

1 **POMERANTZ LLP**  
Jennifer Pafiti (SBN 282790)  
2 1100 Glendon Avenue, 15th Floor  
3 Los Angeles, California 90024  
4 Telephone: (310) 405-7190  
E-mail: jpafiti@pomlaw.com

5 *Attorney for Plaintiff*

6 *[Additional Counsel on Signature Page]*

7  
8 UNITED STATES DISTRICT COURT  
9 NORTHERN DISTRICT OF CALIFORNIA

10 CHRISTOPHER VATAJ, Individually and  
11 On Behalf of All Others Similarly Situated,

12 Plaintiff,

13 v.

14 WILLIAM D. JOHNSON, JOHN R. SIMON,  
15 GEISHA WILLIAMS, and JASON P.  
16 WELLS,

17 Defendants.

)  
) Case No.  
)

) CLASS ACTION  
)

) COMPLAINT FOR VIOLATIONS OF THE  
) FEDERAL SECURITIES LAWS  
)

) DEMAND FOR JURY TRIAL  
)  
)

1 Plaintiff Christopher Vataj (“Plaintiff”), individually and on behalf of all other persons  
2 similarly situated, by Plaintiff’s undersigned attorneys, for Plaintiff’s complaint against  
3 Defendants, alleges the following based upon personal knowledge as to Plaintiff and Plaintiff’s  
4 own acts, and information and belief as to all other matters, based upon, *inter alia*, the  
5 investigation conducted by and through Plaintiff’s attorneys, which included, among other  
6 things, a review of the Defendants’ public documents, conference calls and announcements made  
7 by Defendants, United States Securities and Exchange Commission (“SEC”) filings, wire and  
8 press releases published by and regarding PG&E Corporation (“PG&E” or the “Company”),  
9 analysts’ reports and advisories about the Company, and information readily obtainable on the  
10 Internet. Plaintiff believes that substantial evidentiary support will exist for the allegations set  
11 forth herein after a reasonable opportunity for discovery.  
12

### 13 NATURE OF THE ACTION

14  
15 1. This is a federal securities class action on behalf of a class consisting of all  
16 persons other than Defendants who purchased or otherwise acquired PG&E securities between  
17 December 11, 2018, and October 11, 2019, both dates inclusive (the “Class Period”), seeking to  
18 recover damages caused by Defendants’ violations of the federal securities laws and to pursue  
19 remedies under Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 (the “Exchange  
20 Act”) and Rule 10b-5 promulgated thereunder, against the Company and certain of its top  
21 officials.  
22

23 2. PG&E Corporation was incorporated in 1905 and is based in San Francisco,  
24 California. The Company, through its subsidiary, Pacific Gas and Electric Company (“Pacific  
25 Gas”), engages in the sale and delivery of electricity and natural gas to residential, commercial,  
26 industrial, and agricultural customers in northern and central California of the United States.  
27  
28

1           3.       PG&E's electricity distribution network consists of approximately 107,000 circuit  
2 miles of distribution lines, fifty transmission switching substations, and 769 distribution  
3 substations. The Company's electricity transmission network comprises approximately 18,000  
4 circuit miles of interconnected transmission lines and eighty-four electric transmission  
5 substations. The Company's natural gas system consists of approximately 43,100 miles of  
6 distribution pipelines, approximately 6,400 miles of backbone and local transmission pipelines,  
7 and various storage facilities. Additionally, the Company also owns and operates nuclear,  
8 hydroelectric, fossil fuel-fired, and solar electricity generation facilities.

9  
10           4.       On January 29, 2019, PG&E filed a voluntary petition for reorganization under  
11 Chapter 11 in the U.S. Bankruptcy Court for the Northern District of California. The Chapter 11  
12 petition followed in the wake of multiple high-profile lawsuits against PG&E related to widely  
13 publicized and catastrophic wildfire incidents that occurred in California in 2015, 2017, and  
14 2018. The incidents were faulted to PG&E, whose alleged misconduct apparently caused the  
15 Company's equipment to ignite the wildfires. PG&E is facing \$30 billion in liabilities in  
16 connection with the wildfires.

17  
18           5.       Following the wildfire incidents, PG&E began periodically initiating rolling  
19 power outages across its customers' facilities and service areas. The blackouts were intended to  
20 reduce the risk of future wildfire events and scheduled for times when dangerous weather  
21 conditions exacerbated chances of further wildfires occurring.

22  
23           6.       Throughout the Class Period, Defendants made materially false and misleading  
24 statements regarding the Company's business, operational and compliance policies. Specifically,  
25 Defendants made false and/or misleading statements and/or failed to disclose that: (i) PG&E's  
26 purportedly enhanced wildfire prevention and safety protocols and procedures were inadequate  
27 to meet the challenges for which they were ostensibly designed; (ii) as a result, PG&E was  
28

1 unprepared for the rolling power cuts the Company implemented to minimize wildfire risk; and  
2 (iii) as a result, the Company's public statements were materially false and misleading at all  
3 relevant times.

4 7. On October 12, 2019, the *New York Times* published an article reporting on  
5 PG&E's efforts to deal with the rolling power cuts it had implemented in California aimed at  
6 minimizing wildfire risk. The article reported, among other issues, that "PG&E's  
7 communications and computer systems faltered, and its website went down as customers tried to  
8 find out whether they would be cut off or spared." According to the article, "[a]s the company  
9 struggled to tell people what areas would be affected and when, chaos and confusion unspooled  
10 outside. Roads and businesses went dark without warning, nursing homes and other critical  
11 services scrambled to find backup power and even government agencies calling the company  
12 were put on hold for hours."

13  
14  
15 8. On this news, PG&E's stock price fell \$0.35 per share, or 4.36%, to close at \$7.67  
16 per share on October 14, 2019, the following trading day.

17 9. On October 23, 2019, it was reported that as a last resort to prevent additional  
18 wildfires PG&E began shutting off power to 179,000 homes and businesses in 17 northern and  
19 central California counties.

20 10. Following this news, PG&E's stock price fell \$1.00 per share, or 12.2%, to close  
21 at \$7.20 on October 24, 2019.

22  
23 11. As a result of Defendants' wrongful acts and omissions, and the precipitous  
24 decline in the market value of the Company's securities, Plaintiff and other Class members have  
25 suffered significant losses and damages.

**JURISDICTION AND VENUE**

1  
2 12. The claims asserted herein arise under and pursuant to Sections 10(b) and 20(a) of  
3 the Exchange Act (15 U.S.C. §§ 78j(b) and 78t(a)) and Rule 10b-5 promulgated thereunder by  
4 the SEC (17 C.F.R. § 240.10b-5).

5  
6 13. This Court has jurisdiction over the subject matter of this action pursuant to 28  
7 U.S.C. § 1331 and Section 27 of the Exchange Act.

8 14. Venue is proper in this Judicial District pursuant to Section 27 of the Exchange  
9 Act (15 U.S.C. § 78aa) and 28 U.S.C. § 1391(b). PG&E is headquartered in this Judicial  
10 District, Defendants conduct business in this Judicial District, and a significant portion of  
11 Defendants’ activities took place within this Judicial District.

12  
13 15. In connection with the acts alleged in this complaint, Defendants, directly or  
14 indirectly, used the means and instrumentalities of interstate commerce, including, but not  
15 limited to, the mails, interstate telephone communications, and the facilities of the national  
16 securities markets.

**PARTIES**

17  
18 16. Plaintiff, as set forth in the attached Certification, acquired PG&E securities at  
19 artificially inflated prices during the Class Period and was damaged upon the revelation of the  
20 alleged corrective disclosures.

21  
22 17. Defendant William “Bill” D. Johnson (“Johnson”) has served as PG&E’s Chief  
23 Executive Officer (“CEO”) and President since May 2, 2019.

24 18. Defendant John R. Simon (“Simon”) was named as PG&E’s Interim CEO on  
25 January 13, 2019. Simon served in this role since January 13, 2019, following the resignation of  
26 Defendant Geisha Williams (“Williams”), and while the Company was searching for a new  
27 CEO. Simon stepped down from the role of Interim CEO following the Company’s decision to  
28

1 name Defendant Johnson as CEO. Simon currently serves as PG&E’s Executive Vice President,  
2 Law, Strategy and Policy.

