



GRANTED

EFiled: Oct 19 2016 02:38PM EDT
Transaction ID 59719801
Case No. Multi-Case



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

CITY OF RIVIERA BEACH POLICE PENSION
FUND,

Plaintiff,

v.

ELON MUSK, ANTONIO J. GRACIAS, ROBYN
M. DENHOLM, KIMBAL MUSK, STEVE
JURVETSON, IRA EHRENPREIS, BRAD W.
BUSS, J.B. STRAUBEL, LYNDON RIVE, PETER
RIVE, D SUBSIDIARY, INC., AND SOLARCITY,
INC.,

Defendants,

and

TESLA MOTORS, INC.,

Nominal Defendant.

C.A. No. 12711-VCS

ELLEN PRASINOS, derivatively on behalf of
Nominal Defendant TESLA MOTORS, INC.,

Plaintiff,

v.

ELON MUSK, BRAD W. BUSS, ROBYN M.
DENHOLM, IRA EHRENPREIS, ANTONIO J.
GRACIAS, STEPHEN T. JURVETSON, KIMBAL
MUSK, LYNDON RIVE, PETER RIVE, JOHN H.
N. FISHER, JEFFREY B. STRAUBEL, D
SUBSIDIARY, INC., AND SOLARCITY
CORPORATION,

Defendants,

C.A. No. 12723-VCS

and

TESLA MOTORS, INC.,

Nominal Defendant.

ARKANSAS TEACHER RETIREMENT SYSTEM, BOSTON RETIREMENT SYSTEM, ROOFERS LOCAL 149 PENSION FUND, OKLAHOMA FIREFIGHTERS PENSION AND RETIREMENT SYSTEM, KBC ASSET MANAGEMENT NV, ERSTE-SPARINVEST KAPITALANLAGEGESELLSCHAFT M.B.H., STICHTING BLUE SKY ACTIVE LARGE CAP EQUITY FUND USA, FELIX ROVELLI, and AARON ROCKE, on behalf of themselves and all other similarly situated stockholders of TESLA MOTORS, INC., and derivatively on behalf of Nominal Defendant TESLA MOTORS, INC.,

Plaintiffs,

v.

ELON MUSK, BRAD W. BUSS, ROBYN M. DENHOLM, IRA EHRENPREIS, ANTONIO J. GRACIAS, STEPHEN T. JURVETSON, and KIMBAL MUSK,

Defendants,

and

TESLA MOTORS, INC.,

Nominal Defendant.

C.A. No. 12740-VCS

P. EVAN STEPHENS, Individually
and on Behalf of All Others Similarly Situated and
Derivatively on Behalf of TESLA MOTORS, INC.,

Plaintiff,

v.

ELON MUSK, ANTONIO J.
GRACIAS, KIMBAL MUSK, IRA EHRENPREIS,
STEPHEN T. JURVETSON, BRAD W. BUSS, and
ROBYN M. DENHOLM,

Defendants,

-and-

TESLA MOTORS, INC., a Delaware corporation,

Nominal Defendant.

PYARE DIWANA, on behalf of himself and all
other similarly situated stockholders of TESLA
MOTORS,
INC., and derivatively on behalf TESLA
MOTORS, INC.,

Plaintiff,

v.

ELON MUSK, BRAD W. BUSS,
ROBYN M. DENHOLM, IRA
EHRENPREIS, ANTONIO J.
GRACIAS, STEPHEN T.
JURVETSON, KIMBAL MUSK,
LYNDON RIVE, PETER RIVE, JOHN
H. N. FISHER, JEFFREY B.
STRAUBEL, NANCY E. PFUND,

C.A. No. 12745-VCS

C.A. No. 12796-VCS

THE GOLDMAN SACHS GROUP,
INC., EVERCORE GROUP L.L.C., D
SUBSIDIARY, INC., and SOLARCITY
CORPORATION,

Defendants,

-and-

TESLA MOTORS, INC., a Delaware
Corporation,

Nominal Defendant.

NAM T. NGUYEN, individually and on behalf of
all others similarly situated stockholders of Tesla
Motors Inc. and derivatively on behalf of Tesla
Motors Inc., nominal defendant,

Plaintiff,

v.

ELON MUSK, *et al.*,

Defendants,

-and-

TESLA MOTORS, INC., a Delaware corporation,

Nominal Defendant.

THOMAS J. WOLF, on behalf of himself and all
other similarly situated stockholders of TESLA
MOTORS, INC., and derivatively on behalf TESLA
MOTORS, INC.,

Plaintiff,

v.

C.A. No. 12804-VCS

C.A. No. 12805-VCS

ELON MUSK, BRAD W. BUSS, ROBYN M. DENHOLM, IRA EHRENPREIS, ANTONIO J. GRACIAS, STEPHEN T. JURVETSON, KIMBAL MUSK, LYNDON RIVE, PETER RIVE, JOHN H. N. FISHER, JEFFREY B. STRAUBEL, NANCY E. PFUND, THE GOLDMAN SACHS GROUP, INC., EVERCORE GROUP L.L.C., D SUBSIDIARY, INC., and SOLARCITY CORPORATION,

Defendants,

-and-

TESLA MOTORS, INC., a Delaware Corporation,

Nominal Defendant.

AMENDED [PROPOSED] ORDER OF CONSOLIDATION

WHEREAS, the above-captioned actions relate to the same subject matter;

WHEREAS, the Court has previously determined that the administration of justice would be best served by consolidating the above-captioned actions;

IT IS HEREBY ORDERED:

1. The above-captioned actions shall be consolidated for all purposes.
2. Hereafter, papers need only be filed in C.A. No. 12711-VCS (the “Consolidated Action”).

3. The caption of the Consolidated Action shall be:

IN RE TESLA MOTORS, INC. STOCKHOLDER) Consolidated
LITIGATION) C.A. No. 12711-VCS

4. All documents filed to date in each of the cases consolidated herein are deemed a part of the record in the Consolidated Action.

5. This Order shall apply to this Consolidated Action and any future actions filed in this Court 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, 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.

6. Defendants shall have no obligation to respond to any complaint filed or discovery served in the above-captioned actions or any other action subsequently consolidated herewith. A consolidated amended complaint shall be filed in the Consolidated Action and shall be deemed the operative complaint or one of the complaints shall be designated as the operative complaint, and the operative complaint shall supersede all previous complaints filed in any of the Actions or any other action subsequently consolidated herewith. After filing or

designation of the operative complaint, the parties shall confer regarding the timing of the response to the operative complaint.

SO ORDERED this ____ day of October 2016.

Vice Chancellor Joseph R. Slights, III

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: 59706525

Current Date: Oct 19, 2016

Case Number: Multi-Case

Case Name: Multi-Case

Court Authorizer: Slights, Joseph

/s/ **Judge Slights, Joseph**