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15 UNITED STATES DISTRICT COURT  
 16 NORTHERN DISTRICT OF CALIFORNIA

18 IN RE SUNPOWER CORPORATION ) 19 SHAREHOLDER DERIVATIVE ) LITIGATION )	Master File No. C 09-05731-RS  Honorable Richard Seeborg
21 This Document Relates To: ) 22 ALL ACTIONS ) 23	<b>STIPULATION AND <del>PROPOSED</del>                  ORDER REGARDING DISMISSAL                  WITH PREJUDICE OF ENTIRE ACTION</b>

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24 STIPULATION AND [PROPOSED] ORDER RE DISMISSAL  
 25 WITH PREJUDICE OF ENTIRE ACTION  
 26 MASTER FILE NO. C 09-05731-RS  
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1 WHEREAS, the present action pending before this Court is a shareholder derivative  
2 action brought on behalf of Sunpower Corporation;

3 WHEREAS, Plaintiffs' claims were settled as part of a global settlement of three  
4 shareholder derivative claims brought on behalf of Sunpower Corporation. The settlement was  
5 presented for approval in a related California state court action entitled *In re Sunpower*  
6 *Corporation Shareholder Derivative Litigation*, Lead Case No. 1:09-CV-158522 (Consolidated  
7 with Case No. 1:09-CV-159022) filed in the Superior Court of the State of California, County of  
8 Santa Clara. By Final Judgment dated August 22, 2014, the Santa Clara County Superior Court  
9 approved the settlement. A true and correct copy of the Final Judgment is attached hereto as  
10 **Exhibit 1.**

11 WHEREAS, in accordance with the Settlement and Final Judgment, Plaintiffs in the  
12 instant action are required to seek dismissal of this entire action and all claims against all  
13 defendants with prejudice.

14 WHEREAS, other than as provided in the Final Judgment, each party to the present  
15 action has agreed to bear their own costs and attorneys' fees.

16 NOW THEREFORE, IT IS STIPULATED AND AGREED by all parties, through their  
17 respective counsel of record, as follows:

- 18 1. The entire action and all claims and defenses are hereby dismissed with prejudice;  
19 and  
20 2. Each party shall bear its own fees, costs, and expenses.

21 DATED: September 8, 2014

BOTTINI & BOTTINI, INC.  
FRANCIS A. BOTTINI, JR.

23 \_\_\_\_\_  
24 /s/ Francis A. Bottini, Jr.  
FRANCIS A. BOTTINI, JR.

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**ATTESTATION**

I, Francis A. Bottini, Jr., am the ECF user whose ID and password are being used to file this Stipulation and [Proposed] Order Regarding Dismissal With Prejudice of Entire Action. In compliance with Civil Local Rule 5-1(i)(3), I attest that Judson E. Lobdell has concurred in this filing.

DATED: September 8, 2014

s/ Francis A. Bottini, Jr.

FRANCIS A. BOTTINI, JR.

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~~PROPOSED~~ ORDER

PURSUANT TO STIPULATION, IT IS SO ORDERED.

Date: 9/9/14



RICHARD SEEBORG  
UNITED STATES DISTRICT JUDGE