1 2 3 4	Patrice L. Bishop (182256) pbishop@ssbla.com STULL, STULL & BRODY 9430 W. Olympic Blvd., Suite 400 Beverly Hills, CA 90212 Tel: 310-209-2468 Fax: 310-209-2087				
5	Liaison Counsel for Plaintiffs				
6	[Additional Counsel on Signature Page]				
7					
8	UNITED STATES DISTRICT COURT				
9	NORTHERN DISTRICT OF CALIFORNIA				
10	OAKLAND DIVISION				
11					
12	IN RE ROCKET FUEL INC. DERIVATIVE LITIGATION	) Master Case No.: 4:15-cv-4625-PJH			
13		) STIPULATION AND [P <del>ROPOSED]</del> ) ORDER REGARDING ) VOLUNTARY DISMISSAL WITH			
14	This Descent Deleter Ter	) PREJUDICE AND WAIVE NOTICE			
15	This Document Relates To:	) REQUIREMENT OF FRCP 23.1(c)			
16	ALL DERIVATIVE ACTIONS	)			
17		) Honorable Phyllis J. Hamilton			
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	STIPULATION REGARDING DISMISSAL WITH PREJUDICE AND WAIVE NOTICE REQUIREMENT OF FRCP 23.1(c) CASE No. 4:15-cv-04625-PJH	Dockets.Justia.com			

1	WHEREAS, this Court entered an Order Granting Motion to Dismiss With Leave to		
2	Amend on August 26, 2016, on the ground that Plaintiffs had failed to adequately allege under		
3	Federal Rule of Civil Procedure 23.1 that demand on the Board of Directors of Rocket Fuel was		
4	futile (Dkt. No. 75);		
5	WHEREAS, this Court entered a further Order Denying Proposed Voluntary Dismissal		
6	on September 28, 2016 (Dkt. No. 79);		
7	WHEREAS, Lead Plaintiff Victor Veloso and Plaintiffs Hugues Gervat, William Pack,		
8	and Michael McCawley (collectively, "Plaintiffs") have determined not to amend their		
9	complaint;		
10	WHEREAS, Plaintiffs desire to dismiss the instant action with prejudice pursuant to this		
11	Court's Order dated September 28, 2016 (Dkt. No. 79) and subject to Rule 41(a) and Rule		
12	23.1(c) of the Federal Rules of Civil Procedure;		
13	WHEREAS, Defendants are agreeable to said dismissal and have neither answered the		
14	Complaint nor filed a motion for summary judgment, rendering dismissal on these terms		
15	otherwise appropriate under Fed. R. Civ. P. 41(a);		
16	WHEREAS, Plaintiffs submit that no notice to shareholders should be required under		
17	Fed. R. Civ. P. 23.1(c) because neither Plaintiffs nor Plaintiffs' counsel have received nor will		
18	receive any compensation for this dismissal and no formal notice of the action was provided		
19	prior to the proposed dismissal;		
20	WHEREAS, the Parties agree to bear their own costs and fees incurred during the		
21	litigation of the above entitled consolidated actions;		
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	STIPULATION REGARDING DISMISSAL WITH PREJUDICEAND WAIVE NOTICE REQUIREMENT OF FRCP 23.1(C) CASE NO. 4:15-CV-04625-PJH		

1	WHEREFORE, the Parties respectfully request this Court enter an order granting				
2	dismissal of this action with prejudice and waiving the Fed. R. Civ. P. 23.1(c) requirement that				
3	notice be provided to shareholders.				
4	Dated: October 5, 2016	STULL, STULL & BRODY			
5		s/ Patrice L. Bishop			
6		PATRICE L. BISHOP 9430 W. Olympic Boulevard, Suite 400			
7		Beverly Hills, CA 90212 Telephone: (310) 209-2468			
8		Facsimile: (310) 209-2087 Email: <u>pbishop@ssbla.com</u>			
9		Liaison Counsel for Plaintiffs			
10		GAINEY McKENNA & EGLESTON			
11		Thomas J. McKenna Gregory M. Egleston			
12		440 Park Avenue South, 5th Floor New York, NY 10016			
13		Telephone: (212) 983-1300			
14		Facsimile: (212) 983-0383 Email: <u>tjmckenna@gme-law.com</u>			
15		gegleston@gme-law.com			
16		Lead Counsel for Plaintiffs			
17					
18	Dated: October 5, 2016	WILSON SONSINI GOODRICH & ROSATI			
19		s/ Nina F. Locker			
20		Nina. F. Locker (SBN 123838) Rodney G. Strickland(SBN 161934)			
21		Evan L. Seite (SBN 274641) Joni Ostler (SBN 274641)			
22		650 Page Mill Road Palo Alto, CA 94304			
23		Telephone: (650) 493-9360 Facsimile: (650) 565-5100			
24		Email: <u>nlocker@wsgr.com</u> rstrickland@wsgr.com			
25		eseite@wsgr.com jostler@wsgr.com			
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27		Counsel for Nominal Defendant Rocket Fuel Inc. and all Individual Defendants			
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	STIPULATION REGARDING DISMISSAL WITH PREJUDICE AND WAIVE NOTICE REQUIREMENT OF FRCP 23.1(c) CASE NO. 4:15-CV-04625-PJH	-4-			

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1	Pursuant to Civil L.R. 5-1(i)(3), I, Patrice L. Bishop, attest that all other signatories listed,			
2	and on whose behalf the filing is submitted, concur in the filing's content and have authorized the			
3	filing.			
4	Dated: October 5, 2016 /s/ Patrice L. Bishop			
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28	[PROPOSED] ORDER REGARDING DISMISSAL WITH PREJUDICE AND WAIVE NOTICE REQUIREMENT OF FRCP 23.1(c) -3-			
	CASE NO. 4:15-CV-04625-PJH			

1	[PROPOSED] ORDER				
2	Pursuant to the foregoing stipulation, this consolidated action and each of the actions				
3	identified below are hereby dismissed with prejudice.				
4	1) Veloso v. John et al., No. 4:15-cv-04625-PJH;				
5	2) <i>Gervat v. Wootton et al.</i> , No. 4:16-cv-00332-PJH;				
6	3)	3) <i>Pack v. John et al.</i> , No. 4:16-cv-00608-PJH; and			
7	4) <i>McCawley v. Wootton et al.</i> , No. 4:16-cv-00812-PJH				
8	IT IS SO ORDERED.				
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11		Optober ( 2016			
12	DATED:	October 6, 2016 HONORABAITIS SO ORDERED			
13		UNITED STA Judge Phyllis J. Hamilton CI JUDGE			
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