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Plaintiff Bucks County Employees' Retirement System*

[Additional Counsel on Signature Page.]

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION**

IN RE ALPHABET, INC., SHAREHOLDER) CONSOLIDATED
DERIVATIVE LITIGATION) Case No. 3:21-cv-09388
)
_____)

ORDER APPOINTING CO-LEAD PLAINTIFFS AND LEAD COUNSEL

1 WHEREAS, on December 3, 2021, Plaintiff Bucks County Employees' Retirement
2 System ("Bucks County"), on behalf of Nominal Defendant Alphabet, Inc. ("Alphabet"), filed a
3 Verified Stockholder Derivative Complaint partially under seal, against certain directors and
4 officers of Alphabet;

5 WHEREAS, on December 3, 2021, Plaintiff Police and Fire Retirement System of the
6 City of Detroit ("Detroit") (Detroit and Bucks County are together referred to herein as
7 "Plaintiffs"), on behalf of Nominal Defendant Alphabet, filed a Verified Stockholder Derivative
8 Complaint partially under seal, against certain directors and officers of Alphabet (the "Detroit
9 Complaint");

10 WHEREAS, the parties agreed that consolidation of the above-captioned actions is
11 appropriate under Fed. R. Civ. P. 42(a), which provides: "If actions before the court involve a
12 common question of law or fact, the court may: (1) join for hearing or trial any or all matters at
13 issue in the actions; (2) consolidate the actions; or (3) issue any other orders to avoid unnecessary
14 cost or delay" and filed a Stipulation for Consolidation, which was ordered separately;

15 WHEREAS, Bucks County and Detroit believe that the organization of Co-Lead
16 Plaintiffs' counsel and appointment of Lead Counsel is appropriate to ensure that the actions are
17 prosecuted effectively and efficiently;

18 WHEREAS, for the reasons stated in Bucks County's and Detroit's Unopposed
19 Administrative Motion for Appointing Co-Lead Plaintiffs and Lead Counsel, and for good cause
20 shown;

21 IT IS HEREBY ORDERED, this _____ day of _____, 2021:

22 1. Bucks County and Detroit are appointed Co-Lead Plaintiffs in the consolidated
23 action, *In re Alphabet, Inc. Stockholder Derivative Litigation*, Consolidated Case No. 5:21-cv-
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09388 (the “Consolidated Action”);

2. The law firm of Scott+Scott Attorneys at Law LLP, 600 W. Broadway, Suite 3300, San Diego, CA 92101, is appointed Co-Lead Plaintiffs’ Lead Counsel in the Consolidated Action;¹

3. Co-Lead Plaintiffs’ Lead 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 in 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 Co-Lead Plaintiffs’ Lead Counsel shall be binding on the other Plaintiffs;

4. Co-Lead Plaintiffs’ 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 the selection of counsel to act as Plaintiffs’ spokesperson at pretrial conferences;
- e) call meetings of Plaintiffs’ counsel as they deem necessary and appropriate from time to time;
- f) conduct any and all settlement negotiations with counsel for Defendants;

¹ Defendants take no position on the appointment of Plaintiffs’ Lead Counsel.

1 g) coordinate and direct the preparation for trial and trial of the Consolidated
2 Action, and delegate work responsibilities to selected counsel as may be required; and

3 h) coordinate and direct any other matters concerning the prosecution or
4 resolution of the Consolidated Action;

5 5. Co-Lead Plaintiffs' Lead Counsel shall also be responsible for coordinating all
6 activities and appearances on behalf of Plaintiffs and for the dissemination of notices and orders
7 of this Court, as well as for communications to and from this Court. No motion, request for
8 discovery, or other pretrial or trial proceedings shall be initiated or filed by any Plaintiff except
9 through Co-Lead Plaintiffs' Lead Counsel.
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11 6. Nothing herein shall be construed as a waiver of any party's rights or positions in
12 law or in equity, or as a waiver of any defenses that any party would otherwise have, and the
13 parties reserve all such rights.
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15 Dated: December 8, 2021

16 SO ORDERED:

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18 UNITED STATES DISTRICT COURT JUDGE