3 19. Defendant Williams served as PG&E’s CEO from before the start of the Class  
4 Period until January 13, 2019, when she stepped down from her role as CEO and resigned from  
5 the Boards of both PG&E and Pacific Gas.

6 20. Defendant Jason P. Wells (“Wells”) has served as PG&E’s Chief Financial  
7 Officer at all relevant times.

8 21. Defendants Johnson, Simon, Williams, and Wells are sometimes referred to  
9 herein as the “Individual Defendants.”

10 22. The Individual Defendants possessed the power and authority to control the  
11 contents of PG&E’s SEC filings, press releases, and other market communications. The  
12 Individual Defendants were provided with copies of PG&E’s SEC filings and press releases  
13 alleged herein to be misleading prior to or shortly after their issuance and had the ability and  
14 opportunity to prevent their issuance or to cause them to be corrected. Because of their positions  
15 with PG&E, and their access to material information available to them but not to the public, the  
16 Individual Defendants knew that the adverse facts specified herein had not been disclosed to and  
17 were being concealed from the public, and that the positive representations being made were  
18 then materially false and misleading. The Individual Defendants are liable for the false  
19 statements and omissions pleaded herein.  
20  
21  
22

23 **SUBSTANTIVE ALLEGATIONS**

24 **Background**

25 23. PG&E is a California-registered corporation with its principal executive offices  
26 located at 77 Beale Street, P.O. Box 770000, San Francisco, California 94177. PG&E’s  
27  
28

1 securities trade in an efficient market on the New York Stock Exchange (“NYSE”) under the  
2 ticker symbol “PCG.”

3 24. PG&E Corporation was incorporated in 1905 and is based in San Francisco,  
4 California. The Company, through its subsidiary, Pacific Gas, engages in the sale and delivery  
5 of electricity and natural gas to residential, commercial, industrial, and agricultural customers in  
6 northern and central California of the United States.

7  
8 25. PG&E’s electricity distribution network consists of approximately 107,000 circuit  
9 miles of distribution lines, fifty transmission switching substations, and 769 distribution  
10 substations. The Company’s electricity transmission network comprises approximately 18,000  
11 circuit miles of interconnected transmission lines and eighty-four electric transmission  
12 substations. The Company’s natural gas system consists of approximately 43,100 miles of  
13 distribution pipelines, approximately 6,400 miles of backbone and local transmission pipelines,  
14 and various storage facilities. Additionally, the Company also owns and operates nuclear,  
15 hydroelectric, fossil fuel-fired, and solar electricity generation facilities.

16  
17 26. On January 29, 2019, PG&E filed a voluntary petition for reorganization under  
18 Chapter 11 in the U.S. Bankruptcy Court for the Northern District of California. The Chapter 11  
19 petition followed in the wake of multiple high-profile lawsuits against PG&E related to widely  
20 publicized and catastrophic wildfire incidents that occurred in California in 2015, 2017, and  
21 2018. The incidents were faulted to PG&E, whose alleged misconduct apparently caused the  
22 Company’s equipment to ignite the wildfires. PG&E is facing \$30 billion in liabilities in  
23 connection with the wildfires.

24  
25 27. Following the wildfire incidents, PG&E began periodically initiating rolling  
26 power outages across its customers’ facilities and service areas. The blackouts were intended to  
27  
28

1 reduce the risk of future wildfire events and scheduled for times when dangerous weather  
2 conditions exacerbated chances of further wildfires occurring.

3 **Materially False and Misleading Statements Issued During the Class Period**

4 28. The Class Period begins on December 11, 2018. On December 10, 2018, during  
5 after-market hours, PG&E issued a press release announcing its enhanced wildfire prevention  
6 and safety efforts (the “December 10, 2018 Press Release”). The December 10, 2018 Press  
7 Release touted that PG&E would “be implementing a series of additional precautionary measures  
8 intended to further decrease wildfire threats in communities that are at higher risk of wildfires,”  
9 including, in relevant part:

- 10
- 11 • Implementing a series of additional safety measures, including expanded  
12 inspections and other safety precautions intended to further reduce wildfire  
13 threats throughout its service area[.]

14 \* \* \*

- 15
- 16 • Detailed and Enhanced Inspections of Electric Infrastructure: Conducting  
17 detailed safety inspections of more than 5,500 miles of transmission lines  
18 (consisting of approximately 50,000 transmission poles and towers in high  
19 fire-threat areas), in addition to routine inspections and maintenance . . . . If  
any issues are identified as a potential risk to public safety, PG&E will take  
action to address them right away. PG&E also plans to begin similar  
inspections of its distribution lines in high fire-threat areas in early 2019.

20 \* \* \*

- 21
- 22 • More Real-Time Monitoring and Intelligence: As shared in early November  
23 and a part of the company’s 2020 General Rate Case, expanding PG&E’s  
24 weather station network to enhance weather forecasting and modeling. By  
25 2022, PG&E will add approximately 1,300 new weather stations, a density of  
one station roughly every 20 miles in the high fire-risk areas. In addition,  
PG&E plans to install nearly 600 new, high definition cameras in high fire-  
threat areas by 2022, increasing coverage across high fire-risk areas to more  
than 90 percent.

26 29. Additionally, the December 10, 2018 Press Release touted that “PG&E will be  
27 expanding and enhancing its system-wide Community Wildfire Safety Program (CWSP), which  
28



1 was implemented following the 2017 wildfires as an additional set of precautionary measures  
2 intended to further reduce wildfire threats,” and that “[t]hese new safety and operational actions  
3 and enhancements are designed to enhance current safety measures, as well as further inspect  
4 and harden the electric system.”

5  
6 30. The December 10, 2018 Press Release also quoted the Company’s then-CEO,  
7 Defendant Williams, who assured investors that PG&E was taking the necessary steps and  
8 “acting decisively” to address wildfire-related threats, and was committed to working with  
9 regulators, state leaders, and customers to make the communities the Company served safer.  
10 Specifically, as quoted in the December 10, 2018 Press Release, Defendant Williams stated, in  
11 relevant part:

12  
13 As Californians, we are all faced with the devastating realities of extreme weather  
14 and the growing wildfire threat. In recent years, we’ve made significant changes  
15 and additions to our business to combat these weather events, but the climate is  
16 changing faster. All of us at PG&E are determined to enact additional safety  
17 measures and initiatives that will help further reduce the risk of wildfires and keep  
18 customers and communities safe . . . . We are acting decisively now to address  
19 these real and growing threats, and we are committed to working together with  
20 our regulators, state leaders and customers to consider what additional wildfire  
21 safety efforts we can all take to make our communities safer.

22  
23 31. A few days later, on December 13, 2018, PG&E issued another press release  
24 announcing the Company’s proposed critical investments to enhance wildfire safety and help  
25 reduce wildfire risk (the “December 13, 2018 Press Release”). According to the December 13,  
26 2018 Press Release, and as “[r]eflecting the company’s commitment to address the growing  
27 threat of wildfires, PG&E . . . propos[ed] a series of important additional safety investments as  
28 part of its 2020 General Rate Case” (the “GRC”), which the Company submitted to the CPUC  
[California Public Utility Commission] on the same date, “to help further protect the 16 million  
people it serves.” Further, Defendants touted that the GRC “include[d] additional precautionary  
measures implemented after the 2017 and 2018 wildfires to help further reduce wildfire threats,”

1 and that “[s]uch measures will help bolster wildfire prevention, risk monitoring and emergency  
2 response; add new and enhanced safety measures; increase vegetation management; and  
3 harden PG&E’s electric system to help further reduce wildfire risk.” (Emphasis added).<sup>1</sup>

4 32. Additionally, the December 13, 2018 Press Release quoted Steve Malnight,  
5 PG&E’s Senior Vice President of Energy Supply and Policy, who assured investors “[w]e  
6 understand and embrace our responsibility to safely provide electricity and gas to the  
7 communities we have the privilege to serve,” and that “[a]s California experiences more frequent  
8 and intense wildfires and other extreme weather events, we must take necessary, bold and urgent  
9 steps to protect our customers. The prudent investments we are proposing will help build a safer  
10 and more resilient energy system for the future[.]”

