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Attorneys for Plaintiff

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
OAKLAND DIVISION

PATRICIA M. McKENNA, Derivatively on )  
Behalf of GOOGLE INC., )  
 )  
Plaintiff, )  
 )  
vs. )  
 )  
LARRY PAGE, et al., )  
 )  
Defendants. )  
 )  
- and - )  
 )  
GOOGLE INC., a Delaware corporation, )  
 )  
Nominal Party. )  
\_\_\_\_\_ )

No. 11-cv-04248-PJH  
STIPULATION AND [~~PROPOSED~~] ORDER  
CONSOLIDATING ACTIONS AND  
APPOINTING LEAD COUNSEL

[Caption continued on following page.]

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JAMES CLEM, Derivatively on Behalf of  
GOOGLE INC.,

Plaintiff,

vs.

LARRY PAGE, et al.,

Defendants.

– and –

GOOGLE INC., a Delaware corporation,

Nominal Defendant.

No. 11-cv-04249-RMW

AVROHOM GALLIS, Derivatively on Behalf  
of GOOGLE INC.,

Plaintiff,

vs.

ERIC E. SCHMIDT, et al.,

Defendants.

– and –

GOOGLE INC., a Delaware corporation,

Nominal Defendant.

No. 11-cv-04270-LHK

1 WHEREAS, there are presently three shareholder derivative actions on behalf of nominal  
2 defendant Google Inc. (“Google” or the “Company”) pending in this Court, as follows:

Case Name	Case No.	Date Filed
<i>McKenna v. Page, et al.</i>	CV-11-04248-PJH	August 29, 2011
<i>Clem v. Page, et al.</i>	CV-11-04249-RMW	August 29, 2011
<i>Gallis v. Schmidt, et al.</i>	CV-11-04270-LHK	August 29, 2011

6 WHEREAS, *McKenna*, *Clem* and *Gallis* (together, the “Actions”) assert breach of fiduciary  
7 duty and related claims on behalf of Google against its directors and certain top officers that arise  
8 from the same or substantially similar facts, occurrences and transactions;

9 WHEREAS, the parties have met and conferred and agree that the Actions should be  
10 consolidated under Rule 42(a) of the Federal Rules of Civil Procedure, and that consolidation of the  
11 Actions will promote judicial economy and preserve both public and private resources;

12 WHEREAS, counsel for plaintiffs in the Actions have met and conferred and agree that the  
13 law firms of Robbins Geller Rudman & Dowd LLP, Robbins Umeda LLP and Pomerantz Haudek  
14 Grossman & Gross LLP should be appointed lead counsel for plaintiffs in the Actions;

15 WHEREAS, defendants take no position as to the appointment of lead counsel for plaintiffs  
16 in the Actions; and

17 WHEREAS, the parties have met and conferred regarding defendants’ acceptance of service  
18 of the summons and complaints, as well as a schedule for the filing and service of a consolidated  
19 complaint and defendants’ responses thereto.

20 THEREFORE, IT IS STIPULATED AND AGREED by the parties, through their respective  
21 counsel of record, as follows:

22 1. The following actions shall be consolidated for all purposes, including pre-trial  
23 proceedings and trial:

Case Name	Case No.	Date Filed
<i>McKenna v. Page, et al.</i>	CV-11-04248-PJH	August 29, 2011
<i>Clem v. Page, et al.</i>	CV-11-04249-RMW	August 29, 2011
<i>Gallis v. Schmidt, et al.</i>	CV-11-04270-LHK	August 29, 2011

1           2.       Every pleading filed in this consolidated action, or in any separate actions included  
2 herein, shall bear the following caption:

3                                   UNITED STATES DISTRICT COURT  
4                                   NORTHERN DISTRICT OF CALIFORNIA  
5                                   SAN JOSE DIVISION

6 In re GOOGLE INC. SHAREHOLDER                                    ) Master File No. CV-11-04248-PJH  
7 DERIVATIVE LITIGATION                                            )  
\_\_\_\_\_)                                                                    )  
8 This Document Relates To:                                        )  
9 ALL ACTIONS                                                            )  
10 \_\_\_\_\_)

11           3.       When a case which properly belongs as part of *In re Google Inc. Shareholder*  
12 *Derivative Litigation*, Master File No. CV-11-04248-PJH, is hereafter filed in the Court or  
13 transferred here from another court, this Court requests the assistance of lead counsel in calling to  
14 the attention of the Clerk of the Court the filing or transfer of any case which might properly be  
15 consolidated as part of the consolidated action, and lead counsel are to assist in assuring that counsel  
16 in subsequent actions receive notice of this Order.

