Wandel v. Boyer et	al		Do¢.	22
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9	UNITED STATES	S DISTRICT CO	URT	
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11	NORTHERN DISTRICT OF CALIFORNIA			
12	SAN FRANC	ISCO DIVISION	N	
13	ARNOLD WANDEL, individually and on behalf of all others similarly situated,) CASE NO.	C 08-03543 (SC)	
14	·)		
15	Plaintiff,) STIPULAT	TION AND [PROPOSED] XTENDING DATE FOR	
16	V.		NAGEMENT CONFERENCE	
17	HERBERT W. BOYER, Ph.D., WILLIAM M. BURNS, ERICH HUNZIKER, Ph.D.,))		
18	JONATHAN K.C. KNOWLES, Ph.D., ARTHUR D. LEVINSON, Ph.D., DEBRA))		
19	L. REED, CHARLES A. SANDERS, M.D., GENENTECH, INC., and ROCHE)		
20	HOLDING AG,) DATE:) TIME:	November 21, 2009 10:00 a.m.	
21	Defendants.	OCRTRM: JUDGE:	1, 17th Floor Hon. Samuel Conti	
22	[Caption Continued On Next Page]	, 102 32.		
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	STIPULATION & PROPOSED ORDER EXTENDING	DATE FOR CMC –	Case No. C 08-03543 SC	

1	JOHN P. McCARTHY PROFIT SHARING PLAN, individually and on behalf of all Others similarly situated,) CASE NO.)	CV 08-3720 (SC)
2 3	Plaintiff,))	
4	v.))	
5	GENENTECH, INC., ROCHE HOLDING,))	
6	LTD. ROCHE HOLDINGS, INC., ROCHE HOLDING AG, ARTHUR D. LEVINSON,))	
7	HERBERT W. BOYER, WILLIAM M. BURNS, ERICH HUNZIKER, JONATHAN))	
8	K.C. KNOWLES, DEBRA L. REED, AND CHARLES SANDERS))	
9	Defendants.))	
10	ERNEST GOTTDIENER, on behalf of himself and all others similarly situated,) CASE NO.	CV 08-3753 (SC)
11	Plaintiffs,))	
12 13	v.))	
14	ARTHUR D. LEVINSON, Ph.D., CHARLES))	
15	A. SANDERS, M.D., JONATHAN K.C. KNOWLES, Ph.D., WILLIAM M. BURNS,))	
16	ERICH HUNZIKER, Ph.D., HERBERT W. BOYER, Ph.D., DEBRA L. REED,))	
17	GENENTECH, INC. and ROCHE HOLDING AG,))	
18	Defendants.))	
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STIPULATION & PROPOSED ORDER EXTENDING DATE FOR CMC – Case No. C 08-03543 SC

WHEREAS, Plaintiff Arnold Wandel filed a Complaint on July 23, 2008 against Defendants Herbert W. Boyer, Ph.D., William M. Burns, Erich Hunziker, Ph.D., Jonathan K.C. Knowles, Ph.D., Arthur D. Levinson, Ph.D., Debra L. Reed, Charles A. Sanders, M.D., Genentech, Inc., and Roche Holding AG ("Wandel action");

WHEREAS, Plaintiff John P. McCarthy Profit Sharing Plan filed a Complaint on August 4, 2008 against Defendants Genentech, Inc., Roche Holding, LTD, Roche Holdings, Inc., Roche Holding AG, Arthur D. Levinson, Herbert W. Boyer, William M. Burns, Erich Hunziker, Jonathan K.C. Knowles, Debra L. Reed, and Charles Sanders ("McCarthy Plan action");

WHEREAS, Plaintiff Ernest Gottdiener filed a Complaint on August 5, 2008 against Defendant Arthur D. Levinson, Ph.D., Charles A. Sanders, M.D., Jonathan K.C. Knowles, Ph.D., William M. Burns, Erich Hunziker, Ph.D., Herbert W. Boyer, Ph.D., Debra L. Reed, Genentech, Inc., and Roche Holding AG ("Gottdiener action");

WHEREAS, on August 22, 2008, the Court determined that the *Wandel* and *McCarthy Plan* actions are related actions; and on September 15, 2008, the Court determined that both of the aforementioned actions are related to the *Gottdiener* action;

WHEREAS, the Court set the initial case management conferences in these three related cases for November 21, 2008 at 10:00 a.m.;

WHEREAS, the claims in these three related actions all arise out of Roche Holdings, Inc.'s July 21, 2008 proposal to acquire Genentech, Inc. for \$89.00 per share ("Roche proposal");

WHEREAS, Genentech, Inc. appointed a special committee to consider the Roche proposal ("Genentech Special Committee");

