

1 COOLEY GODWARD KRONISH LLP
 WILLIAM S. FREEMAN (82002) (freemanws@cooley.com)
 2 JOHN C. DWYER (136533) (dwyerjc@cooley.com)
 SHANNON M. EAGAN (212830) (seagan@cooley.com)
 3 Five Palo Alto Square
 3000 El Camino Real
 4 Palo Alto, CA 94306-2155
 Telephone: (650) 843-5000
 5 Facsimile: (650) 857-0663

6 Attorneys for Defendants
 RIGEL PHARMACEUTICALS, INC., JAMES M. GOWER,
 7 RYAN D. MAYNARD, DONALD G. PAYAN, RAUL R.
 RODRIGUEZ, ELLIOTT B. GROSSBARD, JEAN DELEAGE,
 8 BRADFORD S. GOODWIN, GARY A. LYONS, WALTER H.
 MOOS, HOLLINGS C. RENTON, PETER S. RINGROSE, and
 9 STEPHEN A. SHERWIN

10 UNITED STATES DISTRICT COURT
 11 NORTHERN DISTRICT OF CALIFORNIA

13 INTER-LOCAL PENSION FUND GCC/IBT,
 14 On Behalf of Itself and All Others Similarly
 Situated,,
 15

Plaintiff,

v.

17 RIGEL PHARMACEUTICALS, INC.,
 18 JAMES M. GOWER, RYAN D.
 MAYNARD, DONALD G. PAYAN, RAUL
 19 R. RODRIGUEZ, ELLIOTT B.
 GROSSBARD, JEAN DELEAGE,
 20 BRADFORD S. GOODWIN, GARY A.
 LYONS, WALTER H. MOOS, HOLLINGS
 21 C. RENTON, PETER S. RINGROSE,
 STEPHEN A. SHERWIN, CREDIT SUISSE
 22 SECURITIES (USA) LLC, THOMAS
 WEISEL PARTNERS, LLC,
 23 OPPENHEIMER & CO. INC. and
 JEFFERIES & COMPANY, INC.,
 24

Defendants.

Case No. CV 09-00546 JSW

CLASS ACTION

**STIPULATION AND [PROPOSED]
 CONSOLIDATION ORDER**

JURY TRIAL DEMANDED

1 RODNEY SHIPWAY, Individually and On
2 Behalf of All Others Similarly Situated,,

Case No. C 09-00766 SI

3
4 Plaintiff,

5 v.

6 RIGEL PHARMACEUTICALS, INC.,
7 JAMES M. GOWER, RYAN D.
8 MAYNARD, DONALD G. PAYAN, RAUL
9 R. RODRIGUEZ, ELLIOTT B.
10 GROSSBARD, JEAN DELEAGE,
11 BRADFORD S. GOODWIN, GARY A.
12 LYONS, WALTER H. MOOS, HOLLINGS
13 C. RENTON, PETER S. RINGROSE,
14 STEPHEN A. SHERWIN, CREDIT SUISSE
15 SECURITIES (USA) LLC, THOMAS
16 WEISEL PARTNERS, LLC,
17 OPPENHEIMER & CO. INC. and
18 JEFFERIES & COMPANY, INC.,

19 Defendants.

20 Pursuant to FRCivP 16(b), Civil L.R. 16-10(b), and Manual for Complex Litigation,
21 Fourth §§ 11.21 and 31.31 (2004), the parties stipulate, and the Court hereby orders, as follows:

22 **CONSOLIDATION OF RELATED CASES**

23 1. Each of the actions listed above and on Exhibit A is related to *Inter-Local Pension*
24 *Fund GCC/IBT v. Rigel Pharmaceuticals, Inc., et al.*, Civil Case No. CV 09-0546 JSW within the
25 meaning of Civil L.R. 3-12 (a). Pursuant to FRCivP 42(a), these cases are hereby consolidated
26 into Civil Action No. CV 09-0546 JSW (the “Consolidated Action”) for pretrial proceedings
27 before this Court. The Consolidated Action shall be captioned: “*In re Rigel Pharmaceuticals Inc.*
28 *Securities Litigation.*”

1. All related actions that are subsequently filed in, or transferred to, this District
shall be consolidated into the Consolidated Action for pretrial purposes. This Order shall apply to
every such related action, absent order of the Court. A party that objects to such consolidation, or
to any other provision of this Order, must file an application for relief from this Order within
thirty (30) days after the date on which a copy of the order is mailed to the party’s counsel,
pursuant to Paragraph 7, *infra*.

