

1 MORGAN, LEWIS & BOCKIUS LLP
 JOHN H. HEMANN (SBN 165823)
 2 JOSEPH E. FLOREN (SBN 168292)
 THOMAS R. GREEN (SBN 203480)
 3 MATTHEW S. WEILER (SBN 236052)
 One Market, Spear Street Tower
 4 San Francisco, CA 94105-1126
 Tel: 415.442.1000
 5 Fax: 415.442.1001
 Email: jhemann@morganlewis.com
 6 jfloren@morganlewis.com
 tgreen@morganlewis.com
 7 mweiler@morganlewis.com

ORDER E-FILED 5/11/2009

8 Attorneys for Non Party KLA-Tencor Corporation

9
 10 UNITED STATES DISTRICT COURT
 11 NORTHERN DISTRICT OF CALIFORNIA
 12 SAN JOSE DIVISION

13 SECURITIES AND EXCHANGE
 14 COMMISSION,

15 *Plaintiff,*

16 v.

17 KENNETH L. SCHROEDER,

18 *Defendant.*

No. C 07 3798 JW

**STIPULATION AND ~~PROPOSED~~ ORDER
 EXTENDING THE TIME TO MEET AND
 CONFER AND SUBMIT A JOINT
 STIPULATION AND PROPOSED
 PROTECTIVE ORDER**

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

STIPULATION

WHEREAS, on April 27, 2009, Magistrate Judge Howard R. Lloyd issued an Order (“Order”) granting in part and denying in part defendant Kenneth L. Schroeder’s (“Schroeder”) motion to compel he filed against non-parties KLA-Tencor Corporation (“KLA”) and Skadden, Arps, Slate, Meagher & Flom (“Skadden”);

WHEREAS, Magistrate Judge Lloyd’s Order ordered Schroeder, the Securities and Exchange Committee (“SEC”), KLA and Skadden to meet and confer over the terms of a stipulation and file with the court a proposed Protective Order governing the production and protection of certain KLA and Skadden documents and information;

WHEREAS, Schroeder, KLA, Skadden and the SEC have met and conferred as ordered with Schroeder submitting the first draft for the parties’ consideration on April 29, 2009, and multiple draft stipulations and protective orders having been exchanged since that time; and

WHEREAS, the issues in this matter are complex and the parties have been unable thus far to reach an agreement on the final terms of a proposed Protective Order, but believe they can make further progress toward an agreement if provided with additional time to meet and confer over the remaining disputed issues;

IT IS THEREFORE STIPULATED AND AGREED, by and between Schroeder, the SEC, KLA and Skadden, through their respective counsel, as follows:

1. Schroeder, the SEC, KLA and Skadden will continue to meet and confer over the terms of a Stipulation and proposed Protective Order; and
2. Schroeder, the SEC, KLA and Skadden will either submit a joint Stipulation and proposed Protective Order or submit competing proposed Protective Orders for the Court’s consideration by May 15, 2009.

IT IS SO STIPULATED AND AGREED.

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: May 8, 2009

MORGAN, LEWIS & BOCKIUS LLP

By: /s/ Thomas R. Green

Thomas R. Green

Attorneys for non-party
KLA-TENCOR CORPORATION

Dated: May 8, 2009

DLA PIPER LLP (US)

By: /s/ Jeffrey B. Coopersmith

JEFFREY B. COOPERSMITH

Attorneys for Defendant
KENNETH L. SCHROEDER

Dated: May 8, 2009

SECURITIES AND EXCHANGE COMMISSION

By: /s/ Mark Fickes

Mark Fickes

Attorneys for Plaintiff
SECURITIES AND EXCHANGE COMMISSION

Dated: May 8, 2009

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By: /s/ Timothy A. Miller

Timothy A. Miller

Attorneys for non-party
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

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

ATTESTATION PURSUANT TO GENERAL ORDER 45

I, Thomas R. Green, attest that concurrence in the filing of this document has been obtained from each of the other signatories. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 8th day of May, 2009, in San Francisco, California.

/s/ Thomas R. Green
Thomas R. Green

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

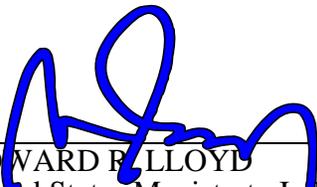
ORDER

IT IS HEREBY ORDERED, PURSUANT TO THE STIPULATION OF THE PARTIES, AS FOLLOWS:

1. Schroeder, the SEC, KLA and Skadden will continue to meet and confer over the terms of a Stipulation and proposed Protective Order; and
2. Schroeder, the SEC, KLA and Skadden will either submit a joint Stipulation and proposed Protective Order or submit competing proposed Protective Orders for the Court's consideration by May 15, 2009.

Pursuant to stipulation, **IT IS SO ORDERED.**

Dated: May 11, 2009



HOWARD F. LLOYD
United States Magistrate Judge