11 33. On January 4, 2019, PG&E released yet another press release espousing promises  
12 of expanded safety efforts—this time on behalf of the Company’s Board of Directors (the  
13 “Board”)—highlighting at the top of that press release that a “**Board Refreshment Process**  
14 **[was] Underway,**” the “**Board [was] Reviewing Structural Options for PG&E,**” and that  
15 “**Independent Experts [were] to Advise [the] Board on Additional Wildfire Safety Best**  
16 **Practices**” (the “January 2019 Press Release”).

17 34. The January 2019 Press Release touted that “[t]he Board . . . is making changes to  
18 reinforce the company’s commitment to safety and improvement,” which included, “[i]n addition  
19 to prior actions taken to confront the growing wildfire threat, . . . *actively assessing PG&E’s*  
20 *operations, finances, management, structure, and governance*” (emphases added), while  
21 “remain[ing] focused on improving safety and operational effectiveness.” According to the  
22 January 2019 Press Release, specific actions the Board would take included, in relevant part:  
23  
24  
25  
26  
27

28 <sup>1</sup> All other emphases are as they appear in the original statements, unless specified otherwise.

- 1 • [C]onducting a Board refreshment process that includes searching for new  
2 directors at both the holding company and its utility subsidiary Pacific Gas  
3 . . . . The Board is looking to add fresh perspectives to augment its existing  
4 expertise in safety, operations, and other critical areas. The Board is  
5 working with a leading search firm to identify new directors and is  
6 currently interviewing several candidates[; and]
- 7 • [R]eviewing structural options to best position PG&E to implement  
8 necessary changes while meeting customer and operational needs.

9 In this respect, the January 2019 Press Release also assured investors that the Board had already  
10 “formed a special Board committee that is engaging independent experts to advise on best  
11 practices in wildfire safety. The committee is also assessing the additional operational changes  
12 proposed by management to enhance safety as PG&E prepares for the 2019 wildfire season.”

13 35. The January 2019 Press Release also contained a quoted statement from the  
14 Board, which assured investors, in relevant part:

15 The members of the Board fully understand PG&E’s responsibility to its  
16 customers, the communities it serves, and all of its stakeholders to drive safety  
17 and operational excellence. That is why we are redoubling our ongoing wildfire  
18 safety efforts *and are looking at every possible action PG&E can take to*  
19 *improve*. We want to tap fresh perspectives and additional expertise to help  
20 address the changing nature of PG&E’s business and the challenges it faces now  
21 and in the future. We are committed to working closely with the California Public  
22 Utilities Commission, policymakers, and other stakeholders to provide PG&E  
23 customers the safe, reliable, and affordable natural gas and electric services they  
24 expect and need.

25 (Emphasis added.)

26 36. On February 6, 2019, PG&E issued a press release announcing the Company’s  
27 “2019 Wildfire Safety Plan,” which included yet additional safety precautions (the “February 6,  
28 2019 Press Release”). According to the February 6, 2019 Press Release, these “additional and  
enhanced safety precautions include[ed] the expansion of PG&E’s Public Safety Power Shutoff”  
 (“PSPS”) “program to include all electric lines that pass through high fire-threat areas – both  
 transmission and distribution,” and that “[w]hile customers in high fire-threat areas are more  
 likely to be affected, any of PG&E’s more than 5 million electric customers could have their

1 power shut off for safety only as a last resort when forecasted fire danger conditions warrant.”  
2 Further, the February 6, 2019 Press Release specifically assured investors that “[t]he expanded  
3 program includes *timely notification to customers* of potential PSPS events” (emphasis added),  
4 “reflects the unique size and geography of PG&E’s 70,000-square-mile service area of which  
5 more than half is located in extreme or elevated fire-threat areas,” and “addresses an array of  
6 wildfire risk factors through new and ongoing measures.”

8 37. Additionally, the February 6, 2019 Press Release touted that PG&E’s 2019  
9 Wildfire Safety Plan “builds on PG&E’s comprehensive Community Wildfire Safety Program,  
10 launched in March 2018,” and that “PG&E has completed or is implementing these important  
11 safety enhancements and investments to help keep our customers and communities safe.”

12 According to Defendants, these actions included, in relevant part, the following:

- 13 • Established a new 24/7 Wildfire Safety Operations Center to monitor wildfire  
14 risks in real-time and coordinate prevention and response efforts;
- 15 • Expanded its network of PG&E weather stations to enhance weather  
16 forecasting and modeling and better predict where wildfire danger could  
17 occur, with more than 200 new weather stations installed to date;
- 18 • Installed new high-definition cameras in high fire-threat areas in Napa, Marin  
19 and Sonoma counties to improve real-time monitoring across high fire-risk  
20 areas;

21 \* \* \*

- 22 • Developed a new program to proactively turn off power for safety, only as a  
23 last resort, when extreme fire danger conditions are forecasted (Public Safety  
24 Power Shutoff), and coordinated efforts with public safety authorities and  
25 other community partners;

26 \* \* \*

- 27 • Initiated construction on a pilot resilience zone project in Angwin (Napa  
28 County), which includes infrastructure upgrades that enables the company to  
provide electricity to central community resources if power lines need to be  
turned off for safety due to high wildfire threats; and

- Held over 450 meetings with state and local community leaders and emergency response partners around wildfire safety and preparedness.

38. The February 6, 2019 Press Release also quoted Michael Lewis (“Lewis”), PG&E’s Electric Operations Senior Vice President, who assured investors that “[w]e know how much our customers rely on electric service,” and that the Company understood that “[p]roactively turning off power is a highly complex issue with significant public safety risks on both sides – all of which need to be carefully considered and addressed.”

39. The February 6, 2019 Press Release additionally quoted Sumeet Singh (“Singh”), PG&E’s Vice President of the Community Wildfire Safety Program, who assured investors that “an extended and more dangerous wildfire season . . . demands urgent action and coordination,” and that “[t]he wildfire safety actions and programs described in [PG&E’s] 2019 plan address the company’s unique and diverse service area and provide our regulators, customers and communities with transparency of our unwavering efforts to help further reduce the risk of wildfire and improve public safety.”

40. On February 11, 2019, PG&E issued a press release providing an update on the Company’s Board refreshment process (the “February 11, 2019 Press Release”). The February 11, 2019 Press Release touted that “[t]he Board is working with a leading search firm and has identified strong candidates who would add fresh perspectives and augment the Board’s expertise in safety, operations and other critical areas.”

41. The February 11, 2019 Press Release also contained a statement from the Board, which assured investors that the Company understood its prior safety deficiencies and was making every effort to enlist management and those with expertise to rectify these deficiencies.

Specifically, as quoted in February 11, 2019 Press Release, the Board stated, in relevant part:

We fully understand that PG&E must re-earn trust and credibility with its customers, regulators, the communities it serves and all of its stakeholders, and we are continuing to make changes that reinforce PG&E’s commitment to safety

1 and improvement. We recognize the importance of adding fresh perspectives to  
2 the Board to help address the serious challenges the business faces now and in the  
3 future. That is why we are committed to significant Board refreshment with the  
4 current expectation that no more than five current directors will stand for election  
5 and the intention that a majority of the Board will be new independent directors.  
6 We have been working diligently to identify respected professionals with relevant  
7 experience in safety, operations and other critical areas, and we have identified a  
8 number of strong candidates. Throughout this process of identifying and  
9 evaluating candidates, we intend to remain engaged with our shareholders and  
10 other stakeholders on potential new director nominees to ensure we are aligned  
11 and are evaluating the most qualified candidates who can help PG&E deliver safe  
12 and reliable service to our customers in the years ahead.

