

1 GEORGE A. RILEY (State Bar No. 118304)
 2 DANIEL H. BOOKIN (State Bar No. 78996)
 3 ROBERT D. TRONNES (State Bar No. 209835)
 4 VIVI N. TRAN (State Bar No. 247513)
 5 O'MELVENY & MYERS LLP
 6 Two Embarcadero Center
 7 28th Floor
 8 San Francisco, California 94111-3828
 9 Telephone: (415) 984-8700
 10 Facsimile: (415) 984-8701
 11 E-Mail: griley@omm.com
 12 dbookin@omm.com
 13 rtronnes@omm.com
 14 vtran@omm.com

15 Attorneys for Nominal Defendant APPLE INC.

16 (Additional Counsel Listed on Signature Page)

17 **UNITED STATES DISTRICT COURT**
 18 **NORTHERN DISTRICT OF CALIFORNIA**
 19 **SAN JOSE DIVISION**

20 In re APPLE INC.
 21 DERIVATIVE LITIGATION

Master File No. C-06-04128-JF

22 This Documents Relates to:

23 ALL ACTIONS.

24 **STIPULATION AND {PROPOSED}**
 25 **ORDER TO EXTEND PAGE LIMIT ON**
 26 **NOMINAL DEFENDANT APPLE INC.'S**
 27 **MEMORANDUM OF POINTS AND**
 28 **AUTHORITIES IN SUPPORT OF JOINT**
MOTION FOR PRELIMINARY
APPROVAL OF DERIVATIVE
SETTLEMENT

Department: Ctrm. 3, 5th Floor
 Judge: Honorable Jeremy Fogel

29 WHEREAS, 16 purported derivative suits were filed on behalf of Apple Inc. ("Apple") in
 30 the United States District Court for the Northern District of California. Two of those suits were
 31 subsequently voluntarily dismissed and on October 13, 2006 the Court ordered the remaining 14
 32 pending federal derivative actions consolidated as *In re Apple Computer, Inc. Derivative*
 33 *Litigation*, Master File No. C-06-04128-JF (the "Federal Action");

34 WHEREAS, on September 1, 2006, the Superior Court of California, County of Santa
 35 Clara ("State Court"), consolidated five purported derivative suits as *In re Apple Computer, Inc.*

STIPULATION AND [PROPOSED] ORDER TO
 EXTEND PAGE LIMIT ON MOT. FOR PRELIM.
 APPROVAL OF SETTLEMENT - C-06-04128-JF

1 *Derivative Litigation*, Lead Case No. 1:06CV066692 (the “State Action”) and on December 7,
2 2006, the State Court stayed the State Action in favor of the Federal Action;

3 WHEREAS, plaintiffs filed the First Amended Shareholder Derivative Complaint
4 (“FAC”) in the Federal Action on March 6, 2007, the defendants and Apple moved to dismiss the
5 FAC on April 20, 2007, and the Court granted defendants’ motion to dismiss the FAC with leave
6 to amend on November 19, 2007;

7 WHEREAS, plaintiffs filed the Second Amended Shareholder Derivative Complaint
8 (“SAC”) on December 19, 2007;

9 WHEREAS, the defendants moved to dismiss the SAC for failure to state a claim and on
10 statute of limitations grounds, and Apple moved to dismiss the SAC on the grounds of demand
11 futility on January 25, 2008;

12 WHEREAS, on March 21, 2008, the day the motions to dismiss were scheduled to be
13 heard, the parties informed the Court that they had reached a tentative settlement;

14 WHEREAS, under Civil L.R. 7-4(b) for the United States District Court for the Northern
15 District of California, Apple’s memorandum of points and authorities in support of the joint
16 motion for preliminary approval of the settlement may not exceed 25 pages of text, excluding
17 indices and exhibits, unless the court orders otherwise;

18 WHEREAS, the 147-page SAC consolidated 14 formerly separate complaints and states
19 eight causes of action against Apple and 13 current and former officers and directors and the SAC
20 raises complex issues under the federal securities laws and California law;

21 NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between
22 the undersigned counsel for plaintiffs and defendants, subject to the approval of the Court, as
23 follows:

24 1. Given the complexity of the issues raised by the SAC, nominal defendant Apple
25 shall have ten (10) additional pages for its memorandum of points and authorities in support of
26 the joint motion for preliminary approval, thereby increasing the page limit to a total of thirty (35)
27 pages.

28

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Dated: September 4, 2008

O'MELVENY & MYERS LLP
GEORGE A. RILEY (State Bar No. 118304)

By: /s/ George A. Riley
George A. Riley

Attorneys for Nominal Defendant APPLE INC.

Dated: September 4, 2008

FARELLA BRAUN & MARTEL LLP
DOUGLAS R. YOUNG (State Bar No. 73248)

By: /s/ Douglas R. Young
Douglas R. Young

Attorneys for Defendants WILLIAM V. CAMPBELL, TIMOTHY D. COOK, MILLARD S. DREXLER, STEVEN P. JOBS, RONALD B. JOHNSON, ARTHUR D. LEVINSON, MITCHELL MANDICH, PETER OPPENHEIMER, JONATHAN RUBINSTEIN, AVADIS TEVANIAN, JR., and JEROME B. YORK

Dated: September 4, 2008

MUNGER, TOLLES & OLSON LLP
JEROME C. ROTH (State Bar No. 159483)
YOHANCE C. EDWARDS (State Bar No. 237244)

By: /s/ Yohance C. Edwards
Yohance C. Edwards

Attorneys for Defendant FRED D. ANDERSON

Dated: September 4, 2008

HOWARD RICE NEMEROVSKI CANADY
FALK & RABKIN PC
SARAH A. GOOD (State Bar No. 148742)
JIN H. KIM (State Bar No. 208676)
JASON M. HABERMEYER (State Bar No. 226607)

By: /s/ Jin H. Kim
Jin H. Kim

Attorneys for Defendant NANCY HEINEN

