copy of the relevant portions of a document produced to the Commission by Wilson Sonsini. It appears to show that Braverman started working at Wilson Sonsini in its information technology (“IT”) department on or about October 9, 2000.

9. Wilson Sonsini representatives have informed me that Braverman has been employed by the firm since then through at least August 2014.

10. Wilson Sonsini representatives have informed me that, as an IT employee, Braverman worked on programming and maintaining software for Wilson Sonsini’s financial systems. Wilson Sonsini representatives have informed me that, in that capacity, Braverman had access to firm databases that contained information about new client matters, client conflicts checks, billing records, and attorney time sheets. Wilson Sonsini representatives have also informed me that Braverman’s access to the firm’s IT systems would have given him access to the identities of firm clients involved in pending merger and acquisition (“M&A”) activity, as well as to the identities of potential counterparties to those deals.

11. Based on brokerage account documents, Vitaly Pupynin is a resident and citizen of the Russian Federation (“Russia”).

12. Based on documents that I have reviewed, it appears that Pupynin is a close relative of Braverman.

Wilson Sonsini’s Background and Code of Business Conduct and Ethics

13. On August 22, 2014, I searched Wilson Sonsini’s website for information about the firm’s location and M&A practice. Attached as Exhibit 2 to this Declaration are printouts from the firm’s website listing its offices and describing its M&A practice.

14. During the Investigation, Wilson Sonsini produced to the Commission certain documents about the firm's confidentiality and insider trading policies and procedures. Paragraphs 15 through 17 below describe certain such documents.

15. Attached as Exhibit 3 to this Declaration is a true and correct copy of Wilson Sonsini's policies on "Confidentiality of Client Information and Restrictions on Trading in Securities of Clients and Others." Wilson Sonsini representatives confirmed that these policies were in effect when Braverman joined the firm on or about October 9, 2000.

16. Attached as Exhibit 4 to this Declaration is a true and correct copy of a document that appears to have been signed by Braverman on October 9, 2000. It appears to reflect his agreement to abide by the policies and procedures set forth in Exhibit 3.

17. Attached as Exhibit 5 to this Declaration is a true and correct copy of a Wilson Sonsini email, dated April 15, 2011, disseminating the firm's policies on "Confidentiality of Client Information and Restrictions on Trading in Securities of Clients and Others" to its employees and a true and correct copy of Braverman's agreement, on April 18, 2011, to abide by those policies.

Wilson Sonsini's Retention as Counsel on Certain M&A and Other Corporate Deals

18. In connection with this Investigation, I reviewed corporate press releases announcing the following deals: 1) Bain Capital Partners, LLC's acquisition of Gymboree; 2) Walgreen Corporation's acquisition of drugstore.com; 3) Apax Partners L.P.'s acquisition of Epicor; 4) Samsung Electronics Co. Ltd.'s strategic partnership with, and accompanying receipt of an equity ownership stake, in Seagate; 5) Gilead Sciences' acquisition of YM Biosciences; 6) Otsuka Pharmaceutical's acquisition of Astex; 7) Dealertrack Technologies' acquisition of Dealer.com; and 8) Seagate's acquisition of Xyratex (collectively, "the M&A Deals"). I also reviewed press releases regarding the conclusion of the Gymboree tender offer and the conclusion of the Astex tender offer and certain news stories concerning the aforementioned deals involving Epicor, Astex, Dealer.com,

and Xyratex. Attached as Exhibit 6 to this Declaration are true and correct copies of relevant portions of these press releases and news stories.

19. During the Investigation, Wilson Sonsini confirmed to the Commission staff that it represented one party in each of these eight M&A Deals; identified the party that it had been retained to represent in each such M&A Deal; provided the dates on which the firm was retained to represent each such party; and conveyed to the Commission staff the internal code names that the firm used to keep each of the M&A Deals confidential before they were publicly announced. Attached as Exhibit 7 to this Declaration is a chart I prepared that lists this information for the M&A Deals.

