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7	Plaintiff David M. Fineman	
8	UNITED STATES DISTRICT COURT	
9	EASTERN DISTRICT	OF CALIFORNIA
10		
11	SPECIAL SITUATIONS FUND III QP, L.P., SPECIAL SITUATIONS CAYMAN FUND, L.P.	Case No. 2:14-cv-02571-MCE-KJN
12	and DAVID M. FINEMAN, Individually and On Behalf of All Others Similarly Situated,	CONSOLIDATED CLASS ACTION
13	Plaintiffs,	Hon. Morrison C. England, Jr.
14	·	CENTRAL A TRION AND ORDER
15	V.	STIPULATION AND ORDER STAYING DISCOVERY
16	MARRONE BIO INNOVATIONS, INC., PAMELA G. MARRONE, JAMES B. BOYD,	
17	DONALD J. GLIDEWELL, HECTOR ABSI, ELIN MILLER, RANJEET BHATIA, PAMELA	
18	CONTAG, TIM FOGARTY, LAWRENCE HOUGH, JOSEPH HUDSON, LES LYMAN,	
19	RICHARD ROMINGER, SHAUGN STANLEY, SEAN SCHICKENDANZ, and ERNST &	
20	YOUNG LLP,	
21	Defendants.	
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	STIPULATION AND ORDER STAYING DISCOVERY	

Lead Plaintiffs Special Situations Fund III QP, L.P. and Special Situations Cayman Fund, L.P. ("Lead Plaintiffs"), additional named plaintiff David M. Fineman ("Fineman" and, together with Lead Plaintiffs, "Plaintiffs"), and Defendant Ernst & Young LLP ("EY" or "Defendant" and, together with Plaintiffs, the "Parties"), by and through undersigned counsel, hereby recite and stipulate, subject to the approval of the Court, the following as concerns staying all discovery and other proceedings in the action pending the outcome of anticipated discussions between and among the parties.

RECITALS

WHEREAS, Lead Plaintiffs filed a purported class action complaint on November 3, 2014 [Docket No. 1], against Defendants Marrone Bio Innovations, Inc. ("MBII" or the "Company") and certain of MBII's directors and officers (collectively, the "MBII Defendants");

WHEREAS, by order dated February 13, 2015 [Docket No. 18], the Court consolidated related actions, designating the instant action as the Master File, administratively closed the related actions, and appointed Special Situations Fund III QP, L.P. and Special Situations Cayman Fund, L.P. as Lead Plaintiffs and Lowenstein Sandler LLP as Lead Counsel;

WHEREAS, on that same day the Court issued its Order Requiring Joint Status Report, which provides that the parties to this action must prepare and submit to the Court a joint status report that includes, *inter alia*, a discovery plan pursuant to Fed. R. Civ. P. 26(f) and responses to certain other discovery-related matters;

WHEREAS, Plaintiffs filed a Consolidated Amended Class Action Complaint on or about September 1, 2015 [Docket No. 35], which named EY as an additional Defendant;

WHEREAS, Plaintiffs filed a Second Consolidated Amended Class Action Complaint on or about January 11, 2016 [Docket No. 44];

WHEREAS, on April 4, 2016, Plaintiffs and the MBII Defendants reached an agreement in principle to settle the claims against the MBII Defendants;

WHEREAS, Plaintiffs filed a Third Consolidated Amended Complaint ("<u>TAC</u>") on June 1, 2016 [Docket No. 76];

WHEREAS, on July 1, 2016, EY moved to dismiss the claims against it set forth in the TAC [Docket No. 84];

WHEREAS, the Court approved the settlement between Plaintiffs and the MBII Defendants in an Order and Final Judgment as to Settling Parties, dated September 27, 2016 [Docket No. 104], dismissing all claims against the MBII Defendants, which judgment is now final;

WHEREAS, EY is the only Defendant remaining in the action;

WHEREAS, by Memorandum and Order dated March 31, 2017 [Docket No. 106], the Court denied EY's motion to dismiss;

WHEREAS, EY filed its Answer to the TAC on April 25, 2017;

WHEREAS, by virtue of a series of so ordered Stipulations and the automatic stay of discovery imposed by the Private Securities Litigation Reform Act of 1995 (the "<u>PSLRA</u>"), all discovery in this action, including the obligation to file a Rule 26(f) discovery plan and the Parties' responses to the discovery-related topics in the Order Requiring Joint Status Report, has been stayed since the inception of the action;

WHEREAS, the Parties intend to engage in a conference or series of conferences to discuss the factual underpinnings of this case and to explore the possibility of a resolution of the claims against EY in this action;

WHEREAS, the Parties wish to avoid the burden and expense of discovery while they engage in such a conference or conferences; and

WHEREAS, the statements made in this Stipulation are for the purposes of this Stipulation alone and are not otherwise admissible for any other purpose.

STIPULATION

THEREFORE, IT IS HEREBY STIPULATED AND AGREED by the Parties, through their respective counsel of record, as follows:

1. To allow the Parties to explore a potential resolution of this action before undertaking the burden and expense of discovery, all discovery in this action, including but not limited to the filing of a Rule 26(f) discovery plan and/or responding to the discovery-related topics in the Order Requiring Joint Status Report, is stayed for the ninety (90) days following adoption of this Stipulation by the Court.

1	2. Following this ninety (90) day stay, if the action has not been resolved the parties	
2	shall meet and confer concerning discovery within ten (10) days after the expiration of the ninety	
3	(90) day stay and within twenty (20) days after that submit a Rule 26(f) discovery plan to the	
4	Court and/or respond to the discovery-related topics in the Order Requiring Joint Status Report.	
5	3. In the event the Court declines to approve this stipulation, the Parties shall have	
6	thirty (30) days from said denial to submit a Rule 26(f) discovery plan to the Court and/o	
7	respond to the discovery-related topics in the Order Requiring Joint Status Report.	
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10	Dated: May 4, 2017 LOWENSTEIN SANDLER LLP	
11	By: /s/ Michael J. McGaughey (as authorized on 5/4/17)	
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17	QP, L.P. and Special Situations Cayman Fund, L.P., and additional named Plaintiff David M. Fineman	
18	MAYER BROWN LLP	
19	Dated: May 4, 2017 By: /s/ Elizabeth Mann	
20	Elizabeth Mann	
21	350 South Grand Avenue 25 th Floor	
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23	Facsimile: (213) 625-0248	
24	emann@mayerbrown.com	
25	Counsel for Defendant Ernst & Young LLP	
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STIPULATION AND ORDER STAYING DISCOVERY

ORDER The Court hereby approves the parties' above stipulation as its order. IT IS SO ORDERED. Dated: May 10, 2017 UNITED STATES DISTRICT JUDGE