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**UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA**

WARREN HERN, Individually and on  
Behalf of All Others Similarly Situated,

Plaintiff,

v.

ALEXANDRIA REAL ESTATE  
EQUITIES, INC., PETER M. MOGLIA,  
MARC E. BINDA, and JOEL S.  
MARCUS,

Defendants.

Case No. 2:25-cv-11319

CLASS ACTION

**COMPLAINT FOR VIOLATIONS  
OF THE FEDERAL SECURITIES  
LAWS**

DEMAND FOR JURY TRIAL

1 Plaintiff Warren Hern (“Plaintiff”), individually and on behalf of all other  
2 persons similarly situated, by his undersigned attorneys, alleges in this Complaint  
3 for violations of the federal securities laws (the “Complaint”) the following based  
4 upon knowledge with respect to his own acts, and upon facts obtained through an  
5 investigation conducted by his counsel, which included, *inter alia*: (a) review and  
6 analysis of relevant filings made by Alexandria Real Estate Equities, Inc.  
7 (“Alexandria” or the “Company”) with the United States Securities and Exchange  
8 Commission (the “SEC”); (b) review and analysis of Alexandria’s public  
9 documents, conference calls, press releases, and stock chart; (c) review and analysis  
10 of securities analysts’ reports and advisories concerning the Company; and (d)  
11 information readily obtainable on the internet.  
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16 Plaintiff believes that further substantial evidentiary support will exist for the  
17 allegations set forth herein after a reasonable opportunity for discovery. Most of the  
18 facts supporting the allegations contained herein are known only to the defendants  
19 or are exclusively within their control.  
20

21 **NATURE OF THE ACTION**  
22

23 1. This is a federal securities class action on behalf of all investors who  
24 purchased or otherwise acquired Alexandria securities between January 27, 2025 to  
25 October 27, 2025, inclusive (the “Class Period”), seeking to recover damages caused  
26 by Defendants’ violations of the federal securities laws (the “Class”).  
27  
28

1           2. Defendants provided investors with material information concerning  
2 Alexandria's expected revenue and FFO (funds from operations) growth for the  
3 fiscal year 2025, particularly as it related to the growth of the Company's real estate  
4 operations. Defendants' statements included, among other things, confidence in the  
5 Company's lease activity, occupancy stability and ability to develop its tenant  
6 pipeline.  
7

8  
9           3. Defendants provided these overwhelmingly positive statements to  
10 investors while, at the same time, disseminating materially false and misleading  
11 statements and/or concealing material adverse facts concerning the true state of its  
12 Long Island City (LIC) property; notably, the Company's claims and confidence  
13 about the leasing value of the LIC property as a life-science destination aligning with  
14 ARE's Megacampus<sup>TM</sup> strategy.  
15

16  
17           4. On October 27, 2025, after the market closed, Alexandria unveiled  
18 below-expectation financial results for the third quarter of fiscal year 2025 and, in  
19 particular, cut its FFO guidance for the full-year 2025. The Company attributed the  
20 setback to lower occupancy rates, slower leasing activity and most notably, a real  
21 estate impairment charge of \$323.9 million with \$206 million attributed to its LIC  
22 property.  
23

24  
25           5. Investors and analysts reacted immediately to Alexandria's revelations.  
26 The price of Alexandria's common stock declined dramatically. From a closing  
27 market price of \$77.87 per share on October 27, 2025, Alexandria's stock price fell  
28

1 to \$62.94 per share on October 28, 2025, a decline of about 19% in the span of just  
2 a single day.

3  
4 **JURISDICTION AND VENUE**

5 6. Plaintiff brings this action, on behalf of himself and other similarly  
6 situated investors, to recover losses sustained in connection with Defendants' fraud.

7  
8 7. The claims asserted herein arise under and pursuant to §§10(b) and  
9 20(a) of the Exchange Act (15 U.S.C. §§ 78j(b) and 78t(a)) and Rule 10b-5  
10 promulgated thereunder by the SEC (17 C.F.R. §240.10b-5).

11  
12 8. This Court has jurisdiction over the subject matter of this action  
13 pursuant to 28 U.S.C. §§1331 and 1337, and Section 27 of the Exchange Act, 15  
14 U.S.C. §78aa.

15  
16 9. Venue is proper in this District pursuant to §27 of the Exchange Act  
17 and 28 U.S.C. §1391(b), as Defendant Alexandria is headquartered in this District  
18 and a significant portion of its business, actions, and the subsequent damages to  
19 Plaintiff and the Class, took place within this District.

20  
21 10. In connection with the acts, conduct and other wrongs alleged in this  
22 Complaint, Defendants, directly or indirectly, used the means and instrumentalities  
23 of interstate commerce, including but not limited to, the United States mail, interstate  
24 telephone communications and the facilities of the national securities exchange.  
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28

**THE PARTIES**

1  
2 11. Plaintiff purchased Alexandria common stock at artificially inflated  
3 prices during the Class Period and was damaged upon the revelation of the  
4 Defendants’ fraud. Plaintiff’s certification evidencing his transaction(s) in  
5 Alexandria is attached hereto.  
6

7  
8 12. Alexandria Real Estate Equities, Inc. is a California corporation with  
9 its principal executive offices located at 26 North Euclid Avenue, Pasadena, CA  
10 91101. During the Class Period, the Company’s common stock traded on the New  
11 York Stock Exchange (the “NYSE”) under the symbol “ARE.”  
12

13 13. Defendant Peter M. Moglia (“Moglia”) was, at all relevant times, the  
14 Chief Executive Officer and Chief Investment Officer of Alexandria.  
15

16 14. Defendant Marc E. Binda (“Binda”) was, at all relevant times, the Chief  
17 Financial Officer of Alexandria.  
18

19 15. Defendant Joel S. Marcus (“Marcus”) was, at all relevant times, the  
20 Principal Executive Officer of Alexandria.  
21

22 16. Defendants Moglia, Binda, and Marcus Zovighian, Wood, are  
23 sometimes referred to herein as the “Individual Defendants.” Alexandria together  
24 with the Individual Defendants are referred to herein as the “Defendants.”  
25

26 17. The Individual Defendants, because of their positions with the  
27 Company, possessed the power and authority to control the contents of Alexandria’s  
28 reports to the SEC, press releases, and presentations to securities analysts, money

1 and portfolio managers, and institutional investors, *i.e.*, the market. Each Individual  
2 Defendant was provided with copies of the Company’s reports and press releases  
3 alleged herein to be misleading prior to, or shortly after, their issuance and had the  
4 ability and opportunity to prevent their issuance or cause them to be corrected.  
5 Because of their positions and access to material non-public information available  
6 to them, each of these Individual Defendants knew that the adverse facts specified  
7 herein had not been disclosed to, and were being concealed from, the public, and  
8 that the positive representations which were being made were then materially false  
9 and/or misleading. The Individual Defendants are liable for the false statements  
10 pleaded herein, as those statements were each “group-published” information, the  
11 result of the collective actions of the Individual Defendants.  
12

13  
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15  
16 18. Alexandria is liable for the acts of the Individual Defendants, and its  
17 employees under the doctrine of respondeat superior and common law principles of  
18 agency as all the wrongful acts complained of herein were carried out within the  
19 scope of their employment with authorization.  
20

21 19. The scienter of the Individual Defendants, and other employees and  
22 agents of the Company are similarly imputed to Alexandria under respondeat  
23 superior and agency principles.  
24  
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1 **SUBSTANTIVE ALLEGATIONS**

2 **A. Company Background**

3  
4 20. Alexandria is a real estate investment trust (REIT) specializing in life-  
5 science real estate with a focus on lab space, research facilities and offices for tenants  
6 in the pharmaceutical, biotech, and agricultural technology industries.

7  
8 21. Alexandria owns, operates and develops collaborative Megacampus™  
9 ecosystems in life science innovation cluster locations including Greater Boston, the  
10 San Francisco Bay Area, San Diego, Seattle, Maryland, Research Triangle, and New  
11 York City.