13 42. On February 28, 2019, PG&E filed an Annual Report on Form 10-K with the  
14 SEC, reporting the Company's financial and operating results for the quarter and year ended  
15 December 31, 2018 (the "2018 10-K"). The 2018 10-K touted PG&E's 2019 Wildfire Safety  
16 Plan, stating, in relevant part:

17 The 2019 Wildfire Safety Plan . . . describes forecasted work and investments in  
18 2019 that are designed to help further reduce the potential for wildfire ignitions  
19 associated with the Utility's electrical equipment in high fire-threat areas. The  
20 2019 Wildfire Safety Plan specifically addresses wildfire risk factors that occur  
21 most frequently and have potential to start or spread a fire. The new and ongoing  
22 safety measures being pursued include:

- 23 • Installing nearly 600 new, high-definition cameras, made available to Cal  
24 Fire and local fire officials, in high fire-threat areas by 2022, increasing  
25 coverage across high fire-threat areas to more than 90%;
- 26 • Adding approximately 1,300 additional new weather stations by 2022, at a  
27 density of one station roughly every 20 circuit miles in high fire-threat  
28 areas; [and]

\*\*\*

- Partnering with additional communities in high fire-threat areas to create  
new resilience zones that can power central community resources during a  
Public Safety Power Shutoff.

43. Appended as an exhibit to the 2018 10-K were signed certifications pursuant to  
the Sarbanes-Oxley Act of 2002 wherein Defendants Simon and Wells certified that "the [2018]  
10-K fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange

1 Act of 1934” and that “the information contained in the [2018] 10-K fairly presents, in all  
2 material respects, the financial condition and results of operations of PG&E Corporation.”

3 44. On April 3, 2019, PG&E issued a press release announcing the appointment of a  
4 new CEO and a refreshed Board focused on enhancing safety culture and operational excellence  
5 (the “April 3, 2019 Press Release”). The April 3, 2019 Press Release touted that “[s]afety at  
6 PG&E is the central-most mission of both the management team and the Board,” and that, “[t]o  
7 that end, PG&E made a commitment to enacting leadership changes, including selecting a new  
8 CEO and undertaking a significant Board refreshment process.” Further, the April 3, 2019 Press  
9 Release touted that the “refreshed Board . . . includes 13 highly accomplished individuals  
10 committed to further enhancing PG&E’s safety culture, understanding and properly responding  
11 to customer concerns and fairly treating wildfire victims, employees, retirees and other interested  
12 parties.”

13 14  
15 45. The Board, as quoted in the April 3, 2019 Press Release, assured investors that  
16 “[w]e have heard the calls for change and have taken action today to ensure that PG&E has the  
17 right leadership to bring about real and dynamic change that reinforces our commitment to  
18 safety, continuous improvement and operational excellence.” The Board also stated that they  
19 “believe [the] new CEO and the newly constituted Board will help PG&E address California’s  
20 evolving energy challenges and deliver what our customers expect from their energy company.”

21 22 46. With respect to the new Board’s credentials, the April 3, 2019 Press Release  
23 stated, in relevant part:

24 PG&E believes that a diverse Board with a mix of operational, safety, risk  
25 management, regulatory, restructuring, financial, audit and business experience  
26 will be critical in continuing improvements to safety, driving operational  
27 excellence and navigating the restructuring process. The new directors include  
28 individuals who have lived and worked in California, received degrees from  
universities in California, and who have California-related regulatory experience.  
The newly comprised Board will include:

- 1 • Industry leaders who have dedicated their careers to delivering safe and  
2 reliable utility service to millions of customers;
- 3 • Leaders with fresh perspectives on safety and risk management; and
- 4 • Leaders with over 125 years of collective experience in financial and  
5 operational restructurings, which often involved making fundamental  
6 changes to corporate culture. This experience will not only help guide  
7 PG&E through Chapter 11, but will also enable cultural change at PG&E.

7 47. On April 11, 2019, PG&E issued another press release announcing yet further  
8 Board actions to enhance safety operations at the Company (the “April 11, 2019 Press Release”).  
9 According to the April 11, 2019 Press Release, these further actions included:

- 10 • **Appointing former state and federal regulator Nora Mead Brownell to**  
11 **serve as Chair of the Board of PG&E Corporation.** Ms. Brownell has an  
12 expansive career in the energy sector and has served as a Commissioner of the  
13 Federal Energy Regulatory Commission (FERC), a member of the  
14 Pennsylvania Public Utility Commission and President of the National  
15 Association of Regulatory Utility Commissioners.
- 16 • **Appointing former U.S. Ambassador Jeffrey Bleich to serve as Chair of**  
17 **the Board of Pacific Gas and Electric Company.** Mr. Bleich is a longtime  
18 California resident and former Partner at the global law firm Dentons and a  
19 leader of its global diplomatic consulting group. He has previously served as  
20 the U.S. Ambassador to Australia, Special Counsel to President Obama, Chair  
21 of the California State University Board of Trustees, President of the  
22 California State Bar, a member of the Governor’s International Trade and  
23 Investment Council and President of the Bar Association of San Francisco.
- 24 • **Appointing Bill Johnson as Chief Executive Officer and President,**  
25 **effective May 1, 2019.** Mr. Johnson recently concluded a more than six-year  
26 tenure as President and CEO of the Tennessee Valley Authority (TVA), where  
27 he was responsible for leading the nation’s largest publicly owned utility in its  
28 mission of providing energy, environmental stewardship and economic  
development across a seven-state region. Mr. Johnson has almost 30 years of  
experience in the electric utility industry, where he has collaborated closely  
with elected officials and other community leaders to deliver safe and reliable  
electricity to millions of customers.

25 48. With respect to these new appointments, the Board, as quoted in the April 11,  
26 2019 Press Release, stated that it was “focused on taking additional actions to bring about real  
27 and dynamic change that reinforces our commitment to safety and continuous improvement,”  
28



1 and that “[t]he appointments of Nora Mead Brownell and Jeffrey Bleich, two respected leaders  
2 with a deep understanding of the California and federal regulatory environments, underscore our  
3 commitment to engage with our stakeholders to address the state’s evolving energy challenges.”

4 49. On May 6, 2019, PG&E issued a press release announcing the Company’s  
5 “coordinated wildfire safety and awareness campaign” with two of California’s largest energy  
6 companies to prepare Californians for anticipated PSPS events (the “May 2019 Press Release”).  
7 In describing what Californians should expect during a PSPS event, the May 2019 Press Release  
8 assured investors and customers that the Company would utilize various communications  
9 methods to keep affected areas, persons, and entities apprised of needed information before,  
10 during, and after a PSPS event. In this regard, the May 2019 Press Release stated, in relevant  
11 part:  
12

13  
14 Energy companies will aim to send early warning notifications via phone calls,  
15 text alerts, emails and other means before turning off power. SDG&E, SCE and  
16 PG&E are all working with customers to ensure they have updated contact  
17 information on file and are able to reach customers before, during and after a  
18 Public Safety Power Shutoff event. Energy companies will also use websites and  
19 social media channels to share information and provide regular updates to local  
20 news and radio outlets.

21 50. On August 2, 2019, PG&E issued a press release announcing new upgrades to  
22 PG&E’s “Wildfire Safety Operations Center” (the “August 2019 Press Release”). The August  
23 2019 Press Release touted that the Wildfire Safety Operations Center “serves as PG&E’s 24/7  
24 *hub for* monitoring wildfire risks and *coordinating prevention and response efforts* across  
25 Northern and Central California” (emphases added).

26 51. Additionally, the August 2019 Press Release quoted PG&E’s Vice President of  
27 the Community Wildfire Safety Program, Singh, who stated that “[t]he newly completed  
28 upgrades to [PG&E’s] Wildfire Safety Operations Center provide additional critical tools to  
enable our team of experts to monitor wildfire risks across our service territory,” and that “[t]he

1 Wildfire Safety Operations Center played a vital role as [the Company] considered and then  
2 subsequently initiated two Public Safety Power Shutoffs in June.”

