

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

SARAH VON COLDITZ, Derivatively §
on Behalf of EXXON MOBIL §
CORPORATION, §

Plaintiff, §

v. §

Civil Action No. 3:19-CV-1067-K

DARREN W. WOODS, ANDREW P. §
SWIGER, DAVID S. ROSENTHAL, §
JEFFREY J. WOODBURY, STEVEN S. §
REINEMUND, MICHAEL J. BOSKIN, §
SAMUEL J. PALMISANO, KENNETH §
C. FRAZIER, URSULA M. BURNS, §
HENRIETTA H. FORE, WILLIAM C. §
WELDON, REX W. TILLERSON, §
WILLIAM W. GEORGE, LARRY R. §
FAULKNER, DOUGLAS R. §
OBERHELMAN, and PETER §
BRABECK-LETMATHE, §

Defendants. §

SAMUEL MONTINI, Derivatively §
on Behalf of EXXON MOBIL §
CORPORATION, §
§
Plaintiff, §
§
v. §
§
DARREN W. WOODS, ANDREW P. §
SWIGER, DAVID S. ROSENTHAL, §
JEFFREY J. WOODBURY, STEVEN S. §
REINEMUND, MICHAEL J. BOSKIN, §
SAMUEL J. PALMISANO, KENNETH §
C. FRAZIER, URSULA M. BURNS, §
HENRIETTA H. FORE, WILLIAM C. §
WELDON, REX W. TILLERSON, §
WILLIAM W. GEORGE, LARRY R. §
FAULKNER, DOUGLAS R. §
OBERHELMAN, and PETER §
BRABECK-LETMATHE, §
§
Defendants. §

Civil Action No. 3:19-CV-1068-K

ORDER

WHEREAS, the above-captioned related shareholder derivative actions (the “Related Derivative Actions”) were filed in this Court by Plaintiffs Samuel Montini and Sarah Von Colditz (Plaintiffs Samuel Montini and Sarah Von Colditz are referred to collectively herein as “Derivative Plaintiffs”) against the Individual Defendants,¹

¹ The Derivative Actions name the following “Individual Defendants”: Darren W. Woods, Andrew P. Swiger, David S. Rosenthal, Jeffrey J. Woodbury, Steven S. Reinemund, Michael J. Boskin, Samuel J. Palmisano, Kenneth C. Frazier, Ursula M. Burns, Henrietta H. Fore, William C. Weldon, Rex W. Tillerson, William W. George, Larry R. Faulkner, Douglas R. Oberhelman, and Peter Brabeck-Letmathe.

who are certain current and former directors and officers of Nominal Defendant Exxon Mobil Corporation (“Exxon” or the “Company”) (the Company and the Individual Defendants are collectively referred to herein as the “Defendants,” and Derivative Plaintiffs and Defendants are collectively referred to herein as the “Parties”);

WHEREAS, under Fed. R. Civ. P. 42(a), when actions involve “a common question of law or fact,” the Court may “(1) join for hearing or trial any or all matters at issue in the actions; (2) consolidate the actions; or (3) issue any other orders to avoid unnecessary cost or delay”;

WHEREAS, the Related Derivative Actions contain substantially the same Defendants, claims, and general allegations;

WHEREAS, to avoid potentially duplicative actions and to prevent any waste of the Court’s resources, the Derivative Plaintiffs propose that the Related Derivative Actions should be related and consolidated for all purposes, including pre-trial proceedings and trial, into a single consolidated action (hereinafter referred to as the “Consolidated Derivative Action”);

WHEREAS, upon consideration of Plaintiff Samuel Montini’s Motion for Consolidation and Appointment of Lead Plaintiff and Lead Counsel (the “Motion”) (Doc. No. 14), it is **HEREBY ORDERED** as follows:

1. The Motion is **GRANTED**.

2. The following actions are hereby related and consolidated for all purposes, including pre-trial proceedings and trial:

<u>Abbreviated Case Name</u>	<u>Case Number</u>	<u>Date Filed</u>
<i>Von Colditz v. Woods, et al.</i>	3:19-cv-01067-K	May 2, 2019
<i>Montini v. Woods, et al.</i>	3:19-cv-01068-K	May 2, 2019

3. Every pleading filed in the Consolidated Derivative Action, or in any action included herein, must bear the following caption:

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE EXXON MOBIL	§	
CORPORATION	§	
DERIVATIVE	§	
LITIGATION	§	
	§	Lead Case No. 3:19-cv-
	§	01067-K
This Document Relates To:	§	(Consolidated with No.
	§	3:19-cv-1068-K)
	§	(Consolidated Derivative
ALL ACTIONS	§	Action)
	§	
	§	

4. The files of the Consolidated Derivative Action shall be maintained in one file, under Lead Case No. 3:19-cv-01067-K

5. Derivative Plaintiff Samuel Montini is appointed Lead Plaintiff of this Consolidated Derivative Action.

6. Ron Wells of Ron Wells Law Office, 150 S. Capitol St., Canton, Texas 75103, is appointed as Local Counsel for the Consolidated Derivative Action.

