

**Amendment No. 1 to Stipulation and Agreement of Compromise, Settlement and Release**

The undersigned parties agree that the Stipulation and Agreement of Compromise, Settlement and Release dated as of May 31, 2018 (the "Stipulation") between Tokon Torp, LLP ("Tonkon") and the Class Representatives in the litigation captioned *Ciuffitelli v. Deloitte & Touche LLP*, Case No. 3:16-cv-00580-AC (U.S.D.C. D. Or.) is hereby amended in the following respect:

The definition of the "Class" as described in Section 1(d) of the Stipulation is hereby amended, changed, replaced and superseded by the following provision:

d) "Class" means a settlement class consisting of all persons who purchased Aequitas securities on or after June 9, 2010 and that had an account balance as of March 31, 2016. The Class excludes: (a) Defendants; (b) the past and present officers and directors of the Aequitas affiliated companies, including without limitation Robert Jesenik, Brian Oliver, Craig Froude, Scott Gillis, Andrew MacRitchie, Olaf Janke, Brian Rice, William Ruh, Steve Hedberg, Brett Brown, Tom Goila, Patricia Brown, Bill Malloy, and Thomas Szabo, and their respective families and affiliates; (c) the past and present members of the Aequitas Advisory Board, including without limitation William McCormick, L. Martin Brantley, Patrick Terrell, Edmund Jensen, Donna Miles, William Glasgow, Keith Barnes, Bob Zukis, and their respective families and affiliates; (d) registered investment advisors and investment advisor representatives; (e) any investor who received finder's fees or other consideration from Aequitas in connection with referring investors to Aequitas; and (f) any of the Individual Plaintiffs in any of the Individual Actions. For the avoidance of doubt, Jeanette Lao, as trustee of the Jeanette Lao Rollover IRA, Claire Lin, as trustee of Claire Yan Lin Roth IRA, and Calmar Optcom, Inc. are members of the Class.

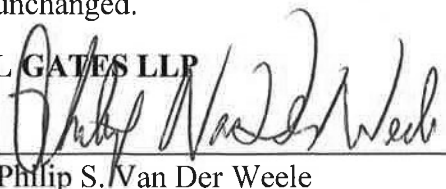
All other provisions of the Stipulation remain unchanged.

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