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16 *Counsel for Nominal Defendant TuSimple Holdings, Inc.*

17 **IN THE UNITED STATES DISTRICT COURT**  
18 **FOR THE SOUTHERN DISTRICT OF CALIFORNIA**

19 NORMAN WILHOITE and JUDITH  
20 WILHOITE, derivatively on behalf of  
21 TuSimple Holdings, Inc.,

22 *Plaintiffs,*

23 v.

24 XIAODI HOU, MO CHEN,  
25 CHENG LU, GUOWEI “CHARLES”  
26 CHAO, and HYDRON, INC.,

27 *Defendants,*

28 and

TUSIMPLE HOLDINGS, INC.,

*Nominal Defendant.*

Case No. 3:23-cv-02333-BEN-MSB

**DECLARATION OF  
CHENG LU**

Judge: Hon. Roger T. Benitez  
Courtroom: 5A

I, Cheng Lu, declare as follows:

1 1. I served as the Chief Executive Officer (“CEO”) of TuSimple Holdings,  
2 Inc. (“TuSimple”) from September 2020 until March 2022 and from November 2022  
3 to present.

4 2. I have personal knowledge of and am competent to testify to the matters  
5 set forth in this declaration.

6 3. I offer this declaration in Opposition to Xiaodi Hou’s Motion for  
7 Temporary Restraining Order.

8 **I. DR. HOU’S HISTORY OF MISCONDUCT**

9 4. Dr. Hou is one of the co-founders of TuSimple. He served as  
10 TuSimple’s Chairman, Chief Executive Officer (“CEO”), and Chief Technology  
11 Officer (“CTO”) from March 30, 2022 until October 30, 2022, when he was  
12 terminated by the Company’s board of directors (“Board”). Dr. Hou continued to  
13 serve as a director of the Company until he resigned on March 14, 2023.

14 5. Dr. Hou was fired by TuSimple’s Board on October 30, 2022. Dkt. 27-  
15 8 (TuSimple’s Nov. 7, 2022 Form 8-K) at 3 (Item 8.01). The Board at that time was  
16 comprised of Dr. Hou and independent directors Brad Buss, Karen Francis, Michelle  
17 Sterling, and Reed Werner. As disclosed by the Board, Dr. Hou was terminated  
18 because the Board lost confidence in Dr. Hou’s judgment, decision making, and  
19 ability to lead as CEO. *Id.* He was also terminated because the Board believed Dr.  
20 Hou had not been candid with the Board. *Id.* Dr. Hou remained a director on the  
21 Board after he was fired by the Board.

22 6. After his termination as Chairman, CTO, and CEO, Dr. Hou has worked  
23 to frustrate TuSimple’s business and prospects while building his new autonomous  
24 driving company—Bot Auto—that competes directly with TuSimple.

25 7. Dr. Hou resigned from TuSimple’s board in March 2023, shortly before  
26 he was due to sit for an interview as part of an investigation by TuSimple’s Board  
27 into Dr. Hou’s reported attempts to lure TuSimple employees to Dr. Hou’s new  
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1 autonomous driving company, Bot Auto. I later learned that Dr. Hou established the  
2 website domain for Bot Auto on December 5, 2022—*i.e.*, while he was still a director  
3 of TuSimple.<sup>1</sup> As a result of Dr. Hou’s abrupt resignation, the Board was unable to  
4 complete its investigation.