Commission Filings and News Reports About the M&A Deals

20. Gymboree, drugstore.com, Epicor, YM Biosciences, and Astex filed certain reports with the Commission that discussed certain milestones of the M&A Deals in which they participated. In addition, Seagate filed a Form 8-K with the Commission that provided details about its partnership and equity transaction with Samsung, and Epicor filed a Form 8-K with the Commission that provided details about the conclusion of its tender offer with Apax. Attached as Exhibit 8 to this Declaration are true and correct copies of relevant portions of these Commission filings.

21. On September 30, 2010, several news articles reported that Gymboree was considering a sale to private equity firms. Attached as Exhibit 9 to this Declaration are true and correct copies of certain such news articles.

Trading Profits

22. During the Investigation, Charles Schwab & Co., Inc. (“Charles Schwab”), Scottrade, Inc. (“Scottrade”), and Interactive Brokers LLC (“Interactive Brokers”) produced to the Commission account statements, order files, and trade blotters (the “Trade Records”) showing

trades in brokerage accounts held by Braverman, Pupynin, and an individual I was able to identify as Braverman's brother (the "Brother").¹

23. I reviewed and analyzed the Trade Records in the following brokerage accounts held by Braverman, his Brother, or Pupynin:² a) Charles Schwab Account Number 5291 in the name of Dimitry Braverman (hereinafter the "Braverman Account"); b) Charles Schwab Account Number 4438 (hereinafter the "Braverman 401(k) Account"); c) Charles Schwab Account Number 6360 in the name of the Brother (hereinafter the "Brother's Account"); d) Scottrade Account number 6931 in the name of Dimitry Braverman (hereinafter the "Braverman Scottrade Account"); e) Interactive Brokers Account Number 9248 in the name of Vitaly Pupynin (hereinafter the "Pupynin Account").³ Based on my review of the Trade Records, I created a summary chart calculating the profits associated with the trading of the Companies in these accounts. Attached as Exhibit 11 to this Declaration is my summary chart calculating the profits associated with the trading of the Companies across all of these accounts.

24. Based on my calculations, Braverman's trading profits in the eight Companies, including trades placed in the Pupynin Account, totaled \$304,837.39.

25. In order to prepare the summary of the profits associated with Braverman's trading of the Companies, I first calculated the trading profits on the securities of each Company in the Braverman Account, the Braverman 401(k) Account, the Braverman Scottrade Account, and the

¹ Attached as Exhibit 10 is a true and correct copy of a document from Wilson Sonsini showing that Braverman and this individual are brothers. The Brother's first name has been partially redacted in this exhibit and in all exhibits to this Declaration containing his first name.

² To keep account numbers confidential, I have provided only the last four digits of account numbers in summaries attached as Exhibits to this Declaration. In Trade Records attached as exhibits to this declaration, all but the last four numbers from account numbers in the exhibits attached to this Declaration have also been redacted. Other personal information, such as Social Security Numbers and birth dates, has also been redacted from the exhibits attached to this Declaration.

³ Charles Schwab and Scottrade informed me that a ninth digit that appears after a hyphen in the eight-digit account number is not part of the account number.

Pupynin Account, and created a summary attached as Exhibit 11. True and correct copies of the Trade Records that I summarized and used to calculate the profits set forth in Exhibit 11A are attached as Exhibits 12 through 14 to this Declaration.⁴

26. I also calculated that the Brother's trading profits in Epicor and Seagate totaled \$1,820.94. In order to prepare the summary of the profits for the Brother's trades in Epicor and Seagate, I first calculated the trading profits on securities of Epicor and Seagate in the Brother's Account and created a summary attached as Exhibit 11B. True and correct copies of the Trade Records that I summarized and used to calculate the profits set forth in Exhibit 11B are attached as Exhibit 15 to this Declaration.

