



GRANTED

EFiled: Oct 01 2014 03:33PM EDT
Transaction ID 56115321
Case No. Multi-Case



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

ERSTE-SPARINVEST)
KAPITALANLAGEGESELLSCHAFT)
M.B.H., On Behalf of Itself and All Others)
Similarly Situated,)

Plaintiff,)

v.)

C.A. No. 9909-VCN

SALIX PHARMACEUTICALS, LTD.,)
JOHN F. CHAPPELL, THOMAS W.)
D'ALONZO, WILLIAM P. KEANE,)
CAROLYN J. LOGAN, MARK A. SIRGO,)
COSMO PHARMACEUTICALS S.P.A.,)
COSMO TECHNOLOGIES LIMITED,)
AND SANGIOVESE, LLC,)

Defendants.)

MICHAEL M. CEBRIK, Individually and)
On Behalf of All Others Similarly Situated,)

Plaintiff,)

v.)

C.A. No. 10068-VCN

SALIX PHARMACEUTICALS, LTD.,)
THOMAS W. D'ALONZO, CAROLYN J.)
LOGAN, JOHN F. CHAPPELL, WILLIAM)
P. KEANE, MARK A. SIRGO, COSMO)
PHARMACEUTICALS S.P.A., COSMO)
TECHNOLOGIES LIMITED, and)
SANGIOVESE, LLC,)

Defendants.)

**[PROPOSED] ORDER CONSOLIDATING
THE ACTIONS AND APPOINTING CO-LEAD COUNSEL AND
DELAWARE COUNSEL FOR THE PLAINTIFF CLASS**

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 _____, 2014:

1. The above-captioned actions shall be consolidated for all purposes.
2. Hereafter, papers need only be filed in Civil Action No. 9909-VCN.
3. The consolidated case caption shall be:

IN RE SALIX PHARMACEUTICALS,) CONSOLIDATED
LTD. STOCKHOLDERS LITIGATION) C.A. No. 9909-VCN

4. The law firms of RIGRODSKY & LONG, P.A., 2 Righter Parkway, Suite 120, Wilmington, DE 19803 and LEVI & KORSINSKY LLP, 30 Broad Street, 24th Floor, New York, NY 10004 are designated as Co-Lead Counsel for Plaintiffs. Defendants take no position as to the appointment of Co-Lead Counsel.

5. The law firm of RIGRODSKY & LONG, P.A., 2 Righter Parkway, Suite 120, Wilmington, DE 19803 is hereby appointed as Delaware Counsel for Plaintiffs.

6. All papers and documents previously served and filed in any of the cases consolidated herein are deemed a part of the record in the consolidated action (the “Consolidated Action”). Defendants shall have no obligation to respond or

file an answer to the complaints filed in the actions. Following the filing of the Preliminary Proxy Statement, an amended complaint shall be filed in Civil Action No. 9909-VCN and shall be deemed the operative complaint.

7. Defendants' counsel may rely upon all agreements made with any member of the Co-lead Counsel, and such agreements shall be binding on all Plaintiffs.

8. Co-Lead Counsel 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, and provide supervision and coordination of the activities of Plaintiffs' counsel.

9. Co-Lead 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.

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 the Court, this Court requests the assistance of counsel in calling to the attention of the Court the filing or transfer 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: 56108829

Current Date: Oct 01, 2014

Case Number: Multi-Case

Case Name: Multi-Case

Court Authorizer: Noble, John

/s/ **Judge Noble, John**