5 8. Dr. Hou incorporated his new autonomous driving company, Bot Auto,  
6 in Texas in August 2023 and publicly launched the company in October 2024. In an  
7 interview for an article by *TechCrunch* and in materials prepared by Bot Auto to  
8 solicit potential investors, Bot Auto describes itself as an “AI-driven,” “L4  
9 autonomous trucking company,” that purports to have developed in four months a  
10 machine learning infrastructure, and achieved in one year after the commencement  
11 of its operations “driver-out” capabilities—6 years more quickly than any previous  
12 autonomous driving company.<sup>2</sup> Consistent with his efforts to hire away TuSimple  
13 talent for Bot Auto when still a director of TuSimple, numerous former senior  
14 TuSimple employees publicly represent themselves as Bot Auto employees. For  
15 example, Lei Wang, TuSimple’s former EVP of Technology is now the Chief  
16 Technology Officer at Bot Auto; Paul Lam, TuSimple’s former head of Corporate  
17 Development & Strategy, is now Chief Strategy Officer at Bot Auto; and Brian  
18 Moore, TuSimple’s former VP of Government Affairs and CFIUS Security Officer  
19 is now Vice President of Policy at Bot Auto.

20 9. In January 2024, the Company announced the decision by Special  
21 Committee of independent directors of its Board to delist, deregister, and take the  
22 Company private. The Special Committee made that decision because, given  
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24 <sup>1</sup> See ICANN, *Registration data lookup tool*, <https://lookup.icann.org/en/lookup> (last accessed Nov. 25, 2024) (search for “bot.auto”)

25  
26 <sup>2</sup> TechCrunch, *TuSimple founder Xiaodi Hou is back with a new autonomous*  
27 *truck startup* (Oct. 2, 2024), <https://techcrunch.com/2024/10/02/tusimple-founder-xiaodi-hou-is-back-with-a-new-autonomous-truck-startup> (last accessed Nov. 25,  
28 2024).

1 significant changes in the capital markets and business challenges since going  
2 public, the benefits of remaining a publicly traded company no longer justified the  
3 costs.

4 10. Upon the Company’s disclosure of its decision to delist, deregister, and  
5 take the Company private, Dr. Hou engaged in a scheme to frustrate the Company’s  
6 ability to do so. SEC rules preclude a registered company from deregistering if the  
7 Company has more than 300 shareholders of record. I have reviewed documents  
8 showing that, in an apparent effort to thwart the Company’s decision to deregister,  
9 Dr. Hou divided a portion of his stock holdings among 330 different charitable trusts.  
10 I have concluded that Dr. Hou is behind the 330 trusts because: (1) each of those  
11 trusts are registered under the same social security number, the last four digits of  
12 which match Dr. Hou’s social security number; (2) each of those trusts have the same  
13 email address; (3) the combined holdings of those trusts and another entity controlled  
14 by Dr. Hou, White Marble LLC, total the exact number of shares owned by White  
15 Marble LLC prior to the creation of the trusts; and (4) I have been informed that Dr.  
16 Hou’s wife appeared at the Company’s transfer agent’s office in-person with a  
17 physical suitcase full of paper documents for the purpose of transferring shares from  
18 White Marble LLC to these 330 “sham” trusts.

19 11. Furthermore, in an apparent effort to obfuscate his common control of  
20 every one of the trusts, the trusts were established in different states with numerous  
21 different, and at times nonsensical, names. Some of the trust names mimicked those  
22 of reputable philanthropic organizations, and others appear to be machine-generated  
23 with dubious-sounding titles. Those names often repeat the word “trust” multiple  
24 times or contain otherwise strange combinations of words. A few examples are:  
25 “Global Livestock Empowerment Fund Trust,” “Trust for Arts Excellence and  
26 Innovation Trust,” and “International Research and Empowerment Trust for Women  
27 Trust.”  
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1           12. On October 1, 2024, following an investigation into the technology that  
2 Bot Auto purports to have developed within a year after its incorporation, TuSimple  
3 filed suit against Bot Auto. *See* Ex. A (Texas Litigation Complaint). In that case,  
4 TuSimple obtained a temporary restraining order and is seeking a preliminary  
5 injunction (“PI”) to prevent trade secret misappropriation. An evidentiary hearing  
6 on TuSimple’s PI motion was held on November 18 and 19, 2024. TuSimple’s  
7 investigation concluded that Bot Auto is improperly using TuSimple intellectual  
8 property including proprietary sensor suite technology developed by TuSimple,  
9 autonomous driving decision-making technology developed by TuSimple, and  
10 proprietary safety technology, including redundant systems to ensure an  
11 autonomously operated vehicle is brought to a safe stop should there be a loss of  
12 power or other malfunction in a critical system.