27. I further calculated that the Pupynin Account's trading profits in the securities of YM Biosciences, Astex, Seagate, and Dealertrack totaled \$281,481.43. In order to prepare the summary of the profits associated with the Pupynin Account's trading of these securities, I first calculated the trading profits for these securities and created a summary chart for the trading, attached as Exhibit 11C. True and correct copies of the Trade Records that I summarized and used to calculate the profits set forth in Exhibit 11C are attached as Exhibit 14 to this Declaration.

Telephone Contacts Between Braverman and His Brother

28. In the course of the Investigation, I conducted database searches for telephone numbers for Braverman and identified (650) 255-5456 as a telephone number for Braverman. Commission Staff sent a subpoena to AT&T for subscriber documents and telephone phone

⁴ For the Pupynin Account, I have included only relevant portions of the Trade Records showing order times due to the voluminous size of those original files. I have also included an email from Interactive Brokers showing the order times for three trades in the Pupynin Account.

records for this number, which I reviewed. Attached as Exhibit 16 to this Declaration are true and correct copies of the relevant portions of these phone records.⁵

29. From these and other records, I identified calls between Braverman and his Brother from March 1, 2011 to April 8, 2011.

30. First, in Braverman's telephone records, I observed calls between Braverman and three phone numbers, among others: (508) 202-2727, (508) 647-7779, and (508) 318-8358.

31. I then matched up the first of these phone numbers with telephone subscriber data from AT&T, which identified the number (508) 202-2727 as the phone number for Braverman's Brother. Attached as Exhibit 17 to this Declaration are true and correct copies of the relevant portions of this telephone subscriber data. I also reviewed Charles Schwab account opening documents, which showed that (508) 202-2727 is the Brother's home phone number.

32. The same Charles Schwab account opening documents also helped me identify the second phone number, (508) 647-7779, as the Brother's work phone number and identified the Brother's employer as a company called Mathworks. Attached as Exhibit 18 to this Declaration is a true and correct copy of the relevant page of these account opening documents. I also reviewed telephone subscriber data from Verizon, which identified the same number, (508) 647-7779, as a number belonging to Mathworks. Attached as Exhibit 19 to this Declaration is a true and correct copy of the relevant portions of this telephone subscriber data.

33. Finally, I was able to match the third number to Braverman's Brother through information from a Yahoo Mail address book for Braverman. First, Charles Schwab and Scottrade produced copies of the account opening documentation for the Braverman Account and the Braverman Scottrade Account. Braverman listed his personal email address on these account

⁵ While the phone records list Braverman's first name as "Dimitri," the home address on the telephone records is identical to the home address provided by Braverman on his brokerage account opening documents.

opening documents as digoriii@yahoo.com. Attached as Exhibit 20 to this Declaration are true and correct copies of the relevant portions of these account opening documents. Next, I matched this Yahoo email address for Braverman with telephone record data from that address's Yahoo Mail address book for Braverman. On this document, Braverman listed (508) 318-8358 as a phone number for his Brother.

34. Having determined based on these documents that all three of the phone numbers listed in paragraph 30 were used by the Brother, I was able to identify calls between Braverman and his Brother between March 1 and April 8, 2011, by reviewing the AT&T phone data attached as Exhibit 16.

35. I then created a summary chart of these calls, which is attached as Exhibit 21 to this Declaration.

Defendants' Fund Transfers

36. Based on my review of certain account documentation, the Pupynin Account began transferring funds to bank accounts associated with Pupynin and to a Latvian bank account after the Pupynin Account had obtained profits from its trades in Astex, Dealertrack, and Xyratex.

37. I have reviewed account management and wire transfer records for outgoing wires from the Pupynin Account. Attached as Exhibit 22 to this Declaration are true and correct copies of these records. I have summarized the outgoing transfers in a chart attached as Exhibit 23.

38. From October 2013 through August 2014, the Pupynin Account transferred over \$25,000 to bank accounts associated with Pupynin.⁶ From July 1 through August 6, 2014, the Pupynin Account transferred over \$26,000 to a Latvian bank account.

⁶ It appears that the Pupynin Account unsuccessfully attempted to transfer \$500 from the account in May 2014.

