

1 KAREN JOHNSON-McKEWAN (SBN 121570)  
 ORRICK, HERRINGTON & SUTCLIFFE LLP  
 2 The Orrick Building  
 405 Howard Street  
 3 San Francisco, California 94105-2669  
 Telephone: 1-415-773-5700  
 4 Facsimile: 1-415-773-5759

5 ROBERT L. SILLS (*pro hac vice*)  
 rsills@orrick.com  
 6 OLGA N. SIRODOEVA (*pro hac vice*)  
 osirodoeva@orrick.com  
 7 ORRICK, HERRINGTON & SUTCLIFFE LLP  
 51 W 52nd Street  
 8 New York, New York 10019-6142  
 Telephone: 1-212-506-5000  
 9 Facsimile: 1-212-506-5151

10 Attorneys for DEFENDANTS OJSC RUSNANO; RUSNANO MANAGEMENT COMPANY,  
 11 LLC; RUSNANO CAPITAL, A.G.; RUSNANO CAPITAL, LLC; FONDS RUSNANO  
 CAPITAL, S.A.; ANATOLY CHUBAIS; OLEG KISELEV; IRINA RAPOPORT; SERGEY  
 12 POLIKARPOV; AND VALERY ROSTOKIN

13 UNITED STATES DISTRICT COURT  
 14 NORTHERN DISTRICT OF CALIFORNIA  
 15 SAN FRANCISCO DIVISION

16 NEAS LIMITED, individually in its own right  
 17 and derivatively on behalf of NITOL SOLAR  
 LIMITED; and ANDREY TRETYAKOV,

18 Plaintiffs,

19 v.

20 OJSC RUSNANO; RUSNANO  
 MANAGEMENT COMPANY, LLC;  
 21 RUSNANO CAPITAL, A.G.; RUSNANO  
 CAPITAL, LLC; RUSNANO USA, INC.;  
 22 FONDS RUSNANO CAPITAL, A.G.;  
 ANATOLY CHUBAIS; OLEG KISELEV;  
 23 IRINA RAPPAPORT; SERGEY  
 POLIKARPOV; VALERY ROSTOKIN;  
 24 SHERIGO RESOURCES LIMITED; and  
 JOHN DOES 1 THROUGH 10,

25 Defendants,

26 and

27 NITOL SOLAR LIMITED,

28 Nominal Defendant.

Case No. 5:15-cv-01612-LB

**STIPULATION AND ~~PROPOSED~~  
 ORDER SETTING SCHEDULE IN  
 CONNECTION WITH PLAINTIFFS'  
 AMENDED COMPLAINT AND  
 DEFENDANTS' MOTIONS TO  
 DISMISS AND TO CONTINUE CASE  
 MANAGEMENT CONFERENCE**

Present conference date: February 16, 2017

1           WHEREAS, on September 30, 2016, the Court granted in part Plaintiffs' Motion  
2 for Relief from Non-Dispositive Pretrial Order of Magistrate Judge (Dkt. 82) (the "Discovery  
3 Order") and authorized Plaintiffs to pursue specified jurisdictional discovery directed toward  
4 Defendants OJSC RUSNANO, Anatoly Chubais and Oleg Kiselev;

5           WHEREAS, on November 11, 2016, the Court issued its order scheduling a case  
6 management conference for December 22, 2016 and asking the parties to provide by December  
7 15, 2016 an update regarding their next steps, including those for the pending motions to dismiss  
8 Plaintiffs' First Amended Complaint (Dkt. Nos. 46 and 50) (the "Motions");

9           WHEREAS, by Stipulated Order, dated December 13, 2016, the Court extended  
10 the deadline for submission of the parties' update to February 6, 2017 and continued the case  
11 management conference to February 16, 2017 (Dkt. No. 94);

12           WHEREAS, following the deposition of Anatoly Chubais held on January 31,  
13 2017, the parties met and conferred regarding their next steps including, without limitation,  
14 amendments to the First Amended Complaint (Dkt. No. 43) following the completion of  
15 jurisdictional discovery and the impact of said amendment on the pending Motions;

16           WHEREAS, the parties have agreed that on or before February 28, 2017, Plaintiffs  
17 will either (i) file a Second Amended Complaint, or (ii) inform Defendants that Plaintiffs will rest  
18 on their First Amended Complaint, in either of which cases Defendants will file new motions to  
19 dismiss the First or the Second Amended Complaint, as the case may be, and Defendants'  
20 pending Motions will be considered withdrawn;

21           WHEREAS, the parties wish to agree on a schedule to govern further briefing in  
22 this matter;

23           WHEREAS, in light of the foregoing, the parties believe that the case management  
24 conference should be continued until after the Court resolves Defendants' anticipated motions to  
25 dismiss;

26           NOW, THEREFORE, IT IS HEREBY STIPULATED, pursuant to Civil Local Rules 6-1  
27 and 6-2, as follows:

- 28           1.       On or before February 28, 2017, Plaintiffs will either file a Second Amended

1 Complaint or inform Defendants' counsel in writing that Plaintiffs will rest on the First Amended  
2 Complaint;

3 2. On or before March 24, 2017, Defendants will move to dismiss the First Amended  
4 Complaint or will move or answer with respect to the Second Amended Complaint, as the case  
5 may be, and Defendants' pending Motions will be considered withdrawn;

6 3. If Defendants move to dismiss, Plaintiffs shall serve their papers in response to  
7 Defendants' motions to dismiss on or before April 24, 2017, and Defendants shall serve their  
8 reply papers on or before May 12, 2017. No surreply papers shall be filed on any such motion,  
9 except by leave of Court granted on motion for good cause shown, on such terms and conditions  
10 as the Court deems appropriate.

11 4. The case management conference currently scheduled for February 16, 2017 shall  
12 be taken off calendar and rescheduled on a date convenient for the Court.

13 5. This stipulation is without prejudice to all claims, rights, defenses and positions of  
14 each of Plaintiffs and each of Defendants.

15 **IT IS SO STIPULATED.**

16  
17 DATED: February 6, 2017

ORRICK, HERRINGTON & SUTCLIFFE, LLP

18  
19 By: /s/ Robert L. Sills  
20 Karen Johnson-McKewan  
21 Robert L. Sills  
22 Olga N. Sirodoeva  
23 Attorneys for OJSC Rusnano; Rusnano  
Management Company, LLC; Rusnano Capital,  
A.G.; Rusnano Capital, LLC; Fonds Rusnano  
Capital, S.A.; Anatoly Chubais; Oleg Kiselev;  
Irina Rapoport; Sergey Polikarpov; and Valery  
Rostokin

24 DATED: February 6, 2017

WILSON SONSINI GOODRICH & ROSATI PC

25  
26 By: /s/ Rodney Grant Strickland, Jr.  
27 Rodney Grant Strickland, Jr.  
28 Attorneys for Defendant Rusnano USA, Inc.

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DATED: February 6, 2017

FOX ROTHSCHILD LLP

By: /s/ Ely Goldin

Ely Goldin  
W. Christain Moffitt  
Michael A. Sweet  
Jack Praetzellis  
Attorneys for Plaintiffs NEAS Limited,  
individually and in its own right and derivatively  
on behalf of Nitol Solar Limited, and Andrey  
Tretyakov

**PURSUANT TO THE FOREGOING STIPULATION, IT IS SO ORDERED,**

To avoid losing track of the case, the court calendars a Case Management Conference for June 8, 2017 at 11 A.M.

Dated: 02/07/2017



Hon. Laurel Beeler  
United States Magistrate Judge