7. The following counsel are appointed Lead Counsel for the Consolidated Derivative Action:

JOHNSON FISTEL, LLP

FRANK J. JOHNSON

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JOHNSON FISTEL, LLP

MICHAEL I. FISTEL, JR.

WILLIAM W. STONE

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Marietta, GA 30064

Telephone: (470) 632-6000

Facsimile: (770) 200-3101

8. Lead Counsel shall be charged with the sole responsibility for the day-to-day conduct of the Consolidated Derivative Action and for carrying out the orders of

the Court concerning the conduct of the Consolidated Derivative Action and will have sole authority to speak for Lead Plaintiff; however, pursuant to Local Rule 83.10 and the specific requirements of this Court, Local Counsel must still be authorized to present and argue Lead Plaintiff's position at any hearing and must sign all documents filed in this case. Specifically, Lead Counsel shall be charged with the following duties in the Consolidated Derivative Action:

- a. to promote the orderly and efficient prosecution of the Consolidated Derivative Action, and to make all work assignments in such a matter as to avoid unnecessary duplication and unproductive efforts;
- b. to work with opposing counsel in developing and implementing a litigation plan;
- c. to conduct all pre-trial proceedings, trial, settlement negotiations, and post-trial proceedings on behalf of Lead Plaintiff and any plaintiff(s) in any subsequently filed, related derivative action(s) consolidated with this Consolidated Derivative Action;
- d. to sign all pleadings, motions, briefs, discovery requests or objections, subpoenas, or notices, and to enter into stipulations with opposing counsel as necessary for the conduct of the litigation;

e. to determine and present to the Court, in motions, briefs, oral argument, or such other fashion as may be appropriate, all matters arising during pre-trial proceedings, trial, settlement negotiations, and post-trial proceedings;

f. to act as spokesperson for Lead Plaintiff—and plaintiff(s) in any subsequently filed, related derivative action(s) consolidated with this Consolidated Derivative Action—at pre-trial proceedings, trial, settlement negotiations, and post-trial proceedings by formulating and presenting Lead Plaintiff's position on substantive and procedural issues;

g. to conduct and coordinate discovery on behalf of Lead Plaintiff—and plaintiff(s) in any subsequently filed, related derivative action(s) consolidated with this Consolidated Derivative Action—consistent with the requirements of the Federal Rules of Civil Procedure, including the preparation of interrogatories, requests for production of documents, requests for admissions, and the examination of deponents, as well as any motion practice related thereto;

h. to implement procedures to ensure that schedules are met and unnecessary expenditures of time and funds are avoided;

i. to maintain time and expense reports covering services as Lead Counsel in the Consolidated Derivative Action, including paralegals and any other staff members whose time is expected to be included in any fee petition;

j. to employ and consult with experts, if and when necessary;

k. to ensure that Lead Plaintiff—and plaintiff(s) in any subsequently filed, related derivative action(s) consolidated with the Consolidated Derivative Action and their counsel—are kept informed of the progress of this Consolidated Derivative Action as necessary;

l. to perform such other duties as may be incidental to proper coordination of litigation activities or authorized by further order of the Court; and

m. to otherwise advance the derivative claims in this Consolidated Derivative Action.

9. No motion, request for discovery, or other pre-trial or trial proceedings shall be initiated or filed by any plaintiff in the Consolidated Derivative Action except through Lead Counsel or Local Counsel.

10. Defendants' counsel may rely upon all agreements made with Lead Counsel, and such agreements shall be binding on Lead Plaintiff and all plaintiff(s) in any subsequently filed, related derivative action(s) consolidated with the Consolidated Derivative Action.

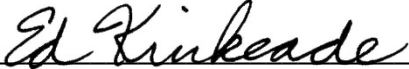
11. This Order shall apply to each derivative case arising out of the same, or substantially the same, transactions or events as the Consolidated Derivative Action, which is subsequently filed in, remanded to, or transferred to this Court.

12. Defendants need not answer or respond to the complaints currently on file in the Related Derivative Actions. Within 45 days of the entry of this Order, the Lead Plaintiff shall either file a consolidated amended complaint or designate one of the complaints in the Related Derivative Actions as the operative complaint for the Consolidated Derivative Action.

Within 30 days of the date Lead Plaintiff either files a consolidated amended complaint or designates one of the complaints in the Related Derivative Actions as the operative complaint, the Parties shall file a joint status report proposing the contents for the Court's scheduling order.

SO ORDERED.

Signed August 6th, 2019.



ED KINKEADE
UNITED STATES DISTRICT JUDGE