17           4.       Defendants are not required to respond to the complaint in any action consolidated  
18 into this action, other than a consolidated complaint or a complaint designated as the operative  
19 complaint.

20           5.       This Order shall apply to each case, arising out of the same or substantially the same  
21 transactions or events as the Actions, which is subsequently filed in, removed to, or transferred to  
22 this Court.

23           6.       Pursuant to Fed. R. Civ. P. 5(b)(2)(E)-(F), service by e-mail transmission shall be  
24 permitted in addition to service via ECF notification. For non-CM/ECF participants, service shall be  
25 deemed effective upon transmission of e-mail.

26 **I.       APPOINTMENT OF LEAD COUNSEL FOR PLAINTIFFS**

27           7.       Robbins Geller Rudman & Dowd LLP, Robbins Umeda LLP and Pomerantz Haudek  
28 Grossman & Gross LLP shall serve as lead counsel for plaintiffs in the Actions. Lead counsel shall

1 have authority to speak for plaintiffs in matters regarding pre-trial and trial procedure and settlement  
2 negotiations, and shall make all work assignments in such manner as to facilitate the orderly and  
3 efficient prosecution of the Actions and to avoid duplicative or unproductive efforts.

4 8. Defendants take no position as to the appointment of lead counsel for plaintiffs in the  
5 Actions.

6 9. Defendants' counsel may rely upon all agreements made with plaintiffs' lead counsel,  
7 and such agreements shall be binding on all plaintiffs.

8 **II. ACCEPTANCE OF SERVICE**

9 10. Counsel for defendants and nominal defendant shall accept service of the summons  
10 and complaint within five business days after entry of this Order.

11 **III. SCHEDULE**

12 11. Plaintiffs shall have thirty five (35) days after this Stipulation is signed to file and  
13 serve an Amended Consolidated Complaint. The Amended Consolidated Complaint shall be the  
14 operative complaint and shall supersede all complaints filed in any of the actions consolidated  
15 herein.

16 12. Defendants and nominal defendant Google shall have thirty (30) days from the filing  
17 of the Amended Consolidated Complaint to respond to the Amended Consolidated Complaint.

18 13. In the event that any defendant and/or nominal defendant files a motion under Rule  
19 12 of the Federal Rules of Civil Procedure in response to the Amended Consolidated Complaint,  
20 plaintiffs shall have thirty (30) days to file and serve their opposition to the motion(s). Defendants  
21 and nominal defendant Google shall have twenty (20) days to file and serve reply memoranda, if  
22 any.

23 14. All motions shall be noticed in accordance with the Civil Local Rules, unless  
24 otherwise ordered by the Court.

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1 DATED: September \_\_, 2011

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18 Attorneys for Plaintiff Patricia M. McKenna

19 *I, Travis E. Downs III, am the ECF user whose ID and password are being used to file this*  
20 *STIPULATION AND [PROPOSED] ORDER CONSOLIDATING ACTIONS AND APPOINTING*  
21 *LEAD COUNSEL. In compliance with General Order 45, X.B., I hereby attest that Marc I. Gross*  
22 *has concurred in this filing.*

23 DATED: September \_\_, 2011

POMERANTZ HAUDEK GROSSMAN  
& GROSS LLP  
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JEREMY A. LIEBERMAN  
FEI-LU QIAN

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DATED: September \_\_, 2011

ROBBINS UMEDA LLP  
BRIAN J. ROBBINS  
FELIPE J. ARROYO  
SHANE P. SANDERS  
GINA STASSI

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Attorneys for Plaintiff James Clem

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DATED: September \_\_, 2011

WILSON SONSINI GOODRICH &  
ROSATI, P.C.  
BORIS FELDMAN  
ELIZABETH C. PETERSON  
DIANE M. WALTERS  
BRYSON S. SANTAGUIDA

\_\_\_\_\_  
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and Defendants Larry Page, Sergey Brin, Eric E.  
Schmidt, L. John Doerr, John L. Hennessy, Paul  
S. Otellini, K. Ram Shriram, Shirley M.  
Tilghman, Nikesh Arora and Patrick Pichette

\* \* \*

**ORDER**

PURSUANT TO STIPULATION, IT IS SO ORDERED.

DATED: 9/19/11 \_\_\_\_\_

THE HONORABLE PHYLIS J. HAMILTON  
UNITED STATES DISTRICT COURT JUDGE





# Mailing Information for a Case 4:11-cv-04248-PJH

## Electronic Mail Notice List

The following are those who are currently on the list to receive e-mail notices for this case.

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## Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

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