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 17 *and Co-Lead Counsel*

18 UNITED STATES DISTRICT COURT  
 19 NORTHERN DISTRICT OF CALIFORNIA

21  
 22 IN RE WELLS FARGO & COMPANY  
 SHAREHOLDER DERIVATIVE  
 23 LITIGATION  
 24

Lead Case No. 3:16-cv-05541-JST

**STIPULATION AND ~~PROPOSED~~  
 ORDER SETTING BRIEFING  
 SCHEDULE**

The Honorable Jon S. Tigar

25 WHEREAS, on January 12, 2017, the Court appointed Fire and Police Pension  
 26 Association of Colorado and The City of Birmingham Retirement and Relief System as Lead  
 27 Plaintiffs, and appointed Lief Cabraser Heimann & Bernstein LLP and Saxena White P.A. as Co-  
 28 Lead Counsel [Dkt. 70];

1 WHEREAS, pursuant to the Court's December 12, 2016 Order, Lead Plaintiffs'  
2 Consolidated Complaint shall be filed March 13, 2017, Defendants' responses to the  
3 Consolidated Complaint shall be filed sixty days following the filing of the Consolidated  
4 Complaint, oppositions to any motions filed by Defendants shall be filed sixty days after the  
5 filing of the motions, and reply briefs shall be filed within thirty days thereafter [Dkt. 39];

6 WHEREAS, the parties have conferred and agree that the interests of expediting  
7 consideration of the threshold demand futility issue in this matter, while preserving the  
8 Defendants' right to assert other defenses if necessary (including by motion or otherwise), would  
9 be best served by modifying the deadlines previously set in the December 12, 2016 Order;

10 NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED, between Lead  
11 Plaintiffs, by and through their counsel, and Defendants, by and through their counsel, that the  
12 following schedule shall be in effect for the filing of the Consolidated Complaint and briefing on  
13 the question of whether Lead Plaintiffs' Consolidated Complaint adequately pleads demand  
14 futility:

15	Last Day to File Consolidated Complaint:	February 24, 2017
16	Last Day to File Motion to Dismiss on Demand Futility:	March 21, 2017
17	Last Day to File Response to Motion to Dismiss:	April 7, 2017
18	Last Day to File Reply to Responses:	<del>April 21, 2017</del> April 14, 2017
19	Hearing on Motion to Dismiss:	May 4, 2017, 2 pm

20 Dated: February 8, 2017

LIEFF CABRASER HEIMANN & BERNSTEIN, LLP

21 By:                   /s/ Richard M. Heimann                  

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**ATTESTATION PURSUANT TO GENERAL ORDER 45**

I, Richard M. Heimann, in compliance with General Order 45, Section X(B),  
hereby attest that I obtained the concurrence of all of the above-listed counsel in filing this  
document.

DATED: February 8, 2017

/s/ Richard M. Heimann  
Richard M. Heimann

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**ORDER**

**THE FOREGOING STIPULATION IS APPROVED AND IT IS SO ORDERED.**

Dated: February 8, 2017

  
\_\_\_\_\_  
THE HONORABLE JON S. TIGAR  
UNITED STATES DISTRICT JUDGE