12  
13 **B. The Defendants Materially Misled Investors Concerning the**  
14 **Growth of Alexandria’s Long Island City Property**

15  
16 *January 27, 2025*

17 22. On January 27, 2025, Alexandria issued a press release publishing their  
18 fourth quarter results, highlighting, in pertinent part, that there was “continued solid  
19 leasing volume” and “1.3 million RSF (rentable square feet) for 4Q24, up 19%  
20 compared to our previous five-quarter average.”

21  
22 23. The press release further detailed occupancy rates in North America  
23 and leasing volume, stating, in pertinent part:

24  
25 *Continued solid leasing volume and rental rate increases*

- 26  
27 • Continued solid leasing volume

1 • 1.3 million RSF for 4Q24, up 19% compared to our previous five-  
2 quarter average.

3 • Fourth consecutive quarter with leasing volume exceeding 1 million  
4 RSF.

5 • 5.1 million RSF for 2024, up 19% compared to our 2014–2020  
6 average of 4.3 million RSF.

7 • Rental rate increases on lease renewals and re-leasing of space were  
8 18.1% and 3.3% (cash basis) for 4Q24 and 16.9% and 7.2% (cash basis)  
9 for 2024.

10 • Rental rate increases on lease renewals and re-leasing of space were  
11 18.1% and 3.3% (cash basis) for 4Q24 and 16.9% and 7.2% (cash basis)  
12 for 2024.

13 • 84% of our leasing activity during the last twelve months was  
14 generated from our existing tenant base.

15 • Tenant improvements and leasing commissions on renewed and re-  
16 leased space executed during the year ended December 31, 2024  
17 represented only 8.4% of total lease term rents, the second lowest  
18 percentage of total lease term rents in the past five years.

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20  
21  
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23  
24  
25 24. During the earnings call held on January 28, 2025, CEO Peter M.  
26 Moglia elaborated on the Company's development pipeline and leasing supply  
27 stating, in relevant part:  
28

1 In the fourth quarter, we delivered 602,593 square feet into our high  
2 barrier to entry submarkets, bringing total deliveries for the year to  
3 2,457,963 square feet covering 13 projects. The annual incremental  
4 NOI delivered during the year was approximately \$118 million,  
5 including \$55 million in the fourth quarter. *Another \$395 million is*  
6 *expected to deliver beginning in 2025 through the second quarter of*  
7 *2028. The initial weighted average stabilized yield for 2024 deliveries*  
8 *was 6.7%, supported by a solid stabilized yield on cost of 7.1% from*  
9 *our fourth quarter delivery.*

10 \* \* \*

11 *Alexandria's pipeline is well positioned to capture future demand*  
12 *when expansion needs arise. Our dominant existing tenant base*  
13 *allows us to get in front of many requirements before they reach the*  
14 *market, and our location, scale and sponsorship matter a lot to*  
15 *tenants as we statistically illustrated at Investor Day.*

16 (Emphasis added).

17 25. On the same call, CFO Marc E. Binda confidently spoke about  
18 Alexandria's growth potential and expectations in 2025, stating, in relevant part:

19 *[o]n internal growth, our solid operating results for the quarter*  
20 *continue to be driven by our disciplined execution of our*  
21 *megacampus strategy, tremendous scale advantage, long-standing*  
22

1 *tenant relationships and operational excellence by our team. 77% of*  
2 *our annual rental revenue comes from our collaborative*  
3 *megacampuses, and we hope to increase this steadily over time. We*  
4 *have high-quality cash flows with 52% of our annual rental revenue*  
5 *from investment-grade and publicly traded large-cap tenants.*

6  
7  
8 \* \* \*

9 *On leasing, an important takeaway for the quarter is the continued*  
10 *solid leasing volume driving our business. Leasing volume for the*  
11 *quarter was 1.3 million square feet, which represents the fourth*  
12 *consecutive quarter over 1 million square feet and creates great*  
13 *momentum as we transition into the new year.*

14  
15  
16 \* \* \*

17 *Leasing volume for the full year '24 was 5.1 million square feet, up*  
18 *17% over the prior year and up 19% compared to the 7-year historical*  
19 *period prior to 2020. We continue to benefit from our tremendous*  
20 *scale, high-quality tenant roster and brand loyalty with 84% of our*  
21 *leasing activity over the last 12 months coming from our existing deep*  
22 *well of approximately 800 tenant relationships.*

23  
24  
25 \* \* \*

26 *Our outlook for full year '25 same-property growth is consistent with*  
27 *our prior outlook at down 2% and flat on a cash basis at the midpoint.*  
28

1 *These projected results for 2025 include the impact of approximately*  
2 *2.6% and 3.4% on a cash basis from the \$768,000 of lease expirations*  
3 *expected to go vacant in 1Q '25 spread across 4 projects. As a*  
4 *reminder, the 2 largest components of those key 1Q '25 lease*  
5 *expirations relate to Alexandria Technology Square with a move-out*  
6 *and expansion to another Alexandria property by Moderna and our*  
7 *single-tenant building at 409 Illinois in Mission Bay.*

8 \* \* \*

9  
10  
11  
12 *Turning to occupancy. Occupancy for the quarter was solid at 94.6%,*  
13 *which is consistent with the steady results over the last 5 quarters. The*  
14 *midpoint of our guidance range for occupancy for year- end '25 is*  
15 *92.4%, which includes approximately 2% vacancy coming from the 4*  
16 *projects, with 1Q '25 lease expirations expected to go vacant that I*  
17 *described earlier and are described on Page 24 of our supplemental*  
18 *package.*

19 \* \* \*

20  
21  
22 *Turning to guidance. We reaffirmed our guidance for 2025 with \$150*  
23 *million change to our '25 sources of capital to reflect the closing of*  
24 *certain dispositions that were originally expected to close in 2024 and*  
25 *are now expected to close in 2025. There were no changes to the*  
26  
27  
28

1 *midpoints of our guidance ranges for EPS of \$2.67 and FFO per*  
2 *share diluted as adjusted of \$9.33.*

3 \* \* \*

4  
5 *In closing, as we reflect on the fourth quarter and the full year of*  
6 *2024, we're pleased with the tremendous execution with solid FFO*  
7 *growth of 5.6% in a very tough macroeconomic environment. With*  
8 *our tremendous scale, high-quality cash flows, deep industry*  
9 *relationships and our highly experienced management team, we're*  
10 *well positioned to continue reinforcing our dominant platform and*  
11 *strategically position us for future growth.*

12  
13  
14 (Emphasis added).

15  
16 26. During the question-and-answer segment of the earnings call,  
17 Defendants fielded multiple questions concerning Alexandria and continued to  
18 display confidence in the Company's leasing volume in their answers during the  
19 following pertinent exchanges:

20  
21 <Q: Wesley Keith Golladay– Robert W. Baird & Co., Research  
22 Division - Analyst> I just want to go back to that comment about just-  
23 in-time leasing. What does that mean for your 2026 developments?  
24 Would that be more back half leasing this year? Would it be all the way  
25 until next year that we see leasing there?  
26  
27  
28

1 <A: Peter M. Moglia > Yes. Certainly, things that are delivering in 2026  
2 are just not top of mind for folks that are deciding they need space and  
3 then go out to the market and identify things within 60 to 90 days... ***But***  
4 ***we certainly do have our existing tenant base that just loves our***  
5 ***platform, loves our operations and has been very loyal. So we***  
6 ***certainly do see ourselves getting things done in 2026. I think I***  
7 ***mentioned we're 70% leased or under negotiations, which means we***  
8 ***have signed LOIs for 70% of that space. So the other 30% will likely***  
9 ***come from our existing tenant base or potentially some new tenants,***  
10 ***but those are in pretty good shape. It's getting into '27 where we're***  
11 ***still too far out for folks thinking. So we're going to do our best to***  
12 ***generate some more activity there, but the market is really just looking***  
13 ***at things that they can get into in a very short time or a relatively short***  
14 ***time frame. But the '25 and the '26 deliveries are in pretty good shape.***

15 ...

