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Attorneys for Defendants and  
Counterclaimants Albertson's, Inc.,  
American Stores Company LLC and  
Lucky Stores, Inc.

IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

16 Grocery Outlet Inc., )  
17 )  
18 Plaintiff, )  
19 v. )  
20 Albertson's, Inc., American Stores Company, )  
21 LLC, and Lucky Stores, Inc., )  
22 Defendants. )  
23 )  
24 )  
25 )  
26 )  
27 )  
28 )  
ALBERTSON'S, INC., AMERICAN STORES )  
COMPANY, LLC, AND LUCKY STORES, )  
INC., )  
Counterclaimants. )  
vs. )  
GROCERY OUTLET INC., )  
Counterdefendant. )

Civil Case No. C06-02173 JSW

**STIPULATION AND [PROPOSED]  
ORDER REFERRING CASE TO  
PRIVATE MEDIATION**

Stipulation and [Proposed] Order  
Referring Case to Private Mediation

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**STIPULATION**

IT IS HEREBY STIPULATED AND AGREED AND RESPECTFULLY REQUESTED, by and between plaintiff and counterdefendant Grocery Outlet Inc. (“Grocery Outlet”) and defendants and counterclaimants Albertson’s, Inc., American Stores Company, LLC and Lucky Stores, Inc. (“Defendants”) as follows:

1) On July 7, 2006, this Court issued an order granting a preliminary injunction for Defendants and denying a preliminary injunction for plaintiff Grocery Outlet. Plaintiff appealed the order denying its motion for preliminary injunction and defendant filed a cross-appeal.

2) On July 14, 2006, the parties selected Early Neutral Evaluation as their ADR process. The Court approved the parties’ selection by order dated July 14, 2006.

3) On August 28, 2006, this Court issued an order staying the matter pending resolution of the appeal and cross-appeal. On August 9, 2007, the Ninth Circuit Court of Appeal issued its opinion affirming the July 7, 2006 order.

4) This Court lifted the stay on October 25, 2007.

5) The parties have agreed to stipulate to private mediation. The parties have selected Melville Owen, Esq. as their mediator. The mediation shall take place on January 9, 2008. Accordingly, the parties request that the Court vacate its July 14, 2006 order that the parties participate in Early Neutral Evaluation, and issue a new order approving the parties’ selection of private mediation as their ADR process.

Respectfully submitted,

Dated: November 29, 2007

CRAIGIE, McCARTHY & CLOW

\_\_\_\_\_  
/s/ Peter W. Craigie  
Peter W. Craigie  
Attorneys for Plaintiff  
Grocery Outlet Inc.

1 Dated: November 29, 2007

THELEN REID BROWN RAYSMAN  
& STEINER LLP

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/s/ Robert A. Weikert

Robert A. Weikert  
Attorneys for Defendants and Counterclaimants  
ALBERTSON'S, INC., AMERICAN STORES  
COMPANY, LLC and LUCKY STORES, INC.

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GENERAL ORDER 45 CERTIFICATION

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I, Peter W. Craigie, hereby attest pursuant to N.D. Cal. General Order No. 45 that the  
10 concurrence to the filing of this document has been obtained from each signatory hereto.

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Dated: November 29, 2007

CRAIGIE, McCARTHY & CLOW

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/s/ Peter W. Craigie

Peter W. Craigie  
Attorneys for Plaintiff  
Grocery Outlet Inc.

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ORDER

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For good cause appearing, IT IS HEREBY ORDERED that:

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The Court's July 14, 2006 order that the parties participate in Early Neutral Evaluation is  
20 vacated. The Court hereby approves the parties' selection of private mediation as their ADR  
21 process.

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**IT IS SO ORDERED.**

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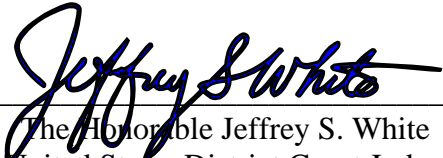
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Dated: December 3, 2007

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The Honorable Jeffrey S. White  
United States District Court Judge