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7 Attorneys for Defendant and Cross-Complainant  
Unrivaled Brands, Inc.

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9 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**  
10 **COUNTY OF ORANGE**

11 PEOPLE'S CALIFORNIA, LLC, a California  
Limited Liability Company,

12 Plaintiff,

13 vs.

14 UNRIVALED BRANDS, INC., a Nevada  
Corporation; and Does 1-50, inclusive,

15 Defendant.  
16

CASE NO. 30-2022-01270747-CU-BC-CJC  
[Assigned for all purposes to Hon. Melissa R.  
McCormick, Dept. C13]

**DEFENDANT UNRIVALED BRANDS,  
INC.'S ANSWER TO PEOPLE'S  
CALIFORNIA, LLC'S COMPLAINT  
FOR DAMAGES**

17 UNRIVALED BRANDS, INC., a Nevada  
Corporation,

18 Cross-Claimants,

19 vs.  
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21 PEOPLE'S CALIFORNIA, LLC, a California  
Limited Liability Company, JAY YADON, an  
individual, FRANCIS KAVANAUGH, an  
individual, BERNARD STEIMANN, and  
individual, and Roes 1-10,

22 Cross-Defendants.  
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1 Defendant Unrivaled Brands, Inc. (“Unrivaled”) hereby answers the Complaint filed by  
2 Plaintiff People’s California, LLC (“Plaintiff”), as follows:

3 **GENERAL DENIAL**

4 Pursuant to Section 431.30 of the California Code of Civil Procedure, Unrivaled denies  
5 generally and specifically each and every allegation contained in Plaintiff’s Complaint, and the  
6 whole thereof, including each and every purported cause of action contained therein, and further  
7 denies that Plaintiff and/or the putative class members have been damaged in the sum or sums  
8 alleged, or in any sums at all.

9 **FIRST AFFIRMATIVE DEFENSE**

10 **Unclean Hands**

11 1. Plaintiff’s Complaint is barred, in whole or in part, by the doctrine of unclean  
12 hands.

13 **SECOND AFFIRMATIVE DEFENSE**

14 **Unconscionability**

15 2. Plaintiff’s Complaint is barred, in whole or in part, by the doctrine of  
16 unconscionability.

17 **THIRD AFFIRMATIVE DEFENSE**

18 **Estoppel**

19 3. Plaintiff’s Complaint is barred, in whole or in part, by the doctrine of estoppel.

20 **FOURTH AFFIRMATIVE DEFENSE**

21 **Fraud, Deceit, and Misrepresentation**

22 4. Plaintiff’s Complaint is barred, in whole or in part, based on Plaintiff’s own fraud,  
23 deceit, or misrepresentation.

24 **FIFTH AFFIRMATIVE DEFENSE**

25 **Plaintiff’s Own Breach**

26 5. Plaintiff’s Complaint is barred, in whole or in part, based on Plaintiff’s own breach  
27 of the contract.

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**SIXTH AFFIRMATIVE DEFENSE**

**Prevention of Performance**

6. Plaintiff's Complaint is barred, in whole or in part, because Plaintiff prevented Unrivaled's performance.

**SEVENTH AFFIRMATIVE DEFENSE**

**Improper Notice of Breach**

7. Plaintiff's Complaint is barred, in whole or in part, because Plaintiff failed to provide, or provided an improper, notice of breach.

**EIGHTH AFFIRMATIVE DEFENSES**

**Failure to Mitigate**

8. Plaintiff's Complaint is barred, in whole or in part, by Plaintiff's failure to mitigate damages.

**NINTH AFFIRMATIVE DEFENSE**

**Failure to State a Claim**

9. Plaintiff's Complaint is barred, in whole or in part, by Plaintiff's failure to state a claim.

**TENTH AFFIRMATIVE DEFENSE**

**(Reservation of Defenses)**

10. Unrivlaed alleges that due to lack of information as to the matters alleged in the Complaint, Unrivaled may not have sufficient knowledge upon which to form a belief as to whether additional, as yet unstated, affirmative defenses exist, and hereby reserves the right to assert such additional affirmative defense(s) in the event subsequent discovery indicates that the same are proper.

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**PRAYER**

WHEREFORE, Defendant prays as follows:

1. That Plaintiff take nothing by reason of its Complaint, and that judgment be rendered in favor of Defendant;
2. That Unrivaled be awarded its costs of suit incurred in defense of this action; and
3. For such other relief as the Court deems just and proper.

DATED: September 20, 2022

BUCHALTER  
A Professional Corporation

By: /s/ Roger L. Scott  
ROGER L. SCOTT  
MICHAEL A. PRECIADO  
Attorneys for Defendant and Cross-Complainant  
Unrivaled Brands, Inc.

1 **PROOF OF SERVICE**

2  
3 I am employed in the County of Orange, State of California. I am over the age of 18 and  
4 not a party to the within action. My business address is at BUCHALTER, A Professional  
5 Corporation, 18400 Von Karman Avenue, Suite 800, Irvine, CA 92612-0514.

6 On the date set forth below, I served the foregoing document described as:

7 **DEFENDANT UNRIVALED BRANDS, INC.’S ANSWER TO PEOPLE’S**  
8 **CALIFORNIA, LLC’S COMPLAINT FOR DAMAGES**

9 on all other parties and/or their attorney(s) of record to this action by  faxing and/or  
10  placing a true copy thereof in a sealed envelope as follows:

11 Michael R. Farrell  
12 Scott J. Leipzig  
13 Tim C. Hsu  
14 Stacey Villagomez  
15 Kent W. Tolland  
16 ALLEN MATKINS LECK GAMBLE  
17 MALLORY & NATSIS LLP  
18 Telephone: (213) 622-5555  
19 Facsimile: (213) 620-8816  
20 E-Mail: [mfarrell@allenmatkins.com](mailto:mfarrell@allenmatkins.com)  
21 [sleipzig@allenmatkins.com](mailto:sleipzig@allenmatkins.com)  
22 [thsu@allenmatkins.com](mailto:thsu@allenmatkins.com)  
23 [ktoland@allenmatkins.com](mailto:ktoland@allenmatkins.com)  
24 [svillagomez@allenmatkins.com](mailto:svillagomez@allenmatkins.com)  
25 [ncampos@allenmatkins.com](mailto:ncampos@allenmatkins.com)

*Attorneys for Plaintiff PEOPLE’S  
CALIFORNIA, LLC*

26  **BY EMAIL** On September 20, 2022, I caused the above-referenced document(s) to be  
27 sent in electronic PDF format as an attachment to an email addressed to the person(s) on whom  
28 such document(s) is/are to be served at the email address(es) shown above, as last given by that  
person(s) or as obtained from an internet website(s) relating to such person(s), and I did not  
receive an email response upon sending such email indicating that such email was not delivered.

I declare under penalty of perjury under the laws of the State of California that the  
foregoing is true and correct to the best of my knowledge. Executed on September 20, 2022, at  
Irvine, California.

\_\_\_\_\_  
Griselda Alfaro  
(Name)

\_\_\_\_\_  
*/s/ Griselda Alfaro*  
(Signature)