16 <Q: Vikram L. Malhotra–Mizuho Securities, Research Division -  
17 Analyst > I guess, Joel, just bigger picture, leasing velocity is sort of  
18 critical now given sort of deliveries hopefully coming in towards the  
19 back half, but critical for the industry, critical for the ARE story as well.  
20 Can you just -- I know you don't want to comment on 1Q, but just even  
21 bigger picture, how do you anticipate leasing inflecting? Any numbers

1 you can share like tenants in the market or even just how the pipeline  
2 has changed Q-over-Q? Just feels like that's a critical piece. And I'm  
3 wondering if you can just share some statistics how '25 could evolve  
4 versus '24.

5  
6 <A: Joel S. Marcus > Yes. I think that's the kind of question that I'd  
7 really prefer to leave for first quarter when we can give you, I think,  
8 more granularity that we feel comfortable with. ***Remember that the***  
9 ***bulk of our tenants in the variety of sectors we service under the life***  
10 ***science industry as a whole that Hallie mentioned come from our own***  
11 ***tenant base. So we have a really, really good picture, over 800 tenants***  
12 ***of each and every market and what the demand is, quite apart from***  
13 ***what people that the brokers may represent or what they see.*** They  
14 often don't see much of what we see. And oftentimes, we may sign  
15 leases or LOIs where brokers simply aren't aware of those things. So I  
16 don't really want to get into first quarter. I want to kind of get into the  
17 details there. So I'd ask you just to be patient and bear with us. ***But I***  
18 ***think we're going to have some pretty good news.***

19  
20  
21  
22  
23  
24 <Q: Vikram L. Malhotra—Mizuho Securities, Research Division -  
25 Analyst > And then just sorry, last one, if I can clarify, you mentioned  
26 you feel pretty good about the lease-up of the developments into '25,  
27 '26. Maybe '27, the question starts. But would there be factors that cause  
28

1 you to pause any of the developments in either '25 or '26, push it out  
2 into '27, say?

3 <A: Joel S. Marcus > No. *I think what Marc published in the press --*  
4 *the supp and press release is our best guess of how we think our*  
5 *allocation of capital should match the demand we're seeing. So I*  
6 *don't expect any material changes certainly to '25 or '26 post this*  
7 *print.*  
8

9  
10 (Emphasis added).

11  
12 April 28, 2025

13 27. On April 28, 2025, Defendants published their first quarter financial  
14 results, announcing “continued solid leasing volume of 1.0 million RSF during  
15 1Q25, the fifth consecutive quarter with leasing volume exceeding 1 million RSF.”

16  
17 28. The release also highlighted Alexandria’s strong development pipeline  
18 and significant leasing progress stating, in pertinent part:

19  
20 Alexandria’s development and redevelopment pipeline delivered  
21 incremental annual net operating income of \$37 million commencing  
22 during 1Q25, with an additional \$171 million of incremental annual  
23 net operating income anticipated to deliver by 4Q26

24  
25 • During 1Q25, we placed into service development and redevelopment  
26 projects aggregating 309,494 RSF that are 100% leased across multiple  
27 submarkets and delivered incremental annual net operating income of  
28

1 \$37 million. A significant 1Q25 delivery was 285,346 RSF at 230  
2 Harriet Tubman Way located at the Alexandria Center® for Life  
3 Science – Millbrae in our South San Francisco submarket.  
4

5 • Our active development and redevelopment projects under  
6 construction, primarily related to our Megacampus ecosystems, have an  
7 estimated \$2.4 billion of remaining costs to complete, of which \$1.3  
8 billion is not under contract as of March 31, 2025. Additionally, we  
9 estimate that 30%–40% of the costs not under contract represent costs  
10 for materials that may be subject to inflationary pressure and/or  
11 potential tariffs. As such, we estimate that each 10% increase in these  
12 costs for materials may result in incremental costs aggregating \$40–\$50  
13 million and a corresponding decline in initial stabilized yields of  
14 approximately 2.5 to 3.5 basis points for our existing active  
15 development and redevelopment projects. This estimate does not  
16 account for the cost of potential delays that may occur in receiving or  
17 replacing materials subject to tariffs.  
18

19 • Annual increase by \$61 million by 4Q25 upon the burn-off of initial  
20 free rent, which have a weighted average burn-off period of  
21 approximately four months.  
22

23 • 71% of the RSF in our total development and redevelopment pipeline  
24 is within our Megacampus ecosystems.  
25  
26  
27  
28

1 29. During the corresponding earnings call held on April 29, 2025,  
2 Defendants provided some clarity for the Company's slight decrease in revenue and  
3 updated guidance. In pertinent part, CEO Moglia stated:  
4

5 *Turning to the impact of tariffs on our active development and*  
6 *redevelopment pipeline. Spoiler alert, they are not expected to have a*  
7 *material influence on our yields.*  
8

9 \* \* \*

10 *Transitioning to leasing and supply. Alexandria's superior quality,*  
11 *location, scale and sponsorship enabled the leasing of 1,030,553*  
12 *square feet in the first quarter at solid rental rate increases for*  
13 *renewed and released space of 18.5% and 7.5% on a cash basis, and*  
14 *the weighted average lease term was very strong at 10.1 years.* This is  
15 the fifth straight quarter where we've exceeded 1 million square feet of  
16 leasing. And despite elevated concessions, net effective rents on re-  
17 leasing and renewal space remain positive. *We have a solid list of*  
18 *prospects for our development and redevelopment projects, but*  
19 *activity for this leasing segment, which is typically driven by*  
20 *expansion requirements, remains muted for the moment due to*  
21 *continuing conservatism from life science company management*  
22 *teams and boards.*  
23  
24  
25  
26  
27

28 \* \* \*

1 *Here are the takeaways. We continue to deliver transformative*  
2 *projects and incremental NOI from our pipeline. Tariffs will not*  
3 *create material dilution to our current pipeline projects.* We continue  
4 to execute solid leasing, competitive supply deliveries are winding  
5 down, and we're making good progress on our asset harvesting and  
6 recycling program.  
7

8  
9 (Emphasis added).

10 30. CFO Binda highlighted that despite the macro issues facing the  
11 Company, its leasing volumes and growth in FFO per share diluted as adjusted  
12 through 2025 remained solid stating, in pertinent part:  
13

14 *As Peter highlighted, our leasing volume continues to be solid with*  
15 *over 1 million square feet leased during the quarter and represents*  
16 *the fifth consecutive quarter over 1 million square feet. We continue*  
17 *to benefit from our tremendous scale, high-quality tenant roster and*  
18 *brand loyalty with 89% of our leasing activity in the quarter coming*  
19 *from our existing deep well of approximately 750 tenant*  
20 *relationships.* We also continue to dominate in our core submarkets,  
21 getting more of the deals in many of our submarkets than the next  
22 several landlords combined. Rental rate growth for lease renewals and  
23 re-leasing of space for the quarter was a solid 18.5% and 7.5% on a cash  
24 basis, which is at or above the high end of our guidance ranges for the  
25  
26  
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1 year. We continue to achieve very healthy lease terms on completed  
2 leases with 10 years on average for the quarter, which is above our  
3 historical 10-year average.  
4

5 \* \* \*

6 ***Overall, for the full 2.9% reduction in occupancy, we're making very***  
7 ***good progress on resolving these with about 1/4 of this amount leased***  
8 ***with a future delivery date around the end of this year.***  
9

10 \* \* \*

11 The details of our guidance are included on Page 4 of our supplemental  
12 package. Our guidance for FFO per share diluted as adjusted was  
13 reduced by \$0.07 to a midpoint of \$9.26, which puts the revised  
14 midpoint at the low end of our initial range for FFO per share results  
15 and represents a change of 75 basis points from our initial guidance.  
16

17 ***Even with this change, our estimate for 5-year growth in FFO per***  
18 ***share diluted as adjusted through 2025 is 27%, which puts us near***  
19 ***the top end of the range among the peers in the 15 NAREIT Equity***  
20 ***Healthcare REIT Index.***  
21  
22

23  
24 (Emphasis added).