13 **II. DR. HOU’S VOTING RIGHTS**

14           13. In November 2022, Dr. Hou granted his co-founder, Mo Chen, certain  
15 proxy rights for a period of two years. At the same time, Dr. Hou entered into an  
16 agreement with Mr. Chen by which Dr. Hou agreed to vote his shares as directed by  
17 Mr. Chen until the agreement was terminated by mutual agreement. The effect of  
18 the voting agreement was to give Mr. Chen the ability to vote a majority of  
19 shareholder votes.

20           14. On November 22, 2024, Dr. Hou filed a lawsuit against Mo Chen and  
21 TuSimple seeking a declaratory judgment that Mr. Chen no longer has the right to  
22 vote Dr. Hou’s shares.

23 **III. TUSIMPLE’S CURRENT OPERATIONS**

24           15. I understand that Dr. Hou has submitted a declaration in support of his  
25 application for a temporary restraining order.

26           16. I further understand that Dr. Hou has made numerous allegations about  
27 the current state of TuSimple’s operations. Although many of those allegations are  
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1 substantially false or misleading, I have provided the information set forth below to  
2 address Dr. Hou’s most salient falsehoods about the current state of TuSimple’s  
3 operations.

4 17. TuSimple currently has approximately [REDACTED] in cash or cash  
5 equivalents, \$508 million of which is located in the United States, including [REDACTED]  
6 [REDACTED] that is currently in escrow to fund the settlement of pending litigation. As I  
7 have explained in previous declarations, [REDACTED]  
8 [REDACTED]  
9 [REDACTED]  
10 [REDACTED]  
11 [REDACTED]  
12 [REDACTED]  
13 [REDACTED]  
14 [REDACTED].

15 18. I understand that Dr. Hou has suggested that a recently disclosed  
16 increase in registered capital for two of TuSimple’s subsidiaries incorporated in the  
17 People’s Republic of China (“China” or “PRC”) suggests that there will be an  
18 imminent transfer of \$150 million in cash from the United States to China. That is  
19 not true.

20 19. The increase in registered capital for TuSimple’s PRC subsidiaries are  
21 an ordinary part of their regulatory compliance activities that do not reflect any  
22 imminent plan to move money from the United States to China.

23 20. My understanding is that companies incorporated under PRC law are  
24 required to report registered capital, and that under the prevailing regulations  
25 reported registered capital should be larger than actual paid-in capital, to reflect  
26 expectations concerning capital that may be contributed in the future.

1 21. The PRC subsidiaries do not generate sufficient revenue to cover their  
2 operating expenses, therefore, additional paid-in capital contributions by the parent  
3 company are required to fund day-to-day operations.

4 22. Consistent with that understanding, TuSimple’s PRC subsidiaries have  
5 from time to time increased their registered capital to comply with PRC law and to  
6 prevent regulatory delays. For example, Beijin Tusen Zhitu Tech Co, Ltd. (“Tusen”),  
7 holds its cash assets in U.S. dollars and increased its registered capital from \$200  
8 million to \$300 million to \$400 million to \$500 million in 2021, 2022, 2023 and  
9 2024, respectively. A wholly owned subsidiary of Tusen referenced in Dr. Hou’s  
10 declaration (“Beijing TuSimple”) increased its registered capital from 70 million  
11 renminbi (“RMB”) in 2021 to RMB 180 million in 2022 and RMB 530 in 2024.  
12 The increase in 2024 from RMB 180 to RMB 530 is an increase of about \$50 million.  
13 Those increases in registered capital were not followed by immediate transfers  
14 commensurate with the size of the increases.

