



GRANTED

EFiled: Jun 4 2012 10:31AM EDT
Transaction ID 44601065
Case No. Multi-case



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

JOHN N. NEIGHBORS, on Behalf of Himself)
and All Others Similarly Situated,)

Plaintiff,)

v.)

Civil Action No. 7240-CS

AIR PRODUCTS AND CHEMICALS, INC.,)
CHADWICK C. DEATON, MICHAEL J.)
DONAHUE, URSULA O. FAIRBAIRN,)
LAWRENCE S. SMITH, MARIO L. BAEZA,)
EDWARD E. HAGENLOCKER, JOHN E.)
MCGLADE, WILLIAM L. DAVIS, III, W.)
DOUGLAS FORD, EVERT HENKES,)
MARGARET G. MCGLYNN, and SUSAN K.)
CARTER,)

Defendants.)

LARRY SUTTON, on Behalf of Himself and All)
Others Similarly Situated,)

Plaintiff,)

v.)

C.A. No. 7221-CS

AUTONATION, INC., MICHAEL J.)
JACKSON, ROBERT J. BROWN, RICK L.)
BURDICK, WILLIAM C. CROWLEY,)
DAVID B. EDELSON, ROBERT R. GRUSKY,)
MICHAEL LARSON, MICHAEL E.)
MAROONE, and CARLOS A. MIGOYA,)

Defendants.)

BOILERMAKERS LOCAL 154 RETIREMENT)
FUND and KEY WEST POLICE & FIRE)
PENSION FUND, on Behalf of Themselves and)
All Others Similarly Situated,)

Plaintiffs,)

v.)

C.A. No. 7219-CS

CURTISS-WRIGHT CORPORATION,
MARTIN R. BENANTE, S. MARCE FULLER,
ALLEN A. KOZINSKI, WILLIAM B.
MITCHELL, JOHN R. MYERS, JOHN B.
NATHMAN, ROBERT J. RIVET, WILLIAM W.
SIHLER, and ALBERT E. SMITH,

Defendants.

M. IRENE STEAD, on Behalf of Herself and All
Others Similarly Situated,

Plaintiff,

v.

C.A. No. 7223-CS

FRANKLIN RESOURCES, INC., SAMUEL
H. ARMACOST, CHARLES CROCKER,
JOSEPH R. HARDIMAN, CHARLES B.
JOHNSON, GREGORY E. JOHNSON,
RUPERT H. JOHNSON, JR., THOMAS H.
KEAN, CHUTTA RATNATHICAM, PETER
M. SACERDOTE, LAURA STEIN, and ANNE
M. TATLOCK,

Defendants.

TEJINDER SINGH, on Behalf of Himself and All
Others Similarly Situated,

Plaintiff,

v.

C.A. No. 7222-CS

NAVISTAR INTERNATIONAL
CORPORATION, EUGENIO CLARIOND
REYES, DIANE H. GULYAS, WILLIAM H.
OSBORNE, JAMES H. KEYES, JOHN D.
CORRENTI, DANIEL C. USTIAN, DAVID D.
HARRISON, STEVEN J. KLINGER, MICHAEL
N. HAMMES, and DENNIS D. WILLIAMS,

Defendants.

BOILERMAKERS LOCAL 154 RETIREMENT
FUND, on Behalf of Itself and All Others

Similarly Situated,

Plaintiff,

v.

PRICELINE.COM INCORPORATED,
JEFFERY H. BOYD, RALPH M. BAHNA,
HOWARD W. BARKER, JR., JAN L. DOCTER,
JEFFERY E. EPSTEIN, JAMES M. GUYETTE,
NANCY B. PERETSMAN, and CRAIG W.
RYDIN,

Defendants.

C. A. No. 7216-CS

LABORERS' LOCAL NO. 1174 PENSION
FUND, on Behalf of Itself and All Others
Similarly Situated,

Plaintiff,

v.

SPX CORPORATION, J. KERMIT
CAMPBELL, EMERSON U. FULLWOOD,
MICHAEL J. MANCUSO, TERRY S.
LISENBY, ALBERT A. KOCH,
CHRISTOPHER J. KEARNEY, and MARTHA
B. WYRSCH,

Defendants.

C.A. No. 7225-CS

CITY OF SUNRISE GENERAL EMPLOYEES'
PENSION PLAN,

Plaintiff,

v.

SUPERIOR ENERGY SERVICES, INC.,
HAROLD J. BOUILLION, ENOCH L.
DAWKINS, JAMES M. FUNK, TERENCE E.
HALL, ERNEST E. "WYN" HOWARD, III,
JUSTIN L. SULLIVAN, and DAVID D.
DUNLAP,

C. A. No. 7224-CS

Defendants.)	
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ROBERT SCHELLMAN, on Behalf of Himself)	
and All Others Similarly Situated,)	
)	
Plaintiff,)	
)	
v.)	C. A. NO. 7274-CS
)	
JACK IN THE BOX INC., DAVID L. GOEBEL,)	
MURRAY H. HUTCHISON, LINDA A. LANG,)	
MICHAEL W. MURPHY, JAMES M. MYERS,)	
DAVID M. TEHLE, WINIFRED M. WEBB, and)	
JOHN T. WYATT,)	
)	
Defendants.)	
)	
<hr/>		
KENNETH JONES,)	
)	
Plaintiff,)	
)	
v.)	Civil Action No. 7408-CS
)	
FAIRCHILD SEMICONDUCTOR)	
INTERNATIONAL, INC., CHARLES P.)	
CARINALLI, RANDY W. CARSON, TERRY)	
A. KLEBE, ANTHONY LEAR, THOMAS L.)	
MAGNANTI, KEVIN J. MCGARITY, BRYAN,)	
R. ROUB, RONALD W. SHELLY, and MARK)	
S. THOMPSON)	
)	
Defendants.)	
<hr/>		
KENNETH EVERHARD,)	
)	
Plaintiff,)	
)	
v.)	Civil Action No. 7415-CS
)	
CAMERON INTERNATIONAL)	
CORPORATION, C. BAKER CUNNINGHAM,)	
SHELDON R. ERIKSON, PETER J. FLUOR,)	
DOUGLAS L. FOSHEE, RODOLFO LANDIM,)	
JACK B. MOORE, MICHAEL E. PATRICK,)	
JON ERIK REINHARDSEN, DAVID ROSS III,)	

and BRUCE W. WILKINSON,

Defendants.

CITY OF SUNRISE FIREFIGHTERS'
RETIREMENT FUND,

Plaintiff,

v.