25 31. During the question-and-answer portion of the call, which featured  
26 questions related to Alexandria's updated guidance, Defendants reiterated the  
27  
28

1 Company's success and displayed confidence in continued growth despite the  
2 current macro environment stating, in relevant part during the following exchanges:

3  
4 <Q: Farrell Granath – Bank of America Securities, Research Division  
5 – Analyst> I was wondering if you can walk us through with the new  
6 guidance, does this encompass a worst-case scenario, especially in  
7 terms of what could happen in the biotech market, specifically with  
8 capital raising? Or within the range, is there a worst case and best case  
9 scenario baked in?  
10

11 Specifically when it comes to leasing going forward when it comes to  
12 the demand and specifically if there's continued cuts when it comes to  
13 NIH funding or even further reduction.  
14

15  
16 < A: Marc E. Binda > Yes. Look, I think the estimate we put out there  
17 is our best estimate with the facts that we know today. So it's not the  
18 best case, and it's not the worst case. It's really our estimate with the  
19 facts that we know today.  
20

21 ...

22  
23 <Q: Anthony Paolone - JPMorgan Chase & Co, Research Division –  
24 Senior Analyst > Joel, last quarter, you talked about, I think, a couple  
25 of pockets of demand maybe starting to emerge, and you were pretty  
26 optimistic about some messaging you might have on the first quarter  
27  
28

1 call based on what you were seeing then. I mean do you feel like that  
2 emerged? Or did things just change quite a bit in the last few months?

3 <A: Joel S. Marcus> *I would say that they haven't changed and stay*  
4 *tuned. I think we continue to see, and Hallie did a good job of*  
5 *describing the multifaceted demand that we're seeing given the more*  
6 *mutated environment we're in, in the pie chart we put out there this*  
7 *time. But I think over the coming few weeks or month or 2, I think*  
8 *we'll have some things that will be viewed as very positive. It's just*  
9 *time just it just takes time to do that, but nothing is changing for the*  
10 *negative.*

11 ...

12 <Q: Peter Dylan Abramowitz - Jefferies LLC, Research Division—  
13 Equity Analyst> Just wondering, as you have conversations internally,  
14 especially, I guess, as it relates to the change in the guidance, certainly,  
15 you've outperformed a lot of your markets in terms of occupancy loss.  
16 But just curious, your internal conversations, do you have a sense of  
17 where you think occupancy could bottom in the portfolio, the time line  
18 for how that could happen and then kind of what you would need to see  
19 to start to see an inflection?

20 <A: Marc E. Binda > Yes. *We definitely look space by space. I mean*  
21 *I do think that we had a large amount of expirations that came*  
22

1 *proportionately in the first quarter here, Peter. So I do think that, that*  
2 *was a little unusual that it was that large in a particular quarter. And*  
3 *of course, we knew that we had a couple of big suites coming back to*  
4 *us that will require some time.* The couple of projects in that \$768,000  
5 many of those -- most of those will take some time to release. So those  
6 -- we're not expecting that at least that 768,000 that much of any of that  
7 will be delivered this year.

8  
9  
10 (Emphasis added).

11  
12 July 21, 2025

13 32. On July 21, 2025, Alexandria issued a press release publishing their  
14 second quarter results, highlighting, adjusted FFO and total revenue were above  
15 consensus estimates. Further, the release reported the company was maintaining its  
16 full-year FFO guidance with cash net operating income increasing year-over-year  
17 and leasing spreads remaining solid, stating in pertinent part:

18  
19  
20 Leasing volume and rental rate increases

- 21 • Leasing volume of 769,815 RSF during 2Q25.  
22  
23 • In July 2025, we executed the largest life science lease in company  
24 history with a longstanding for a 16-year expansion build-to-suit lease,  
25 aggregating 466,598 RSF, located on the Campus Point by Alexandria  
26 Megacampus in our University Town Center submarket. If this were  
27 included in the leasing volume for 2Q25, the total leased RSF would  
28

1 have increased to 1.2 million RSF for 2Q25 from 769,815 RSF. Refer  
2 to “Subsequent events” in the Earnings Press Release for additional  
3 details.

4  
5 • Rental rate increases on lease renewals and re-leasing of space of 5.5%  
6 and 6.1% (cash basis) for 2Q25 and 13.2% and 6.9% (cash basis) for  
7 1H25.

8  
9 • 84% of our leasing activity during the last twelve months was  
10 generated from our existing tenant base.

11  
12 33. During the corresponding earnings call held on July 22, 2025,  
13 Defendants acknowledged the slight dip in occupancy rates but reiterated “prior  
14 guidance for year-end 2025 occupancy at 90.9% to 92.5%” and continued to tout  
15 Alexandria’s development pipeline and the Board’s ability to maintain the company  
16 divided at its current level with CFO Binda stating, in relevant part:

17  
18 ***Occupancy at the end of the quarter was at 90.8%, which was down***  
19 ***90 basis points from the prior quarter. With 75% of our annual rental***  
20 ***revenue coming from our highly distinguished Megacampus***  
21 ***platform, we continue to outperform the rest of the market on***  
22 ***occupancy in our biggest 3 markets.***

23  
24  
25 ***We are reiterating our prior guidance for year-end 2025 occupancy***  
26 ***at 90.9% to 92.5%. An important note about our occupancy guidance***  
27 ***is that we have 669,000 square feet or about 1.7% occupancy of least***  
28

1 *but not yet delivered space, which will positively impact our*  
2 *occupancy in early 2026 on average upon delivery. In addition, our*  
3 *year-end occupancy guidance assumes around a 2% benefit from*  
4 *assets with vacancy, which are expected to be sold of which about 1/3*  
5 *of that is subject to a signed purchase and sale agreement.*

6  
7  
8 \* \* \*

9 *Next on the development pipeline. With projects under construction*  
10 *and expected to generate significant NOI over the next few years and*  
11 *other earlier-stage projects undergoing important entitlement, design*  
12 *and site work necessary to be ready for future ground-up*  
13 *development, we are required to capitalize a portion of our gross*  
14 *interest cost....We remain focused on continuing these important*  
15 *preconstruction activities for our future pipeline where it makes good*  
16 *financial sense to continue.*

17  
18  
19  
20 \* \* \*

21 For the second quarter, our Board elected to maintain the dividend at  
22 its current level of \$1.32 per quarter or a dividend yield of 7.3% as of  
23 quarter end. Turning next to guidance. *We are holding firm on our*  
24 *guidance for FFO per share diluted for '25 at \$9.26 per share at the*  
25 *midpoint of our guidance range.*

26  
27  
28 (Emphasis added).

1 34. On the same call, CEO Moglia touted Alexandria's development  
2 pipeline and leasing spreads stating, in relevant part:

3  
4 *In the second quarter, we leased approximately 770,000 square feet*  
5 *with leasing spreads of 5.5% and 6.1% on a cash basis. We were very*  
6 *pleased that tenant improvements and leasing commissions on*  
7 *renewals were down 40% compared to previous 2 quarters and*  
8 *although free rent was elevated, it enabled us to secure a relatively*  
9 *high average duration of 9.4 years. The lease duration was also*  
10 *healthy for developed and redeveloped and previously vacant space at*  
11 *12.3 years. One key result of the quarter we'd like to highlight is that*  
12 *our focused effort on development and redevelopment leasing has*  
13 *started to gain traction.*

14  
15  
16  
17 (Emphasis added).

