

United States District Court
For the Northern District of California

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

IN THE UNITED STATES DISTRICT COURT

FOR THE NORTHERN DISTRICT OF CALIFORNIA

RANDALL KING NELSON in his capacity as
a security-holder representative of the
shareholders of Kerberos Proximal Solutions,
Inc.,

No. C 10-03668 WHA

Plaintiff,

v.

**ORDER REGARDING
FURTHER CHANGES TO
STIPULATED FORM OF
SHAREHOLDER NOTICE**

EV3, INC., FOXHOLLOW
TECHNOLOGIES, INC., COVIDIEN, PLC,
COVIDIEN GROUP S.A.R.L., a Luxembourg
Company, and COV DELAWARE, a Dublin,
Ireland Corporation,

Defendants.

The parties' revised form of notice and authorization form are getting closer to being ready to sent to shareholders, but three final changes need to be made. Mr. Nelson must also file a statement with certain requested information.

First, the prior order on notice (Dkt. No. 38) required that on the authorization form: "The responding shareholder must list . . . [t]he shares sold or held by unit number." The revised authorization form asks shareholders to list the "number of units of shares held or sold," but not their unit number.

Mr. Nelson shall please file a statement indicating whether he can supply information on the number of shares held or sold owned by each person or entity. If he can and so states, the authorizing shareholders need not specify such information on the authorization form.

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


Second, because the notice and authorization form will be sent to specified individuals or entities, it seems that the parties can individualize each form for the recipient. Mr. Nelson shall please confirm that this is the case in the required statement. In that case, the notice and authorization form must be individually labeled for each recipient, that being the entity or individual who held/sold the shares and to whom notice is being sent. The form must indicate that, if the signer is not signing on behalf of him- or herself as an individual, he or she must state that he or she is signing on behalf of the precise entity who held/sold the shares. The signature line should indicate the exact entity or individual owning the units.

Third, the parties must change the language in the proposed form of notice that describes the contents of Mr. Nelson’s declaration to reflect its actual contents (though paraphrasing is fine). But its current form is drawn from the prior order on notice (Dkt. No. 38) and does not accurately reflect the contents of the declaration.

Mr. Nelson’s statement and a revised form of notice and authorization form with the required revisions must be filed by **MONDAY, NOVEMBER 22, AT 5:00 P.M.**

IT IS SO ORDERED.

Dated: November 19, 2010.



WILLIAM ALSUP
UNITED STATES DISTRICT JUDGE