HITTITE MICROWAVE CORPORATION,
STEPHEN G. DALY, ERNEST L. GODSHALK,
RICK D. HESS, ADRIENNE M. MARKHAM,
BRIAN P. MCALOON, COSMO S. TRAPANI,
and FRANKLIN WEIGOLD,

Defendants.

Civil Action No. 7426-CS

LEONARD REBHUN,

Plaintiff,

v.

CALIX, INC., MICHAEL MATTHEWS,
THOMAS E. PARDUN, MICHAEL G. ASHBY,
MICHAEL T. FLYNN, CARL RUSSO,
MICHAEL T. EVERETT, ADAM GROSSER,
and DONALD J. LISTWIN,

Defendants.

Civil Action No. 7444-CS

ORDER OF CONSOLIDATION

It appearing that the above-captioned actions relate to the repeal of corporate bylaws or withdrawal or modification of proposed corporate bylaws or proposed amendments to the certificate of incorporation providing for an exclusive forum for any stockholder litigation, and that all of the actions have been dismissed as moot,

IT IS HEREBY ORDERED that:

1. All of the above cases are consolidated solely for purposes of considering plaintiffs' counsel's respective fee petitions.

2. All future pleadings and filings in any of the cases shall be captioned:

IN RE EXCLUSIVE FORUM PROVISION)	Consolidated
MOOTNESS FEE PETITIONS)	C.A. No. 7216-CS

3. Hereinafter, papers need only be filed in the consolidated action.

4. All papers filed in any of the consolidated cases to date are hereby deemed a part of the record in the Consolidated Action.

5. The mootness fee petitions shall proceed on a schedule to be agreed upon by the parties or ordered by the Court.

Chancellor Leo E. Strine, Jr.

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Multi-case

File & Serve

Transaction ID: 44581432

Current Date: Jun 04, 2012

Case Number: Multi-case

Case Name: Multi-case

Court Authorizer: Leo E Strine

/s/ Judge Leo E Strine



GRANTED

EFiled: Jul 3 2012 3:11PM EDT
Transaction ID 45146396
Case No. 7216-CS



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE EXCLUSIVE FORUM PROVISION)
MOOTNESS FEE PETITIONS) CONSOL. C.A. No. 7216-CS

STIPULATION AND [PROPOSED] FINAL ORDER

WHEREAS, on April 4, 2012, the Court granted the stipulated dismissal of claims challenging director-enacted exclusive forum provision bylaws in *Sutton v. AutoNation, Inc., et al.*, C.A. No. 7221-CS (the "Action"). The Court retained jurisdiction solely for the purpose of determining any application for an award of attorneys' fees and reimbursement of expenses that might be made in the Action;

WHEREAS, on April 20, 2012 Plaintiff's counsel filed a petition seeking \$400,000 in attorneys' fees and expenses in the Action (the "Fee Petition");

WHEREAS, on June 4, 2012 the Action was consolidated with the following civil actions solely for the purpose of considering the fee petitions pending in each such action, including the Petition for Attorneys' Fees and Expenses in the Action: *Singh v. Navistar International Corporation, et al.*, C.A. No. 7222-CS, *City of Sunrise General Employees' Pension Plan v. Superior Energy Services, Inc., et al.*, C.A. No. 7224-CS, *Stead v. Franklin Resources, Inc., et al.*, C.A. No. 7223-CS, *Boilermakers Local 154 Retirement Fund v. priceline.com Incorporated, et al.*, C.A. No. 7216-CS, *Boilermakers Local 154 Retirement Fund, et al. v. Curtiss-Wright Corporation, et al.*, C.A. No. 7219-CS, *Laborers' Local No. 1174 Pension Fund v. SPX Corporation, et al.*, C.A. No. 7225-CS, *Neighbors v. Air Products & Chemicals, Inc., et al.*, C.A. No. 7240-CS, *Schellman v. Jack in the Box Inc., et al.*, C.A. No. 7274-CS, *Rebhun v. Calix, Inc., et al.*, C.A. No.

7444-CS, *Everhard v. Cameron International Corp., et al.*, C.A. No. 7415-CS, *Jones v. Fairchild Semiconductor International, Inc., et al.*, C.A. No. 7408-CS, and *City of Sunrise Firefighters' Retirement Fund v. Hittite Microwave Corp., et al.*, C.A. No. 7426-CS. The consolidated action is captioned as *In re Exclusive Forum Provision Mootness Fee Petitions*, Consol. C.A. No. 7216-CS (Del. Ch.).

WHEREAS, the parties to this Stipulation and Proposed Final Order have agreed, following arms'-length negotiations, to resolve the Fee Petition;

WHEREAS, the undersigned parties to this Stipulation and [Proposed] Final Order have agreed that no further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order;

NOW THEREFORE, the undersigned parties, by and through their counsel, hereby stipulate and agree as follows:

1. All claims for attorneys' fees and reimbursement of expenses in C.A. No. 7221-CS are fully and finally resolved;
2. The Fee Petition with respect to C.A. No. 7221-CS is dismissed with prejudice;
3. No further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order.

PRICKETT, JONES & ELLIOTT, P.A.

SKADDEN ARPS SLATE MEAGHER
& FLOM LLP

By: /s/ Paul A. Fioravanti, Jr.

Michael Hanrahan (ID No. 941)
Paul A. Fioravanti, Jr. (ID No. 3808)
Tanya E. Pino (ID No. 4298)
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Counsel for Plaintiffs

OF COUNSEL:

KESSLER TOPAZ MELTZER
& CHECK, LLP

Marc A. Topaz
Lee D. Rudy
Eric L. Zagar
Michael C. Wagner
James H. Miller
280 King of Prussia Road
Radnor, Pennsylvania 19087
(610) 667-7706

Dated: July 3, 2012

SO ORDERED:

By: /s/ Edward B. Micheletti

Edward B. Micheletti (ID No. 3794)
Cliff C. Gardner (ID No. 5295)
One Rodney Square
P.O. Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

*Counsel for the Defendants AutoNation, Inc.,
Michael J. Jackson, Robert J. Brown, Rick L.
Burdick, William C. Crowley, David B.
Edelson, Robert R. Grusky, Michael Larson,
Michael E. Maroone and Carlos A. Migoya*

Chancellor

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Leo E Strine

File & Serve

Transaction ID: 45144492

Current Date: Jul 03, 2012

Case Number: 7216-CS

Case Name: CONS W/ 7240, 7221, 7219, 7223, 7222, 7225, 7224, 7274, 7408, 7415, 7426, 7444-CS
IN RE EXCLUSIVE FORUM PROVISION MOOTNESS FEE PETITIONS