18 35. During the question-and-answer segment of the earnings call,  
19 Defendants answered multiple questions concerning the company's occupancy  
20 guidance and continued to tout Alexandria's growth in leasing volume despite  
21 occupancy headwinds stating, in pertinent part, during the following exchanges:

22  
23  
24 <Q: Anthony Paolone JPMorgan Chase & Co, Research Division –  
25 Senior Analyst> First question is I just wanted to follow up on some of  
26 the occupancy comments you made. And so I guess, if I'm  
27 understanding the dispositions, right, if we were to put those aside and  
28

1 think about sort of the remaining portfolio over the course of the year.  
2 Did you mention that occupancy will be down 2% then in the second  
3 half, like kind of if you ignore sort of the dispositions?  
4

5 <A: Marc E. Binda > Yes. *Tony, in terms of kind of the bridge to year-*  
6 *end occupancy were at 90.8% today, so kind of right at the -- or just*  
7 *below the bottom end of our range. We're expecting a pickup in*  
8 *occupancy given as Peter said, a big chunk of the assets that we've*  
9 *identified for sale are non-stabilized, so they have some vacancy. So*  
10 *we're expecting some pickup as those assets get sold and then you've*  
11 *got the normal kind of leasing to do on the back half of the year. So*  
12 you put all those pieces together, that's how we get to our year-end  
13 number.  
14

15  
16  
17 <Q: Anthony Paolone JPMorgan Chase & Co, Research Division –  
18 Senior Analyst> And then -- because then you mentioned you also have  
19 a bunch of signed but not yet commenced stuff that sounds like that  
20 kind of picks up a couple of points early next year? And I guess where  
21 I was going with that is you also added this disclosure around the 2026  
22 expirations and it seems like there's a couple of points that might come  
23 out early next year there as well. And so just trying to get the next few  
24 quarters kind of understand the trajectory and because you laid out a lot  
25 of good pieces.  
26  
27  
28

1 <A: Marc E. Binda > Yes. There's a lot of moving pieces. *We've got*  
2 *the 600-and-change or the 1.7% benefit to occupancy. And then we've*  
3 *also got some work to do on some of these '26 expirations. A little too*  
4 *early to give you a clear guidance in terms of what downtime looks*  
5 *like on that as we're really still working through the business plans*  
6 *and the re-leasing strategy on those things.*

7  
8  
9 <Q: Vikram L. Malhotra Mizuho Securities USA LLC, Research  
10 Division – Senior Analyst> And then just second one, I guess, you laid  
11 out a part about occupancy headwinds near term. But maybe if we can  
12 step back, can you give us a sense of how you see this playing out call  
13 it, over the next 18 months. So when are we going to trough for ARE  
14 specifically? And maybe if you can embellish that a little bit of like how  
15 strong is the potential build-to-suit pipeline for you guys?

16  
17  
18 <A: Marc E. Binda > Yes. I would just refer you, Vikram, to the  
19 discussion we had with Tony earlier in the call, where we held our  
20 occupancy guidance where it was at. we're right just below the low end  
21 of the guidance range right now at 90.8%. *We've got a good head start*  
22 *in terms of what that looks like for next year with the space that's*  
23 *leased that is going to be delivering. But at the same time, we've got*  
24 *the lease rolls that we highlighted that we need to deal with as well,*  
25  
26  
27  
28



1 slower leasing activity and most notably, a real estate impairment charge of \$323.9  
2 million with \$206 million attributed to its LIC property stating, in pertinent part:

3  
4 Key changes to our 2025 guidance include the following:

5 1) The midpoint of our guidance range for 2025 net (loss) income per  
6 share was reduced by \$3.44 from \$0.50 to \$(2.94). In addition to the  
7 items discussed in item 2 below, the update to our guidance range for  
8 2025 net (loss) income per share includes the following:

9  
10 • Potential additional impairments of real estate (including  
11 impairments on stabilized and non-stabilized properties and land) that  
12 may be recognized in 4Q25 ranging from \$0 to \$685 million, related to  
13 assets that could potentially be sold in 4Q25 or 2026 2026, and if such  
14 assets meet the held for sale criteria in 4Q25, considering market  
15 factors, buyer ability to perform, our desire to proceed with a sale at a  
16 particular price, and other factors.

17  
18 • Potential additional gain on sales of real estate that may be  
19 recognized in 4Q25 ranging from \$0 to \$240 million related to assets  
20 that may be sold in 4Q25.

21  
22 • These potential impairments and gains on sales of real estate  
23 will not impact our funds from operations per share pursuant to the  
24 Nareit definition of funds from operations.  
25  
26  
27  
28

1 38. During the accompanying earnings call held on October 28, 2025, CFO  
2 Binda elaborated on the setbacks, highlighting the challenging macro environment  
3 and discussing the significant real estate impairment relating to the Company's  
4 investment of its LIC property. In relevant part, Defendant Binda stated:  
5

6 *Our team continues to navigate a challenging environment given*  
7 *macro industry and policy factors beyond our control.* Please refer to  
8 our earnings release for our EPS results. FFO per share diluted as  
9 adjusted was \$2.22 for 3Q '25 and included the following three key  
10 impacts compared with the prior quarter.  
11

12 \* \* \*

13 *We've completed \$508 million of dispositions to date, which leaves \$1*  
14 *billion to complete in the fourth quarter, all of which are subject to*  
15 *non-fundable deposits, signed LOIs or purchase and sale*  
16 *negotiations. In connection with our disposition program, we*  
17 *recognized impairments of real estate of \$323.9 million during the*  
18 *quarter, with approximately 2/3 of that coming from an investment in*  
19 *our Long Island City redevelopment property.*  
20  
21  
22  
23

24 Three items to highlight here. First, we acquired the site in 2018. That  
25 submarket suffered a substantial setback when Amazon abandoned its  
26 plan for new HQ in that location in 2019 and it never recovered.  
27  
28 Second, despite the lower rental rate price point and our dominance in

1 that submarket, it has been challenging to get a critical mass of life  
2 science tenants to go to this location. *And ultimately, we don't view it*  
3 *as a life science destination that can scale. And third, this location*  
4 *has become more of an industrial flex and cinema submarket rather*  
5 *than life science.*

6  
7  
8 Ultimately, at the end of September, we decided future capital needs  
9 and the sale proceeds related to this project would be better recycled  
10 into our Megacampuses where we have greater conviction long term.  
11 *Looking forward, we have a number of assets under consideration for*  
12 *sale either by the end of this year or sometime in 2026 that have*  
13 *estimated values below our carrying values ranging from \$0 to \$685*  
14 *million. Although these potential impairments have not been*  
15 *triggered and final decisions to proceed have not been made, we*  
16 *updated our guidance range for 2025 to reflect these potential*  
17 *additional impairments in the fourth quarter.* We anticipate an end to  
18 the large-scale non-core asset program by the end of 2026 or early 2027.  
19 We also expect dispositions to provide the vast majority of our capital  
20 needs for next year.  
21  
22  
23  
24

25 \* \* \*

26 *We provided updated guidance for FFO per share diluted as adjusted*  
27 *for 2025, which was reduced by \$0.25, or about 2.7%, to a midpoint*  
28

1            *of \$9.01 per share.* This change was primarily due to lower investment  
2            gains and lower same-property performance driven by lower  
3            occupancy.  
4

5 (Emphasis added).

6            39. During the question-and-answer portion of the call, Defendants  
7            elaborated on the Company's setback with regard to the impairment setback, recent  
8            tenant activity and potential demand in the near future for its real estate assets stating,  
9            in relevant part during the following exchange:  
10

11            <Q: Farrell Granath - BofA Securities – Analyst> I first just want to  
12            touch on -- I know last quarter, you had some commentary about  
13            potential benefits to occupancy, about 600,000 or 1.7%. I was curious  
14            on the update and your expectations or line of sight that you're seeing  
15            now?  
16  
17

18            <A: Marc E. Binda> ...It's primarily at properties located in Greater  
19            Boston, San Francisco, San Diego and Seattle. *And it's about \$46*  
20            *million of -- potential annual rental revenue of \$46 million. And we*  
21            *expect it to deliver on average. There's a lot of spaces in there, as you*  
22            *can imagine, but on average, around May 1 of next year.*  
23  
24

25            <Q: Farrell Granath - BofA Securities – Analyst> And also, I guess, a  
26            broader question. In previous calls, we've heard that there was early  
27            positivity around leading indicators in the biotech market. And you  
28

1 made a few comments around that. But it generally still feels like you're  
2 very much seeing the impacts of supply and demand. And I'm curious,  
3 what would turn your perspective or optimism a little bit higher, either  
4 if that's greater IPOs or different capital market movements?  
5

