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15
 16 **UNITED STATES DISTRICT COURT**
 17 **NORTHERN DISTRICT OF CALIFORNIA**

18 IN RE SUNPOWER CORPORATION
 19 SHAREHOLDER DERIVATIVE
 LITIGATION

Lead Case No. 3:16-cv-05312-RS

(Consolidated with Case Nos. 5:16-cv-05381-RS and 3:16-cv-05988-RS)

21 This Document Relates To:

22 ALL ACTIONS

20 **STIPULATION AND ~~PROPOSED~~**
ORDER REGARDING CASE SCHEDULE
AND TEMPORARY STAY OF ACTION

1 Plaintiffs Bernard Stern, Peter Moscone, and Melvin Brenner (collectively, "Plaintiffs"),
2 defendants Thomas H. Werner, Charles D. Boynton, Bernard Clément, Ladislav Paszkiewicz,
3 Daniel Lauré, Catherine A. Lesjak, Thomas R. McDaniel, Pat Wood III, Arnaud Chaperon, Denis
4 Giorno, Jean-Marc Otero del Val, and Humbert de Wendel (the "Individual Defendants"), and
5 nominal defendant SunPower Corporation ("SunPower" and, collectively with the Individual
6 Defendants, "Defendants"), by and through their undersigned counsel, hereby stipulate as follows:

7 WHEREAS, Plaintiffs filed separate shareholder derivative actions on behalf of SunPower
8 and against the Individual Defendants in this Court between September 16 and October 17, 2016;

9 WHEREAS, Plaintiffs and Defendants (together, the "Parties") stipulated to the
10 consolidation of Plaintiffs' derivative actions (the "Consolidated Action") and the appointment of
11 lead counsel, which was approved and entered by the Court on November 15, 2016 (the
12 "Consolidation Order");

13 WHEREAS, the Consolidation Order provides, among other things, that the Parties would
14 meet and confer regarding a schedule for the Consolidated Action, including the filing of a
15 consolidated complaint or designation of an operative complaint by Plaintiffs;

16 WHEREAS, there are two securities fraud class actions brought on behalf of a putative class
17 of SunPower shareholders and asserting claims arising from facts common to the Consolidated
18 Action currently pending in this Court captioned *Bristow v. SunPower Corp., et al.*, Case No. 3:16-
19 cv-04710-RS and *Patel v. SunPower Corp., et al.*, Case No. 3:16-cv-04915-RS (collectively, the
20 "Securities Action");

21 WHEREAS, on December 9, 2016, this Court entered an order consolidating the related
22 Securities Action and appointing lead plaintiff and lead counsel;

23 WHEREAS, it is anticipated that lead plaintiff will file a consolidated complaint in the
24 Securities Action and that defendants will file a motion to dismiss the consolidated complaint;

25 WHEREAS, the Parties have been engaged in discussions regarding scheduling and the
26 possible coordination of the Consolidated Action with the Securities Action; and

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1 WHEREAS, the Parties agree that, given the unique circumstances of this Consolidated
2 Action and the factually related Securities Action, it is in the best interests of SunPower to
3 temporarily stay this action pending resolution of the anticipated motion to dismiss in the related
4 Securities Action;

5 NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED by the Parties,
6 through their respective counsel of record, as follows:

7 1. Plaintiffs shall either file a consolidated complaint or designate a complaint as
8 operative on or before January 13, 2017.

9 2. Following the filing or designation of a complaint by Plaintiffs as described above,
10 this Consolidated Action shall remain stayed pending resolution of the anticipated motion to dismiss
11 in the Securities Action.

12 3. Within thirty (30) days of entry of an order on the motion to dismiss in the Securities
13 Action, the Parties shall submit a proposed schedule for further proceedings in this Consolidated
14 Action.

15 **IT IS SO STIPULATED.**

16 Dated: December 13, 2016

ROBBINS ARROYO LLP

17 *s/ George C. Aguilar*
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Lead Counsel for Plaintiffs

1 Dated: December 13, 2016

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14 *Wood III, Arnaud Chaperon, Denis Giorno, Jean-*
Marc Otero del Val, and Humbert de Wendel

15 I, George C. Aguilar, am the ECF User whose ID and password are being used to file this
16 Stipulation and [Proposed] Order Regarding Case Schedule and Temporary Stay of Action. In
17 compliance with Civil L.R. 5-1(i), I hereby attest that concurrence in the filing of this document has
18 been obtained from each of the other signatories.

19
20 s/ George C. Aguilar
GEORGE C. AGUILAR

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

22 DATED: 12/13/16

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24 _____
25 HONORABLE RICHARD SEEBORG
26 UNITED STATES DISTRICT JUDGE
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