Court Authorizer: Leo E Strine

/s/ Judge Leo E Strine



GRANTED

EFiled: Jul 3 2012 3:13PM EDT
Transaction ID 45146481
Case No. 7216-CS



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE EXCLUSIVE FORUM PROVISION
MOOTNESS FEE PETITIONS

CONSOL. C.A. No. 7216-CS

STIPULATION AND [PROPOSED] FINAL ORDER

WHEREAS, on April 23, 2012, the Court granted the stipulated dismissal of claims challenging a director-enacted exclusive forum provision bylaws in *Schellman v. Jack in the Box Inc., et al.*, C.A. No. 7274-CS (the "Action"). The Court retained jurisdiction solely for the purpose of determining any application for an award of attorneys' fees and reimbursement of expenses that might be made in the Action;

WHEREAS, on April 20, 2012 Plaintiff's counsel filed a petition seeking \$400,000 in attorneys' fees and expenses in the Action (the "Fee Petition");

WHEREAS, on June 4, 2012 the Action was consolidated with the following civil actions solely for the purpose of considering the fee petitions pending in each such action, including the Petition for Attorneys' Fees and Expenses in the Action: *Sutton v. AutoNation, Inc., et al.*, C.A. No. 7221-CS, *Singh v. Navistar International Corporation, et al.*, C.A. No. 7222-CS, *City of Sunrise General Employees' Pension Plan v. Superior Energy Services, Inc., et al.*, C.A. No. 7224-CS, *Stead v. Franklin Resources, Inc., et al.*, C.A. No. 7223-CS, *Boilermakers Local 154 Retirement Fund v. priceline.com Incorporated, et al.*, C.A. No. 7216-CS, *Boilermakers Local 154 Retirement Fund, et al. v. Curtiss-Wright Corporation, et al.*, C.A. No. 7219-CS, *Laborers' Local No. 1174 Pension Fund v. SPX Corporation, et al.*, C.A. No. 7225-CS, *Schellman v. Jack in the Box Inc., et al.*, C.A. No. 7274-CS, *Rebhun v. Calix, Inc., et al.*, C.A. No. 7444-CS, *Everhard v. Cameron International Corp., et al.*, C.A. No. 7415-CS, *Jones v. Fairchild Semiconductor International, Inc., et al.*, C.A. No. 7408-CS, and *City of Sunrise*

Firefighters' Retirement Fund v. Hittite Microwave Corp., et al., C.A. No. 7426-CS. The consolidated action is captioned as *In re Exclusive Forum Provision Mootness Fee Petitions*, Consol. C.A. No. 7216-CS (Del. Ch.).

WHEREAS, the parties to this Stipulation and Proposed Final Order have agreed, following arms'-length negotiations, to resolve the Fee Petition;

WHEREAS, the undersigned parties to this Stipulation and [Proposed] Final Order have agreed that no further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order;

NOW THEREFORE, the undersigned parties, by and through their counsel, hereby stipulate and agree as follows:

1. All claims for attorneys' fees and reimbursement of expenses in C.A. No. 7274-CS are fully and finally resolved;
2. The Fee Petition with respect to C.A. No. 7274-CS is dismissed with prejudice;
3. No further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order.

DATED: July 3, 2012

PRICKETT, JONES & ELLIOTT, P.A.

POTTER ANDERSON & CORROON LLP

By: /s/ Paul A. Fioravanti, Jr.

Michael Hanrahan (ID No. 941)
Paul A. Fioravanti, Jr. (ID No. 3808)
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1310 N. King Street
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(302) 888-6500

Counsel for Plaintiffs

OF COUNSEL:

KESSLER TOPAZ MELTZER
& CHECK, LLP

Marc A. Topaz
Lee D. Rudy
Eric L. Zagar
Michael C. Wagner
James H. Miller
280 King of Prussia Road
Radnor, Pennsylvania 19087
(610) 667-7706

SO ORDERED:

By: /s/ Matthew J. Davis

Donald J. Wolfe, Jr. (ID No. 285)
Matthew F. Davis (ID No. 4696)
1313 N. Market Street
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*Counsel for Defendants Jack in the Box Inc.,
David L. Goebel, Murray H. Hutchison,
Linda A. Lang, Michael W. Murphy,
James M. Myers, David M. Tehle,
Winifred M. Webb, and John T. Wyatt
(C.A. No. 7274)*

Chancellor

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Leo E Strine

File & Serve

Transaction ID: 45144362

Current Date: Jul 03, 2012

Case Number: 7216-CS

Case Name: CONS W/ 7240, 7221, 7219, 7223, 7222, 7225, 7224, 7274, 7408, 7415, 7426, 7444-CS
IN RE EXCLUSIVE FORUM PROVISION MOOTNESS FEE PETITIONS

Court Authorizer: Leo E Strine

/s/ Judge Leo E Strine



GRANTED

EFiled: Jul 3 2012 3:14PM EDT
Transaction ID 45146505
Case No. 7216-CS



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE EXCLUSIVE FORUM PROVISION
MOOTNESS FEE PETITIONS

CONSOL. C.A. No. 7216-CS

STIPULATION AND [PROPOSED] FINAL ORDER

WHEREAS, on April 4, 2012, the Court granted the stipulated dismissal of claims challenging director-enacted exclusive forum provision bylaws in *Boilermakers Local 154 Retirement Fund, et al. v. Curtiss-Wright Corporation, et al.*, C.A. No. 7219-CS (the "Action"). The Court retained jurisdiction solely for the purpose of determining any application for an award of attorneys' fees and reimbursement of expenses that might be made in the Action;

WHEREAS, on April 20, 2012 Plaintiff's counsel filed a petition seeking \$400,000 in attorneys' fees and expenses in the Action (the "Fee Petition");

WHEREAS, on June 4, 2012 the Action was consolidated with the following civil actions solely for the purpose of considering the fee petitions pending in each such action, including the Petition for Attorneys' Fees and Expenses in the Action: *Sutton v. AutoNation, Inc., et al.*, C.A. No. 7221-CS, *Singh v. Navistar International Corporation, et al.*, C.A. No. 7222-CS, *Stead v. Franklin Resources, Inc., et al.*, C.A. No. 7223-CS *Boilermakers Local 154 Retirement Fund v. priceline.com Incorporated, et al.*, C.A. No. 7216-CS, *City of Sunrise General Employees' Pension Plan v. Superior Energy Services, Inc., et al.*, C.A. No. 7224-CS, *Laborers' Local No. 1174 Pension Fund v. SPX Corporation, et al.*, C.A. No. 7225-CS, *Neighbors v. Air Products & Chemicals, Inc., et al.*, C.A. No. 7240-CS, *Schellman v. Jack in the Box Inc., et al.*, C.A. No. 7274-CS, *Rebhun v. Calix, Inc., et al.*, C.A. No. 7444-CS, *Everhard v. Cameron International Corp., et al.*, C.A. No. 7415-CS, *Jones v. Fairchild Semiconductor International, Inc., et al.*, C.A. No. 7408-CS, and *City of Sunrise Firefighters' Retirement Fund v. Hittite*

Microwave Corp., et al., C.A. No. 7426-CS. The consolidated action is captioned as In re Exclusive Forum Provision Mootness Fee Petitions, Consol. C.A. No. 7216-CS (Del. Ch.).