Defendants' Email Addresses

39. Account management and wire transfer records for the Pupynin Account appear to show that "digoriii@yahoo.com" was the email address initially used by the Pupynin Account to correspond with Interactive Brokers. The records also appear to show that the email address for the Pupynin Account changed from "digoriii@yahoo.com" to "vitaly945@yahoo.com" in December 2012.

40. Yahoo Mail produced a document showing that the email account "vitaly945@yahoo.com" was created on December 11, 2012 from the ISP address 99.6.41.192. Attached as Exhibit 24 to this Declaration is a true and correct copy of this document.

Kluger's Arrest

41. On September 5, 2014, I searched the internet for a press release from the United States Attorney's office for the District of New Jersey announcing the arrest of former Wilson Sonsini attorney Matthew Kluger on insider trading charges and news articles about Kluger's arrest. Attached as Exhibit 25 to this Declaration are true and correct copies of the press release and a sample news article I found.

42. On August 29, 2014, from the Commission's public website, I obtained copies of the Commission's press release announcing insider trading charges against Kluger and the Commission's Complaint against Kluger. Attached as Exhibit 26 to this Declaration are true and correct copies of these documents.

Pupynin's Travel to the U.S.

43. In the course of my investigation, I reviewed data from DHS that summarizes Pupynin's travels to the U.S. from 2005 through July 1, 2014. Attached as Exhibit 27 to this Declaration is a true and correct copy of those documents.

44. Based on my review of these documents,⁷ I created a summary table showing the dates of Pupynin's travel to the U.S. from 2012 to 2014:

Date	Travel to or from the U.S.	Airline and Flight Number
July 26, 2012	Pupynin lands at John F. Kennedy International Airport from Moscow's Domodedovo Airport.	Transaero Airlines Flight #1111
October 27, 2012	Pupynin departs John F. Kennedy International Airport for Moscow's Domodedovo Airport.	Transaero Airlines Flight #2222
December 26, 2013	Pupynin lands at San Francisco International Airport from London's Heathrow Airport.	British Airways Flight #285
January 30, 2014	Pupynin departs San Francisco International Airport for London's Heathrow Airport.	British Airways Flight #286

45. I also reviewed data from the website www.flightaware.com, containing December 26, 2013 flight data for British Airways Flight 285. Attached as Exhibit 28 to this Declaration is an Excel spreadsheet containing relevant portions of the data from www.flightaware.com. The data from FlightAware show that Flight 285 was slightly over ten hours long. The data from www.flightaware.com also show that, on December 26, 2013, British Airways Flight 285 departed London's Heathrow Airport at 11:36 a.m. Greenwich Mean Time ("GMT") and landed at 1:55 p.m. Pacific Time ("PT") that day. Using www.timezoneconverter.com, I determined that 11:36 a.m. GMT is 6:36 a.m. Eastern Time ("ET") and that 1:55 p.m. PT is 4:55 p.m. ET.

46. On August 25, 2014, I searched the websites of NASDAQ and the NYSE for the hours of operation of these stock markets. Attached as Exhibit 29 to this Declaration are pages from the websites of NASDAQ and the NYSE showing their trading hours.

⁷ In these records, I understand that "ARCDE" stands for airline code, "FLNBR" stands for flight number, "DEPLC" stands for airport departure location, and that "ARRLC" stands for airport arrival location.

Account Logins for Pupynin's House From Braverman's Residence

47. Based on my review of account documentation for the Pupynin Account, I determined that the Pupynin Account ordered all of the trades in the Companies from Braverman's house at times when Pupynin was not in the U.S. I also determined that the Pupynin Account initiated all of the wire transfers in the account from California at times when Pupynin was not in the U.S. Additionally, I determined that most of these wire transfers were requested from Braverman's house.

