



GRANTED WITH MODIFICATIONS

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Transaction ID 8852149
Case No. 2020-0459-MTZ



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

DG BF, LLC, a California limited liability
company; JEFF A. MENASHE,
individually and derivatively on behalf of
AMERICAN GENERAL RESOURCES
LLC, a Delaware limited liability
company,

Plaintiffs,

v.

MICHAEL RAY, an individual, and
VLADIMIR EFROS, an individual,

Defendants,

and

AMERICAN GENERAL RESOURCES
LLC, a Delaware limited liability
company,

Nominal Defendant.

C.A. No. 2020-0459-MTZ

[PROPOSED] ORDER

AND NOW, this ____ day of _____, 2021, upon consideration of
Defendants' Motion to Compel Proper Deposition ("Motion"), and Plaintiffs'
opposition thereto,

IT IS HEREBY ORDERED THAT:

1. Defendants' Motion is Denied except for the conditions below.



2. Mr. Menashe will present himself on two separate days 1 deposition—one day for the continuation of the Rule 30(b)(6) deposition, and one day for his deposition in his personal capacity.

3. The two dates will be agreed to by the parties.

4. The two depositions of Mr. Menashe will be limited to 7 hours each. Mr. Menashe's Rule 30(b)(6) deposition has already used 3 of its allotment of 7 hours, leaving 4 remaining.

5. Mr. Menashe may choose which counsel he wishes to defend him during the depositions, and there is no need for Mr. Bellew to attend unless Mr. Menashe requests it.

6. Objections during Mr. Menashe's depositions will be limited to objections regarding attorney-client privilege. All other objections will be reserved until after the conclusion of the depositions.

The Honorable Morgan T. Zurn



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

Court: DE Court of Chancery Civil Action

Judge: Morgan Zurn

**File & Serve
Transaction ID:** 66839277

Current Date: Aug 11, 2021

Case Number: 2020-0459-MTZ

Case Name: STAY DISC/ CONF ORD/ DG BF, LLC vs Michael Ray

Court Authorizer: Morgan Zurn

**Court Authorizer
Comments:**

I have observed Mr. Fox's tendency to interrupt opposing counsel's presentation and the Court, and to insult opposing counsel, most recently at the August 3 hearing in this matter. I was therefore dismayed, but not surprised, that his behavior at DG BF's 30(b)(6) deposition reminded me of Mr. Jamail of Paramount Communications Inc. v. QVC Network Inc., 637 A.2d 34 (Del. 1994). Like Mr. Jamail, Mr. Fox "(a) improperly directed the witness not to answer certain questions; (b) was extraordinarily rude [and] uncivil . . . ; and (c) obstructed the ability of the questioner to elicit testimony to assist the Court in this matter." Id. at 53. Plaintiffs' Delaware counsel was expected to put an end to Mr. Fox's misconduct, but did not.

Mr. Fox's abusive tactics for tactical gain have interfered with the fair and efficient administration of this matter. See Kaung v. Cole Nat. Corp., 884 A.2d 500, 507-08 (Del. 2005); Hunt v. Ct. of Chancery, 2021 WL 2418984, at *7 (Del. June 10, 2021). While I expect he has done so already as part of his application to appear pro hac vice, Mr. Fox shall, for the first time or again, review the Statement of Principles of Lawyer Conduct. See Ct. Ch. R. 170(c). Mr. Fox and Delaware counsel shall also review the Court of Chancery's 2021 Guidelines To Help Lawyers Practice In The Court Of Chancery. Mr. Fox and Delaware counsel shall submit a certification that they have done so.

Fees for the Motion, for reviewing Plaintiffs' letters regarding the deposition, and for the Reconvened Deposition shall be shifted to Plaintiffs. Delaware counsel shall attend the Reconvened Deposition. The parties shall notify the Court of the date and time of the Reconvened Deposition so that the Court may make itself available to address any continuing misconduct. This motion shall not be heard at tomorrow's hearing.

/s/ Judge Morgan Zurn