



GRANTED

EFiled: Dec 21 2016 12:46PM EST
Transaction ID 59982271
Case No. Multi Case



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

THE VLADIMIR GUSINSKY LIVING)
TRUST, Individually and On Behalf of)
All Others Similarly Situated,)

Plaintiff,)

C.A. No. 12957-VCS)

v.)

B/E AEROSPACE, INC., AMIN J.)
KHOURY, JAMES F. ALBAUGH,)
DAVID J. ANDERSON, RICHARD G.)
HAMERMESH, WERNER)
LIEBERHERR, JONATHAN M.)
SCHOFIELD, MARY M.)
VANDEWEGHE, JOHN T. WHATES,)
ROCKWELL COLLINS, INC., and)
QUARTERBACK MERGER SUB)
CORP.,)

Defendants.)

SHARON KLEIN, individually and on)
behalf of all others similarly situated,)

Plaintiff,)

C.A. No. 12969-VCS)

v.)

B/E AEROSPACE, INC., AMIN J.)
KHOURY, JAMES F. ALBAUGH,)
DAVID J. ANDERSON, RICHARD G.)
HAMERMESH, WERNER)
LIEBERHERR, JONATHAN M.)
SCHOFIELD, MARY M.)
VANDEWEGHE, and JOHN T.)
WHATES,)

Defendants.)

**[PROPOSED] ORDER OF CONSOLIDATION AND
APPOINTMENT OF CO-LEAD AND LIAISON 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 _____, 2016:

1. The above-captioned actions shall be consolidated for all purposes (the “Consolidated Action”).

2. Hereafter, papers need only be filed in Civil Action No. 12957-VCS.

3. The caption of the Consolidated Action shall be:

IN RE B/E AEROSPACE, INC.)	CONSOLIDATED
STOCKHOLDER LITIGATION)	C.A. No. 12957-VCS

4. The law firms of RIGRODSKY & LONG, P.A., 2 Righter Parkway, Suite 120, Wilmington, DE 19803 and LEVI & KORSINSKY LLP, 1101 30th Street, NW, Suite 115, Washington, DC 20007 are designated as Co-Lead Counsel for Plaintiffs. The law firm of RIGRODSKY & LONG, P.A., 2 Righter Parkway, Suite 120, Wilmington, DE 19803 is designated as Liaison Counsel for Plaintiffs.

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. The Verified Class Action Complaint filed on December 1, 2016 in Civil Action No. 12957-VCS is hereby deemed the operative complaint in the Consolidated Action and shall

supersede all complaints filed in any of the above-captioned actions or any other action subsequently consolidated therewith. Additionally, Plaintiff's First Request for the Production of Documents and Things to All Defendants served in Civil Action No. 12957-VCS are hereby deemed the operative document requests in the Consolidated Action.

7. Plaintiffs' 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, provide direction, supervision, and coordination of all the 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 shall be binding on other Plaintiffs' counsel and Plaintiffs.

8. Plaintiffs' 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 as appropriate under the circumstances, or authorized by further order(s) of the Court.

9. 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 Liaison Counsel.

10. This Order shall govern all subsequently filed actions pertaining to or arising from the same facts and circumstances as those set forth in the above-captioned actions.

11. 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.

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: 59967327

Current Date: Dec 21, 2016

Case Number: Multi-Case

Case Name: Multi-Case

Court Authorizer: Slights, Joseph

/s/ **Judge Slights, Joseph**