WHEREAS, the parties to this Stipulation and Proposed Final Order have agreed, following arms'-length negotiations, to resolve the Fee Petition;

WHEREAS, the undersigned parties to this Stipulation and [Proposed] Final Order have agreed that no further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order;

NOW THEREFORE, the undersigned parties, by and through their counsel, hereby stipulate and agree as follows:

1. All claims for attorneys' fees and reimbursement of expenses in C.A. No. 7219-CS are fully and finally resolved;

2. The Fee Petition with respect to C.A. No. 7219-CS is dismissed with prejudice;

3. No further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order.

DATED: July 3, 2012

PRICKETT, JONES & ELLIOTT, P.A.

By: /s/ Paul A. Fioravanti, Jr.

Michael Hanrahan (ID No. 941)
Paul A. Fioravanti, Jr. (ID No. 3808)
Tanya E. Pino (ID No. 4298)
Kevin H. Davenport (ID No. 5327)
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Counsel for Plaintiffs

OF COUNSEL:

KESSLER TOPAZ MELTZER

& CHECK, LLP

Marc A. Topaz

Lee D. Rudy

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James H. Miller

280 King of Prussia Road

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(610) 667-7706

SO ORDERED:

SKADDEN ARPS SLATE MEAGHER
& FLOM LLP

By: /s/ Jennifer C. Voss

Jennifer C. Voss (ID No. 3747)
Cliff C. Gardner (ID No. 5295)
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*Counsel for Defendants Curtiss-Wright
Corporation, Martin R. Benante, S. Marce
Fuller, Allen A. Kozinski, William B. Mitchell,
John R. Myers, John B. Nathman, Robert J.
Rivet, William W. Sihler and Albert E. Smith*

Chancellor

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Leo E Strine

File & Serve

Transaction ID: 45144125

Current Date: Jul 03, 2012

Case Number: 7216-CS

Case Name: CONS W/ 7240, 7221, 7219, 7223, 7222, 7225, 7224, 7274, 7408, 7415, 7426, 7444-CS
IN RE EXCLUSIVE FORUM PROVISION MOOTNESS FEE PETITIONS

Court Authorizer: Leo E Strine

/s/ Judge Leo E Strine



GRANTED

EFiled: Jul 3 2012 3:15PM EDT
Transaction ID 45146549
Case No. 7216-CS



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE EXCLUSIVE FORUM PROVISION
MOOTNESS FEE PETITIONS

CONSOL. C.A. No. 7216-CS

STIPULATION AND [PROPOSED] FINAL ORDER

WHEREAS, on April 4, 2012, the Court granted the stipulated dismissal of claims challenging director-enacted exclusive forum provision bylaws in *Stead v. Franklin Resources, Inc., et al.*, C.A. No. 7223-CS (the "Action"). The Court retained jurisdiction solely for the purpose of determining any application for an award of attorneys' fees and reimbursement of expenses that might be made in the Action;

WHEREAS, on April 20, 2012 Plaintiff's counsel filed a petition seeking \$400,000 in attorneys' fees and expenses in the Action (the "Fee Petition");

WHEREAS, on June 4, 2012 the Action was consolidated with the following civil actions solely for the purpose of considering the fee petitions pending in each such action, including the Petition for Attorneys' Fees and Expenses in the Action: *Sutton v. AutoNation, Inc., et al.*, C.A. No. 7221-CS, *Singh v. Navistar International Corporation, et al.*, C.A. No. 7222-CS, *City of Sunrise General Employees' Pension Plan v. Superior Energy Services, Inc., et al.*, C.A. No. 7224-CS, *Boilermakers Local 154 Retirement Fund v. priceline.com Incorporated, et al.*, C.A. No. 7216-CS, *Laborers' Local No. 1174 Pension Fund v. SPX Corporation, et al.*, C.A. No. 7225-CS, *Boilermakers Local 154 Retirement Fund, et al. v. Curtiss-Wright Corporation, et al.*, C.A. No. 7219-CS, *Neighbors v. Air Products & Chemicals, Inc., et al.*, C.A. No. 7240-CS, *Schellman v. Jack in the Box Inc., et al.*, C.A. No. 7274-CS, *Rebhun v. Calix, Inc., et al.*, C.A. No. 7444-CS, *Everhard v. Cameron International Corp., et al.*, C.A. No. 7415-CS, *Jones v. Fairchild*

Semiconductor International, Inc., et al., C.A. No. 7408-CS, and City of Sunrise Firefighters' Retirement Fund v. Hittite Microwave Corp., et al., C.A. No. 7426-CS. The consolidated action is captioned as *In re Exclusive Forum Provision Mootness Fee Petitions*, Consol. C.A. No. 7216-CS (Del. Ch.).

WHEREAS, the parties to this Stipulation and Proposed Final Order have agreed, following arms'-length negotiations, to resolve the Fee Petition;

WHEREAS, the undersigned parties to this Stipulation and [Proposed] Final Order have agreed that no further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order;

NOW THEREFORE, the undersigned parties, by and through their counsel, hereby stipulate and agree as follows:

1. All claims for attorneys' fees and reimbursement of expenses in C.A. No. 7223-CS are fully and finally resolved;
2. The Fee Petition with respect to C.A. No. 7223-CS is dismissed with prejudice;
3. No further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order.

DATED: July 3, 2012

PRICKETT, JONES & ELLIOTT, P.A.

SKADDEN ARPS SLATE MEAGHER
& FLOM LLP

By: /s/ Paul A. Fioravanti, Jr.