3 52. On October 8, 2019, PG&E issued a press release announcing that a PSPS event  
4 could occur in the near future, impacting more than 600,000 customers across Northern and  
5 Central California (the “October 8, 2019 Press Release”). Specifically, the October 9, 2019  
6 Press Release stated that the Company “anticipates that it may begin implementing a Public  
7 Safety Power Shutoff (PSPS) to more than 600,000 customers across portions of nearly 30  
8 northern, central, coastal and Bay Area counties,” and that “[t]his would be a precautionary  
9 measure to reduce the risk of wildfire in these communities.”  
10

11 53. With respect to communication efforts, the October 9, 2019 Press Release stated  
12 that “[c]ustomers are encouraged to visit [pge.com/pspsupdates](http://pge.com/pspsupdates) for the most up-to-date Public  
13 Safety Power Shutoff information, including addresses for the Community Resource Centers as  
14 they open and a link to an address look-up tool where customers can search their address for  
15 potential impacts.” In this regard, Defendants also represented that “[a]s part of PSPS  
16 preparedness efforts,” customer should update their contact information because “PG&E will use  
17 this information to alert customers through automated calls, texts, and emails, when possible,  
18 prior to, and during, a Public Safety Power Shutoff.”  
19

20 54. The October 8, 2019 Press Release also quoted PG&E’s Electric Operations  
21 Senior Vice President, Lewis, who assured investors and customers that PG&E was “working  
22 directly with state and local agencies to help prepare [its] customers and the public for this safety  
23 event.” That same day, PG&E issued another press release amending the number of affected  
24 customers to 800,000.  
25

26 55. On October 9, 2019, PG&E issued a press release confirming that the Company  
27 had “implemented the first phase of a Public Safety Power Shutoff (PSPS) across significant  
28

1 portions of its service area in response to a widespread, severe wind event” (the “October 9, 2019  
2 Press Release”). The October 9, 2019 Press Release also assured investors and customers that  
3 “PG&E will use [updated contact] information to alert customers through automated calls, texts,  
4 and emails, when possible, prior to, and during, a PSPS,” and quoted Lewis, who reaffirmed that  
5 Defendants would “do what is necessary to keep our communities safe.”  
6

7 56. On October 10, 2019, PG&E issued a press release regarding what was  
8 considered the second phase of the PSPS event, purportedly “sharing important updates related  
9 to the Public Safety Power Shutoff (PSPS) that has been implemented across portions of its  
10 service area as a precautionary measure to reduce the risk of wildfire during a widespread, severe  
11 wind event impacting its service area” (the “October 10, 2019 Press Release”). The October 10,  
12 2019 Press Release quoted Singh, who assured investors that the Company’s “meteorological  
13 and operations teams are actively monitoring the weather and this evolving situation, and  
14 [Defendants] are working directly with state and local agencies to help our customers and  
15 communities through this event safely.” The October 10, 2019 Press Release mentioned nothing  
16 regarding any perceived issues with PG&E’s facility to communicate with or respond to  
17 inquiries from affected customers.  
18

19 57. That same day, PG&E issued two more updates regarding the second phase of its  
20 precautionary PSPS event, which equally failed to mention anything regarding any perceived  
21 issues with PG&E’s facility to communicate with or respond to inquiries from affected  
22 customers. One of those two announcements again quoted Singh, who continued to assert that  
23 the Company’s “meteorological and operations teams are actively monitoring the weather and  
24 this evolving situation, and [Defendants] are working directly with state and local agencies to  
25 help our customers and communities through this event safely.”  
26  
27  
28

1 58. On October 11, 2019, PG&E issued a press release providing updates on what  
2 was considered the third phase of its PSPS precautionary event (the “October 11, 2019 Press  
3 Release”). The October 11, 2019 Press Release, as with prior PSPS event updates, mentioned  
4 nothing regarding any perceived issues with PG&E’s facility to communicate with or respond to  
5 inquiries from affected customers. Two more press releases issued on the same day, providing  
6 updates on the number of customers still affected by the PSPS event, also failed to disclose  
7 PG&E’s failure to adequately communicate with and provide warnings to customers during the  
8 first, second, or third phases of the event.  
9

10 59. The statements referenced in ¶¶ 28-58 were materially false and misleading  
11 because Defendants made false and/or misleading statements, as well as failed to disclose  
12 material adverse facts about the Company’s business, operational and compliance policies.  
13 Specifically, Defendants made false and/or misleading statements and/or failed to disclose that:  
14 (i) PG&E’s purportedly enhanced wildfire prevention and safety protocols and procedures were  
15 inadequate to meet the challenges for which they were ostensibly designed; (ii) as a result,  
16 PG&E was unprepared for the rolling power cuts the Company implemented to minimize  
17 wildfire risk; and (iii) as a result, the Company’s public statements were materially false and  
18 misleading at all relevant times.  
19

### 20 **The Truth Begins to Emerge**

21 60. On October 12, 2019, the *New York Times* published an article reporting on  
22 PG&E’s efforts to deal with the rolling power cuts it had implemented in California aimed at  
23 minimizing wildfire risk. The article reported, among other issues, that “PG&E’s  
24 communications and computer systems faltered, and its website went down as customers tried to  
25 find out whether they would be cut off or spared.” According to the article, “[a]s the company  
26 struggled to tell people what areas would be affected and when, chaos and confusion unspooled  
27  
28

1 outside. Roads and businesses went dark without warning, nursing homes and other critical  
2 services scrambled to find backup power and even government agencies calling the company  
3 were put on hold for hours.”

4 61. The *New York Times* article also described how Elizaveta Malashenko  
5 (“Malashenko”), Deputy Executive Director for Safety and Enforcement at the California Public  
6 Utilities Commission, “arrived at 9 a.m. on Tuesday for the first of her two 12-hour shifts at  
7 PG&E’s operations center,” that “said she was stunned by what she saw,” namely, that “PG&E’s  
8 website crashed just ahead of the first rounds of power shut-offs that would leave thousands in  
9 the dark,” and that “[t]he situation got so bad at one point that Ms. Malashenko called in  
10 information technology specialists from the state to help restore PG&E’s systems.” Malashenko  
11 also reportedly stated that “[i]t never got to the point where it worked well.”

12  
13  
14 62. Additionally, the *New York Times* article reported that Defendant Johnson later  
15 admitted that “the systems the company uses to alert residents and businesses that they would  
16 lose power didn’t work as they were supposed to.” He was also reported in that article as stating  
17 “[w]e did not deliver on this commitment this time,” and “[w]e were not prepared to manage the  
18 operational event.”

19 63. On this news, PG&E’s stock price fell \$0.35 per share, or 4.36%, to close at \$7.67  
20 per share on October 14, 2019, the following trading day.

21  
22 64. On October 23, 2019, it was reported that as a last resort to prevent additional  
23 wildfires PG&E began shutting off power to 179,000 homes and businesses in 17 northern and  
24 central California counties.

25 65. Following this news, PG&E’s stock price fell \$1.00 per share, or 12.2%, to close  
26 at \$7.20 on October 24, 2019.

1           66. As a result of Defendants’ wrongful acts and omissions, and the precipitous  
2 decline in the market value of the Company’s securities, Plaintiff and other Class members have  
3 suffered significant losses and damages.

4                                   **PLAINTIFF’S CLASS ACTION ALLEGATIONS**

5           67. Plaintiff brings this action as a class action pursuant to Federal Rule of Civil  
6 Procedure 23(a) and (b)(3) on behalf of a Class, consisting of all those who purchased or  
7 otherwise acquired PG&E securities during the Class Period (the “Class”); and were damaged  
8 upon the revelation of the alleged corrective disclosures. Excluded from the Class are  
9 Defendants herein, the officers and directors of the Company, at all relevant times, members of  
10 their immediate families and their legal representatives, heirs, successors or assigns and any  
11 entity in which Defendants have or had a controlling interest.

12           68. The members of the Class are so numerous that joinder of all members is  
13 impracticable. Throughout the Class Period, PG&E securities were actively traded on the  
14 NYSE. While the exact number of Class members is unknown to Plaintiff at this time and can  
15 be ascertained only through appropriate discovery, Plaintiff believes that there are hundreds or  
16 thousands of members in the proposed Class. Record owners and other members of the Class  
17 may be identified from records maintained by PG&E or its transfer agent and may be notified of  
18 the pendency of this action by mail, using the form of notice similar to that customarily used in  
19 securities class actions.  
20  
21

22           69. Plaintiff’s claims are typical of the claims of the members of the Class as all  
23 members of the Class are similarly affected by Defendants’ wrongful conduct in violation of  
24 federal law that is complained of herein.  
25  
26  
27  
28

1           70. Plaintiff will fairly and adequately protect the interests of the members of the  
2 Class and has retained counsel competent and experienced in class and securities litigation.  
3 Plaintiff has no interests antagonistic to or in conflict with those of the Class.

