

Cote, D.

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UNITED STATES DISTRICT COURT
 FOR THE SOUTHERN DISTRICT OF NEW YORK

_____)
 UNITED STATES OF AMERICA,)
)
 Plaintiff,)
)
 v.)
)
 APPLE, INC., et al.,)
)
 Defendants.)
 _____)

No. 12-cv-2826 (DLC)

_____)
 THE STATE OF TEXAS, et al.,)
)
 Plaintiffs,)
)
 v.)
)
 PENGUIN GROUP (USA) INC., et al.)
)
 Defendants.)
 _____)

No. 12-cv-3394 (DLC)

JOINT STIPULATION ADJOURNING PRE-TRIAL DEADLINES CONCERNING
DEFENDANTS HOLTZBRINCK PUBLISHERS, LLC D/B/A/ MACMILLAN AND
VERLAGSGRUPPE GEORG VON HOLTZBRINCK GMBH

WHEREAS, a trial is scheduled to begin on June 3, 2013 (the "Trial") in the above-captioned matters against, *inter alia*, defendants Holtzbrinck Publishers, LLC d/b/a Macmillan ("Macmillan") and Verlagsgruppe Georg von Holtzbrinck GmbH ("VGvH");

WHEREAS, in an Order dated June 25, 2012 and in this Court's Individual Practices in Civil Cases, this Court set deadlines (the "Pre-Trial Deadlines") governing the service and filing by all parties to the Trial of certain pre-trial submissions including, *inter alia*, a Joint Pretrial Order;

WHEREAS, the Court has ruled that the United States and the plaintiff States (together, the "Plaintiffs") but not the plaintiff Class will prosecute the Trial;

WHEREAS, the United States has settled the entirety of its claims against Macmillan and VGvH and the plaintiff States ^{have been final on} ~~are in the process of finalizing~~ an agreement with Macmillan to settle the entirety of their claims against Macmillan;

WHEREAS, such settlements will not become final unless and until by Order of this Court, which Order is not anticipated in advance of the Trial;

WHEREAS, the Plaintiffs, Macmillan, and VGvH do not expect that Macmillan or VGvH will participate as defendants in the Trial and do not understand the Court to expect that they will participate as defendants in the Trial;

WHEREAS, the purpose of this Stipulation is to memorialize the understanding of the Plaintiffs, Macmillan, VGvH, and this Court that Macmillan and VGvH need not abide by the Pre-Trial Deadlines or participate as defendants in the Trial and that the Plaintiffs need not abide by the Pre-Trial Deadlines with respect to Macmillan or VGvH or set forth a case against Macmillan or VGvH at the Trial;

NOW, THEREFORE, the parties to this Joint Stipulation, by and through the undersigned counsel, hereby stipulate and agree as follows:

Macmillan and VGvH will not participate as defendants in the Trial.

Plaintiffs need not set forth a case against Macmillan or VGvH at the Trial.

The Pre-Trial Deadlines and all other existing and future deadlines and requirements pertaining to the Trial shall not apply to Macmillan or to VGvH, and shall not apply to Plaintiffs insofar as they concern Macmillan or VGvH, unless otherwise ordered by the Court.

In the event that this Court does not approve any of the settlements between the U.S. Department of Justice, the plaintiff States, Macmillan, and VGvH, the parties to any such

disapproved settlement shall meet and confer within ten (10) days of the Order disapproving the settlement to devise a plan for trial or other resolution of their claims to present to this Court for its approval.

This Joint Stipulation is without prejudice to any claims by Plaintiffs against Macmillan and VGvH, and any defenses thereto, in the event that the Court does not approve one or more of the settlements between those parties, in whole or in part.

Dated: April 24, 2013

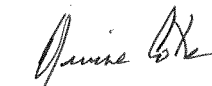
STATE OF CONNECTICUT
GEORGE JEPSEN, ATTORNEY GENERAL

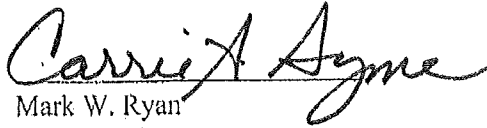
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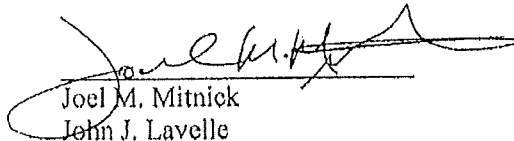
So ordered.


April 24, 2013



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*Attorneys for Defendant Holtzbrinck Publishers, LLC
d/b/a Macmillan and Verlagsgruppe Georg von
Holtzbrinck GmbH*

SO ORDERED:

Dated at New York, New York, this _____ day of April, 2013.

BY THE COURT:

THE HONORABLE DENISE COTE
UNITED STATES DISTRICT JUDGE

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