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 15 **UNITED STATES DISTRICT COURT**  
 16 **NORTHERN DISTRICT OF CALIFORNIA**  
 17 **SAN FRANCISCO DIVISION**

18 PETER RUDOLPH, individually and on  
 behalf of all others similarly situated,

19 Plaintiff,

20 vs.

21 UTSTARCOM, HONG LIANG LU, YING  
 22 WU, MICHAEL SOPHIE, FRANCIS  
 BARTON, AND THOMAS TOY,  
 23

24 Defendants.

Case No. 3:07-CV-04578-SI

**JOINT STIPULATION AND  
 [PROPOSED] ORDER SETTING MAY  
 29, 2009 HEARING DATE ON LEAD  
 PLAINTIFF'S UNOPPOSED MOTION  
 FOR AN ORDER GRANTING  
 PRELIMINARY APPROVAL OF  
 CLASS ACTION SETTLEMENT AND  
 DIRECTING DISSEMINATION OF  
 NOTICE TO CLASS**

1 WHEREAS, Lead Plaintiff, James R. Bartholomew, was appointed by the Court to  
2 prosecute this action on behalf of all persons who purchased or otherwise acquired the  
3 common stock of UTStarcom, Inc. (“UTSI” or the “Company”) between September 4, 2002  
4 and July 24, 2007, inclusive (“the Class Period”);

5 WHEREAS, on March 30, 2009 the parties participated in an in-person mediation  
6 before the Honorable Layn R. Phillips, former United States district Court Judge;

7 WHEREAS, on April 10, 2009, with the assistance of Judge Phillips, the parties  
8 reached an agreement in principle as to the material terms of the relief for the Class, which  
9 Lead Counsel believes to be fair, reasonable and adequate for the Class;

10 WHEREAS, after reaching an agreement in principle, Lead Plaintiff and Defendants  
11 exchanged several drafts of a written settlement agreement, forms of class notice and  
12 proposed orders;

13 WHEREAS, on May 14, 2009, the parties finalized and executed a Stipulation of  
14 Settlement;

15 WHEREAS, pursuant to the terms of the Stipulation of Settlement, Defendants’  
16 insurance carrier will pay nine million, five hundred thousand dollars (\$ 9,500,000) on behalf  
17 of Defendants into an interest bearing account within thirty (30) days of the Court granting  
18 preliminary approval, with the interest earned on the settlement fund inuring to the benefit of  
19 the Class;

20 WHEREAS, Defendants have indicated that they do not intend to oppose Lead  
21 Plaintiff’s Motion For An Order Granting Preliminary Approval Of Class Action Settlement  
22 And Directing Dissemination Of Notice To Class;

23 WHEREAS, Lead Plaintiff and Defendants believe that it is in the interests of judicial  
24 economy and efficiency and in the interests of the Class to obtain preliminary approval as  
25 soon as possible;

26 IT IS, THEREFORE, STIPULATED AND AGREED BY ALL PARTIES, PENDING  
27 APPROVAL BY THIS COURT, THAT:

1 The hearing on Lead Plaintiff's Unopposed Motion For An Order Granting  
2 Preliminary Approval Of Class Action Settlement And Directing Dissemination Of Notice To  
3 Class will be held on May 29, 2009 at 9:00 a.m.

4 IN WITNESS WHEREOF, the parties hereto have caused the Stipulation to be  
5 executed by their duly authorized attorneys, dated as of May 14, 2009.

6 IT IS SO STIPULATED.

7 Dated: May 14, 2009

FINKELSTEIN THOMPSON LLP

8 By: /s/ Mark Punzalan  
Mark Punzalan

9 *Counsel for Plaintiffs*

10  
11 Dated: May 14, 2009

WILSON SONSINI GOODRICH & ROSATI

12 By: /s/ Bahram Seyedin-Noor  
Bahram Seyedin-Noor

13  
14 *Attorneys for Defendants*

15 **[PROPOSED] ORDER**

16 IT IS HEREBY ORDERED THAT:

17 The hearing on Lead Plaintiff's Unopposed Motion For An Order Granting  
18 Preliminary Approval Of Class Action Settlement And Directing Dissemination Of Notice To  
19 Class will be held on May 29, 2009 at 9:00 a.m.

20 IT IS SO ORDERED.

21 Date: 5/15/09

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23 The Honorable Susan Illston  
United States District Court Judge

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I, Mark Punzalan, am the ECF User whose identification and password are being used to file the foregoing Joint Stipulation and [Proposed] Order. I hereby attest that Bahram Seyedin-Noor has concurred in this filing.

Dated: May 14, 2009

FINKELSTEIN THOMPSON LLP

By: /s/ Mark Punzalan  
Mark Punzalan

Attorney for Lead Plaintiff