4           71. Common questions of law and fact exist as to all members of the Class and  
5 predominate over any questions solely affecting individual members of the Class. Among the  
6 questions of law and fact common to the Class are:

- 8           • whether the federal securities laws were violated by Defendants' acts as alleged  
9 herein;
- 10          • whether statements made by Defendants to the investing public during the Class  
11 Period misrepresented material facts about the business, operations and  
12 management of PG&E;
- 13          • whether the Individual Defendants caused PG&E to issue false and misleading  
14 financial statements during the Class Period;
- 15          • whether Defendants acted knowingly or recklessly in issuing false and  
16 misleading financial statements;
- 17          • whether the prices of PG&E securities during the Class Period were artificially  
18 inflated because of the Defendants' conduct complained of herein; and
- 19          • whether the members of the Class have sustained damages and, if so, what is the  
20 proper measure of damages.

21           72. A class action is superior to all other available methods for the fair and efficient  
22 adjudication of this controversy since joinder of all members is impracticable. Furthermore, as  
23 the damages suffered by individual Class members may be relatively small, the expense and  
24 burden of individual litigation make it impossible for members of the Class to individually  
25 redress the wrongs done to them. There will be no difficulty in the management of this action as  
26 a class action.

27           73. Plaintiff will rely, in part, upon the presumption of reliance established by the  
28 fraud-on-the-market doctrine in that:

- 1 • Defendants made public misrepresentations or failed to disclose material facts during the Class Period;
- 2
- 3 • the omissions and misrepresentations were material;
- 4
- 5 • PG&E securities are traded in an efficient market;
- 6
- 7 • the Company's shares were liquid and traded with moderate to heavy volume during the Class Period;
- 8
- 9 • the Company traded on the NYSE and was covered by multiple analysts;
- 10
- 11 • the misrepresentations and omissions alleged would tend to induce a reasonable investor to misjudge the value of the Company's securities; and
- 12
- 13 • Plaintiff and members of the Class purchased, acquired and/or sold PG&E securities between the time the Defendants failed to disclose or misrepresented material facts and the time the true facts were disclosed, without knowledge of the omitted or misrepresented facts.

14 74. Based upon the foregoing, Plaintiff and the members of the Class are entitled to a presumption of reliance upon the integrity of the market.

15 75. Alternatively, Plaintiff and the members of the Class are entitled to the presumption of reliance established by the Supreme Court in *Affiliated Ute Citizens of the State of Utah v. United States*, 406 U.S. 128, 92 S. Ct. 2430 (1972), as Defendants omitted material information in their Class Period statements in violation of a duty to disclose such information, as detailed above.

### 21 COUNT I

#### 22 **(Violations of Section 10(b) of the Exchange Act and Rule 10b-5 Promulgated Thereunder)**

23 76. Plaintiff repeats and re-alleges each and every allegation contained above as if fully set forth herein.

24 77. This Count is asserted against Defendants and is based upon Section 10(b) of the Exchange Act, 15 U.S.C. § 78j(b), and Rule 10b-5 promulgated thereunder by the SEC.



1           78. During the Class Period, Defendants engaged in a plan, scheme, conspiracy and  
2 course of conduct, pursuant to which they knowingly or recklessly engaged in acts, transactions,  
3 practices and courses of business which operated as a fraud and deceit upon Plaintiff and the  
4 other members of the Class; made various untrue statements of material facts and omitted to state  
5 material facts necessary in order to make the statements made, in light of the circumstances  
6 under which they were made, not misleading; and employed devices, schemes and artifices to  
7 defraud in connection with the purchase and sale of securities. Such scheme was intended to,  
8 and, throughout the Class Period, did: (i) deceive the investing public, including Plaintiff and  
9 other Class members, as alleged herein; (ii) artificially inflate and maintain the market price of  
10 PG&E securities; and (iii) cause Plaintiff and other members of the Class to purchase or  
11 otherwise acquire PG&E securities and options at artificially inflated prices. In furtherance of  
12 this unlawful scheme, plan and course of conduct, Defendants, and each of them, took the  
13 actions set forth herein.  
14

15  
16           79. Pursuant to the above plan, scheme, conspiracy and course of conduct, each of the  
17 Defendants participated directly or indirectly in the preparation and/or issuance of the quarterly  
18 and annual reports, SEC filings, press releases and other statements and documents described  
19 above, including statements made to securities analysts and the media that were designed to  
20 influence the market for PG&E securities. Such reports, filings, releases and statements were  
21 materially false and misleading in that they failed to disclose material adverse information and  
22 misrepresented the truth about PG&E's finances and business prospects.  
23

24           80. By virtue of their positions at PG&E, Defendants had actual knowledge of the  
25 materially false and misleading statements and material omissions alleged herein and intended  
26 thereby to deceive Plaintiff and the other members of the Class, or, in the alternative, Defendants  
27 acted with reckless disregard for the truth in that they failed or refused to ascertain and disclose  
28

1 such facts as would reveal the materially false and misleading nature of the statements made,  
2 although such facts were readily available to Defendants. Said acts and omissions of Defendants  
3 were committed willfully or with reckless disregard for the truth. In addition, each Defendant  
4 knew or recklessly disregarded that material facts were being misrepresented or omitted as  
5 described above.

6  
7 81. Information showing that Defendants acted knowingly or with reckless disregard  
8 for the truth is peculiarly within Defendants' knowledge and control. As the senior managers  
9 and/or directors of PG&E, the Individual Defendants had knowledge of the details of PG&E's  
10 internal affairs.

11 82. The Individual Defendants are liable both directly and indirectly for the wrongs  
12 complained of herein. Because of their positions of control and authority, the Individual  
13 Defendants were able to and did, directly or indirectly, control the content of the statements of  
14 PG&E. As officers and/or directors of a publicly-held company, the Individual Defendants had a  
15 duty to disseminate timely, accurate, and truthful information with respect to PG&E's  
16 businesses, operations, future financial condition and future prospects. As a result of the  
17 dissemination of the aforementioned false and misleading reports, releases and public statements,  
18 the market price of PG&E securities was artificially inflated throughout the Class Period. In  
19 ignorance of the adverse facts concerning PG&E's business and financial condition which were  
20 concealed by Defendants, Plaintiff and the other members of the Class purchased or otherwise  
21 acquired PG&E securities at artificially inflated prices and relied upon the price of the securities,  
22 the integrity of the market for the securities and/or upon statements disseminated by Defendants,  
23 and were damaged thereby.

24 83. During the Class Period, PG&E securities were traded on an active and efficient  
25 market. Plaintiff and the other members of the Class, relying on the materially false and  
26  
27  
28

1 misleading statements described herein, which the Defendants made, issued or caused to be  
2 disseminated, or relying upon the integrity of the market, purchased or otherwise acquired shares  
3 of PG&E securities at prices artificially inflated by Defendants' wrongful conduct. Had Plaintiff  
4 and the other members of the Class known the truth, they would not have purchased or otherwise  
5 acquired said securities, or would not have purchased or otherwise acquired them at the inflated  
6 prices that were paid. At the time of the purchases and/or acquisitions by Plaintiff and the Class,  
7 the true value of PG&E securities was substantially lower than the prices paid by Plaintiff and  
8 the other members of the Class. The market price of PG&E securities declined sharply upon  
9 public disclosure of the facts alleged herein to the injury of Plaintiff and Class members.  
10

11 84. By reason of the conduct alleged herein, Defendants knowingly or recklessly,  
12 directly or indirectly, have violated Section 10(b) of the Exchange Act and Rule 10b-5  
13 promulgated thereunder.  
14

15 85. As a direct and proximate result of Defendants' wrongful conduct, Plaintiff and  
16 the other members of the Class suffered damages in connection with their respective purchases,  
17 acquisitions and sales of the Company's securities during the Class Period, upon the disclosure  
18 that the Company had been disseminating misrepresented financial statements to the investing  
19 public.  
20

## 21 **COUNT II**

### 22 **(Violations of Section 20(a) of the Exchange Act)**

23 86. Plaintiff repeats and re-alleges each and every allegation contained in the  
24 foregoing paragraphs as if fully set forth herein.