48. Following document requests the Commission staff submitted to Charles Schwab, Scottrade and Interactive Brokers, those brokerage firms produced account login data for the Braverman Account, Braverman 401(K) Account, and Pupynin Account reflecting the times and dates of the logins into the Pupynin Account and the internet protocol ("IP") addresses used to access these accounts via the internet. Attached as Exhibits 30, 31, and 32 to this Declaration are true and correct copies of the IP logs provided (1) by Charles Schwab for the Braverman and Braverman 401(K) Accounts,⁸ (2) by Scottrade for the Braverman Scottrade Account, and (3) by Interactive Brokers, respectively, for the Pupynin Account.⁹

49. Using certain of the Pupynin Account Trade Records, contained in Exhibit 14, Commission Staff and I determined the order dates and times of the relevant trades in the Pupynin

⁸ The Charles Schwab IP log covers the time period April 11, 2011 through January 31, 2014, and includes logins for all Charles Schwab accounts owned by Braverman. Headers were added to each of the three IP logs to identify the producing brokerage firm.

⁹ Interactive Brokers provided times, dates, and IP addresses for two types of logins: (1) Trader Workstation ("TWS") logins, which consist of the logins used for trading activity, and (2) "account management logins," which consist of logins used for other account management activity, including the movement of funds. Interactive Brokers' documents show that the time zone for the TWS logins is ET. Interactive Brokers also informed me that any numbers beginning with "132" on the IP log are not actually IP addresses, but network addresses belonging to Interactive Brokers' internal systems.

Account.¹⁰ I then reviewed the IP logs for the Pupynin Account to determine the dates, times, and IP addresses of the logins into the Pupynin Account. I then compared the dates, times and IP addresses of the logins into the Pupynin Account with the dates and order times of the relevant trades. Through this comparison, I was able to identify the particular login that preceded each relevant trade and the IP address used to log into the Pupynin Account immediately preceding each trade. I determined that three IP addresses were used for these logins into the Pupynin Account: 99.6.41.192, 99.6.42.213, and 50.174.237.183.

50. Commission staff researched the internet service providers (“ISPs”) for the three IP addresses used to log into the Pupynin Account immediately before the relevant trades were ordered in that account using www.melissadata.com. Commission staff determined that AT&T was the ISP for the IP addresses 99.6.41.192 and 99.6.42.213 and that Comcast was the ISP for the IP address 50.174.237.183.

51. Commission staff sent subpoenas to AT&T and Comcast that requested subscriber information for the IP addresses used to log into the Pupynin Account immediately before the relevant trades were ordered in that account. Attached as Exhibit 33 to this Declaration are true and correct copies of relevant portions of the subpoenas and these subpoena responses.¹¹

52. I then compared the IP addresses used to log into the Pupynin Account immediately before the relevant trades were ordered with the IP subscriber information provided in the subpoena responses from AT&T and Comcast. Based on this comparison, I determined that Dimitry Braverman was the subscriber for the IP addresses 99.6.41.192 and 99.6.42.213 when these

¹⁰ Interactive Brokers provided additional clarification for certain order times through my communications with them in August and September 2014.

¹¹ Comcast’s IP addresses are “dynamically assigned,” which means that different subscribers might be able to utilize the same IP address at different times. Thus, Commission staff needed to provide the dates and times for all of the Pupynin Account’s logins for which it sought subscriber information.

IP addresses were used to log into the Pupynin Account immediately before the Account ordered certain of the relevant trades. Braverman's wife was the subscriber for the IP address 50.174.237.183 when this IP address was used to log into the Pupynin Account before certain of the relevant trades.¹² All three of these IP addresses were assigned to the California residence shared by Braverman and his wife. I recognized Dimitry Braverman's wife's name from the account opening documentation provided by Dimitry Braverman in connection with his Braverman Scottrade Account.¹³

53. I also reviewed account management and wire transfer records from Interactive Brokers for the Pupynin Account.¹⁴ As previously noted, these documents are contained at Exhibit 22. These documents showed me the dates and times on which the Pupynin Account initiated wire transfers from the Pupynin Account and the corresponding IP addresses used by the Pupynin Account to initiate these wire transfers.