Michael Hanrahan (ID No. 941)
Paul A. Fioravanti, Jr. (ID No. 3808)
Tanya E. Pino (ID No. 4298)
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Wilmington, Delaware 19801
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Counsel for Plaintiffs

OF COUNSEL:

KESSLER TOPAZ MELTZER
& CHECK, LLP

Marc A. Topaz
Lee D. Rudy
Eric L. Zagar
Michael C. Wagner
James H. Miller
280 King of Prussia Road
Radnor, Pennsylvania 19087
(610) 667-7706

SO ORDERED:

By: /s/ Karen L. Valihura

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One Rodney Square
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(302) 651-3000

*Counsel for Defendants Franklin Resources,
Inc., Samuel H. Armacost, Charles Crocker,
Joseph R. Hardiman, Charles B. Johnson,
Gregory E. Johnson, Rupert H. Johnson, Jr.,
Thomas H. Kean, Chutta Ratnathicam, Laura
Stein and Anne M. Tatlock*

Chancellor

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Leo E Strine

File & Serve

Transaction ID: 45140843

Current Date: Jul 03, 2012

Case Number: 7216-CS

Case Name: CONS W/ 7240, 7221, 7219, 7223, 7222, 7225, 7224, 7274, 7408, 7415, 7426, 7444-CS
IN RE EXCLUSIVE FORUM PROVISION MOOTNESS FEE PETITIONS

Court Authorizer: Leo E Strine

/s/ Judge Leo E Strine



GRANTED

EFiled: Jul 5 2012 11:34AM EDT
Transaction ID 45163200
Case No. 7216-CS



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE EXCLUSIVE FORUM PROVISION)
MOOTNESS FEE PETITIONS) CONSOL. C.A. No. 7216-CS
)

STIPULATION AND [PROPOSED] FINAL ORDER

WHEREAS, on April 4, 2012, the Court granted the stipulated dismissal of claims challenging director-enacted exclusive forum provision bylaws in *Singh v. Navistar International Corporation, et al.*, C.A. No. 7222-CS (the "Action"). The Court retained jurisdiction solely for the purpose of determining any application for an award of attorneys' fees and reimbursement of expenses that might be made in the Action;

WHEREAS, on April 20, 2012 Plaintiff's counsel filed a petition seeking \$400,000 in attorneys' fees and expenses in the Action (the "Fee Petition");

WHEREAS, on June 4, 2012 the Action was consolidated with the following civil actions solely for the purpose of considering the fee petitions pending in each such action, including the Petition for Attorneys' Fees and Expenses in the Action: *Boilermakers Local 154 Retirement Fund, et al. v. Curtiss-Wright Corporation, et al.*, C.A. No. 7219-CS, *Sutton v. AutoNation, Inc., et al.*, C.A. No. 7221-CS, *Stead v. Franklin Resources, Inc., et al.*, C.A. No. 7223-CS *Boilermakers Local 154 Retirement Fund v. priceline.com Incorporated, et al.*, C.A. No. 7216-CS, *City of Sunrise General Employees' Pension Plan v. Superior Energy Services, Inc., et al.*, C.A. No. 7224-CS, *Laborers' Local No. 1174 Pension Fund v. SPX Corporation, et al.*, C.A. No. 7225-CS, *Neighbors v. Air Products & Chemicals, Inc., et al.*, C.A. No. 7240-CS, *Schellman v. Jack in the Box Inc., et al.*, C.A. No. 7274-CS, *Rebhun v. Calix, Inc., et al.*, C.A. No. 7444-CS,

Everhard v. Cameron International Corp., et al., C.A. No. 7415-CS, Jones v. Fairchild Semiconductor International, Inc., et al., C.A. No. 7408-CS, and City of Sunrise Firefighters' Retirement Fund v. Hittite Microwave Corp., et al., C.A. No. 7426-CS. The consolidated action is captioned as *In re Exclusive Forum Provision Mootness Fee Petitions*, Consol. C.A. No. 7216-CS (Del. Ch.).

WHEREAS, the parties to this Stipulation and Proposed Final Order have agreed, following arms'-length negotiations, to resolve the Fee Petition;

WHEREAS, the undersigned parties to this Stipulation and [Proposed] Final Order have agreed that no further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order;

NOW THEREFORE, the undersigned parties, by and through their counsel, hereby stipulate and agree as follows:

1. All claims for attorneys' fees and reimbursement of expenses in C.A. No. 7222-CS are fully and finally resolved;
2. The Fee Petition with respect to C.A. No. 7222-CS is dismissed with prejudice;
3. No further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order.

DATED: July 5, 2012

PRICKETT, JONES & ELLIOTT, P.A.

By: /s/ Paul A. Fioravanti, Jr.

Michael Hanrahan (ID No. 941)
Paul A. Fioravanti, Jr. (ID No. 3808)
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(610) 667-7706

SO ORDERED:

SKADDEN ARPS SLATE MEAGHER
& FLOM LLP

By: /s/ Jennifer C. Voss

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Chancellor

CERTIFICATE OF SERVICE

I, Paul A. Fioravanti, Jr., do hereby certify that on this 5th day of July 2012, I caused a copy of the foregoing **Stipulation and [Proposed] Final Order** to be served via LexisNexis File and Serve upon the following counsel:

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/s/ Paul A. Fioravanti, Jr.

Paul A. Fioravanti, Jr.
(DE Bar I.D. #3808)

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Leo E Strine

File & Serve

Transaction ID: 45161577

Current Date: Jul 05, 2012

Case Number: 7216-CS

Case Name: CONS W/ 7240, 7221, 7219, 7223, 7222, 7225, 7224, 7274, 7408, 7415, 7426, 7444-CS
IN RE EXCLUSIVE FORUM PROVISION MOOTNESS FEE PETITIONS

Court Authorizer: Leo E Strine

/s/ Judge Leo E Strine



GRANTED

EFiled: Jul 5 2012 11:35AM EDT
Transaction ID 45163222
Case No. 7216-CS



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE EXCLUSIVE FORUM PROVISION
MOOTNESS FEE PETITIONS

CONSOL. C.A. No. 7216-CS

STIPULATION AND [PROPOSED] FINAL ORDER

WHEREAS, on April 4, 2012, the Court granted the stipulated dismissal of claims challenging director-enacted exclusive forum provision bylaws in *John N. Neighbors v. Air Products and Chemicals, Inc., et al.*, C.A. No. 7240-CS (the "Action"). The Court retained jurisdiction solely for the purpose of determining any application for an award of attorneys' fees and reimbursement of expenses that might be made in the Action;

WHEREAS, on April 20, 2012 Plaintiff's counsel filed a petition seeking \$400,000 in attorneys' fees and expenses in the Action (the "Fee Petition");

