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 JOSEPH M. LIMBER, W. DENMAN VAN NESS,
 8 TIMOTHY P. WALBERT, AND JACK L. WYSZOMIERSKI
 and Nominal Defendant XOMA CORPORATION
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 12 UNITED STATES DISTRICT COURT
 13 NORTHERN DISTRICT OF CALIFORNIA
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15 JEFFREY CSOKA, derivatively on
 behalf of XOMA CORPORATION,

16 Plaintiff,

17 v.

18 JOHN VARIAN, PAUL D. RUBIN,
 19 PATRICK J. SCANNON, WILLIAM K.
 BOWES, JR., PETER BARTON HUTT,
 20 JOSEPH M. LIMBER, W. DENMAN VAN
 NESS, TIMOTHY P. WALBERT,
 21 AND JACK L. WYSZOMIERSKI,

22 Defendants,

23 And

24 XOMA CORPORATION,

25 Nominal Defendant.
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Case No. 3:15-CV-05429-JST

**STIPULATION AND ~~PROPOSED~~ ORDER TO
 RESCHEDULE CASE MANAGEMENT
 CONFERENCE**

Judge: Honorable Jon S. Tigar

1 Pursuant to Civil Local Rules 6-2 and 7-12, Plaintiff Jeffrey Csoka (“Csoka”), Deborah
2 A. Fieser (“Fieser”), and Defendants W. Denman Van Ness, William K. Bowes, Jr., Peter Barton
3 Hutt, Joseph M. Limber, Kelvin M. Neu, Patrick J. Scannon, John Varian, Timothy P. Walbert,
4 Paul D. Rubin, Jack L. Wyszomierski, and Nominal Defendant XOMA Corporation
5 (collectively, “Defendants”), by and through their respective counsel, hereby agree and stipulate
6 that good cause exists to request an order from the Court rescheduling the Case Management
7 Conference currently set for May 17, 2017 in this action and related action at Case No. 3:15-CV-
8 05236-JST to August 23, 2017, and to adjust accordingly the related deadlines set forth therein.

9 WHEREAS, Joseph Markette (“Markette”) filed a securities class action lawsuit against
10 XOMA, John Varian, and Paul Rubin relating to XOMA’s EYEGUARD-B study in the United
11 States Court for the Northern District of California, captioned *Markette v. XOMA Corp., et. al.*,
12 3:15-CV-3425-HSG, on July 24, 2015 (the “Securities Action”);

13 WHEREAS, Plaintiff Fieser filed a related shareholder derivative action, captioned
14 *Fieser v. W. Denman Van Ness, et. cal.*, Case No. 3:15-CV-05236-JST, on November 16, 2015
15 (“*Fieser* Derivative Action”);

16 WHEREAS, Csoka filed this related shareholder derivative action in the United States
17 Court for the Northern District of California, captioned *Csoka v. John Varian, et. cal.*, Case No.
18 3:15-CV-05429-JST, on November 25, 2015 (“*Csoka* Derivative Action”);

19 WHEREAS, as of April 25, 2016, both the *Fieser* Derivative Action and the *Csoka*
20 Derivative Action are before Hon. Jon S. Tigar;

21 WHEREAS, on May 9, 2016, the Court stayed the *Fieser* Derivative Action pending
22 future developments in the Securities Action;

23 WHEREAS, on May 19, 2016, the Court stayed the *Csoka* Derivative Action pending
24 future developments in the Securities Action;

25 WHEREAS, on May 24, 2016, the Court in the Securities Action set a briefing schedule
26 requiring Markette to file an amended complaint by July 8, 2016, Defendants to respond to the
27 amended complaint by August 11, 2016; Markette to file an opposition to the response by
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1 September 15, 2016, Defendants to file a reply brief by September 29, 2016, and for the hearing
2 to be held on October 13, 2016;