54. Based on my review of the account management and wire transfer records, I observed that the IP address 99.6.42.213 was used to initiate the October 2013 wire transfers from the Pupynin Account. Based on my review of the AT&T subpoena response contained at Exhibit 33, I determined that Dimitry Braverman was the subscriber for this IP address.

55. Based on my review of the account management and wire transfer records, I observed that 50.174.237.183 was the IP address used by the Pupynin Account to initiate a transfer

¹² Five YM Biosciences options were sold on December 13, 2012, immediately after a login into the Pupynin Account using IP address 99.6.41.192, which AT&T had previously assigned to Braverman. Although AT&T did not record Braverman's usage of this IP address after December 12, 2012, AT&T representatives told me that Braverman's use of this IP address likely continued after this date.

¹³ Braverman's wife's full name has been redacted from the exhibits. She is only referred to by her initials.

¹⁴ Interactive Brokers informed me that the time zone for the wire transfers described in these documents is ET.

of \$6,870 from the account on December 21, 2013 and 98.207.0.235 was the IP address used by the Pupynin Account to initiate a transfer of \$2,300 from the account on February 5, 2014. I used the “IP Lookup Tool” on the website www.whatismyipaddress.com to identify the geographic location of these IP addresses and determined that they were assigned to San Mateo, California. According to www.whatismyipaddress.com, the website’s IP Lookup Tool has 99% accuracy for identifying an IP address within a particular country and 90% accuracy for identifying an IP address within a particular state. Exhibit 34 is a true and correct copy of a printout of my searches from www.whatismyipaddress.com.¹⁵

56. Based on my review of the account management and wire transfer records, I observed that the IP address 98.207.0.235 was used by the Pupynin Account to initiate a wire transfer of \$7,000 on February 20, 2014. Based on my review of the Commission staff’s subpoena to Comcast (attached at Exhibit 33), I observed that Comcast was the ISP for this IP address. Commission staff then sent a subpoena to Comcast seeking the owner for the IP address when it was used to log into the Pupynin Account to initiate the February 20, 2014 wire transfer. Comcast’s subpoena response showed that Braverman’s wife was the subscriber for the IP address when it was used to log into the Pupynin Account to initiate this wire transfer. A true and correct copy of the relevant portions of the Commission’s staff’s subpoena to Comcast and Comcast’s subpoena response is attached as Exhibit 35.

¹⁵ Based on my review of Comcast’s response to the Commission’s subpoena seeking subscriber information for the IP addresses 50.174.237.183 and 98.207.0.235 at Exhibit 33, I observed that Comcast was the ISP for these IP addresses. Due to the passage of time, Comcast no longer has the specific owner information for the specific IP logins used to initiate the December 23, 2013 and February 5, 2014 wire transfers. Nonetheless, the Comcast subpoena response showed me that Braverman’s wife was the subscriber for the 50.174.237.183 IP address when the Pupynin Account used it to log in directly before placing trades in Dealertrack and Xyratex and that Braverman’s wife was the subscriber for the 98.207.0.235 IP address when the Pupynin Account used it to log into the account on at least one other occasion.

57. Based on my review of the account management and wire transfer records, I observed that the IP address 76.14.24.68 was used to place wire transfers from the Pupynin Account in July and August 2014. I used the “IP Lookup Tool” on the website www.whatismyipaddress.com to identify the geographic location this IP address and determined that this IP address is assigned to San Mateo, California. Exhibit 36 is a true and correct copy of a printout of my search from www.whatismyipaddress.com.

58. Attached as Exhibit 37 to this Declaration are summary charts of my analysis for the IP addresses used to log into the Pupynin Account immediately before the account ordered the relevant trades and to initiate wire transfers in the account.

