



GRANTED

EFiled: Apr 29 2015 01:49PM EDT
Transaction ID 57155389
Case No. Multi-Case



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

HELENE LAX, Individually and on)
Behalf of All Others Similarly Situated,)

Plaintiff,)

v.)

C.A. No. 10741-VCN

ROBERT B. TOTH, MICHAEL GRAFF,)
FREDERICK C. FLYNN JR., WILLIAM)
DRIES, CHARLES L. CLOONEY,)
WILLIAM J. CHESSER, DAVID A.)
ROBERTS, CHRISTOPHER J.)
KEANEY, POLYPORE)
INTERNATIONAL, INC., ASAHI KASEI)
CORPORATION, and ESM HOLDINGS)
CORPORATION,)

Defendants.)

LAWRENCE PIROLLO, Individually and)
On Behalf of All Others Similarly Situated,)

Plaintiff,)

v.)

C.A. No. 10746-VCN

POLYPORE INTERNATIONAL, INC.,)
ROBERT B. TOTH, MICHAEL GRAFF,)
MICHAEL J. CHESSER, CHARLES L.)
COONEY, WILLIAM DRIES,)
FREDERICK C. FLYNN, JR.,)
CHRISTOPHER J. KEARNEY, DAVID A.)
ROBERTS, 3M COMPANY, ASAHI)
KASEI CORPORATION, and ESM)
HOLDINGS CORPORATION,)

Defendants.)

[ADDITIONAL CAPTIONS TO FOLLOW]

JEROME KOTT, Individually on Behalf)
of Himself, and All Others Similarly)
Situating,)

Plaintiff,)

v.)

C.A. No. 10752-VCN

MICHAEL GRAFF, CHRISTOPHER J.)
KEARNEY, WILLIAM DRIES,)
FREDERICK C. FLYNN, JR., MICHAEL)
CHESSER, CHARLES L. COONEY,)
DAVID A. ROBERTS, ROBERT B.)
TOTH, POLYPORE INTERNATIONAL)
INC., ASAHI KASEI CORPORATION,)
and ESM HOLDINGS CORPORATION,)

Defendants.)

DAVID ZABORNY, On Behalf of Himself)
and All Others Similarly Situating,)

Plaintiff,)

v.)

C.A. No. 10762-VCN

POLYPORE INTERNATIONAL, INC.,)
MICHAEL GRAFF, CHRISTOPHER J.)
KEARNEY, WILLIAM DRIES,)
FREDERICK C. FLYNN, JR., MICHAEL)
CHESSER, CHARLES L. COONEY,)
DAVID A. ROBERTS, ROBERT B. TOTH,)
ASAHI KASEI CORPORATION, and ESM)
HOLDINGS CORPORATION,)

Defendants.)

[ADDITIONAL CAPTIONS TO FOLLOW]

TERRY SCARDINA, Individually and on)
Behalf of All Others Similarly Situated,)

Plaintiff,)

v.)

C.A. No. 10777-VCN

MICHAEL GRAFF, CHRISTOPHER J.)
KEARNEY, WILLIAM DRIES,)
FREDERICK C. FLYNN, JR., MICHAEL)
CHESSEY, CHARLES L. COONEY,)
DAVID A. ROBERTS, ROBERT B.)
TOTH, 3M COMPANY, ASAHI KASEI)
CORPORATION, and ESM HOLDINGS)
CORPORATION,)

Defendants.)

THE POLICE RETIREMENT SYSTEM)
OF ST. LOUIS on Behalf of Itself and All)
Others Similarly Situated,)

Plaintiff,)

v.)

C.A. No. 10832-VCN

ROBERT B. TOTH, MICHAEL GRAFF,)
FREDERICK C. FLYNN, JR., WILLIAM)
DRIES, CHARLES L. COONEY,)
DAVID A. ROBERTS, MICHAEL)
CHESSEY, CHRISTOPHER J.)
KEARNEY, ASAHI KASEI)
CORPORATION, ESM HOLDINGS)
CORPORATION, and 3M COMPANY,)

Defendants.)

**[PROPOSED] ORDER OF CONSOLIDATION AND APPOINTMENT
OF PLAINTIFFS' CO-LEAD COUNSEL AND DELAWARE 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 _____, 2015:

1. The above-captioned actions shall be consolidated for all purposes and are referred to herein as the “Consolidated Action.”

2. Hereafter, papers need only be filed in Civil Action No. 10741-VCN.

3. The consolidated case caption shall be:

IN RE POLYPORE INTERNATIONAL,) CONSOLIDATED
INC. STOCKHOLDERS LITIGATION) C.A. No. 10741-VCN

4. The law firms of RIGRODSKY & LONG, P.A., 2 Righter Parkway, Suite 120, Wilmington, DE 19803, ROBBINS ARROYO LLP, 600 B. Street, Suite 1900, San Diego, CA 92101, and WOLF HALDENSTEIN ADLER FREEMAN & HERZ LLP, 270 Madison Avenue, New York, NY 10016 are designated as Co-Lead Counsel for Plaintiffs. The law firms of RIGRODSKY & LONG, P.A., 2 Righter Parkway, Suite 120, Wilmington, DE 19803 and ANDREWS & SPRINGER, LLC, 3801 Kennett Pike, Building C, Suite 305, Wilmington, DE 19807 are designated as Delaware Counsel for Plaintiffs.

5. All documents previously filed to date in any of the cases consolidated herein are deemed part of the record in the Consolidated Action. As soon as practicable, plaintiffs will file an amended consolidated complaint.

Defendants need not respond to any of the complaints currently pending in the constituent actions or any previously served discovery request directed to them.

6. Plaintiffs' Co-Lead Counsel, in consultation with Plaintiffs' Delaware Counsel, shall set policy for plaintiffs for the prosecution of this litigation, 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 any of Plaintiffs' Co-Lead Counsel shall be binding on the other plaintiffs.

7. Plaintiffs' Co-Lead Counsel, in consultation with Plaintiffs' Delaware Counsel, shall assume the following powers and responsibilities:

- 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 the 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 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.

8. Plaintiffs' Delaware Counsel 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 Plaintiffs' Delaware Counsel.

9. 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 the Court, this 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: 57146874

Current Date: Apr 29, 2015

Case Number: Multi-Case

Case Name: Multi-Case

Court Authorizer: Noble, John

/s/ **Judge Noble, John**