



GRANTED

EFiled: Sep 11 2014 06:32PM EDT
Transaction ID 56022066
Case No. Multi-Case



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

SHAUN MCCRACKEN, on behalf of)
himself and all others similarly situated,)

Plaintiff,)

C.A. No. 10086-VCN

v.)

DANIEL G. WELCH, JEAN-JACQUES)
BIENAIME, LOUIS DRAPEAU, LARS)
EKMAN, JAMES I. HEALY, DAVID S.)
KABAKOFF, ANGUS C. RUSSELL,)
FRANK VERWIEL, INTERMUNE, INC.,)
ROCHE HOLDINGS, INC., and KLEE)
ACQUISITION CORPORATION,)

Defendants.)

JANINA MILLER, On Behalf of Herself)
and All Others Similarly Situated,)

Plaintiff,)

C.A. No. 10096-VCN

v.)

INTERMUNE, INC., DANIEL G.)
WELCH, JEAN-JACQUES BIENAIME,)
LOUIS DRAPEAU, LARS G. EKMAN,)
JAMES I. HEALY, DAVID S.)
KABAKOFF, ANGUS C. RUSSELL,)
FRANK VERWIEL, ROCHE)
HOLDINGS, INC., and KLEE)
ACQUISITION CORPORATION,)

Defendants.)

[ADDITIONAL CAPTION TO FOLLOW]

GLENN P. WAGNER, Individually and)	
on Behalf of all Others Similarly Situated ,)	
)	
Plaintiff,)	C.A. No. 10098-VCN
)	
v.)	
)	
INTERMUNE, INC., JEAN-JACQUES)	
BIENAIME, LOUIS DRAPEAU, LARS)	
EKMAN, JAMES I. HEALY, DAVID S.)	
KABAKOFF, ANGUS C. RUSSELL,)	
FRANK VERWIEL, DANIEL G.)	
WELCH, ROCHE HOLDINGS, INC., and)	
KLEE ACQUISITION CORPORATION,)	
)	
Defendants.)	

[PROPOSED] ORDER FOR CONSOLIDATION AND APPOINTMENT OF CO-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 _____, 2014:

1. The above-captioned actions shall be consolidated for all purposes.
2. Hereafter, papers need only be filed in Civil Action No. 10086-VCN (the “Consolidated Action”).

3. The consolidated case caption shall be:

IN RE INTERMUNE, INC.)	CONSOLIDATED
STOCKHOLDER LITIGATION)	C.A. No. 10086-VCN

4. 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 Co-Lead Counsel for Plaintiffs. Defendants have taken no position on the appointment of Co-Lead Counsel for Plaintiffs.

5. The law firms of KIRBY MCINERNEY LLP, 825 Third Avenue, 16th Floor, New York, NY 10022 and GLANCY BINKOW & GOLDBERG LLP, 1925 Century Park East, Suite 2100, Los Angeles, CA 90067 are hereby appointed as Members of Plaintiffs' Executive Committee. Defendants have taken no position on the appointment of Plaintiffs' Executive Committee.

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 Verified Class Action Complaint filed in C.A. No. 10098-VCN on September 5, 2014 is hereby deemed the operative complaint in the Consolidated Action. Defendants need not respond to the complaints filed in the constituent actions, and plaintiffs shall file a consolidated amended complaint as soon as practicable.

7. Co-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, and provide direction, supervision, and coordination of all the activities of plaintiffs' counsel. Any agreement reached between counsel for the defendants and Co-Lead Counsel for Plaintiffs shall be binding on all other plaintiffs.

8. Co-Lead Counsel for Plaintiffs 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.

9. When a case which 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 Noble

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: 56015905

Current Date: Sep 11, 2014

Case Number: Multi-Case

Case Name: Multi-Case

Court Authorizer: Noble, John

/s/ **Judge Noble, John**