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 15 UNITED STATES DISTRICT COURT  
 16 NORTHERN DISTRICT OF CALIFORNIA  
 17 SAN FRANCISCO DIVISION

18 THE GOVERNMENT OF GUAM  
 19 RETIREMENT FUND; THE SACRAMENTO  
 COUNTY EMPLOYEES' RETIREMENT  
 20 SYSTEM; THE BOARD OF TRUSTEES OF  
 THE NATIONAL ELEVATOR INDUSTRY  
 21 HEALTH BENEFIT FUND; and THE  
 BOARD OF TRUSTEES OF THE  
 22 PIPEFITTERS LOCAL 636 DEFINED  
 BENEFIT PENSION FUND, both individually  
 and on behalf of all others similarly situated,

23 Plaintiffs,

24 v.

25 AXA ROSENBERG GROUP LLC, AXA  
 26 ROSENBERG INVESTMENT  
 MANAGEMENT LLC, BARR ROSENBERG  
 27 RESEARCH CENTER LLC, and BARR  
 ROSENBERG,

28 Defendants.

Lead Case No. CV 11-00536 JSW  
 Case No. CV 11-0897 JSW  
 Case No. CV 11-02594 DMR

**STIPULATION AND [PROPOSED]  
 CONSOLIDATION ORDER**

Courtroom: 11, 19<sup>th</sup> Floor  
 Judge: Jeffrey S. White

**STIPULATION AND ~~PROPOSED~~ CONSOLIDATION ORDER**

Pursuant to Federal Rule of Civil Procedure 16(e) and Manual for Complex Litigation, Fourth §§ 11.12 and 11.21, the parties stipulate, and the Court hereby orders, as follows:

**CONSOLIDATION OF RELATED CASES**

1. The actions listed below are related cases within the meaning of Civil L.R. 3-12. Pursuant to Fed. R. Civ. P. 42(a), these cases are hereby consolidated into Civil Action No. CV 11-0536 for all purposes, including pretrial proceedings and trial (the “Consolidated Action”). The Consolidated Action shall be captioned: “In re AXA Rosenberg Investor Litigation.”

CASE	FILED	COURT
<i>The Government of Guam Retirement Fund v. AXA Rosenberg Group LLC, et al.</i> , No. CV11-0536 (“ <i>Government of Guam Action</i> ”)	Feb. 3, 2011	N.D. Cal.
<i>The Board of Trustees of the National Elevator Industry Health Benefit Fund v. AXA Rosenberg Group LLC, et al.</i> , No. CV11-0897 (“ <i>NEI Health Benefit Fund Action</i> ”)	Feb. 24, 2011	N.D. Cal.
<i>Trustees of the Carpenters Pension Fund of Illinois v. AXA Rosenberg Group, LLC et al.</i> , No. CV11-2594 (“ <i>Carpenter Action</i> ”)	May 31, 2011	N.D. Cal.

2. All related actions that are subsequently filed in, or transferred to, this District shall be automatically consolidated with and into this action for all purposes. This Order shall apply to every such related action, absent further 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 3, infra.

3. When a case that properly belongs as part of the Consolidated Action is filed in, or transferred to, this District, Interim Lead Plaintiffs’ Counsel shall file a Notice of Related Cases pursuant to Civil L.R. 3-12. 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.

4. 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

5. The docket in Civil Action No. CV 11-00536 shall constitute a Master Docket for this action. Hereafter, papers need only be filed in the Master Docket.

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

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

In re AXA ROSENBERG INVESTOR	)	Master File No.
LITIGATION	)	CV 11-00536 JSW
	)	
	)	
This Document Relates To:	)	<u>CLASS ACTION</u>
	)	
	)	
	)	

7. The file in Civil Action No. CV 11-00536 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 Document Relates To:". When a pleading applies only to some, not all, of the actions, the document shall list, immediately after the phrase "This Document 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. CV 11-00536 JSW (The Government of Guam Retirement Fund))."

INTERIM LEAD PLAINTIFFS' COUNSEL

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2 8. The law firms of Bernstein Litowitz Berger & Grossmann LLP and Lieff Cabraser  
3 Heimann & Bernstein, LLP, presently Co-Interim Lead Plaintiffs' Counsel for the proposed class  
4 in the *Government of Guam* and *NEI Health Benefit Fund* Actions, are designated Co-Interim  
5 Lead Plaintiffs' Counsel in the Consolidated Action pursuant to Fed. R. Civ. P. 23(g).

