



GRANTED

EFiled: Feb 19 2016 01:03PM EST
Transaction ID 58599993
Case No. Multi Case



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

SUSAN VANCE, Individually and on)
behalf of all others similarly situated,)
)
Plaintiff,)

v.)

C.A. No. 11343-VCL

BOOKS-A-MILLION, INC., CLYDE)
B. ANDERSON, RONALD G.)
BRUNO, RONALD J. DOMANICO,)
EDWARD W. WILHELM,)
TERRENCE C. ANDERSON,)
FAMILY ACQUISITION)
HOLDINGS, INC., and FAMILY)
MERGER SUB, INC.,)
)
Defendants.)

JEAN-MARC ROUSSET, On Behalf)
of Himself and All Others Similarly)
Situated,)
)
Plaintiff,)

v.)

C.A. No. 11559-VCL

CLYDE B. ANDERSON, TERRENCE)
C. ANDERSON, RONALD G.)
BRUNO, RONALD J. DOMANICO,)
EDWARD W. WILHELM,)
TERRANCE G. FINLEY, R. TODD)
NODEN, JAMES F. TURNER,)
FAMILY ACQUISITION)
HOLDINGS, INC., and FAMILY)
MERGER SUB, INC.,)
)
Defendants.)

**[PROPOSED] ORDER FOR CONSOLIDATION AND APPOINTMENT OF
LEAD PLAINTIFF AND LEAD COUNSEL**

It appearing that the above-captioned actions involve the same subject matter and that the administration of justice would be best served by consolidating the actions,

IT IS HEREBY ORDERED this ____ day of _____, 2016:

1. The above-captioned actions shall be consolidated for all purposes (the “Consolidated Action”);

2. Hereafter, papers need only be filed in Civil Action No. 11343-VCL;

3. The caption for the Consolidated Action shall be:

IN RE BOOKS-A-MILLION, INC.) CONSOLIDATED
STOCKHOLDERS LITIGATION) C.A. NO. 11343-VCL

4. Plaintiff Jean-Marc Rousset is hereby designated as Lead Plaintiff.

5. The law firm of RIGRODSKY & LONG, P.A., 2 Righter Parkway, Suite 120, Wilmington, DE 19803 is hereby designated as Lead Counsel for Plaintiffs. Defendants take no position on the appointment of the Lead Plaintiff or Lead Counsel for Plaintiffs.

6. All documents previously filed to date in any of the cases consolidated herein are deemed part of the record in the Consolidated Action. The Complaint filed by Lead Plaintiff Rousset in C.A. No. 11559-VCL is hereby designate as the operative complaint.

7. Lead Counsel for Plaintiffs shall set policy for plaintiffs for the prosecution of this litigation, delegate and monitor the work performed by plaintiffs' attorneys to ensure that there is no duplication of effort or unnecessary expense, coordinate on behalf of plaintiffs the initiation and conduct of discovery proceedings, provide direction, supervision, and coordination of all activities of plaintiffs' counsel, and have the authority to negotiate a settlement, subject to approval of plaintiffs and the Court. Any agreement reached between counsel for defendants and Lead Counsel for Plaintiffs shall be binding on plaintiffs.

8. Lead Counsel for Plaintiffs shall assume the following powers and responsibilities on behalf of all plaintiffs:

- a. coordinate and direct the preparation of pleadings;
- b. coordinate and direct the briefing and argument of motions;
- c. coordinate and direct the conduct of discovery and other pretrial proceedings;
- d. coordinate and direct class certification proceedings;
- e. coordinate the selection of counsel to act as plaintiffs' spokesperson at pretrial conferences;
- f. call meetings of plaintiffs' counsel as they deem necessary and appropriate from time to time;

g. conduct any and all settlement negotiations with counsel for the defendants;

h. coordinate and direct the preparation for trial and trial of this matter, and to delegate work responsibilities to selected counsel as may be required; and

i. coordinate and direct any other matters concerning the prosecution or resolution of the Consolidated Action.

9. Lead Counsel for Plaintiffs shall be responsible for coordinating all activities and appearances on behalf of plaintiffs and for the dissemination of notices and Orders of this Court, as well as for communications to and from this Court. No motion, request for discovery, or other pretrial or trial proceedings shall be initiated or filed by any plaintiffs except through Lead Counsel for Plaintiffs.

10. This Order shall apply to this Consolidated Action and any future-filed actions relating to the subject matter of this case. When a case that properly belongs as part of the Consolidated Action is hereafter filed in this Court, the Court requests the assistance of counsel in calling to the attention of the Court the filing of any case which might properly be consolidated as part of the Consolidated Action, and counsel are to assist in assuring that counsel in subsequent actions receive notice of this Order.

Vice Chancellor

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: 58579357

Current Date: Feb 19, 2016

Case Number: Multi-Case

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/s/ **Judge Laster, J Travis**