WHEREAS, on June 4, 2012 the Action was consolidated with the following civil actions solely for the purpose of considering the fee petitions pending in each such action, including the Petition for Attorneys' Fees and Expenses in the Action: *Sutton v. AutoNation, Inc., et al.*, C.A. No. 7221-CS, *Singh v. Navistar International Corporation, et al.*, C.A. No. 7222-CS, *City of Sunrise General Employees' Pension Plan v. Superior Energy Services, Inc., et al.*, C.A. No. 7224-CS, *Stead v. Franklin Resources, Inc., et al.*, C.A. No. 7223-CS, *Boilermakers Local 154 Retirement Fund v. priceline.com Incorporated, et al.*, C.A. No. 7216-CS, *Boilermakers Local 154 Retirement Fund, et al. v. Curtiss-Wright Corporation, et al.*, C.A. No. 7219-CS, *Laborers' Local No. 1174 Pension Fund v. SPX Corporation, et al.*, C.A. No. 7225-CS, *Schellman v. Jack in the Box Inc., et al.*, C.A. No. 7274-CS, *Rebhun v. Calix, Inc., et al.*, C.A. No. 7444-CS,

Everhard v. Cameron International Corp., et al., C.A. No. 7415-CS, *Jones v. Fairchild Semiconductor International, Inc., et al.*, C.A. No. 7408-CS, and *City of Sunrise Firefighters' Retirement Fund v. Hittite Microwave Corp., et al.*, C.A. No. 7426-CS. The consolidated action is captioned as *In re Exclusive Forum Provision Mootness Fee Petitions*, Consol. C.A. No. 7216-CS (Del. Ch.).

WHEREAS, the parties to this Stipulation and Proposed Final Order have agreed, following arms'-length negotiations, to resolve the Fee Petition;

WHEREAS, the undersigned parties to this Stipulation and [Proposed] Final Order have agreed that no further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order;

NOW THEREFORE, the undersigned parties, by and through their counsel, hereby stipulate and agree as follows:

1. All claims for attorneys' fees and reimbursement of expenses in C.A. No. 7240-CS are fully and finally resolved;
2. The Fee Petition with respect to C.A. No. 7240-CS is dismissed with prejudice;
3. No further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order.

DATED: July 5, 2012

PRICKETT, JONES & ELLIOTT, P.A.

By: /s/ Paul A. Fioravanti, Jr.
Michael Hanrahan (ID No. 941)
Paul A. Fioravanti, Jr. (ID No. 3808)
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SO ORDERED:

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Davis, III, Douglas W. Ford, Evert Henkes,
Margaret G. McGlynn and Susan K. Carter
(C.A. No. 7240)*

Chancellor

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Leo E Strine

File & Serve

Transaction ID: 45161101

Current Date: Jul 05, 2012

Case Number: 7216-CS

Case Name: CONS W/ 7240, 7221, 7219, 7223, 7222, 7225, 7224, 7274, 7408, 7415, 7426, 7444-CS
IN RE EXCLUSIVE FORUM PROVISION MOOTNESS FEE PETITIONS

Court Authorizer: Leo E Strine

/s/ Judge Leo E Strine



GRANTED

EFiled: Jul 5 2012 11:39AM EDT
Transaction ID 45163247
Case No. 7216-CS



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE EXCLUSIVE FORUM PROVISION)
MOOTNESS FEE PETITIONS) CONSOL. C.A. No. 7216-CS
)
)

STIPULATION AND [PROPOSED] FINAL ORDER

WHEREAS, on March 30, 2012, the Court granted the stipulated dismissal of claims challenging director-enacted exclusive forum provision bylaws in *Boilermakers Local 154 Retirement Fund v. priceline.com Incorporated, et al.*, C.A. No. 7216-CS (the "priceline.com Action"). The Court retained jurisdiction solely for the purpose of determining any application for an award of attorneys' fees and reimbursement of expenses that might be made in the priceline.com Action;

WHEREAS, on April 20, 2012 Plaintiff's counsel filed a petition seeking \$400,000 in attorneys' fees and expenses in the priceline.com Action (the "Fee Petition");

WHEREAS, on June 4, 2012 the priceline.com Action was consolidated with the following civil actions solely for the purpose of considering the fee petitions pending in each such action, including the Petition for Attorneys' Fees and Expenses in the priceline.com Action: *Boilermakers Local 154 Retirement Fund, et al. v. Curtiss-Wright Corporation, et al.*, C.A. No. 7219-CS, *Sutton v. AutoNation, Inc., et al.*, C.A. No. 7221-CS, *Singh v. Navistar International Corporation, et al.*, C.A. No. 7222-CS, *Stead v. Franklin Resources, Inc., et al.*, C.A. No. 7223-CS, *City of Sunrise General Employees' Pension Plan v. Superior Energy Services, Inc., et al.*, C.A. No. 7224-CS, *Laborers' Local No. 1174 Pension Fund v. SPX Corporation, et al.*, C.A. No. 7225-CS, *Neighbors v. Air Products & Chemicals, Inc., et al.*, C.A. No. 7240-CS, *Schellman v. Jack in the Box*

Inc., et al., C.A. No. 7274-CS, Rebhun v. Calix, Inc., et al., C.A. No. 7444-CS, Everhard v. Cameron International Corp., et al., C.A. No. 7415-CS, Jones v. Fairchild Semiconductor International, Inc., et al., C.A. No. 7408-CS, and City of Sunrise Firefighters' Retirement Fund v. Hittite Microwave Corp., et al., C.A. No. 7426-CS. The consolidated action is captioned as *In re Exclusive Forum Provision Mootness Fee Petitions*, Consol. C.A. No. 7216-CS (Del. Ch.).

WHEREAS, the parties to this Stipulation and Proposed Final Order have agreed, following arms'-length negotiations, to resolve the Fee Petition;

WHEREAS, the undersigned parties to this Stipulation and [Proposed] Final Order have agreed that no further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order;

NOW THEREFORE, the undersigned parties, by and through their counsel, hereby stipulate and agree as follows:

1. All claims for attorneys' fees and reimbursement of expenses pertaining to the priceline.com Action in C.A. No. 7216-CS are fully and finally resolved;
2. The Fee Petition with respect to the priceline.com Action in C.A. No. 7216-CS is dismissed with prejudice;
3. No further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order;

4. This Stipulation and Order applies solely to the individual priceline.com Action and does not affect any other fee petition or action consolidated into Consolidated C.A. No. 7216-CS.

DATED: July 3, 2012

PRICKETT, JONES & ELLIOTT, P.A.

