



**GRANTED**

EFiled: Mar 24 2014 05:03PM EDT  
Transaction ID 55196075  
Case No. Multi Case



**IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE**

AARON WALLIS, Individually and On Behalf of )  
All Others Similarly Situated, )

Plaintiff, )

v. )

C.A. No. 9369-VCL

LCA-VISION INC., MICHAEL J. )  
CELEBREZZE, WILLIAM F. BAHL, JOHN C. )  
HASSAN, EDGAR F. HEIZER, III, JAMES C. )  
WACHTMAN, E. ANTHONY WOODS, )  
PHOTOMEDEX, INC., and GATORADE )  
ACQUISITION CORP., )

Defendants. )

ROBERT J. SMITH, Individually and On )  
Behalf of All Others Similarly Situated, )

Plaintiff, )

v. )

C.A. No. 9406-VCL

LCA-VISION INC., ANTHONY WOODS, )  
WILLIAM F. BAHL, JOHN C. HASSAN, )  
EDGAR F. HEIZER III, JAMES C. )  
WACHTMAN, MICHAEL CELEBREZZE, )  
PHOTOMEDEX, INC., and GATORADE )  
ACQUISITION CORP., )

Defendants. )

**[PROPOSED] ORDER OF 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 and are

referred to herein as the “Consolidated Action.”

2. Hereafter, papers need only be filed in Civil Action No. 9369-VCL.

3. The consolidated case caption shall be:

IN RE LCA-VISION INC.	)	CONSOLIDATED
STOCKHOLDERS LITIGATION	)	C.A. NO. 9369-VCL

4. The law firms of RIGRODSKY & LONG, P.A., 2 Righter Parkway, Suite 120, Wilmington, Delaware 19803 and KAHN SWICK & FOTI, LLC, 250 Park Avenue, Suite 2040, New York, New York 10177 are hereby appointed as Co-Lead Counsel for Plaintiffs. The law firm of RIGRODSKY & LONG, P.A., 2 Righter Parkway, Suite 120, Wilmington, Delaware 19803 shall serve as Plaintiffs’ Liaison Counsel.

5. All documents previously filed to date in any of the cases consolidated herein are deemed a part of the record in the Consolidated Action. As soon as practicable, Plaintiffs may file an amended complaint, or designate one of the pending complaints as operative. Unless one is designated as operative, Defendants need not respond to any of the complaints currently pending in the constituent actions.

6. Co-Lead Counsel for Plaintiffs 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 Co-Lead Counsel for Plaintiffs shall be binding on the other Co-Lead Counsel and Plaintiffs.

7. 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.

8. Plaintiffs' Liaison 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' Liaison 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.

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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:** 55127208

**Current Date:** Mar 24, 2014

**Case Number:** Multi-Case

**Case Name:** Multi-Case

**Court Authorizer:** Laster, J Travis

/s/ **Judge Laster, J Travis**