



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

DAVID RIVERA, On Behalf of
Himself and All Others Similarly
Situated,

Plaintiff,

v.

DIRECTV, NEIL R. AUSTRIAN,
RALPH F. BOYD, JR., ABELARDO E.
BRU, DAVID B. DILLON, SAMUEL
A. DIPIAZZA, JR., DIXON R. DOLL,
CHARLES R. LEE, PETER A. LUND,
NANCY S. NEWCOMB, LORRIE
NORRINGTON, ANTHONY J.
VINCIQUERRA, MICHAEL WHITE,
AT&T INC., and STEAM MERGER
SUB LLC,

Defendants.

C.A. No. 9678-VCL

CHARLES ZIMMERMAN, On Behalf
of Himself and All Others Similarly
Situated,

Plaintiff,

v.

DIRECTV, NEIL R. AUSTRIAN,
RALPH F. BOYD, JR., ABELARDO E.
BRU, DAVID B. DILLON, SAMUEL
A. DIPIAZZA, JR., DIXON R. DOLL,
CHARLES R. LEE, PETER A. LUND,
NANCY S. NEWCOMB, LORRIE
NORRINGTON, ANTHONY J.
VINCIQUERRA, MICHAEL WHITE,
AT&T INC., and STEAM MERGER
SUB LLC,

Defendants.

C.A. No. 9696-VCL

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

CLIFFORD ELOW, On Behalf of
Himself and All Others Similarly
Situating,

Plaintiff,

v.

DIRECTV, NEIL R. AUSTRIAN,
RALPH F. BOYD, JR., ABELARDO E.
BRU, DAVID B. DILLON, SAMUEL
A. DIPIAZZA, JR., DIXON R. DOLL,
CHARLES R. LEE, PETER A. LUND,
NANCY S. NEWCOMB, LORRIE
NORRINGTON, ANTHONY J.
VINCIQUERRA, MICHAEL WHITE,
AT&T INC., and STEAM MERGER
SUB LLC,

Defendants.

C.A. No. 9708-VCL

JEFFRY JAUKEN, On Behalf of
Himself and All Others Similarly
Situating,

Plaintiff,

v.

DIRECTV, NEIL R. AUSTRIAN,
RALPH F. BOYD, JR., ABELARDO E.
BRU, DAVID B. DILLON, SAMUEL
A. DIPIAZZA, JR., DIXON R. DOLL,
CHARLES R. LEE, PETER A. LUND,
NANCY S. NEWCOMB, LORRIE
NORRINGTON, ANTHONY J.
VINCIQUERRA, MICHAEL WHITE,
AT&T INC., and STEAM MERGER
SUB LLC,

Defendants.

C.A. No. 9719-VCL

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

JOSEPH LIPOVICH, On Behalf of
Himself and All Others Similarly
Situated,

Plaintiff,

v.

DIRECTV, MICHAEL WHITE, NEIL
R. AUSTRIAN, RALPH F. BOYD, JR.,
ABELARDO E. BRU, DAVID B.
DILLON, SAMUEL A. DIPIAZZA,
JR., DIXON R. DOLL, CHARLES R.
LEE, PETER A. LUND, NANCY S.
NEWCOMB, LORRIE
NORRINGTON, ANTHONY J.
VINCIQUERRA, AT&T INC., and
STEAM MERGER SUB LLC,

Defendants.

C.A. No. 9721-VCL

THE FRAN RICHTER
IRREVOCABLE BYPASS TRUST and
BARRY RICHTER, On Behalf of
Themselves and All Others Similarly
Situated,

Plaintiffs,

v.

DIRECTV, NEIL R. AUSTRIAN,
RALPH F. BOYD, JR., ABELARDO E.
BRU, DAVID B. DILLON, SAMUEL
A. DIPIAZZA, JR., DIXON R. DOLL,
CHARLES R. LEE, PETER A. LUND,
NANCY S. NEWCOMB, LORRIE
NORRINGTON, ANTHONY J.
VINCIQUERRA, MICHAEL WHITE,
AT&T INC., and STEAM MERGER
SUB LLC,

Defendants.

C.A. No. 9811-VCL

**ORDER CONSOLIDATING
THE ACTIONS AND APPOINTING LEAD PLAINTIFF AND LEAD
COUNSEL AND ADDITIONAL 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 21st day of July, 2014:

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. 9678-VCL.

3. The caption of the consolidated action shall be as follows:

IN RE DIRECTV) CONSOLIDATED
STOCKHOLDER LITIGATION) C.A. No. 9678-VCL

4. The law firms of FARUQI & FARUQI, LLP, 20 Montchanin Road, Suite 145 Wilmington, DE 19807 and 369 Lexington Ave., Tenth Floor, New York, NY 10017, and RIGRODSKY & LONG, P.A., 2 Righter Parkway, Suite 120, Wilmington, DE 19803, are hereby designated as Lead Counsel. In the event of disagreement between the lead counsel firms, the decision of RIGRODSKY & LONG, P.A., shall control. Defendants take no position as to the appointment of Lead Counsel.

5. The law firms of LEVI & KORSINSKY, LLP, 1101 30th NW, Suite 115, Washington, DC 20007, MILBERG, LLP, One Pennsylvania Avenue, 49th

Floor, New York, NY 10019, ROBBINS ARROYO, LLP, 600 B Street, Suite 1900, San Diego, CA 92101, WEISSLAW, LLP, 1500 Broadway, 16th Floor, New York, NY 10036, KIRBY McINERNEY LLP, 825 Third Avenue, 16th Floor, New York, NY 10022 and O'KELLY ERNST & BIELLI, LLC, 901 N. Market Street, Suite 1000, Wilmington, Delaware 19801 are hereby designated as Additional Counsel. Defendants take no position as to the appointment of Additional Counsel.

6. Charles Zimmerman is hereby designated Lead Plaintiff. Plaintiffs Clifford Elow, Jeffrey Jauken, Joseph Lipovich, the Fran Richter Irrevocable Bypass Trust and Barry Richter are hereby designated Additional Plaintiffs. Defendants take no position as to the designation of Lead Plaintiff and/or Additional Plaintiffs.

7. All documents previously filed to date in any of the cases consolidated herein are deemed filed and are a part of the record in the Consolidated Action. Defendants accept service of the complaints filed in the above-captioned actions, but Defendants shall have no obligation to respond or file an answer to the complaints filed in the actions or to respond to any discovery requests propounded in the actions. A consolidated amended complaint shall be filed in the Consolidated Action and shall be deemed the operative complaint and shall supersede all previous complaints filed in any of the above-captioned actions

or any other action subsequently consolidated herewith. Defendants shall answer or move to dismiss the consolidated amended complaint within thirty (30) days of the filing of the consolidated amended complaint and all discovery shall be stayed pending resolution of any motion(s) to dismiss and/or the filing of any answer(s) to the consolidated amended complaint.

8. Lead Counsel, in consultation with Additional 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 supervision and coordination of the activities of plaintiffs' counsel. Lead Counsel shall 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 shall be binding on the other plaintiffs.

9. Lead Counsel, in consultation with Additional 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 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.

10. This Order shall apply to this Consolidated Action and any future-filed or subsequently-transferred 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 Lead 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 Lead Counsel are to assist in assuring that counsel in subsequent actions receive notice of this Order.



Vice Chancellor J. Travis Laster