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19 *Attorneys for Defendant Identiv, Inc.*

20 UNITED STATES DISTRICT COURT
 21 NORTHERN DISTRICT OF CALIFORNIA

22 RYAN OSWALD, Derivatively on Behalf of
 23 Nominal Defendant IDENTIV, INC.,

24 Plaintiff,

25 vs.

26 STEVEN HUMPHREYS, JASON HART,
 27 JAMES OUSLEY, GARY KREMEN, SAAD
 28 ALAZEM, DANIEL S. WENZEL, and BRIAN
 NELSON,

Defendants,

and

IDENTIV, INC.,

Nominal Defendant.

CASE NO. 3:16-CV-00241-CRB

**STIPULATION AND ORDER
 STAYING PROCEEDINGS**

Ctrm: 6, 17th Floor
 Judge: Hon. Charles R. Breyer

1 STIPULATION

2 Plaintiff Ryan Oswald (“Plaintiff”), Nominal Defendant Identiv, Inc. (“Identiv”) and
3 defendants Brian Nelson and Jason Hart (collectively with Identiv, “Defendants”) by and through
4 counsel, hereby stipulate as follows:

5 WHEREAS, this is a shareholder derivative action filed on January 14, 2016;

6 WHEREAS, two other shareholder derivative actions have been filed in the Superior
7 Court of the State of California, County of Alameda; *Chopra v. Hart, et al.*, Case No. RG-
8 16801379 (filed on January 24, 2016); *Wollnik v. Wenzel, et al.*, Case No. RG-16803342 (filed on
9 February 9, 2016) (“State Court Derivative Actions”);

10 WHEREAS, this derivative action is related to a putative class action alleging violations
11 of federal securities laws: *Rok v. Identiv, et al.*, Case No. 15-cv-05775-CRB (the “Securities Class
12 Action”);

13 WHEREAS, on January 29, 2016, the Court granted a stipulation in the Securities Class
14 Action extending the defendants’ deadline to respond to the complaint until 45 days after the
15 court selects a lead plaintiff and said lead plaintiff files an amended complaint;

16 WHEREAS, the hearing in the Securities Class Action on various motions for lead
17 plaintiff is set for March 11, 2016;

18 WHEREAS, Defendants intend to seek stays of the State Court Derivative Actions;

19 WHEREAS, based upon the circumstances unique to this case, and to avoid the
20 unnecessary expenditure of judicial resources, the parties to this action have agreed, subject
21 to this Court’s approval, to stay prosecution of this action, including motions practice and
22 discovery; and

23 NOW, THEREFORE the parties respectfully request that the Court enter an Order as
24 follows:

- 25 1. The case management conference set for March 11, 2016 is vacated.
- 26 2. The Company shall respond to the complaint in this action within forty-five (45)
27 days after the lead plaintiff has filed an amended complaint in the Securities Class Action,
28 plaintiff in this action shall either file an amended complaint or designate an existing complaint as

1 operative. Thereafter, the Company, within forty-five (45) days, shall respond by way of either a
2 motion to dismiss on the basis that demand is not excused, or a motion to stay this action until
3 there is a resolution of the motion to dismiss the Securities Class Action. In the event that a
4 motion to stay this action is denied, the Company's responsive pleading shall be due thirty (30)
5 days after entry of an order denying the motion. The individual defendants in this action need not
6 respond to the complaint unless and until there is a determination by this Court that demand is
7 excused.

8 3. All other proceedings, including motion practice and discovery, in this action are
9 hereby stayed until further order of the Court.¹

10 IT IS SO STIPULATED.

11 Dated: March 3, 2016

12 ROBERT C. SCHUBERT
13 WILLEM F. JONCKHEER
14 SCHUBERT JONCKHEER & KOLBE LLP

15 By: /s/ Robert C. Schubert
16 ROBERT C. SCHUBERT

17 Robert I. Harwood
18 Matthew M. Houston
19 Benjamin I. Sachs-Michaels
20 HARWOOD FEFER LLP

21 *Attorneys for Plaintiff Ryan Oswald*

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27 ¹ Defendants, however, reserve any and all rights in connection with this action and the
28 State Court Derivate Actions, including, but not limited to, seeking stays and/or consolidation of
those actions.

1 DATED: March 3, 2016

CHRISTOPHER H. McGRATH
EDWARD HAN
RAYMOND W. STOCKSTILL, IV
PAUL HASTINGS LLP

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5 By: /s/ Christopher H. McGrath
CHRISTOPHER H. McGRATH

6 *Attorneys for Defendant Identiv, Inc.*

7 DATED: March 3, 2016

ROBERT P. VARIAN
ORRICK, HERRINGTON &
SUTCLIFFE LLP

8
9
10 By: /s/ Robert P. Varian
ROBERT P. VARIAN

11 *Attorneys for Defendant Jason Hart*

12
13 DATED: March 3_, 2016

JONATHAN GASKIN
KAUFHOLD GASKIN LLP

14
15
16 By: /s/ Jonathan Gaskin
JONATHAN GASKIN

17 *Attorneys for Defendant Brian Nelson*

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20 **DECLARATION REGARDING CONCURRENCE**

21 I, Christopher H. McGrath, am the ECF User whose identification and password are being
22 used to file the STIPULATION AND [PROPOSED] ORDER STAYING PROCEEDINGS. In
23 compliance with Local Rule 5-1(i)(3), I hereby attest that Robert C. Schubert, Robert P. Varian
24 and Jonathan Gaskin have concurred in this filing.

25 _____
26 */s/ Christopher H. McGrath*

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1 ***ORDER***

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3 **PURSUANT TO STIPULATION, IT IS SO ORDERED.**

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5 Dated: March 7, 2016



6 HONORABLE CHARLES R. BREYER
7 UNITED STATES DISTRICT COURT JUDGE

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