

1 Rosemary M. Rivas (State Bar No. 209147)
2 rrivas@finkelsteinthompson
3 Danielle A. Stoumbos (State Bar No. 264784)
4 dstoumbos@finkelsteinthompson.com
5 **FINKELSTEIN THOMPSON LLP**
6 100 Bush Street, Suite 1450
7 San Francisco, California 94104
8 Telephone: (415) 398-8700
9 Facsimile: (415) 398-8704

10 *Attorneys for Individual and Representative*
11 *Plaintiff Jerome C. Broering*

12 James N. Kramer (Bar. No. 154709)
13 jkramer@orrick.com
14 Alexander K. Talarides (Bar No. 268068)
15 atalarides@orrick.com
16 **ORRICK, HERRINGTON & SUTCLIFFE LLP**
17 The Orrick Building
18 405 Howard Street
19 San Francisco, California 94105
20 Telephone: (415) 773-5700
21 Facsimile: (415) 773-5759

22 *Counsel for SureWest Communications, Steven C. Oldham,*
23 *Kirk C. Doyle, Guy R. Gibson, Robert D. Kittredge,*
24 *John R. Roberts, III, Timothy D. Taron, and Roger J. Valine*

25 Rocky N. Unruh (Bar No. 84049)
26 runruh@schiffhardin.com
27 **SCHIFF HARDIN LLP**
28 One Market, Suite 3200
San Francisco, CA 94105
Telephone: (415) 901-8700
Facsimile: (415) 901-8701

Counsel for Consolidated Communications Holdings, Inc.,
WH Acquisition Corp., and WH Acquisition II Corp.

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

UNITED STATES DISTRICT COURT

EASTERN DISTRICT OF CALIFORNIA

JEROME C. BROERING, on behalf of himself and
all others similarly situated,

Plaintiff,

vs.

STEVEN C. OLDHAM, KIRK C. DOYLE, GUY R.
GIBSON, ROBERT D. KITTREDGE, JOHN R.
ROBERTS, III, TIMOTHY D. TARON, ROGER J.
VALINE, CONSOLIDATED
COMMUNICATIONS HOLDINGS, INC.,
SUREWEST COMMUNICATIONS, WH
ACQUISITION CORP., and WH ACQUISITION II
CORP.,

Defendants.

Case No. 2:12-cv-01025-JAM-EFB

**STIPULATION AND PROPOSED ORDER TO
STAY ACTION**

JUDGE: HON. JOHN A. MENDEZ

1 Plaintiff JEROME C. BROERING (“Plaintiff”) and Defendants STEVEN C. OLDHAM, KIRK
2 C. DOYLE, GUY R. GIBSON, ROBERT D. KITTREDGE, JOHN R. ROBERTS, III, TIMOTHY D.
3 TARON, ROGER J. VALINE, CONSOLIDATED COMMUNICATIONS HOLDINGS, INC.,
4 SUREWEST COMMUNICATIONS, WH ACQUISITION CORP., and WH ACQUISITION II CORP.
5 (collectively, “Defendants”), by and through their undersigned counsel, hereby stipulate to stay the
6 above captioned action upon the terms and conditions set forth below:
7

8 WHEREAS, Plaintiff filed the above-captioned action (the “Federal Action”) on April 18, 2012,
9 as a putative shareholder class action lawsuit on behalf of the public shareholders of SureWest
10 Communications (“SureWest”) against Defendants for breach of fiduciary duties and aiding and
11 abetting in connection with the proposed sale of SureWest to Consolidated Communications Holdings,
12 Inc. (“Consolidated) and its affiliates (the “Proposed Transactions”);
13

14 WHEREAS, the Federal Action seeks to enjoin the consummation of the Proposed Transaction;
15

16 WHEREAS, between February 17, 2012 and March 26, 2012, five putative shareholder class
17 actions were filed against Defendants in the Superior Court of California in and for the County of Placer
18 (“State Actions”), seeking to enjoin the consummation of the Proposed Transaction;
19

20 WHEREAS, on March 14, 2012, the Placer County Superior Court entered an order
21 consolidating the State Actions under the caption *In re SureWest Communications Shareholder*
22 *Litigation*, Case No. SCV-0030655 (the “Consolidated State Court Action”);
23

24 WHEREAS, on April 10, 2012, the Placer County Superior Court appointed lead counsel in the
25 Consolidated State Court Action;
26

27 WHEREAS, the Federal Action and the Consolidated State Court Action arise out of the same
28 facts, have overlapping claims, and seek to enjoin the Proposed Transaction;

1 WHEREAS, the parties agree that staying the Federal Action at this time would avoid the
2 potentially wasteful expenditure of party and judicial resources and enhance judicial economy;

3 NOW THEREFORE, IT IS STIPULATED AND AGREED by Plaintiff and Defendants, by and
4 through their respective counsel, that the above-captioned action shall be stayed for a period of 90 days
5 from the date of the Order set forth below, unless all of the parties mutually agree to lift the stay at an
6 earlier date.
7

8
9 DATED: May 17, 2012

FINKELSTEIN THOMPSON LLP

10 By: /s/ Rosemary M. Rivas
11 Rosemary M. Rivas (Bar No. 209147)
12 rivas@finkelsteinthompson.com
13 Danielle A. Stoumbos (Bar No. 264784)
14 dstoumbos@finkelsteinthompson.com
15 100 Bush Street, Suite 1450
16 San Francisco, California 94104
17 Telephone: (415) 398-8700
18 Facsimile: (415) 398-8704

*Counsel for Individual and Representative Plaintiff
Jerome C. Broering*

19 DATED: May 17, 2012

ORRICK, HERRINGTON & SUTCLIFFE LLP

20 By: /s/ James N. Kramer
21 James N. Kramer (Bar. No. 154709)
22 jkramer@orrick.com
23 Alexander K. Talarides (Bar No. 268068)
24 atalarides@orrick.com
25 The Orrick Building
26 405 Howard Street
27 San Francisco, California 94105
28 Telephone: (415) 773-5700
Facsimile: (415) 773-5759

*Counsel for SureWest Communications, Steven C. Oldham,
Kirk C. Doyle, Guy R. Gibson, Robert D. Kittredge, John
R. Roberts, III, Timothy D. Taron, and Roger J. Valine*

1 DATED: May 17, 2012

SCHIFF HARDIN LLP

2 By: /s/ Rocky N. Unruh
3 Rocky N. Unruh (Bar No. 84049)
4 runruh@schiffhardin.com
5 One Market, Suite 3200
6 San Francisco, CA 94105
7 Telephone: (415) 901-8700
8 Facsimile: (415) 901-8701

*Counsel for Consolidated Communications Holdings, Inc.,
WH Acquisition Corp., and WH Acquisition II Corp.*

9 **IT IS SO ORDERED.**

10 DATED: May 18, 2012

11 /s/ John A. Mendez
12 JOHN A. MENDEZ
13 UNITED STATES DISTRICT JUDGE
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28