59. I also compared the IP log for the Pupynin Account with (1) the IP logs produced by Charles Schwab for the Braverman and Braverman 401(K) Accounts and (2) the IP log produced by Scottrade for the Braverman Scottrade Account to determine whether any of the IP addresses used to log into the Pupynin Account immediately before the account ordered the relevant trades were also used to log into Braverman’s Charles Schwab and/or Scottrade accounts. My comparison showed that certain of the IP addresses used to log into the Pupynin Account were also used to log into Braverman’s Charles Schwab and/or Scottrade accounts. The summary chart below also includes this information:

IP Address to Place Relevant Trades in Pupynin Account	IP Address Subscriber	Braverman Account(s) for Which Same IP Address Used
99.6.41.192	Dimitry Braverman (AT&T)	Schwab, Scottrade
99.6.42.213	Dimitry Braverman (AT&T)	Schwab
50.174.237.183	A. P. (Comcast)	Schwab

60. I compared Exhibit 27, which are records of Pupynin’s travels to the United States, and Exhibit 28, which is data from www.flightaware.com regarding Pupynin’s December 26, 2013

British Airways flight to the U.S., with the times of the trades in YM Biosciences, Astex, Dealertrack, and Xyratex. The times of these trades are included in the trading summary which, as previously noted, is attached as Exhibit 37 to the Declaration. My comparison showed me that Pupynin was not in the U.S. at the time of any of these trades. My comparison also showed me that, at the time the Pupynin Account was closing out its position in Xyratex securities on December 26, 2013, Pupynin was in the middle of a ten-hour transcontinental flight to the U.S. that landed four hours after the Pupynin Account executed these trades.

61. I also compared Exhibit 27, which are records of Pupynin's travels to the United States, with the dates of the wire transfers described in paragraph 38 from Pupynin's Account to two Bank of America accounts associated with his name and to a bank account in Riga, Latvia. The dates of these wire transfers are described in Exhibit 23 to the Declaration. My comparison showed that Pupynin was not in the U.S. at the time of any of these wire transfers.

Stock Price Jumps

62. I have reviewed publicly available stock price and volume data from Bloomberg for Gymboree; drugstore.com; Epicor; Seagate; YM Biosciences; Astex; Dealertrack; and Xyratex. Attached as Exhibit 38 to this Declaration are true and correct copies of printouts from Bloomberg showing this stock price and volume data and attached as Exhibit 39 to this Declaration is a chart containing relevant portions of this stock price data that I downloaded from Bloomberg and the Wharton Research Data Services (WRDS). I reviewed the stock price and volume data for these securities in the months prior to the deal announcements involving each of these companies, discussed at paragraph 18 of this Declaration, as well as the stock price and volume information for these securities after the public announcement of each of these deals. I created a summary chart showing two items for each security after the relevant deal announcement or press story concerning the deal: (1) the percentage increase in each security's stock price over the previous day's closing

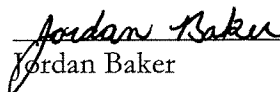
stock price, and (2) the percentage increase in each security's day-over-day trading volume on the day of (or day after) a news story or deal announcement, compared to the day before.

Security	Announcement or News Story Date	Stock Price Increase	Volume Increase
Gymboree	9/30/2010 news story	20.58%	352%
drugstore.com	3/24/2011	112.57%	17,303%
Epicor	4/4/2011	10.94%	3,983%
Seagate	4/19/2011	1.01%	48.6%
YM Biosciences	12/12/2012	78.53%	9,101%
Astex	9/4/2013 news story 9/5/2013 announcement	23.8% (9/4/2013) ¹⁶ 2.4% (9/5/2013)	959% (9/4/2013) 230% (9/5/2013)
Dealertrack	12/19/2013	7.71%	834%
Xyratex	12/23/2013	26.89%	7,073%

Braverman's Prejudgment Interest

63. I calculated prejudgment interest of at least \$9,336.41 using applicable IRS interest rates.

I declare under penalty of perjury, in accordance with 28 U.S.C. § 1746, that the foregoing is true and correct. Executed on September 16, 2014 in New York, New York.



 Jordan Baker

¹⁶ This number reflects the percentage increase in Astex's stock price from the close of the markets on September 3, 2013 to the close of the markets on September 4, 2013.