6 9. Co-Interim Lead Plaintiffs' Counsel shall set policy for plaintiffs for the  
7 prosecution of the Consolidated Action, delegate and monitor the work performed by plaintiffs'  
8 attorneys to ensure that there is no duplication of effort or unnecessary expense, coordinate on  
9 behalf of plaintiffs the initiation and conduct of discovery proceedings, provide direction,  
10 supervision and coordination of all the activities of plaintiffs' counsel, and have the authority to  
11 negotiate a settlement, subject to approval of the Court, and allocate fees among plaintiffs'  
12 counsel, if awarded. Any agreement reached between counsel for defendants and Co-Interim  
13 Lead Plaintiffs' Counsel shall be binding on the plaintiffs and their counsel.

14 10. Co-Interim Lead Plaintiffs' Counsel shall be responsible for coordinating all  
15 activities and appearances on behalf of plaintiffs in the Consolidated Action and for the  
16 dissemination of notices and orders of this Court. No motion, request for discovery or other pre-  
17 trial or trial proceedings shall be initiated or filed by any plaintiffs in the Consolidated Action  
18 except through Co-Interim Lead Plaintiffs' Counsel.

19 11. Co-Interim Lead Plaintiffs' Counsel also shall be available and responsible for  
20 communications to and from this Court, including distributing orders and other directions from  
21 the Court to counsel. Co-Interim Lead Plaintiffs' Counsel shall be responsible for creating and  
22 maintaining a master service list of all parties and their respective counsel.

23 12. Defendants take no position on the designation of Co-Interim Lead Plaintiffs'  
24 Counsel, and this Order is issued without prejudice to any grounds defendants may later assert in  
25 connection with class certification proceedings in this or any other action.

26 13. Defendants' counsel may rely upon agreements made with Co-Interim Lead  
27 Plaintiffs' Counsel. Such agreements shall be binding on all plaintiffs.  
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1 14. Any counsel of record for a party in this action or a related action who is not a  
2 member of the Bar of this District but has been admitted to practice pro hac vice in this action or  
3 such related action is hereby admitted to practice pro hac vice in the Consolidated Action.

4 PLEADINGS AND MOTIONS

5 15. The Consolidated Complaint filed April 15, 2011 in the *Government of Guam*  
6 Action [Dkt. #20] (“Consolidated Complaint”) shall be deemed the operative complaint in the  
7 Consolidated Action. Defendants are not required to respond to the complaint in any action  
8 consolidated into this action other than the Consolidated Complaint or a complaint subsequently  
9 designated by Co-Interim Lead Plaintiffs’ Counsel as the operative complaint.

10 16. All deadlines and orders in the *Government of Guam* Action shall apply in the  
11 Consolidated Action until further order of the Court.

12 17. The parties shall serve all papers on each other by hand, by overnight delivery, by  
13 email, or (by prior agreement) by facsimile, unless otherwise agreed upon by the parties.  
14 Notwithstanding the foregoing, defendants may serve plaintiffs’ counsel, other than Co-Interim  
15 Lead Plaintiffs’ Counsel, by first-class mail, unless otherwise agreed upon by the parties.

16 Dated: June 29, 2011

17 Respectfully submitted,

18 BERNSTEIN LITOWITZ BERGER  
19 & GROSSMANN LLP  
20 BLAIR A. NICHOLAS  
21 BENJAMIN GALDSTON  
22 DAVID KAPLAN  
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*Co-Interim Lead Plaintiffs’ Counsel for the  
Proposed Class*

1 Dated: June 29, 2011

Respectfully submitted,

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8 /s/ Rachel Geman

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18 *Co-Interim Lead Plaintiffs' Counsel for the*  
19 *Proposed Class*

20 Dated: June 29, 2011

Respectfully submitted,

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24 /s/ David J. George

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*Attorneys for Plaintiff Trustees of the Carpenters*  
*Pension Fund of Illinois*

Dated: June 29, 2011

Respectfully submitted,

MAYER BROWN LLP  
LEE H. RUBIN

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/s/ Lee H. Rubin  
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*Attorneys for Defendants AXA Rosenberg Group  
LLC, AXA Rosenberg Investment Management, and  
Barr Rosenberg Research Center LLC*

Dated: June 29, 2011

Respectfully submitted,

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*Attorneys for Defendant Barr Rosenberg*

THE FOREGOING STIPULATION  
IS APPROVED AND IS SO ORDERED.

DATED: June 30, 2011

  
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JUDGE JEFFREY S. WHITE