



GRANTED

EFiled: May 31 2016 11:02AM EDT
Transaction ID 59073401
Case No. Multi-Case



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

VICTORIA SHAEV, Derivatively on)
Behalf of FREEPORT MCMORAN,)
INC.,)

Plaintiff,)

v.)

C.A. No. 11942-VCL

ROBERT J. ALLISON, JR., ALAN R.)
BUCKWALTER, III, ROBERT A.)
DAY, GERALD J. FORD, THOMAS)
A. FRY, III, H. DEVON GRAHAM,)
JR., LYDIA H. KENNARD,)
CHARLES C. KRULAK, BOBBY)
LEE LACKEY, ANDREW)
LANGHAM, JON C. MADONNA,)
COURTNEY MATHER, DUSTAN E.)
MCCOY, STEPHEN H. SEIGELE,)
FRANCES FRAGOS TOWNSEND,)

Defendants,)

and)

FREEPORT-MCMORAN, INC.,)

Nominal Defendant.)

NAVIN SHAH, derivatively on behalf)
of FREEPORT-MCMORAN INC.,)

Plaintiff,)

v.)

C.A. No. 12272-VCL

ROBERT J. ALLISON, JR., ALAN R.)

BUCKWALTER, III, ROBERT A.)

DAY, GERALD J. FORD, THOMAS)

A. FRY, III,)

H. DEVON GRAHAM, JR., LYDIA)

H. KENNARD, CHARLES C.)

KRULAK, BOBBY LEE LACKEY,)

ANDREW LANGHAM, JON C.)

MADONNA, COURTNEY MATHER,)

DUSTAN E. MCCOY, STEPHEN H.)

SEIGELE, FRANCES FRAGOS)

TOWNSEND,)

Defendants,)

and)

FREEPORT-MCMORAN INC.,)

Nominal Defendant.)

[PROPOSED] ORDER FOR CONSOLIDATION AND APPOINTMENT OF CO-LEAD AND DELAWARE 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. 11942-VCL;

3. The caption for the Consolidated Action shall be:

IN RE FREEPORT-MCMORAN, INC.)	CONSOLIDATED
STOCKHOLDERS DERIVATIVE)	C.A. NO. 11942-VCL
LITIGATION)	

4. The law firms of RIGRODSKY & LONG, P.A., 2 Righter Parkway, Suite 120, Wilmington, DE 19803 and WOLF HALDENSTEIN ADLER FREEMAN & HERZ LLP are hereby designated as Co-Lead Counsel for Plaintiffs. Defendants take no position on the appointment of the Co-Lead Counsel for Plaintiffs.

5. The law firm of RIGRODSKY & LONG, P.A., 2 Righter Parkway, Suite 120, Wilmington, DE 19803 is hereby designated as Delaware Counsel for Plaintiffs. Defendants take no position on the appointment of the Delaware Counsel for Plaintiffs.

6. All documents previously filed to date in any of the cases consolidated herein are deemed part of the record in the Consolidated Action. The Verified Stockholder Derivative Complaint filed by Plaintiff Navin Shah in C.A. No. 12272-VCL is hereby designated as the operative complaint until a consolidated complaint is filed in the Consolidated Action. Defendants shall have

no obligation to respond to the existing complaints. Upon the filing of a consolidated complaint, the parties will discuss a schedule for Defendants' responses to the consolidated complaint.

7. Co-Lead Counsel for Plaintiffs, in consultation with Delaware 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 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 plaintiffs.

8. Co-Lead Counsel for Plaintiffs, in consultation with Delaware Counsel, shall assume the following powers and responsibilities on behalf of all plaintiffs:

- 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.

9. Delaware Counsel for Plaintiffs 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 Delaware Counsel for Plaintiffs.

10. 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 this Court, the 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 Laster

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: 59025283

Current Date: May 31, 2016

Case Number: Multi-Case

Case Name: Multi-Case

Court Authorizer: Laster, J Travis

/s/ Judge Laster, J Travis