25 87. During the Class Period, the Individual Defendants participated in the operation  
26 and management of PG&E, and conducted and participated, directly and indirectly, in the  
27 conduct of PG&E's business affairs. Because of their senior positions, they knew the adverse  
28

1 non-public information about PG&E's misstatement of income and expenses and false financial  
2 statements.

3 88. As officers and/or directors of a publicly owned company, the Individual  
4 Defendants had a duty to disseminate accurate and truthful information with respect to PG&E's  
5 financial condition and results of operations, and to correct promptly any public statements  
6 issued by PG&E which had become materially false or misleading.  
7

8 89. Because of their positions of control and authority as senior officers, the  
9 Individual Defendants were able to, and did, control the contents of the various reports, press  
10 releases and public filings which PG&E disseminated in the marketplace during the Class Period  
11 concerning PG&E's results of operations. Throughout the Class Period, the Individual  
12 Defendants exercised their power and authority to cause PG&E to engage in the wrongful acts  
13 complained of herein. The Individual Defendants therefore, were "controlling persons" of PG&E  
14 within the meaning of Section 20(a) of the Exchange Act. In this capacity, they participated in  
15 the unlawful conduct alleged which artificially inflated the market price of PG&E securities.  
16

17 90. Each of the Individual Defendants, therefore, acted as a controlling person of  
18 PG&E. By reason of their senior management positions and/or being directors of PG&E, each of  
19 the Individual Defendants had the power to direct the actions of, and exercised the same to cause,  
20 PG&E to engage in the unlawful acts and conduct complained of herein. Each of the Individual  
21 Defendants exercised control over the general operations of PG&E and possessed the power to  
22 control the specific activities which comprise the primary violations about which Plaintiff and  
23 the other members of the Class complain.  
24

25 91. By reason of the above conduct, the Individual Defendants are liable pursuant to  
26 Section 20(a) of the Exchange Act for the violations committed by PG&E.  
27  
28

**PRAYER FOR RELIEF**

**WHEREFORE**, Plaintiff demands judgment against Defendants as follows:

A. Determining that the instant action may be maintained as a class action under Rule 23 of the Federal Rules of Civil Procedure, and certifying Plaintiff as the Class representative;

B. Requiring Defendants to pay damages sustained by Plaintiff and the Class by reason of the acts and transactions alleged herein;

C. Awarding Plaintiff and the other members of the Class prejudgment and post-judgment interest, as well as their reasonable attorneys' fees, expert fees and other costs; and

D. Awarding such other and further relief as this Court may deem just and proper.

**DEMAND FOR TRIAL BY JURY**

Plaintiff hereby demands a trial by jury.

Dated: October 25, 2019

Respectfully submitted,

**POMERANTZ LLP**

/s/ Jennifer Pafiti

Jennifer Pafiti (SBN 282790)  
1100 Glendon Avenue, 15th Floor  
Los Angeles, California 90024  
Telephone: (310) 405-7190  
E-mail: jpafiti@pomlaw.com

**POMERANTZ LLP**

Jeremy A. Lieberman  
(*pro hac vice* application forthcoming)  
J. Alexander Hood II  
(*pro hac vice* application forthcoming)  
600 Third Avenue, 20<sup>th</sup> Floor  
New York, New York 10016  
Telephone: (212) 661-1100  
Facsimile: (212) 661-8665  
Email: jalieberman@pomlaw.com  
Email: ahood@pomlaw.com

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

**POMERANTZ LLP**  
Patrick V. Dahlstrom  
*(pro hac vice application forthcoming)*  
10 South La Salle Street, Suite 3505  
Chicago, Illinois 60603  
Telephone: (312) 377-1181  
Facsimile: (312) 377-1184  
Email: pdahlstrom@pomlaw.com

*Attorneys for Plaintiff*

**CERTIFICATION PURSUANT  
TO FEDERAL SECURITIES LAWS**

1. I, Christopher Vataj, make this declaration pursuant to Section 27(a)(2) of the Securities Act of 1933 ("Securities Act") and/or Section 21D(a)(2) of the Securities Exchange Act of 1934 ("Exchange Act") as amended by the Private Securities Litigation Reform Act of 1995.
  2. I have reviewed a Complaint against PG&E Corporation ("PG&E" or the "Company") and authorize the filing of a comparable complaint on my behalf.
  3. I did not purchase or acquire PG&E securities at the direction of plaintiffs' counsel or in order to participate in any private action arising under the Securities Act or Exchange Act.
  4. I am willing to serve as a representative party on behalf of a Class of investors who purchased or acquired PG&E securities during the class period, including providing testimony at deposition and trial, if necessary. I understand that the Court has the authority to select the most adequate lead plaintiff in this action.
  5. To the best of my current knowledge, the attached sheet lists all of my transactions in PG&E securities during the Class Period as specified in the Complaint.
  6. During the three-year period preceding the date on which this Certification is signed, I have not sought to serve as a representative party on behalf of a class under the federal securities laws.
  7. I agree not to accept any payment for serving as a representative party on behalf of the class as set forth in the Complaint, beyond my pro rata share of any recovery, except such reasonable costs and expenses directly relating to the representation of the class as ordered or approved by the Court.

8. I declare under penalty of perjury that the foregoing is true and correct.

Executed 10/21/19  
(Date)



(Signature)

Christopher Vataj  
(Type or Print Name)



PG&amp;E Corporation (PCG)

Vataj, Christopher

## List of Purchases and Sales

| <b>Date</b> | <b>Purchase<br/>or Sale</b> | <b>Number of<br/>Shares/Unit</b> | <b>Price Per<br/>Share/Unit</b> |
|-------------|-----------------------------|----------------------------------|---------------------------------|
| 8/29/2019   | Purchase                    | 2,500                            | \$10.7100                       |
| 8/29/2019   | Purchase                    | 1,000                            | \$10.5950                       |
| 9/18/2019   | Purchase                    | 1,500                            | \$11.5400                       |
| 9/18/2019   | Purchase                    | 1,500                            | \$11.9139                       |
| 9/18/2019   | Purchase                    | 900                              | \$11.8294                       |
| 9/11/2019   | Sale                        | (1)                              | \$10.7900                       |
| 9/11/2019   | Sale                        | (1)                              | \$10.7900                       |
| 9/11/2019   | Sale                        | (10)                             | \$10.7900                       |
| 9/11/2019   | Sale                        | (10)                             | \$10.7900                       |
| 9/11/2019   | Sale                        | (1)                              | \$10.7900                       |
| 9/11/2019   | Sale                        | (977)                            | \$10.7900                       |
| 9/11/2019   | Sale                        | (200)                            | \$10.7900                       |
| 9/18/2019   | Sale                        | (2,300)                          | \$11.6500                       |
| 9/19/2019   | Sale                        | (1,500)                          | \$12.2900                       |

CIVIL COVER SHEET

The JS-CAND 44 civil cover sheet and the information contained herein neither replace nor supplement the filing and service of pleadings or other papers as required by law, except as provided by local rules of court. This form, approved in its original form by the Judicial Conference of the United States in September 1974, is required for the Clerk of Court to initiate the civil docket sheet. (SEE INSTRUCTIONS ON NEXT PAGE OF THIS FORM.)

