

DISTRICT COURT, BOULDER COUNTY, COLORADO Court Address: 1777 Sixth Street P.O. Box 4249, Boulder, CO, 80306-4249	DATE FILED: July 27, 2015 3:09 PM CASE NUMBER: 2015CV30492 <p style="text-align: center;">⚠ COURT USE ONLY ⚠</p>
Plaintiff(s) DENNIS PALKON v. Defendant(s) STEPHEN B HUGHES et al.	
Case Number: 2015CV30492 Division: 3 Courtroom:	
Order: Order Re Plaintiff's Unopposed Motion For Consolidation, Appointment Of Co-Lead And CO-Liaison Counsel And Staying Consolidated Action	

The motion/proposed order attached hereto: SO ORDERED.

Issue Date: 7/27/2015



D D MALLARD
 District Court Judge

<p>DISTRICT COURT, BOULDER COUNTY, COLORADO 1777 6th Street Boulder, Colorado 80302</p>	<p style="text-align: center;">▲ COURT USE ONLY ▲</p>
<p>Plaintiff: DENNIS PALKON, Derivatively on Behalf of BOULDER BRANDS, INC.,</p> <p>v.</p> <p>Defendants: STEPHEN B. HUGHES, JAMES B. LEIGHTON, CHRISTINE SACCO, R. DEAN HOLLIS, JAMES E. LEWIS, GERALD J. LABER, THOMAS K. MCINERNEY, and BENJAMIN D. CHERESKIN, and DOES 1-25, Whose True Names Are Unknown, and</p> <p>Nominal Defendant: BOULDER BRANDS, INC., a Delaware corporation,</p>	
<p>To be Consolidated With:</p>	<p>Case Number: 2015CV030745</p> <p>Division: 2</p>
<p>Plaintiff: EDWARD DONAHUE, Derivatively on Behalf of BOULDER BRANDS, INC.,</p> <p>v.</p> <p>Defendants: STEPHEN B. HUGHES, JAMES E. LEWIS, WILLIAM E. HOOPER, GERALD J. LABER, JAMES B. LEIGHTON, R. DEAN HOLLIS, THOMAS K. MCINERNEY, BENJAMIN D. CHERESKIN, and CHRISTINE SACCO, and</p> <p>Nominal Defendant: BOULDER BRANDS, INC., a Delaware corporation,</p>	
<p>Attorneys for Plaintiff: Marc R. Levy, #11372 Jeffrey H. Boxer, #42573 Levy•Wheeler•Waters Professional Corporation Plaza Tower One, Suite 900 6400 South Fiddlers Green Circle Greenwood Village, Colorado 80111-4923 Telephone: (303) 796-2900 Facsimile: (303) 796-2081</p> <p>[Additional counsel appear on signature page]</p>	

**ORDER GRANTING PLAINTIFFS' UNOPPOSED MOTION FOR CONSOLIDATION,
APPOINTMENT OF CO-LEAD COUNSEL AND CO-LIAISON COUNSEL AND
STAYING CONSOLIDATED ACTION**

THE COURT, having considered Plaintiffs Dennis Palkon and Edward Donahue's ("Plaintiffs") Unopposed Motion for Consolidation, Appointment of Co-Lead and Co-Liaison Counsel and Staying Consolidated Action (hereinafter the "Motion") and being otherwise fully advised and good cause appearing therefore:

1. HEREBY grants the Motion.
2. The following actions are hereby consolidated for all purposes, including pretrial proceedings and trial, pursuant to Rule 42(a) of the C.R.C.P.: (a) *Dennis Palkon v. Stephen B. Hughes, et al*, Case No. 2015cv30492; and (b) *Edward Donahue v. Stephen B. Hughes, et al*, Case No. 2015cv030745 (hereinafter referred to as the "Consolidated Action").
3. Any other actions now pending or hereafter filed in or transferred to this Court, which arise out of the same facts as alleged in the above-identified cases, shall be consolidated for all purposes if and when they are drawn to the Court's attention, into the Consolidated Action.
4. Every pleading filed in the Consolidated Action, or in any separate action included herein, shall bear the following caption: *In Re Boulder Brands, Inc. Shareholder Derivative Litigation*, District Court, City and County of Boulder, Colorado, Lead Case No. 2015cv30492. The files of the Consolidated Action shall be maintained in one file under Master File No. 2015cv30492.
5. On May 28, 2015, the parties to the *Palkon* Action filed a stipulation to stay that action pending resolution of a related securities class action filed against the Company and certain of the Individual Defendants in the U.S. District Court for the District of Colorado, captioned *LoRusso v. Boulder Brands, Inc., et al.*, C.A. No. 1:15-cv-00679 (the "Securities Action"). The Court approved and entered the parties' stipulation on May 29,

2015 (the “Stay Order”). In the interest of judicial economy, the Consolidated Action shall remain stayed under the same terms as the Stay Order entered in the *Palkon* Action.

6. Co-Lead Counsel for Plaintiffs in this Consolidated Action are Robbins Arroyo LLP and Faruqi & Faruqi, LLP. Co-Liaison Counsel for Plaintiffs in this Consolidated Action are Levy Wheeler Waters, Professional Corporation, and Dyer & Berens LLP.
7. Co-Lead Counsel shall have authority to speak for Plaintiffs in matters regarding pre-trial procedure, trial and settlement negotiations and shall make all work assignments in such manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive effort.
8. Defendants’ counsel may rely upon all agreements made with any of the Co-Lead Counsel or Co-Liaison Counsel, or other duly authorized representative of Co-Lead Counsel or Co-Liaison Counsel, and such agreement shall be binding on all Plaintiffs; except that any agreement involving compromise or dismissal of claims shall require approval of any of the Co-Lead Counsel or other duly representative of Co-Lead Counsel.
9. This Order shall apply to each case, arising out of the same or substantially the same transactions or events as these cases, which is subsequently filed in, removed to or transferred to this Court.
10. When a case which properly belongs as part of *In Re Boulder Brands, Inc. Shareholder Derivative Litigation*, District Court, City and County of Boulder, Colorado, Lead Case No. 2015cv30492, is hereafter filed in this Court or transferred here from another court, this Court requests the assistance of counsel in calling to the attention of the Clerk of the Court the filing or transfer 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.

DONE this _____ day of _____, 2015

BY THE COURT:

DISTRICT COURT JUDGE

Attachment to Order - 2015CV30492