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

3. This Order is entered without prejudice to the rights of any party to apply for severance of any claim or action, for good cause shown.

MASTER DOCKET AND CAPTION

4. The docket in Civil Action No. CV 09-0546 JSW shall constitute the Master Docket for this action.

5. Every pleading filed in the Consolidated Action shall bear the following caption:

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

IN RE RIGEL PHARMACEUTICALS) Master File No. CV 09-0546 JSW
INC. SECURITIES LITIGATION.)
)
)
_____) CLASS ACTION
This Document Relates To:)
)
)
_____)

6. The file in Civil Action No. CV 09-0546 JSW shall constitute a Master File for every action in the consolidated action. When the document being filed pertains to all actions, the phrase “All Actions” shall appear immediately after the phrase “This Documents Relates To:”. When a pleading applies only to some, not all, of the actions, the document shall list, immediately after the phrase “This Documents Relates To:”, the docket number for each individual action to which the document applies, along with the last name of the first-listed plaintiff in said action (e.g., “No. C 09-_____ (Doe)).”

7. The parties shall file a Notice of Related Cases pursuant to Civil L.R. 3-12(b) whenever a case that should be consolidated into the Consolidated Action is filed in, or transferred to, this District. If the Court determines that the case is related, the clerk shall:

- (a) place a copy of this Order in the separate file for such action;
- (b) serve on plaintiff’s counsel in the new case a copy of this Order;
- (c) direct that this Order be served upon defendants in the new case; and
- (d) make the appropriate entry in the Master Docket.

1 **LEAD PLAINTIFF’S COUNSEL**

2 8. After the Court has designated a Lead Plaintiff, pursuant to 15 U.S.C. § 78u-
3 4(a)(3) (B), the Lead Plaintiff shall designate a law firm or firms to serve as Lead Plaintiff’s
4 Counsel, pursuant to 15 U.S.C. § 78u-4(a)(3)(B)(v). Lead Plaintiff’s Counsel shall have authority
5 to speak for, and enter into agreements on behalf of, plaintiffs in all matters regarding pretrial
6 procedures, discovery, and settlement negotiations. Lead Plaintiff’s Counsel shall manage the
7 prosecution of this litigation to avoid duplicative or unproductive activities. Lead Plaintiff’s
8 Counsel shall be responsible for coordination of all activities and appearances on behalf of
9 plaintiffs and for dissemination of notices and orders. Lead Plaintiff’s Counsel shall be
10 responsible for communications with the Court. Lead Plaintiff’s Counsel shall maintain a master
11 service list of all parties and counsel.

12 9. Defendants’ counsel may rely upon agreements made with Lead Plaintiff’s
13 Counsel. Such agreements shall be binding on all plaintiffs.

14 10. Any counsel of record for a party in the Consolidated Action who is not a member
15 of the Bar of this District is hereby admitted to practice *pro hac vice* in this action.

16 **PLEADINGS AND MOTIONS**

17 11. Defendants are not required to respond to the complaint in any action consolidated
18 into the Consolidated Action, other than a consolidated complaint or a complaint designated as
19 the operative complaint.

20 12. Lead Plaintiff shall file a consolidated complaint within forty-five (45) days after
21 filing the order designating the Lead Plaintiff and Lead Plaintiff’s Counsel, unless otherwise
22 agreed upon by the parties. The consolidated complaint shall be the operative complaint and shall
23 supersede all complaints filed in any of the actions consolidated herein.

24 13. Defendants shall respond to the consolidated complaint within forty-five (45) days
25 after service, unless otherwise agreed upon by the parties. If defendants file any motions directed
26 at the consolidated complaint, the opposition brief shall be filed within forty-five (45) days of the
27 filing of that motion and the reply brief shall be filed within twenty (20) days of the filing of the
28 opposition brief, unless otherwise agreed upon by the parties.