I. (a) PLAINTIFFS

CHRISTOPHER VATAJ, Individually and on Behalf of All Others Similarly Situated,

(b) County of Residence of First Listed Plaintiff Miami-Dade County, Florida (EXCEPT IN U.S. PLAINTIFF CASES)

(c) Attorneys (Firm Name, Address, and Telephone Number) Pomerantz LLP 1100 Glendon Avenue, 15th Floor, Los Angeles, CA 90024 Tel: 310-405-7190

DEFENDANTS

WILLIAM D. JOHNSON, JOHN R. SIMON, GEISHA WILLIAMS, and JASON P. WELLS,

County of Residence of First Listed Defendant San Francisco County, California (IN U.S. PLAINTIFF CASES ONLY)

NOTE: IN LAND CONDEMNATION CASES, USE THE LOCATION OF THE TRACT OF LAND INVOLVED

Attorneys (If Known)

II. BASIS OF JURISDICTION (Place an "X" in One Box Only)

- 1 U S Government Plaintiff
3 Federal Question (U.S. Government Not a Party)
2 U S Government Defendant
4 Diversity (Indicate Citizenship of Parties in Item III)

III. CITIZENSHIP OF PRINCIPAL PARTIES (Place an "X" in One Box for Plaintiff and One Box for Defendant)

Table with columns for Plaintiff (PTF) and Defendant (DEF) citizenship: Citizen of This State, Citizen of Another State, Citizen or Subject of a Foreign Country, Incorporated or Principal Place of Business In This State, Incorporated and Principal Place of Business In Another State, Foreign Nation.

IV. NATURE OF SUIT (Place an "X" in One Box Only)

Large table with categories: CONTRACT, REAL PROPERTY, TORTS, CIVIL RIGHTS, PRISONER PETITIONS, HABEAS CORPUS, OTHER, FORFEITURE/PENALTY, LABOR, IMMIGRATION, BANKRUPTCY, SOCIAL SECURITY, FEDERAL TAX SUITS, OTHER STATUTES.

V. ORIGIN (Place an "X" in One Box Only)

- 1 Original Proceeding
2 Removed from State Court
3 Remanded from Appellate Court
4 Reinstated or Reopened
5 Transferred from Another District (specify)
6 Multidistrict Litigation-Transfer
8 Multidistrict Litigation-Direct File

VI. CAUSE OF ACTION

Cite the U.S. Civil Statute under which you are filing (Do not cite jurisdictional statutes unless diversity): (15 U.S.C. §§ 78j(b) and 78t(a)) and Rule 10b-5 promulgated thereunder by the SEC (17 C.F.R. § 240.10b-5), and the PSLRA

Brief description of cause:

Plaintiff seeks to pursue remedies against PG&E Corporation for violations of federal securities laws

VII. REQUESTED IN COMPLAINT:

CHECK IF THIS IS A CLASS ACTION UNDER RULE 23, Fed. R. Civ. P. DEMAND \$

CHECK YES only if demanded in complaint: JURY DEMAND: Yes No

VIII. RELATED CASE(S), IF ANY (See instructions):

JUDGE DOCKET NUMBER

IX. DIVISIONAL ASSIGNMENT (Civil Local Rule 3-2)

(Place an "X" in One Box Only) SAN FRANCISCO/OAKLAND SAN JOSE EUREKA-MCKINLEYVILLE

DATE 10/25/2019

SIGNATURE OF ATTORNEY OF RECORD

/s/Jennifer Pafiti

Print

Save As...

Reset

## INSTRUCTIONS FOR ATTORNEYS COMPLETING CIVIL COVER SHEET FORM JS-CAND 44

**Authority For Civil Cover Sheet.** The JS-CAND 44 civil cover sheet and the information contained herein neither replaces nor supplements the filings and service of pleading or other papers as required by law, except as provided by local rules of court. This form, approved in its original form by the Judicial Conference of the United States in September 1974, is required for the Clerk of Court to initiate the civil docket sheet. Consequently, a civil cover sheet is submitted to the Clerk of Court for each civil complaint filed. The attorney filing a case should complete the form as follows:

- I. a) Plaintiffs-Defendants.** Enter names (last, first, middle initial) of plaintiff and defendant. If the plaintiff or defendant is a government agency, use only the full name or standard abbreviations. If the plaintiff or defendant is an official within a government agency, identify first the agency and then the official, giving both name and title.
- b) County of Residence.** For each civil case filed, except U.S. plaintiff cases, enter the name of the county where the first listed plaintiff resides at the time of filing. In U.S. plaintiff cases, enter the name of the county in which the first listed defendant resides at the time of filing. (NOTE: In land condemnation cases, the county of residence of the “defendant” is the location of the tract of land involved.)
- c) Attorneys.** Enter the firm name, address, telephone number, and attorney of record. If there are several attorneys, list them on an attachment, noting in this section “(see attachment).”
- II. Jurisdiction.** The basis of jurisdiction is set forth under Federal Rule of Civil Procedure 8(a), which requires that jurisdictions be shown in pleadings. Place an “X” in one of the boxes. If there is more than one basis of jurisdiction, precedence is given in the order shown below.
- (1) United States plaintiff. Jurisdiction based on 28 USC §§ 1345 and 1348. Suits by agencies and officers of the United States are included here.
  - (2) United States defendant. When the plaintiff is suing the United States, its officers or agencies, place an “X” in this box.
  - (3) Federal question. This refers to suits under 28 USC § 1331, where jurisdiction arises under the Constitution of the United States, an amendment to the Constitution, an act of Congress or a treaty of the United States. In cases where the U.S. is a party, the U.S. plaintiff or defendant code takes precedence, and box 1 or 2 should be marked.
  - (4) Diversity of citizenship. This refers to suits under 28 USC § 1332, where parties are citizens of different states. When Box 4 is checked, the citizenship of the different parties must be checked. (See Section III below; **NOTE: federal question actions take precedence over diversity cases.**)
- III. Residence (citizenship) of Principal Parties.** This section of the JS-CAND 44 is to be completed if diversity of citizenship was indicated above. Mark this section for each principal party.
- IV. Nature of Suit.** Place an “X” in the appropriate box. If the nature of suit cannot be determined, be sure the cause of action, in Section VI below, is sufficient to enable the deputy clerk or the statistical clerk(s) in the Administrative Office to determine the nature of suit. If the cause fits more than one nature of suit, select the most definitive.
- V. Origin.** Place an “X” in one of the six boxes.
- (1) Original Proceedings. Cases originating in the United States district courts.
  - (2) Removed from State Court. Proceedings initiated in state courts may be removed to the district courts under Title 28 USC § 1441. When the petition for removal is granted, check this box.
  - (3) Remanded from Appellate Court. Check this box for cases remanded to the district court for further action. Use the date of remand as the filing date.
  - (4) Reinstated or Reopened. Check this box for cases reinstated or reopened in the district court. Use the reopening date as the filing date.
  - (5) Transferred from Another District. For cases transferred under Title 28 USC § 1404(a). Do not use this for within district transfers or multidistrict litigation transfers.
  - (6) Multidistrict Litigation Transfer. Check this box when a multidistrict case is transferred into the district under authority of Title 28 USC § 1407. When this box is checked, do not check (5) above.
  - (8) Multidistrict Litigation Direct File. Check this box when a multidistrict litigation case is filed in the same district as the Master MDL docket. Please note that there is no Origin Code 7. Origin Code 7 was used for historical records and is no longer relevant due to changes in statute.
- VI. Cause of Action.** Report the civil statute directly related to the cause of action and give a brief description of the cause. **Do not cite jurisdictional statutes unless diversity.** Example: U.S. Civil Statute: 47 USC § 553. Brief Description: Unauthorized reception of cable service.
- VII. Requested in Complaint.** Class Action. Place an “X” in this box if you are filing a class action under Federal Rule of Civil Procedure 23.
- Demand. In this space enter the actual dollar amount being demanded or indicate other demand, such as a preliminary injunction.
- Jury Demand. Check the appropriate box to indicate whether or not a jury is being demanded.
- VIII. Related Cases.** This section of the JS-CAND 44 is used to identify related pending cases, if any. If there are related pending cases, insert the docket numbers and the corresponding judge names for such cases.
- IX. Divisional Assignment.** If the Nature of Suit is under Property Rights or Prisoner Petitions or the matter is a Securities Class Action, leave this section blank. For all other cases, identify the divisional venue according to Civil Local Rule 3-2: “the county in which a substantial part of the events or omissions which give rise to the claim occurred or in which a substantial part of the property that is the subject of the action is situated.”
- Date and Attorney Signature.** Date and sign the civil cover sheet.