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7 *Attorneys for the Government of*
 8 *Guam Retirement Fund*

9 [Additional Counsel Appear on Signature Page]

10
 11 UNITED STATES DISTRICT COURT
 12 NORTHERN DISTRICT OF CALIFORNIA

13 The Government of Guam Retirement Fund,
 14 individually, and on behalf of all others
 15 similarly situated,

16 Plaintiff,

17 v.

18 AXA Rosenberg Group LLC, AXA Rosenberg
 19 Investment Management LLC, and Barr
 20 Rosenberg Research Center LLC,

21 Defendants.

Case No. C 11-00536 JSW

JOINT STIPULATION AND
 [PROPOSED] ORDER NO. 2

Courtroom: 11, 19th Floor
 Judge: Jeffrey S. White

1 WHEREAS, on February 3, 2011, Plaintiff the Government of Guam Retirement Fund
2 filed a Class Action Complaint (the “Complaint”) against Defendants AXA Rosenberg Group
3 LLC, AXA Rosenberg Investment Management LLC, and Barr Rosenberg Research Center LLC
4 (“Guam Defendants”) for (1) breach of fiduciary duty; (2) negligence/gross negligence; and (3)
5 an accounting.

6 WHEREAS, on February 24, 2011 (Dkt. No.7), the Court entered an Order
7 (“Order No. 1”) that: (1) extended the deadline for the Guam Defendants to answer, move, or
8 otherwise respond to the Complaint until March 25, 2011; (2) extended the deadline for Plaintiff
9 to oppose any motion to dismiss the Complaint (or any claim asserted therein) until 30 days from
10 the filing of the motion to dismiss; (3) ordered the parties to hold the conference required by
11 Rule 26(f) of the Federal Rules of Civil Procedure (“Rules”) no later than April 15, 2011; and (4)
12 appointed Bernstein Litowitz Berger & Grossmann LLP as interim lead plaintiff’s counsel for
13 the putative class pursuant to Rule 23(g)(3).

14 WHEREAS, on February 24, 2011, a class action complaint arising under the Employee
15 Retirement Income Security Act of 1974, 29 U.S.C. § 1001, *et seq.* (“ERISA”) was filed against
16 the Guam Defendants and Barr Rosenberg (“NEI Health Benefit Fund Defendants” or
17 “Defendants”) in the Northern District of California titled *The Board of Trustees of the National*
18 *Elevator Industry Health Benefit Fund v. AXA Rosenberg Group, LLC, et al.*, Case No. 4:11-cv-
19 00897 (“*NEI Health Benefit Fund*”). Similar to the complaint in this case, the *NEI Health*
20 *Benefit Fund* complaint alleges that NEI Health Benefit Fund Defendants owed fiduciaries duties
21 to plaintiff and members of the putative class and breached those duties in connection with a
22 significant computer error in AXA Rosenberg Group LLC quantitative investment models and
23 that Defendants are liable to plaintiff and members of the putative class for all losses resulting
24 from the breach of ERISA duties, including the return of certain fees.

25 WHEREAS, on March 17, 2011, the parties in this action moved, pursuant to Local Rule
26 3-12, to relate the *NEI Health Benefit Fund* case with this action.

27 WHEREAS, Plaintiffs in this action and the *NEI Health Benefit Fund* action intend to file
28 a consolidated complaint and the parties in this action and the *NEI Health Benefit Fund* action

1 have met and conferred regarding (i) scheduling a date for the filing of the consolidated
2 complaint (the “Consolidated Complaint”); (ii) extending the deadline for Defendants to answer,
3 move, or otherwise respond to the Consolidated Complaint; (iii) scheduling the earliest
4 practicable date for the parties in the Consolidated Action to meet and confer pursuant to Rule
5 26(f); and (iv) designation of Plaintiffs’ counsel in the Consolidated Action as Co-Interim Lead
6 Counsel pursuant to Rule 23(g)(3) to aid in the orderly and efficient development of the case.

7 THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and among the
8 Parties hereto, with the Court’s permission, that:

- 9 1. The deadlines set forth in the Court’s Order No. 1 are vacated.
- 10 2. Plaintiffs shall, by April 15, 2011, file a Consolidated Complaint.
- 11 3. Defendants shall, by May 30, 2011, answer, move, or otherwise respond to the
12 Consolidated Complaint.
- 13 4. If Defendants move to dismiss one or more claims in the Consolidated Complaint,
14 opposition papers shall be filed by Plaintiffs within 30 days from the filing of the
15 motion to dismiss. Any reply by Defendants shall be filed within 21 days of the
16 filing of the opposition.
- 17 5. The parties shall hold the conference required by Rule 26(f) no later than June 17,
18 2011.
- 19 6. Bernstein Litowitz Berger and Grossmann LLP and Lief Cabraser Heimann &
20 Bernstein, LLP are appointed co-interim lead plaintiffs’ counsel for the putative
21 class (“Co-Interim Lead Counsel”) pursuant to Rule 23(g)(3). Defendants take no
22 position on the appointment of these firms as Co-Interim Lead Counsel but if so
23 appointed, Defendants’ counsel may rely upon all agreements made with Co-
24 Interim Lead Counsel.

1 Dated: March 17, 2011

Respectfully submitted,

2 BERNSTEIN LITOWITZ BERGER
3 & GROSSMANN LLP

4 /s/ Blair A. Nicholas

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*Attorneys for Plaintiff the Government of
Guam Retirement Fund*

11 Dated: March 17, 2011

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*Attorneys for Plaintiff The Board of Trustees of the
National Elevator Industry Health Benefit Fund*

19 Dated: March 17, 2011

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1 Dated: March 17, 2011

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7 *Attorneys for Barr Rosenberg*

8
9 **[PROPOSED ORDER]**

10 PURSUANT TO STIPULATION, IT IS SO ORDERED.

11
12 DATED: March 18, 2011


HONORABLE JEFFREY S. WHITE
UNITED STATES DISTRICT JUDGE

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15
16 CERTIFICATION UNDER GENERAL ORDER NO. 45

17
18 I, Blair A. Nicholas, am the ECF User whose ID and password are being used to file this
19 Joint Stipulation and [Proposed] Order. In compliance with General Order No. 45, X.B., I attest
20 that Kelly M. Dermody, Lee H. Rubin, and Jonathan Bass have concurred in this filing.

21 Dated: March 17, 2011

22 /s/Blair A. Nicholas

23 BLAIR A. NICHOLAS
24
25
26
27
28

1 **Mailing Information**

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15 **Courtesy Copy Hand Delivered to:**

16 Honorable Claudia Wilken
17 U.S. District Court for the Northern District of California
18 Oakland Courthouse
19 Courtroom 2- 4th Floor
20 1301 Clay Street
21 Oakland, CA 94612