6 <A: Joel S. Marcus> Yes. That's also a really important question. I think  
7 the two -- well, there are three missing links, as I mentioned in my  
8 opening comments, to demand today, and Hallie can give you chapter  
9 and verse on the green shoots that we're seeing, which are substantial  
10 from the capital market side to M&A, et cetera. ***But one is the FDA --***  
11 ***the government shutdown has to stop and the FDA has to open.***  
12 ***Number two, venture -- earlier-stage venture-backed companies have***  
13 ***to start making commitments for space as opposed to kind of holding,***  
14 ***waiting for cost of capital issues with the fed and broadly in the***  
15 ***industry.***  
16  
17  
18

19 ***And I think, three, the public biotech sector, which has been, to a***  
20 ***large extent, the mainstay of this industry as far as space and demand***  
21 ***has to be reignited.*** And even though the XBI is up substantially, that  
22 has not yet translated into action. So I think those are the key things  
23 we're looking for.  
24

25 ***And institutional demand, if the NIH can get its act together on the***  
26 ***issues we talked about, one, making sure they're fully funded and***  
27  
28

1 *disbursing funds and that there's an unlocking of the current bar to*  
2 *the 15% [ indirect ] cost limitation.*

3 ...  
4

5 <Q: Wesley Keith Golladay Robert W. Baird & Co. – Senior Research  
6 Analyst> I was just looking at the future pipeline, the \$3 billion and the  
7 \$1.2 billion, how much of the potential residential land plays will come  
8 out of that bucket? And then when you also look at the potential for  
9 \$685 million of impairments, would that mostly fall in that bucket as  
10 well?  
11

12  
13 <A: Marc E. Binda> ...*Just to be clear, the \$685 million is -- relates*  
14 *to a variety of assets that are under consideration. So there's a variety*  
15 *of ways that, that could go. It just depends on what happens with the*  
16 *buyer, if we can get a price that we like, et cetera, some of these assets*  
17 *we could end up holding if we decide to pivot. But the \$685 million, I*  
18 *would say the bigger chunk there has to do with land-type assets.*  
19

20  
21 <Q: Wesley Keith Golladay Robert W. Baird & Co. – Senior Research  
22 Analyst> And then for the leases that are going to commence in, I guess,  
23 the first half of next year, was there any -- it looks like there might have  
24 been a small delay on that. Was that anything like permitting-wise or  
25 just the tenant looking to move in a little bit later?  
26  
27  
28

1 <A: Marc E. Binda> Yes. No, I don't know that there was necessarily a  
2 delay. It's just a -- that bucket continues to evolve, right, as some of it  
3 gets delivered and then we're obviously adding new stuff there, right?  
4 We're leasing space that then extends that. So that will be an evolution  
5 just because that bucket changes from quarter-to-quarter.  
6

7 ...

8  
9 <Q: Michael Albert Carroll - RBC Capital Markets, Research Division  
10 – Head of US Real Estate Research > Can you provide some color on  
11 the type of tenant activity that the company is tracking right now? I  
12 mean it sounds like in the prepared remarks that you're seeing activity  
13 being kind of flat despite the XBI uptick. But are there certain tenants  
14 looking for different types of spaces? I mean, how many tenants are  
15 looking for like the Class A space versus the Class B space? I mean is  
16 there different price points that tenants are looking at just given them  
17 trying to extend their cash burn rates given the current uncertainty?  
18

19  
20 <A: Joel S. Marcus> *Well, yes, that's almost an impossible question to*  
21 *answer because if you look at the press release and supp, we put a pie*  
22 *chart of our -- the tenant sectors in there, and there is certainly*  
23 *demand from almost all of those. There's no government demand.*  
24 *And at the moment, there's muted institutional demand, although*  
25 *we're working on one big deal as we speak.* But aside from that, I think  
26  
27  
28

1 what we said is, and it varies submarket by submarket, each submarket  
2 has its own particular dynamics. Some are pretty well in balance with  
3 supply and demand, others are imbalanced. And so that is a little bit  
4 different. But I think across the board, there is demand.  
5

6 ***I think what the commentary really is, is that given the recovery in***  
7 ***the XBI, we're a little surprised that demand hasn't followed as much.***  
8

9 It's not as obvious than maybe in past times, but the reason for that is  
10 clear, cost of capital and federal interest rates are being stubbornly high.  
11 The government has shut down. The FDA is closed by and large, and  
12 there's a lot of logjams out there that are preventing company -- and the  
13 IPO market is shut by and large. There's a little bit of activity, but it  
14 really isn't an opening. I think those are the factors.  
15

16 ***But there's demand from a variety of sectors. But again, it's very case***  
17 ***specific. And it also depends on, when you say Class A, you tend to***  
18 ***have revenue-producing companies looking for Class A space or***  
19 ***companies that are extremely well-capitalized.*** Others are looking for  
20 either moved out space or second -- true second-generation space after  
21 a 5-, 7-, 10-year lease, so it varies all over the marketplace.  
22  
23  
24

25 (Emphasis added).  
26  
27  
28

1           40. On October 29, 2025, Defendants filed a Form 8-K with the SEC stating  
2 in pertinent part:

3           Based on our current view of market conditions and in consideration of  
4 the factors included in the "Summary of Key Items that May Impact  
5 2026 Results" section of our most recent quarterly report on Form 10-  
6 Q, as reiterated below, we expect the midpoint of our range for funds  
7 from operations per share – diluted, as adjusted for the year ending  
8 December 31, 2026 to be within the range of \$6.25 to \$6.85.  
9

10           41. The aforementioned press releases, SEC filings and statements made  
11 by the Individual Defendants are in direct contrast to statements they made during  
12 the January 28, April 29, July 22, 2025 earnings and shareholder calls. On those  
13 calls, Defendants continually touted the Company's solid leasing spreads and  
14 occupancy rates in North American, development tenant pipeline, and anticipated  
15 occupancy growth for its life-science properties, specifically its LIC property. All-  
16 the-while Defendants downplayed the fact that its LIC property's lease value and  
17 occupancy stability had been declining for years.  
18

19           42. Investors and analysts reacted immediately to Alexandria's revelation.  
20 The price of Alexandria's common stock declined dramatically. From a closing  
21 market price of \$77.87 per share on October 27, 2025, Alexandria's stock price fell  
22 to \$62.94 per share on October 28, 2025, a decline of about 19% in the span of just  
23 a single day.  
24  
25  
26  
27  
28

1 43. A number of well-known analysts who had been following Alexandria  
2 lowered their price targets in response to Alexandria’s disclosures. For example,  
3 Evercore ISI analyst commented on ARE’s Q3 report and subsequent 8K filing,  
4 stating, in pertinent part:  
5

6 In retrospect, we were too optimistic regarding the turn in life science  
7 fundamentals and capital markets backdrop, that influenced our  
8 modeling heading into Q3. In addition, we underestimated the duration  
9 and degree of the operating headwinds (known tenant vacates, limited  
10 additional leasing in the dev/redev pipelines, capital recycling  
11 timeframes, etc.) that ARE continues to confront.  
12

13  
14 (Emphasis added).  
15

16 44. Similarly, J.P. Morgan, while also cutting their price target, noted that  
17 “...ARE is in the midst of a ‘reset’ with regards to selling non-core assets and  
18 making its way through a difficult patch of weak demand for life science real estate  
19 and also heavy supply.”  
20

21 45. The fact that these analysts, and others, discussed Alexandria’s below-  
22 expectation projections suggests the public placed significant weight on  
23 Alexandria’s statement of prior confidence in its leasing activity, development  
24 tenant pipeline, and anticipated occupancy growth for its life-science properties,  
25 specifically its LIC property. The frequent, in-depth discussion of Alexandria’s  
26  
27  
28

1 guidance confirms that Defendants' statements during the Class Period were  
2 material.

3  
4 **D. Loss Causation and Economic Loss**

5 46. During the Class Period, as detailed herein, Defendants made  
6 materially false and misleading statements and engaged in a scheme to deceive the  
7 market and a course of conduct that artificially inflated the price of Alexandria's  
8 common stock and operated as a fraud or deceit on Class Period purchasers of  
9 Alexandria's common stock by materially misleading the investing public. Later,  
10 Defendants' prior misrepresentations and fraudulent conduct became apparent to the  
11 market, the price of Alexandria's common stock materially declined, as the prior  
12 artificial inflation came out of the price over time. As a result of their purchases of  
13 Alexandria's common stock during the Class Period, Plaintiff and other members of  
14 the Class suffered economic loss, *i.e.*, damages under federal securities laws.