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

14. The parties shall serve all papers on each other by hand, by overnight delivery, or (by prior agreement) by electronic mail or facsimile, unless otherwise agreed upon by the parties. Notwithstanding the foregoing, defendants may serve plaintiffs' counsel, other than Lead Plaintiff's Counsel, by first-class mail, unless otherwise agreed upon by the parties.

Dated: March 18, 2009

COOLEY GODWARD KRONISH LLP
WILLIAM S. FREEMAN (82002)
JOHN C. DWYER (136533)
SHANNON M. EAGAN (212830)

/s/

William S. Freeman (82002)

Attorneys for Defendants
RIGEL PHARMACEUTICALS, INC., JAMES M. GOWER, RYAN D. MAYNARD, DONALD G. PAYAN, RAUL R. RODRIGUEZ, ELLIOTT B. GROSSBARD, JEAN DELEAGE, BRADFORD S. GOODWIN, GARY A. LYONS, WALTER H. MOOS, HOLLINGS C. RENTON, PETER S. RINGROSE, and STEPHEN A. SHERWIN

Dated: March 18, 2009

COUGHLIN STOIA GELLER RUDMAN & ROBBINS LLP
CHRISTOPHER P. SEEFER (201197)
DANIEL J. PFEFFERBAUM (248631)
DARREN J. ROBBINS (168593)
MATTHEW P. MONTGOMERY (180196)

/s/

Christopher P. Seefer (201197)

Attorneys For Plaintiff
INTER-LOCAL PENSION FUND GCC/IBT

1 Dated: March 18, 2009

BARROWAY TOPAZ KESSLER MELTZER &
CHECK, LLP
ALAN R. PLUTZIK (077758)
L. TIMOTHY FISHER (191626)

/s/

Alan R. Plutzik (077758)

Attorneys For Plaintiff
RODNEY SHIPWAY

2 Dated: March 18, 2009

MILBANK, TWEED, HADLEY & MCCLOY LLP
JERRY L. MARKS (135395)
PAUL M. TORRES (240590)
ELIZABETH R. KOENIG (255756)

/s/

Jerry L. Marks (135395)

Attorneys for Defendants
CREDIT SUISSE SECURITIES (USA) LLC, THOMAS
WEISEL PARTNERS, LLC, OPPENHEIMER & CO.
INC. and JEFFERIES & COMPANY, INC.

ATTESTATION PURSUANT TO GENERAL ORDER 45

I, William S. Freeman, am the ECF User whose ID and password are being used to file this Stipulation and [Proposed] Consolidation Order. In compliance with General Order 45.X.B., I hereby attest that concurrence in the filing of this document has been obtained from each of the other signatories. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 18th day of March, 2009, at Palo Alto, California.

/s/

William S. Freeman (82002)

THE FOREGOING STIPULATION IS APPROVED AND IS SO ORDERED.

3 Dated: March 19, 2009


United States District Judge

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

EXHIBIT A
Related Cases

Inter-Local Pension Fund GCC/IBT v. Rigel Pharmaceuticals, Inc., James M. Gower, Ryan D. Maynard, Donald G. Payan, Raul R. Rodriguez, Elliott B. Grossbard, Jean Deleage, Bradford S. Goodwin, Gary A. Lyons, Walter H. Moos, Hollings C. Renton, Peter S. Ringrose, Stephen A. Sherwin, Credit Suisse Securities (USA) LLC, Thomas Weisel Partners, LLC, Oppenheimer & Co. Inc. and Jefferies & Company, Inc., filed in the United States District Court for the Northern District of California on February 6, 2009, Case No. CV 09-0546 JSW; and

Rodney Shipway v. Rigel Pharmaceuticals, Inc., James M. Gower, Ryan D. Maynard, Donald G. Payan, Raul R. Rodriguez, Elliott B. Grossbard, Jean Deleage, Bradford S. Goodwin, Gary A. Lyons, Walter H. Moos, Hollings C. Renton, Peter S. Ringrose, Stephen A. Sherwin, Credit Suisse Securities (USA) LLC, Thomas Weisel Partners, LLC, Oppenheimer & Co. Inc. and Jefferies & Company, Inc., filed in the United States District Court for the Northern District of California on February 20, 2009, Case No. C 09-00766 SI.