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JS-6

UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA

IN RE IXIA SHAREHOLDER
DERIVATIVE LITIGATION

) **Case No. CV 14-3468 DMG (SHx)**
) **FINAL ORDER AND JUDGMENT**
) **[86]**

This Document Relates To:

ALL ACTIONS.

1 This matter came before the Court for hearing pursuant to the Court’s Order
2 Preliminarily Approving Settlement and Providing for Notice, dated February 26,
3 2016 (the “Preliminary Approval Order”) [Doc. # 83], on the application of the
4 Parties for final approval of the settlement set forth in the Stipulation and
5 Agreement of Settlement dated November 17, 2015 (the “Stipulation”) [Doc. # 86-
6 3]. Due and adequate notice having been given to Current Ixia Shareholders as
7 required in said Preliminary Approval Order, and the Court having considered all
8 papers filed and proceedings had herein and otherwise being fully informed in the
9 premises and good cause appearing therefor, IT IS HEREBY ORDERED,
10 ADJUDGED, AND DECREED that:

11 1. This Final Order and Judgment incorporates by reference the
12 definitions in the Stipulation, and all capitalized terms used herein shall have the
13 same meanings as set forth in the Stipulation.

14 2. The Court has jurisdiction over the subject matter of the Action,
15 including all matters necessary to effectuate the Settlement, and over all Parties.

16 3. The Court finds that the Settlement set forth in the Stipulation is fair,
17 reasonable, and adequate as to each of the Parties, and hereby finally approves the
18 Settlement in all respects, finds that the Settlement set forth in the Stipulation
19 provides material benefits to Ixia and Current Ixia Shareholders, and orders the
20 Parties to perform its terms to the extent the Parties have not already done so.

21 4. The Action, all claims contained therein, and Plaintiffs’ Released
22 Claims are hereby ordered as compromised, settled, released, discharged and
23 dismissed on the merits with prejudice by virtue of the proceedings herein and this
24 Final Order and Judgment. As among Plaintiffs, Ixia, and the Individual
25 Defendants, the Parties are to bear their own costs, except as otherwise provided in
26 the Stipulation.

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1 5. Plaintiffs, Plaintiffs' Released Persons, and Current Ixia Shareholders
2 are forever enjoined and permanently barred from instituting, instigating,
3 commencing, prosecuting, or in any way participating in the commencement or
4 prosecution of any action asserting against Defendants and/or Defendants'
5 Released Persons any of Plaintiffs' Released Claims as well as any claims arising
6 out of, relating to, or in connection with the institution, prosecution, assertion,
7 defense, settlement, or resolution of the Action.

8 6. Defendants and Defendants' Released Persons are forever enjoined
9 and permanently barred from instituting, instigating, commencing, prosecuting, or
10 in any way participating in the commencement or prosecution of any action
11 asserting against Plaintiffs and/or Plaintiffs' Released Persons any of Defendants'
12 Released Claims as well as any claims arising out of, relating to, or in connection
13 with the institution, prosecution, assertion, defense, settlement, or resolution of the
14 Action.

15 7. Upon the Effective Date, Ixia, Plaintiffs (individually and derivatively
16 on behalf of Ixia), and Current Ixia Shareholders (solely in their capacity as Ixia
17 shareholders) shall be deemed to have, and by operation of this Final Order and
18 Judgment shall have, fully, finally, and forever released, relinquished, and
19 discharged all of Plaintiffs' Released Claims (including Unknown Claims) and any
20 and all claims arising out of, relating to, or in connection with the Settlement or
21 resolution of the Action against the Released Parties. Nothing herein shall in any
22 way impair or restrict the rights of any Party to enforce the terms of the
23 Stipulation.

24 8. Upon the Effective Date, Defendants and Defendants' Released
25 Persons shall be deemed to have, and by operation of this Final Order and
26 Judgment shall have, fully, finally, and forever released, relinquished, and
27 discharged Plaintiffs and Plaintiffs' Released Persons from all claims, arising out
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1 of, relating to, or in connection with their institution, prosecution, assertion,
2 settlement, or resolution of the Action or Plaintiffs' Released Claims. Nothing
3 herein shall in any way impair or restrict the rights of any Party to enforce the
4 terms of the Stipulation.

5 9. The Court finds that the Notice to Current Ixia Shareholders posted on
6 the website of Ixia, filed by Ixia with the SEC via a Current Report on Form 8-K,
7 and published in *Investor's Business Daily*, provided the best notice practicable
8 under the circumstances of these proceedings and of the matters set forth therein,
9 including the Settlement set forth in the Stipulation, to all Persons entitled to such
10 notice.

11 10. The Court finds that during the course of the Action, the Parties and
12 their counsel at all times complied with Federal Rule of Civil Procedure 11.

13 11. The Court finds that the Fee Award is fair and reasonable, in
14 accordance with the Stipulation, and finally approves the Fee Award of \$575,000.
15 The award consists of \$537,375.84 in attorneys' fees and \$37,624.16 in expenses.

16 12. Neither the Stipulation (including any exhibit attached thereto) nor the
17 Settlement, nor any act performed or document executed pursuant to or in
18 furtherance of the Stipulation or the Settlement: (a) is or may be deemed to be or
19 may be offered, attempted to be offered or used in any way by the Parties as a
20 presumption, a concession or an admission of, or evidence of, the validity of any of
21 Plaintiffs' Released Claims, or of any fault, wrongdoing or liability of the
22 Individual Defendants or Ixia, or the validity of Plaintiffs' Released Claims; or (b)
23 is intended to be offered or received as evidence or used by any other Person in
24 any other Action or proceeding, whether civil, criminal, or administrative agency,
25 or other tribunal. The Parties, Plaintiffs' Counsel, Defendants' Counsel,
26 Defendants' Released Persons and Plaintiffs' Released Persons may file the
27 Stipulation and/or the Final Order and Judgment in any action that may be brought
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1 against them in order to support a defense or counterclaim based on principles of
2 *res judicata*, collateral estoppel, release, good-faith settlement, judgment bar or
3 reduction, or any other theory of claim preclusion or issue preclusion or similar
4 defense or counterclaim.

5 13. Without affecting the finality of this Final Order and Judgment in any
6 way, the Court hereby retains continuing jurisdiction over: (a) implementation of
7 the Settlement; and (b) the Parties for the purpose of construing, enforcing, and
8 administering the Stipulation, including, if necessary, setting aside and vacating
9 this Final Order and Judgment, on motion of a Party, to the extent consistent with
10 and in accordance with the Stipulation if the Effective Date fails to occur in
11 accordance with the Stipulation.

12 14. This Final Order and Judgment is a final, appealable judgment and
13 should be entered forthwith in accordance with Federal Rule of Civil Procedure 58.

14 **IT IS SO ORDERED.**

15 DATED: May 31, 2016

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18 DOLLY M. GEE
19 UNITED STATES DISTRICT JUDGE
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