15  
16  
17  
18 47. In particular, on October 27, 2025, Alexandria announced third quarter  
19 financial results for 2025 that were below expectations and in particular, cut its FFO  
20 guidance for the full-year 2025. The Company attributed the setback to lower  
21 occupancy rates, slower leasing activity and most notably, a real estate impairment  
22 charge of \$323.9 million with \$206 million attributed to its LIC property.  
23  
24  
25  
26  
27  
28

1           **E.     Presumption of Reliance; Fraud-On-The-Market**

2           48.    At all relevant times, the market for Alexandria’s common stock was  
3  
4 an efficient market for the following reasons, among others:

5           (a)    Alexandria’s common stock met the requirements for listing and was  
6 listed and actively traded on the NYSE during the Class Period, a highly efficient  
7 and automated market;

8  
9           (b)    Alexandria communicated with public investors via established market  
10 communication mechanisms, including disseminations of press releases on the  
11 national circuits of major newswire services and other wide-ranging public  
12 disclosures, such as communications with the financial press and other similar  
13 reporting services;

14  
15           (c)    Alexandria was followed by several securities analysts employed by  
16 major brokerage firms who wrote reports that were distributed to the sales force and  
17 certain customers of their respective brokerage firms during the Class Period. Each  
18 of these reports was publicly available and entered the public marketplace; and  
19

20  
21           (d)    Unexpected material news about Alexandria was reflected in and  
22 incorporated into the Company’s stock price during the Class Period.  
23

24           49.    As a result of the foregoing, the market for Alexandria’s common stock  
25 promptly digested current information regarding the Company from all publicly  
26 available sources and reflected such information in Alexandria’s stock price. Under  
27 these circumstances, all purchasers of Alexandria’s common stock during the Class  
28

1 Period suffered similar injury through their purchase of Alexandria’s common stock  
2 at artificially inflated prices, and a presumption of reliance applies.

3  
4 50. Alternatively, reliance need not be proven in this action because the  
5 action involves omissions and deficient disclosures. Positive proof of reliance is not  
6 a prerequisite to recovery pursuant to ruling of the United States Supreme Court in  
7 *Affiliated Ute Citizens of Utah v. United States*, 406 U.S. 128 (1972). All that is  
8 necessary is that the facts withheld be material in the sense that a reasonable investor  
9 might have considered the omitted information important in deciding whether to buy  
10 or sell the subject security.  
11  
12

13 **F. No Safe Harbor; Inapplicability of Bespeaks Caution Doctrine**

14 51. The statutory safe harbor provided for forward-looking statements  
15 under certain circumstances does not apply to any of the material misrepresentations  
16 and omissions alleged in this Complaint. As alleged above, Defendants’ liability  
17 stems from the fact that they provided investors with revenue projections while at  
18 the same time failing to maintain adequate forecasting processes. Defendants  
19 provided the public with forecasts that failed to account for this decline in sales  
20 and/or adequately disclose the fact that the Company at the current time did not have  
21 adequate forecasting processes.  
22  
23  
24

25 52. To the extent certain of the statements alleged to be misleading or  
26 inaccurate may be characterized as forward looking, they were not identified as  
27 “forward-looking statements” when made and there were no meaningful cautionary  
28

1 statements identifying important factors that could cause actual results to differ  
2 materially from those in the purportedly forward-looking statements.

3  
4 53. Defendants are also liable for any false or misleading “forward-looking  
5 statements” pleaded because, at the time each “forward-looking statement” was  
6 made, the speaker knew the “forward-looking statement” was false or misleading  
7 and the “forward-looking statement” was authorized and/or approved by an  
8 executive officer of Alexandria who knew that the “forward-looking statement” was  
9 false. Alternatively, none of the historic or present-tense statements made by  
10 Defendants were assumptions underlying or relating to any plan, projection, or  
11 statement of future economic performance, as they were not stated to be such  
12 assumptions underlying or relating to any projection or statement of future economic  
13 performance when made, nor were any of the projections or forecasts made by the  
14 defendants expressly related to or stated to be dependent on those historic or present-  
15 tense statements when made.  
16  
17  
18

### 19 CLASS ACTION ALLEGATIONS

20  
21 54. Plaintiff brings this action as a class action pursuant to Federal Rule of  
22 Civil Procedure 23(a) and (b)(3) on behalf of a Class, consisting of all those who  
23 purchased or otherwise acquired Alexandria’s securities during the Class Period (the  
24 “Class”); and were damaged upon the revelation of the alleged corrective disclosure.  
25 Excluded from the Class are defendants herein, the officers and directors of the  
26 Company, at all relevant times, members of their immediate families and their legal  
27  
28

1 representatives, heirs, successors or assigns and any entity in which defendants have  
2 or had a controlling interest.

3  
4 55. The members of the Class are so numerous that joinder of all members  
5 is impracticable. Throughout the Class Period, Alexandria's common stock were  
6 actively traded on the NYSE. While the exact number of Class members is unknown  
7 to Plaintiff at this time and can be ascertained only through appropriate discovery,  
8 Plaintiff believes that there are hundreds or thousands of members in the proposed  
9 Class. Record owners and other members of the Class may be identified from records  
10 maintained by Alexandria or its transfer agent and may be notified of the pendency  
11 of this action by mail, using the form of notice similar to that customarily used in  
12 securities class actions. As of October 15, 2025, there were 172.8 million shares of  
13 the Company's common stock outstanding. Upon information and belief, these  
14 shares are held by thousands, if not millions, of individuals located throughout the  
15 country and possibly the world. Joinder would be highly impracticable.  
16  
17  
18

19  
20 56. Plaintiff's claims are typical of the claims of the members of the Class  
21 as all members of the Class are similarly affected by Defendants' wrongful conduct  
22 in violation of federal law that is complained of herein.  
23

24 57. Plaintiff will fairly and adequately protect the interests of the members  
25 of the Class and has retained counsel competent and experienced in class and  
26 securities litigation. Plaintiff has no interests antagonistic to or in conflict with those  
27 of the Class.  
28

1 58. Common questions of law and fact exist as to all members of the Class  
2 and predominate over any questions solely affecting individual members of the  
3 Class. Among the questions of law and fact common to the Class are:  
4

5 (a) whether the federal securities laws were violated by Defendants' acts  
6 as alleged herein;  
7

8 (b) whether statements made by Defendants to the investing public during  
9 the Class Period misrepresented material facts about the business, operations and  
10 management of Alexandria;  
11

12 (c) whether the Individual Defendants caused Alexandria to issue false and  
13 misleading financial statements during the Class Period;  
14

15 (d) whether Defendants acted knowingly or recklessly in issuing false and  
16 misleading financial statements;  
17

18 (e) whether the prices of Alexandria's common stock during the Class  
19 Period were artificially inflated because of the Defendants' conduct complained of  
20 herein; and  
21

22 (f) whether the members of the Class have sustained damages and, if so,  
23 what is the proper measure of damages.  
24

25 59. A class action is superior to all other available methods for the fair and  
26 efficient adjudication of this controversy since joinder of all members is  
27 impracticable. Furthermore, as the damages suffered by individual Class members  
28 may be relatively small, the expense and burden of individual litigation make it

1 impossible for members of the Class to individually redress the wrongs done to them.  
2 There will be no difficulty in the management of this action as a class action.

3  
4 **COUNT I**

5 *Against All Defendants for Violations of*

6 **Section 10(b) and Rule 10b-5 Promulgated Thereunder**

7  
8 60. Plaintiff repeats and realleges each and every allegation contained  
9 above as if fully set forth herein.

10 61. This Count is asserted against defendants and is based upon Section  
11 10(b) of the Exchange Act, 15 U.S.C. § 78j(b), and Rule 10b-5 promulgated  
12 thereunder by the SEC.