15 23. These regular and annual changes in registered capital do not reflect a  
16 plan to imminently move particular amounts from the United States to China.  
17 Rather, they will permit Tusen to be in regulatory compliance with respect to  
18 transfers of up to \$100 million from the United States to Tusen in the next five years,  
19 and will permit Beijing TuSimple to be in regulatory compliance with respect to a  
20 transfer in the same period from Tusen to Beijing TuSimple of RMB expected to be  
21 worth about \$50 million.

22 24. This amount is about [REDACTED] of the approximately [REDACTED] in cash  
23 assets of TuSimple, or about [REDACTED] of that amount less the [REDACTED] held in escrow  
24 pending a decision on final approval of the settlement of securities litigation pending  
25 before the Court. Currently, TuSimple subsidiaries hold currency worth about [REDACTED]  
26 [REDACTED] in the PRC. In the event that the settlement of this derivative action is finally  
27 approved, TuSimple will receive [REDACTED], less whatever amount is approved  
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1 for the fees and expenses of counsel for plaintiffs, to offset the amounts held in  
2 escrow.

3 25. As the Company has disclosed, in August 2024 it launched a business  
4 segment that leverages certain of its technology developed for autonomous driving  
5 to apply to the research and development of generative AI applications in the video  
6 game and animation industries. *See* Ex. C (TuSimple’s Aug. 14, 2024 Press  
7 Release). The video game and animation markets are large markets with combined  
8 annual sales totaling \$600 billion. Given the headwinds TuSimple has faced in its  
9 pursuit of autonomous driving, TuSimple’s management and Board determined that  
10 diversifying into video games and animation is an attractive commercialization  
11 opportunity that leverages TuSimple’s existing technology capabilities. The Board  
12 authorized the new venture on August 12, 2024.

13 26. As CEO of TuSimple, it is my expectation that our management  
14 constantly explore new opportunities that could grow the business, knowing that not  
15 all ideas will be approved by the Board for actual deployment.

16 27. I understand that Dr. Hou has asserted that, in a June 7, 2024 declaration  
17 (“June Lu Declaration”) I misrepresented to the Court that the Company’s “then-  
18 current plan was to ‘commercializ[e] its technology . . . and re-focus its business on  
19 its APAC [Asia-Pacific] operations,’ ... that ‘APAC offered greater prospects for  
20 commercialization’ of autonomous trucks, ... and that ‘TuSimple China will be the  
21 principal operating asset of TuSimple ... from the commercialization of TuSimple’s  
22 autonomous driving technology.’” Dkt. 255-1 at 14. In fact, these statements were  
23 all correct when made. I stand by my truthful declaration.

24 28. Dr. Hou asserts that these statements were false because I did not inform  
25 the Court about a planned layoff, but in fact at that time there was no such plan and  
26 there never was such a layoff. He also asserts that I should have disclosed a plan to  
27 focus on AI video gaming and animation. But as of June 7, 2024, the Company had  
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1 not made any definitive decision to diversify its business by leveraging certain of its  
2 technology developed for autonomous driving to create video games and animation.  
3 At that time, and thereafter, the Company continued to explore ways to  
4 commercialize its technology—whether for use in autonomous driving or other  
5 ventures—and to do so at lower cost in the APAC region than in the United States.  
6 One of the avenues it was exploring—and had formed new subsidiaries to  
7 facilitate—was leveraging certain of its technology developed for autonomous  
8 driving to create video games and animation. At that time, TuSimple had not ceased  
9 research and development efforts with respect to autonomous driving. Such efforts  
10 continue today, although they are being conducted differently than when they were  
11 conducted under Dr. Hou’s direction.