SKADDEN ARPS SLATE MEAGHER
& FLOM LLP

By: /s/ Paul A. Fioravanti, Jr.
Michael Hanrahan (ID No. 941)
Paul A. Fioravanti, Jr. (ID No. 3808)
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Docter, Jeffrey E. Epstein, James M. Guyette,
Nancy B. Peretsman, and Craig W. Rydin*

SO ORDERED:

Chancellor

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Leo E Strine

File & Serve

Transaction ID: 45148510

Current Date: Jul 05, 2012

Case Number: 7216-CS

Case Name: CONS W/ 7240, 7221, 7219, 7223, 7222, 7225, 7224, 7274, 7408, 7415, 7426, 7444-CS
IN RE EXCLUSIVE FORUM PROVISION MOOTNESS FEE PETITIONS

Court Authorizer: Leo E Strine

/s/ Judge Leo E Strine



GRANTED

EFiled: Jul 5 2012 11:50AM EDT
Transaction ID 45163813
Case No. 7216-CS



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE EXCLUSIVE FORUM PROVISION
MOOTNESS FEE PETITIONS

CONSOL. C.A. No. 7216-CS

STIPULATION AND [PROPOSED] FINAL ORDER

WHEREAS, on April 4, 2012, the Court granted the stipulated dismissal of claims challenging director-enacted exclusive forum provision bylaws in *City of Sunrise General Employees' Pension Plan v. Superior Energy Services, Inc., et al.*, C.A. No. 7224-CS (the "Action"). The Court retained jurisdiction solely for the purpose of determining any application for an award of attorneys' fees and reimbursement of expenses that might be made in the Action;

WHEREAS, on April 20, 2012 Plaintiff's counsel filed a petition seeking \$400,000 in attorneys' fees and expenses in the Action (the "Fee Petition");

WHEREAS, on June 4, 2012 the Action was consolidated with the following civil actions solely for the purpose of considering the fee petitions pending in each such action, including the Petition for Attorneys' Fees and Expenses in the Action: *Sutton v. AutoNation, Inc., et al.*, C.A. No. 7221-CS, *Singh v. Navistar International Corporation, et al.*, C.A. No. 7222-CS, *Stead v. Franklin Resources, Inc., et al.*, C.A. No. 7223-CS, *Boilermakers Local 154 Retirement Fund v. priceline.com Incorporated, et al.*, C.A. No. 7216-CS, *Laborers' Local No. 1174 Pension Fund v. SPX Corporation, et al.*, C.A. No. 7225-CS, *Boilermakers Local 154 Retirement Fund, et al. v. Curtiss-Wright Corporation, et al.*, C.A. No. 7219-CS, *Neighbors v. Air Products & Chemicals, Inc., et al.*, C.A. No. 7240-CS, *Schellman v. Jack in the Box Inc., et al.*, C.A. No. 7274-CS, *Rebhun v. Calix,*

Inc., et al., C.A. No. 7444-CS, Everhard v. Cameron International Corp., et al., C.A. No. 7415-CS, Jones v. Fairchild Semiconductor International, Inc., et al., C.A. No. 7408-CS, and City of Sunrise Firefighters' Retirement Fund v. Hittite Microwave Corp., et al., C.A. No. 7426-CS. The consolidated action is captioned as *In re Exclusive Forum Provision Mootness Fee Petitions*, Consol. C.A. No. 7216-CS (Del. Ch.).

WHEREAS, the parties to this Stipulation and Proposed Final Order have agreed, following arms'-length negotiations, to resolve the Fee Petition;

WHEREAS, the undersigned parties to this Stipulation and [Proposed] Final Order have agreed that no further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order;

NOW THEREFORE, the undersigned parties, by and through their counsel, hereby stipulate and agree as follows:

1. All claims for attorneys' fees and reimbursement of expenses in C.A. No. 7224-CS are fully and finally resolved;
2. The Fee Petition with respect to C.A. No. 7224-CS is dismissed with prejudice;
3. No further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order.

DATED: July 5, 2012

PRICKETT, JONES & ELLIOTT, P.A.

By: /s/ Paul A. Fioravanti, Jr.
Michael Hanrahan (ID No. 941)
Paul A. Fioravanti, Jr. (ID No. 3808)
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SO ORDERED:

SKADDEN ARPS SLATE
MEAGHER & FLOM LLP

By: /s/ Edward B. Micheletti
Edward B. Micheletti (ID No. 3794)
Cliff C. Gardner (ID No. 5295)
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Energy Services, Inc., Harold J.
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M. Funk, Terence E. Hall, Ernest E.
"Wyn" Howard, III, Justin L. Sullivan
and David D. Dunlap*

Chancellor

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Leo E Strine

File & Serve

Transaction ID: 45162556

Current Date: Jul 05, 2012

Case Number: 7216-CS

Case Name: CONS W/ 7240, 7221, 7219, 7223, 7222, 7225, 7224, 7274, 7408, 7415, 7426, 7444-CS
IN RE EXCLUSIVE FORUM PROVISION MOOTNESS FEE PETITIONS

Court Authorizer: Leo E Strine

/s/ Judge Leo E Strine



GRANTED

EFiled: Jul 5 2012 2:06PM EDT
Transaction ID 45169993
Case No. 7216-CS



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE EXCLUSIVE FORUM PROVISION
MOOTNESS FEE PETITIONS

CONSOL. C.A. No. 7216-CS

STIPULATION AND [PROPOSED] FINAL ORDER

WHEREAS, on April 4, 2012, the Court granted the stipulated dismissal of claims challenging director-enacted exclusive forum provision bylaws in *Laborers' Local No. 1174 Pension Fund v. SPX Corporation, et al.*, C.A. No. 7225-CS (the "Action"). The Court retained jurisdiction solely for the purpose of determining any application for an award of attorneys' fees and reimbursement of expenses that might be made in the Action;

WHEREAS, on April 20, 2012 Plaintiff's counsel filed a petition seeking \$400,000 in attorneys' fees and expenses in the Action (the "Fee Petition");