13  
14 62. During the Class Period, Defendants engaged in a plan, scheme,  
15 conspiracy and course of conduct, pursuant to which they knowingly or recklessly  
16 engaged in acts, transactions, practices and courses of business which operated as a  
17 fraud and deceit upon Plaintiff and the other members of the Class; made various  
18 untrue statements of material facts and omitted to state material facts necessary in  
19 order to make the statements made, in light of the circumstances under which they  
20 were made, not misleading; and employed devices, schemes and artifices to defraud  
21 in connection with the purchase and sale of securities. Such scheme was intended to,  
22 and, throughout the Class Period, did: (i) deceive the investing public, including  
23 Plaintiff and other Class members, as alleged herein; (ii) artificially inflate and  
24 maintain the market price of Alexandria's common stock; and (iii) cause Plaintiff  
25  
26  
27  
28

1 and other members of the Class to purchase or otherwise acquire Alexandria's  
2 securities at artificially inflated prices. In furtherance of this unlawful scheme, plan  
3 and course of conduct, Defendants, and each of them, took the actions set forth  
4 herein.

5  
6 63. Pursuant to the above plan, scheme, conspiracy and course of conduct,  
7 each of the defendants participated directly or indirectly in the preparation and/or  
8 issuance of the quarterly and annual reports, SEC filings, press releases and other  
9 statements and documents described above, including statements made to securities  
10 analysts and the media that were designed to influence the market for Alexandria's  
11 securities. Such reports, filings, releases and statements were materially false and  
12 misleading in that they failed to disclose material adverse information and  
13 misrepresented the truth about the Company.  
14  
15  
16

17 64. By virtue of their positions at the Company, Defendants had actual  
18 knowledge of the materially false and misleading statements and material omissions  
19 alleged herein and intended thereby to deceive Plaintiff and the other members of  
20 the Class, or, in the alternative, Defendants acted with reckless disregard for the truth  
21 in that they failed or refused to ascertain and disclose such facts as would reveal the  
22 materially false and misleading nature of the statements made, although such facts  
23 were readily available to Defendants. Said acts and omissions of defendants were  
24 committed willfully or with reckless disregard for the truth. In addition, each  
25  
26  
27  
28

1 defendant knew or recklessly disregarded that material facts were being  
2 misrepresented or omitted as described above.

3  
4 65. Information showing that Defendants acted knowingly or with reckless  
5 disregard for the truth is peculiarly within defendants' knowledge and control. As  
6 the senior managers and/or directors of the Company, the Individual Defendants had  
7  
8 knowledge of the details of Alexandria's internal affairs.

9 66. The Individual Defendants are liable both directly and indirectly for the  
10 wrongs complained of herein. Because of their positions of control and authority,  
11 the Individual Defendants were able to and did, directly or indirectly, control the  
12 content of the statements of the Company. As officers and/or directors of a publicly-  
13 held company, the Individual Defendants had a duty to disseminate timely, accurate,  
14 and truthful information with respect to Alexandria's businesses, operations, future  
15 financial condition and future prospects. As a result of the dissemination of the  
16  
17 aforementioned false and misleading reports, releases and public statements, the  
18 market price of Alexandria's common stock was artificially inflated throughout the  
19  
20 Class Period. In ignorance of the adverse facts concerning the Company which were  
21 concealed by Defendants, Plaintiff and the other members of the Class purchased or  
22  
23 otherwise acquired Alexandria's common stock at artificially inflated prices and  
24  
25 relied upon the price of the common stock, the integrity of the market for the  
26  
27 common stock and/or upon statements disseminated by Defendants, and were  
28 damaged thereby.

1           67. During the Class Period, Alexandria's common stock was traded on an  
2 active and efficient market. Plaintiff and the other members of the Class, relying on  
3 the materially false and misleading statements described herein, which the  
4 defendants made, issued or caused to be disseminated, or relying upon the integrity  
5 of the market, purchased or otherwise acquired shares of Alexandria's common  
6 stock at prices artificially inflated by defendants' wrongful conduct. Had Plaintiff  
7 and the other members of the Class known the truth, they would not have purchased  
8 or otherwise acquired said common stock, or would not have purchased or otherwise  
9 acquired them at the inflated prices that were paid. At the time of the purchases  
10 and/or acquisitions by Plaintiff and the Class, the true value of Alexandria's common  
11 stock was substantially lower than the prices paid by Plaintiff and the other members  
12 of the Class. The market price of Alexandria's common stock declined sharply upon  
13 public disclosure of the facts alleged herein to the injury of Plaintiff and Class  
14 members.  
15

16           68. By reason of the conduct alleged herein, Defendants knowingly or  
17 recklessly, directly or indirectly, have violated Section 10(b) of the Exchange Act  
18 and Rule 10b-5 promulgated thereunder.  
19

20           69. As a direct and proximate result of defendants' wrongful conduct,  
21 Plaintiff and the other members of the Class suffered damages in connection with  
22 their respective purchases, acquisitions and sales of the Company's common stock  
23  
24  
25  
26  
27  
28

1 during the Class Period, upon the disclosure that the Company had been  
2 disseminating misrepresented financial statements to the investing public.

3  
4 **COUNT II**

5 *Against the Individual Defendants*

6 *for Violations of Section 20(a) of the Exchange Act*

7  
8 70. Plaintiff repeats and realleges each and every allegation contained in  
9 the foregoing paragraphs as if fully set forth herein.

10 71. During the Class Period, the Individual Defendants participated in the  
11 operation and management of the Company, and conducted and participated, directly  
12 and indirectly, in the conduct of the Company's business affairs. Because of their  
13 senior positions, they knew the adverse non-public information about Alexandria's  
14 misstatements.  
15

16  
17 72. As officers and/or directors of a publicly owned company, the  
18 Individual Defendants had a duty to disseminate accurate and truthful information,  
19 and to correct promptly any public statements issued by Alexandria which had  
20 become materially false or misleading.  
21

22 73. Because of their positions of control and authority as senior officers,  
23 the Individual Defendants were able to, and did, control the contents of the various  
24 reports, press releases and public filings which Alexandria disseminated in the  
25 marketplace during the Class Period concerning the misrepresentations. Throughout  
26 the Class Period, the Individual Defendants exercised their power and authority to  
27  
28

1 cause Alexandria to engage in the wrongful acts complained of herein. The  
2 Individual Defendants therefore, were “controlling persons” of the Company within  
3 the meaning of Section 20(a) of the Exchange Act. In this capacity, they participated  
4 in the unlawful conduct alleged which artificially inflated the market price of  
5 Alexandria’s common stock.  
6

7  
8 74. Each of the Individual Defendants, therefore, acted as a controlling  
9 person of the Company. By reason of their senior management positions and/or  
10 being directors of the Company, each of the Individual Defendants had the power to  
11 direct the actions of, and exercised the same to cause Alexandria to engage in the  
12 unlawful acts and conduct complained of herein. Each of the Individual Defendants  
13 exercised control over the general operations of the Company and possessed the  
14 power to control the specific activities which comprise the primary violations about  
15 which Plaintiff and the other members of the Class complain.  
16  
17

18 75. By reason of the above conduct, the Individual Defendants and/or  
19 Alexandria are liable pursuant to Section 20(a) of the Exchange Act for the violations  
20 committed by the Company.  
21

22 **PRAYER FOR RELIEF**

23  
24 **WHEREFORE**, Plaintiff demand judgment against defendants as follows:

25 A. Determining that the instant action may be maintained as a class action  
26 under Rule 23 of the Federal Rules of Civil Procedure, and certifying Plaintiff as the  
27 Class representatives;  
28

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

3  
4 C. Awarding Plaintiff and the other members of the Class pre-judgment  
5 and post-judgment interest, as well as their reasonable attorneys' fees, expert fees  
6 and other costs; and

7  
8 D. Awarding such other and further relief as this Court may deem just and  
9 proper.

10 **DEMAND FOR TRIAL BY JURY**

11  
12 Plaintiff hereby demands a trial by jury.

13  
14 Dated: November 25, 2025

Respectfully submitted,

15  
16 **LEVI & KORSINSKY LLP**

17  
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26  
27  
28 *Counsel for Plaintiff Warren Hern*