12 29. Dr. Hou’s assertion that my statements were false is contrived by  
13 focusing on snippets extracted from three different paragraphs of the June Lu  
14 Declaration and misrepresents what I actually stated in that declaration. What I  
15 actually said in the statement he criticizes was that:

- 16 • As of November 2023, “[w]ithout a viable OEM in the U.S., the  
17 Board believed that shifting the Company’s focus to the less  
18 expensive APAC region was the best opportunity to commercialize  
19 the Company’s software and generate value for its shareholders.”  
June Lu Declaration ¶ 41.
- 20 • “The Company’s current strategic plan for commercializing its  
21 technology and generating shareholder value is to wind down its  
22 U.S. operations and re-focus its business on its APAC operations.”  
*Id.* ¶ 50.
- 23 • “TuSimple China will be the principal operating asset of TuSimple  
24 and, for the foreseeable future, the sole means by which TuSimple’s  
25 shareholders—including many U.S. investor—may benefit from the  
26 commercialization of TuSimple’s autonomous driving technology.  
*Id.* ¶ 6.

1 Contrary to Dr. Hou’s assertion, all of these statements were also true when made.  
2 At the time, all of the technology available to TuSimple for commercialization—  
3 software and hardware—was autonomous driving technology. Pursuing  
4 commercialization of this technology in APAC was then the sole focus of the  
5 Company. That is—and remains—TuSimple’s focus. TuSimple seeks to  
6 commercialize this technology in APAC as part of its ongoing efforts to maximize  
7 shareholder return, including by animation and video-gaming and by collaboration  
8 with partners focused on autonomous driving.

9 30. I also understand that Dr. Hou has asserted that “TuSimple’s technology  
10 cannot be used for AI generated video games and animations” because TuSimple’s  
11 technology is “not about creating fictional content.” That assertion is also false.  
12 Generative AI is technology that creates new content—including text, images, or  
13 simulated driving scenarios—from existing data. Perhaps the most well-known  
14 generative AI product is ChatGPT. Central to generative AI are “transformers,” a  
15 type of neural network that learns context (and thus meaning) by tracking  
16 relationships in data.

17 31. That generative AI can be a feature of autonomous driving technology  
18 has been widely publicized. In fact, Dr. Hou himself has publicly acknowledged this  
19 reality. The October 2, 2024 *TechCrunch* article, in which Dr. Hou publicly  
20 announced the launching of Bot Auto, explained that “[o]ne of the AI advancements  
21 that has helped [autonomous vehicle] companies . . . , including Bot Auto, is  
22 transformers — the same architecture behind large language models like OpenAI’s  
23 ChatGPT.” Dr. Hou further explained that “transformers allow Bot Auto’s gigantic  
24 neural network to take in data from different sensors — like cameras, radar, and lidar  
25 — to create a ‘world model’ of the vehicle’s surroundings and simultaneously  
26 recognize objects and traffic signals and plan pathways.”

1           32. Like many autonomous driving companies, TuSimple has employed  
2 generative AI in its autonomous driving technology. For example, TuSimple’s Bird’s  
3 Eye View (BEV) technology employs neural networks based on transformer  
4 architecture.

5           33. Other aspects of TuSimple’s autonomous driving technology can be  
6 leveraged for generative AI used to create video games and animation. For example,  
7 the development of any advanced AI system, whether to predict driving behavior or  
8 generate a series of frames for an animated movie, requires a proprietary software  
9 toolchain to label and digest large amounts of training data and feed the data through  
10 the development pipeline in order to “train” the AI models to make them “smarter”  
11 and to iterate the training process in the most efficient way possible. Although the  
12 training data is different for each application of AI, the same software tool chain can  
13 be deployed in different applications.

14           34. Although TuSimple has launched a new venture that leverages certain  
15 of its AI technology developed for autonomous driving to create video games and  
16 animation, TuSimple has not “funneled” any assets to animation or video gaming  
17 companies owned by Mo Chen or his affiliates at the expense of TuSimple  
18 shareholders or without approval by the Board, as asserted by Dr. Hou. To the  
19 contrary, Mo Chen has provided valuable direction to the Company to jump start this  
20 new effort given his prior industry experience and business relationships.

21           35. Beijing BearBear Factory Culture Co., Ltd and Guangzhou BearBear  
22 Animation Culture Co., Ltd are the subsidiaries TuSimple established to explore  
23 animation and gaming. Mo Chen does not have an interest in either company.  
24 Beijing BearBear Nation Cultural Media Co., Ltd. was organized by TuSimple prior  
25 to TuSimple’s IPO, but never used. Mo Chen does not have an interest in that  
26 company, either.