WHEREAS, on June 4, 2012 the Action was consolidated with the following civil actions solely for the purpose of considering the fee petitions pending in each such action, including the Petition for Attorneys' Fees and Expenses in the Action: *Sutton v. AutoNation, Inc., et al.*, C.A. No. 7221-CS, *Singh v. Navistar International Corporation, et al.*, C.A. No. 7222-CS, *City of Sunrise General Employees' Pension Plan v. Superior Energy Services, Inc., et al.*, C.A. No. 7224-CS, *Stead v. Franklin Resources, Inc., et al.*, C.A. No. 7223-CS, *Boilermakers Local 154 Retirement Fund v. priceline.com Incorporated, et al.*, C.A. No. 7216-CS, *Boilermakers Local 154 Retirement Fund, et al. v. Curtiss-Wright Corporation, et al.*, C.A. No. 7219-CS, *Neighbors v. Air Products & Chemicals, Inc., et al.*, C.A. No. 7240-CS, *Schellman v. Jack in the Box Inc., et al.*, C.A. No. 7274-CS, *Rebhun v. Calix, Inc., et al.*, C.A. No. 7444-CS, *Everhard v. Cameron International Corp., et al.*, C.A. No. 7415-CS, *Jones v. Fairchild Semiconductor International, Inc., et al.*, C.A. No. 7408-CS, and *City of Sunrise Firefighters' Retirement Fund v.*

Hittite Microwave Corp., et al., C.A. No. 7426-CS. The consolidated action is captioned as In re Exclusive Forum Provision Mootness Fee Petitions, Consol. C.A. No. 7216-CS (Del. Ch.).

WHEREAS, the parties to this Stipulation and Proposed Final Order have agreed, following arms'-length negotiations, to resolve the Fee Petition;

WHEREAS, the undersigned parties to this Stipulation and [Proposed] Final Order have agreed that no further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order;

NOW THEREFORE, the undersigned parties, by and through their counsel, hereby stipulate and agree as follows:

1. All claims for attorneys' fees and reimbursement of expenses in C.A. No. 7225-CS are fully and finally resolved;

2. The Fee Petition with respect to C.A. No. 7225-CS is dismissed with prejudice;

3. No further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order.

DATED: July 5, 2012

PRICKETT, JONES & ELLIOTT, P.A.

DRINKER BIDDLE & REATH LLP

By: /s/ Paul A. Fioravanti, Jr.
Michael Hanrahan (ID No. 941)
Paul A. Fioravanti, Jr. (ID No. 3808)
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SO ORDERED:

Chancellor

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Leo E Strine

File & Serve

Transaction ID: 45163868

Current Date: Jul 05, 2012

Case Number: 7216-CS

Case Name: CONS W/ 7240, 7221, 7219, 7223, 7222, 7225, 7224, 7274, 7408, 7415, 7426, 7444-CS
IN RE EXCLUSIVE FORUM PROVISION MOOTNESS FEE PETITIONS

Court Authorizer: Leo E Strine

/s/ Judge Leo E Strine



GRANTED

EFiled: Jul 10 2012 11:26AM EDT
Transaction ID 45236314
Case No. 7216-CS



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE EXCLUSIVE FORUM PROVISION
MOOTNESS FEE PETITIONS

CONSOL. C.A. No. 7216-CS

STIPULATION AND [PROPOSED] FINAL ORDER

WHEREAS, on April 23, 2012, the Court granted the dismissal of claims in *Jones v. Fairchild Semiconductor International, Inc., et al.*, C.A. No. 7408-CS (the “Fairchild Action”);

WHEREAS, on May 21, 2012 the Court granted the stipulated dismissal of claims in *Everhard v. Cameron International Corp., et al.*, C.A. No. 7415-CS (the “Cameron Action”);

WHEREAS, on May 15, 2012, the Court granted the stipulated dismissal of claims in *Rebhun v. Calix, Inc., et al.*, C.A. No. 7444-CS (the “Calix Action” and collectively with the Fairchild Action and the Cameron Action the “Actions”);

WHEREAS, the Court retained jurisdiction in each of the Actions solely for the purpose of determining any application for an award of attorneys’ fees and reimbursement of expenses that might be made in each of the Actions;

WHEREAS, Plaintiffs’ counsel filed petitions seeking attorneys’ fees and expenses in each of the Actions (the “Fee Petitions”);

WHEREAS, on June 4, 2012 the Actions were consolidated with the following civil actions solely for the purpose of considering the fee petitions pending in each such action, including the Fee Petitions in the Actions: *Sutton v. AutoNation, Inc., et al.*, C.A. No. 7221-CS, *Singh v. Navistar International Corporation, et al.*, C.A. No. 7222-CS, *City of Sunrise General Employees’ Pension Plan v. Superior Energy Services, Inc., et al.*, C.A. No. 7224-CS, *Stead v. Franklin Resources, Inc., et al.*, C.A. No. 7223-CS, *Boilermakers Local 154 Retirement Fund v. priceline.com Incorporated, et al.*, C.A. No. 7216-CS, *Boilermakers Local 154 Retirement Fund*,

et al. v. Curtiss-Wright Corporation, et al., C.A. No. 7219-CS, Neighbors v. Air Products & Chemicals, Inc., et al., C.A. No. 7240-CS, Schellman v. Jack in the Box Inc., et al., C.A. No. 7274-CS, Laborers' Local No. 1174 Pension Fund v. SPX Corporation, et al., C.A. No. 7225-CS, and City of Sunrise Firefighters' Retirement Fund v. Hittite Microwave Corp., et al., C.A. No. 7426-CS. The consolidated action is captioned as *In re Exclusive Forum Provision Mootness Fee Petitions*, Consol. C.A. No. 7216-CS (Del. Ch.).

WHEREAS, the parties to this Stipulation and Proposed Final Order have agreed, following arms'-length negotiations, to resolve the Fee Petitions;

WHEREAS, the undersigned parties to this Stipulation and [Proposed] Final Order have agreed that no further litigation activity, including discovery, shall occur in the above-captioned action with respect to the undersigned parties to this Stipulation and [Proposed] Final Order;

NOW THEREFORE, the undersigned parties, by and through their counsel, hereby stipulate and agree as follows:

1. All claims for attorneys' fees and reimbursement of expenses in C.A. Nos. 7408-CS, 7415-CS and 7444-CS are fully and finally resolved;
2. The Fee Petitions with respect to C.A. Nos. 7408-CS, 7415-CS and 7444-CS are dismissed with prejudice.

DATED: July 10, 2012

PRICKETT, JONES & ELLIOTT, P.A.

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SO ORDERED:

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Chancellor

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Leo E Strine

File & Serve

Transaction ID: 45235690

Current Date: Jul 10, 2012

Case Number: 7216-CS

Case Name: CONS W/ 7240, 7221, 7219, 7223, 7222, 7225, 7224, 7274, 7408, 7415, 7426, 7444-CS
IN RE EXCLUSIVE FORUM PROVISION MOOTNESS FEE PETITIONS

Court Authorizer: Leo E Strine

/s/ Judge Leo E Strine