3 WHEREAS, on July 8, 2016, Markette filed an amended complaint adding for the first
4 time Kelvin Neu as a defendant;

5 WHEREAS, on July 22, 2016, the parties in the Securities Action filed a stipulation to
6 amend the case management schedule;

7 WHEREAS, on July 22, 2016, the Court in the Securities Action granted in part and
8 denied in part the parties' stipulation to amend the case management schedule, requiring
9 Defendants to respond to the amended complaint by September 2, 2016; Markette to file an
10 opposition to the response by October 7, 2016; Defendants to file a reply brief by October 21,
11 2016; and for the hearing to be held on November 3, 2016;

12 WHEREAS, the parties filed a stipulation to reschedule the case management conference
13 in the *Fieser* Derivative Action on August 16, 2016;

14 WHEREAS, on August 19, 2016, this Court ordered the *Fieser* and *Csoka* Derivative
15 Actions related, extended the stay, and denied Defendants' stipulation to reschedule the case
16 management conference in the *Fieser* Derivative Action as moot;

17 WHEREAS, on September 2, 2016, Defendants filed a motion dismiss the Securities
18 Action;

19 WHEREAS, on September 15, 2016, the Court in the Securities Action continued the
20 hearing to December 15, 2016;

21 WHEREAS, on October 7, 2016, Plaintiff Markette filed an opposition to Defendants'
22 motion to dismiss;

23 WHEREAS, on October 21, 2016, Defendants filed a reply in support of their motion to
24 dismiss;

25 WHEREAS, on December 14, 2016, the Court in the Securities Action vacated the
26 hearing previously scheduled for December 15, 2016, and took the pending motion to dismiss
27 filings under submission;

28 WHEREAS, the Case Management Conference is currently scheduled for May 17, 2017

1 in both the *Fieser* and *Csoka* Derivative Actions;

2 WHEREAS, the Court in the Securities Action has yet to issue an order on the motion to
3 dismiss filings;

4 WHEREAS, in light of the current stay of both the *Fieser* and *Csoka* Derivative Actions
5 and the status of the Securities Action, the parties believe it would be a waste of judicial and
6 party resources for the Court and the Parties to conduct the Case Management Conference on
7 May 17, 2017;

8 WHEREAS *Fieser*, *Csoka*, and Defendants further agree that the Case Management
9 Conference should be rescheduled for August 23, 2017, and all related deadlines adjusted
10 accordingly.

11 NOW THEREFORE, THE FOLLOWING IS HEREBY STIPULATED by and between
12 the parties, through their respective counsel:

13 1. The Case Management Conference will be rescheduled to August 23, 2017, and
14 all related deadlines (including ADR deadlines) adjusted accordingly.

15 IT IS SO STIPULATED.

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17 Dated: May 2, 2017

COOLEY LLP

18
19 /s/ Jessica Valenzuela Santamaria
20 Jessica Valenzuela Santamaria (220934)

21 Attorneys for Defendants JOHN VARIAN, PAUL D.
22 RUBIN, PATRICK J. SCANNON, WILLIAM K.
23 BOWES, JR., PETER BARTON HUTT, JOSEPH M.
24 LIMBER, W. DENMAN VAN NESS, TIMOTHY P.
25 WALBERT, AND JACK L. WYSZOMIERSKI and
26 Nominal Defendant XOMA CORPORATION

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Dated: May 2, 2017

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Attorneys for Plaintiff JEFFREY CSOKA

Dated: May 2, 2017

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and

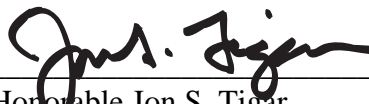
FEDERMAN & SHERWOOD
WILLIAM B. FEDERMAN

/s/ Robert S. Green
Robert S. Green (136183)

Attorneys for Plaintiff DEBORAH A. FIESER

PURSUANT TO STIPULATION, IT IS SO ORDERED

DATED: May 5, 2017


Honorable Jon S. Tigar
United States District Judge