1 36. Any relationship TuSimple has with Beijing Shui Mo Xia Dao Cultural  
2 Communication Co., Ltd., Guangzhou BearBear Nation's Xia Dao Interactive  
3 Entertainment Co., Ltd., or Shanghai Xia Dao Cultural Communication Co., Ltd.,  
4 the companies Dr. Hou alleges are owned by Mo Chen or his affiliates, are  
5 thoroughly vetted and subject to review and approval by TuSimple's Board.

6 37. The Board has in place a process to evaluate related party transactions,  
7 including compliance with the Company's by-laws providing that no such  
8 transaction may be entered into unless that transaction has been approved by a  
9 majority of the Company's independent directors or a committee of the Board  
10 comprised solely of independent directors. Specifically, on January 15, 2024 the  
11 Board amended its bylaws to provide:

12 The Corporation may not enter into any transaction with any Chen  
13 Affiliate (as defined below) or, if the amount involved exceeds  
14 \$120,000, with any other "related party" as defined under Item 404(a)  
15 of Regulation S-K, unless such transaction has been approved by a  
16 majority of the Independent Directors (or a committee of the Board  
17 comprised solely of Independent Directors), or a majority of the  
18 disinterested holders of the Corporation's Class A Common Stock. A  
19 "Chen Affiliate" is defined to include the members of any "group" (as  
20 such term is commonly understood under Rule 12b-2), individuals with  
21 any familial relation with Mo Chen (the "Chen Family Group"), and  
22 any trusts created by or for the benefit of Mo Chen, any such "group"  
member or any member of the Chen Family Group, or any other  
corporation, partnership, association or other organization directly or  
indirectly owned or controlled by Mo Chen, any such "group" member  
or any member of the Chen Family Group.

23 Dkt. 29-2 (First Amendment to Amended and Restated Bylaws of TuSimple  
24 Holdings Inc.) at 7.

25 38. I also understand that Dr. Hou has asserted that in a September 18, 2024  
26 press conference Mo Chen and I made certain statements, which Dr. Hou attributes  
27 to a purported "true and correct copy of the certified transcription of the press  
28

1 statements.” I do not know where Dr. Hou obtained any transcript of the press  
2 conference, as it was a closed event attended by approximately thirty media  
3 reporters; Dr. Hou admits in his declaration that he did not attend the press  
4 conference, and as someone who actually was there, I am not aware of any official  
5 recording or transcript of the conference. Whatever transcript Dr. Hou claims he has  
6 obtained, I disagree that it is an accurate transcription of the press conference. I also  
7 disagree that it is an accurate translation into English of the purported Chinese  
8 transcript.

9 39. I understand that Dr. Hou has asserted that in that same September 18,  
10 2024 press conference Mo Chen and I “deliberately blurred the lines between which  
11 entities hold the Company’s cash on their balance sheets.” Dr. Hou has not cited any  
12 portion of his purported “transcript” for this assertion. Regardless, that assertion is  
13 false. At no point during the September 18, 2024 press conference did I deliberately  
14 or even unintentionally blur any the lines between which entities hold TuSimple’s  
15 cash. Only TuSimple’s subsidiaries in China hold TuSimple’s cash in China.

16 **IV. TUSIMPLE’S BOARD OF DIRECTORS**

17 40. TuSimple’s Board currently consists of six directors. I am one of the  
18 directors. The other directors are Mo Chen, James Lu, Zhen Tao, Albert Schultz,  
19 and Jianan Hao.<sup>3</sup>