WHEREAS, on August 13, 2008, the Genentech Special Committee unanimously concluded that Roche's proposal to acquire all of the shares of Genentech not owned by Roche for \$89.00 per share substantially undervalues Genentech and, therefore, the Special Committee does not support the proposal;

WHEREAS, based on the fact that Roche has not made any other offer, the undersigned parties believe that the date for the initial case management conference should be extended;

1	WHEREAS, no defendant, by agreeing to this stipulation, waives any right to object to		
2	service or the jurisdiction of this Court.		
3	IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned, subject		
4	to approval of the Court, as follows:		
5	1 The initial case management conference set in these related actions is extended		
6	from November 21, 2008 to January 16, 2009 at 10:00 a.m.;		
7	The parties shall file a joint case management statement on January 9, 2009;		
8	3 The parties shall file an ADR Certification signed by Parties and Counsel by		
9	December 26, 2008;		
10	4 The parties shall file eit	her a Stipulation to ADR Process or Notice of Need for	
11	ADR Phone Conference by December 26, 2008.		
12	DATED: October 31, 2008	WOLF HALDENSTEIN ADLER	
13		FREEMAN & HERZ LLP FRANCIS M. GREGOREK DETSY C. MANIEOLD	
14		BETSY C. MANIFOLD RACHELE R. RICKERT	
15			
16		/s/ Betsy C. Manifold BETSY C. MANIFOLD	
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19		Facsimile: 619/234-4599	
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23		Attorneys for Plaintiff Arnold Wandel	
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1	DATED: October 31, 2008	SPECTOR, ROSEMAN KODROFF & WILLIS, P.C.
2		ROBERT M. ROSEMAN JAY COHEN
3		ANDREW ABRAMOWITZ RACHEL E. KOPP
4		
5		/s/ Andrew D. Abramowitz ANDREW D. ABRAMOWITZ
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7		1818 Market Street, Suite 2500 Philadelphia, PA 19103
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9		and
10		LEVY, RAM & OLSON MICHAEL F. RAM
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12		San Francisco, CA 94111 Telephone: 415/433-4949
13		Facsimile: 415/433-7311
14		Attorneys for Plaintiffs John P. McCarthy Profit Sharing Plan, Class Members, and all others
15		similarly situated
16	DATED: October 31, 2008	KAPLAN, FOX & KILSHEIMER, LLP
17		LAURENCE D. KING
18		/s/ Laurence D. King
19		LAURENCE D. KING
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23		and
24		BULL & LIFSHITZ, LLP PETER D. BULL
25		JOSHUA M. LIFSHITZ 18 East 41st Street
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27		Facsimile: 212/213-9405
28		Attorneys for Plaintiff Ernest Gottdiener

1	DATED: October 31, 2008	WILSON SONSINI GOODRICH & ROSATI
2		PROFESSIONAL CORPORATION
3		/s/ Ignacio E. Salceda
4		IGNACIO E. SALCEDA
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8		Attorneys for Defendants Genentech, Inc. and Arthur D. Levinson
9	D. T. D. C. J. 21 2000	DANIG DOLLY & WARRIET
10	DATED: October 31, 2008	DAVIS POLK & WARDWELL
11		/s/ Neal A. Potischman
12		NEAL A. POTISCHMAN
13		1600 El Camino Read
14		Menlo Park, CA 94025 Telephone: 650/752-2000
15		Facsimile: 650/752-2111
16		Attorneys for Defendant Roche Holdings, Inc.
17	D. TED. C. J. 21 2000	I ATMANA O MATMANA I I B
18	DATED: October 31, 2008	LATHAM & WATKINS LLP PAUL H. DAWES
19		ANDREW M. FARTHING
20		/s/ Paul H. Dawes PAUL H. DAWES
21		140 Scott Drive
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23		Facsimile: 650/463-2600
24		Attorneys for Special Committee Defendants
25		Herbert W. Boyer, Ph.D., Debra L. Reed and Specially Appearing Defendant Charles A. Sanders, M.D.
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28		

ORDER

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PURSUANT TO STIPULATION, IT IS ORDERED that initial case management conference set in these three related cases is now set for January 23, 2009 at 10:00 a.m.

IT IS FURTHER ORDERED that the parties shall file a joint case management statement on January 9, 2009.

IT IS FURTHER ORDERED that the parties shall file an ADR Certification signed by Parties and Counsel by December 26, 2008.

IT IS FURTHER ORDERED that the parties shall file either a Stipulation to ADR Process or Notice of Need for ADR Phone Conference by December 26, 2008.

DATED: ________, 2008