20 41. I understand that Dr. Hou has called into question the independence of  
21 certain directors, including James Lu. The onboarding of all new directors requires  
22 a thorough process to evaluate their independence as required by the regulatory  
23 authorities. Independent Board members, including Mr. Lu, are also required to  
24 complete annual declarations regarding their on-going independence. Mr. Lu has  
25 fulfilled all the requirements to be an independent director. In any event, it is hearsay  
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27 <sup>3</sup> See TuSimple Holdings Inc., *Board of Directors*, <https://ir.tusimple.com/governance/board-of-directors/default.aspx> (last accessed Nov. 25, 2024).  
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1 (and completely unfounded) to claim that Mr. Lu is not independent because in Dr.  
2 Hou’s opinion Mr. Lu and Mr. Chen are “friends.” Dr. Hou’s concerns about those  
3 directors have no bearing on the Board’s ability to evaluate, approve, or disapprove  
4 any contemplated transaction with Mo Chen. I understand that Dr. Hou has admitted  
5 in his declaration that two members of the Board are independent (Ms. Tao and Mr.  
6 Schultz). Those two independent directors are capable of evaluating, approving, or  
7 disapproving any transaction. So, whether there are two independent directors  
8 (according to Dr. Hou) or three or more independent directors (the truth), there are  
9 independent directors capable of reviewing any transactions between TuSimple and  
10 Mo Chen.

11 42. Attached hereto as **Exhibit A** is a true and correct copy of the complaint  
12 filed by TuSimple in *TuSimple Holdings Inc. v Bot Auto TX Inc.*, No. 24-BC11A-  
13 0007 (Tex. Bus. Ct. Div. 11th Dist.).

14 43. Attached hereto as **Exhibit B** is a true and correct copy of the complaint  
15 in *White Marble LLC et al. v. Mo Chen et al.* (Del. Ch. Ct. Nov. 22, 2024).

16 44. Attached hereto as **Exhibit C** is a true and correct copy of a press  
17 release issued by TuSimple on August 14, 2024. The document is also available  
18 online, in full, at [https://ir.tusimple.com/press-releases/news-details/2024/TuSimple](https://ir.tusimple.com/press-releases/news-details/2024/TuSimple-Expands-into-Generative-AI-for-Animation-and-Video-Games-with-The-Three-Body-Problem-Partnership/default.aspx)  
19 [-Expands-into-Generative-AI-for-Animation-and-Video-Games-with-The-Three-](https://ir.tusimple.com/press-releases/news-details/2024/TuSimple-Expands-into-Generative-AI-for-Animation-and-Video-Games-with-The-Three-Body-Problem-Partnership/default.aspx)  
20 [Body-Problem-Partnership/default.aspx](https://ir.tusimple.com/press-releases/news-details/2024/TuSimple-Expands-into-Generative-AI-for-Animation-and-Video-Games-with-The-Three-Body-Problem-Partnership/default.aspx).

21 45. Attached hereto as **Exhibit D** is a true and correct copy of TuSimple’s  
22 November 7, 2022 Form 8-K. The document is also available online, in full, at  
23 [https://www.sec.gov/Archives/edgar/data/1823593/000119312522278418/d410500](https://www.sec.gov/Archives/edgar/data/1823593/000119312522278418/d410500d8k.htm)  
24 [d8k.htm](https://www.sec.gov/Archives/edgar/data/1823593/000119312522278418/d410500d8k.htm).

25 46. Attached hereto as **Exhibit E** is a true and correct copy of TuSimple’s  
26 January 17, 2024 Form 8-K. The document is also available online,  
27  
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1 in full, at <https://www.sec.gov/ix?doc=/Archives/edgar/data/0001823593>  
2 /000119312524008909/d673687d8k.htm.

3 47. Attached hereto as **Exhibit F** is a true and correct copy  
4 of TuSimple’s December 16, 2022 Form 8-K. The document is also available  
5 online, in full, at <https://www.sec.gov/ix?doc=/Archives/edgar/data/0001823593>  
6 /000119312522306410/d432307d8k.htm.

7 \* \* \*

8 I declare under penalty of perjury under the laws of the United States that the  
9 foregoing is true and correct.

10 Executed on November 25, 2024, at the U.S. Embassy in Beijing, China.

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13 Cheng Lu

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