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SUNIL PAUL, and OWEN VAN NATTA

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

MARK H. DESTEFANO, Individually, and On
behalf of All Others Similarly Situated,

Plaintiff,

v.

ZYNGA, INC., MARK PINCUS, DAVID M.
WEHNER, JOHN SCHAPPERT, MARK
VRANESH, REGINALD D. DAVIS, CADIR B.
LEE, WILLIAM GORDON, REID HOFFMAN,
JEFFREY KATZENBERG, STANLEY J.
MERESMAN, SUNIL PAUL, OWEN VAN
NATTA, MORGAN STANLEY & CO., LLC,
GOLDMAN, SACHS & CO., J.P. MORGAN
SECURITIES LLC, MERRILL LYNCH,
PIERCE, FENNER & SMITH
INCORPORATED, BARCLAYS CAPITAL
INC., and ALLEN & COMPANY LLC,

Defendants.

[Caption continues on following page.]

Case No. 12-cv-4007-JSW

CLASS ACTION

**STIPULATION AND ~~[PROPOSED]~~
ORDER CONSOLIDATING
RELATED ACTIONS AND
DEFERRING DEFENDANTS'
DEADLINES TO RESPOND**

Judge: Hon. Jeffrey S. White
Complaint Filed: July 30, 2012
Trial Date: None Set

JOHN CAMPUS, Individually, and On Behalf Of
All Others Similarly Situated,

Plaintiff,

v.

ZYNGA INC., MARK PINCUS, DAVID M.
WEHNER, MARK VRANESH, and JOHN C.
SCHAPPERT,

Defendants.

Case No. 12-cv-4048-JSW

RELATED CASE

Judge: Jeffrey S. White
Complaint Filed: Aug 1, 2012
Trial Date: None Set

STEVEN T. DIEMAND, Individually, and On
Behalf Of All Others Similarly Situated,

Plaintiff,

v.

ZYNGA INC., MARK PINCUS, REGINALD D.
DAVIS, JEFF KARP, JOHN SCHAPPERT, and
DAVID M. WEHNER,

Defendants.

Case No. 12-cv-4059-JSW

RELATED CASE

Judge: Jeffrey S. White
Complaint Filed: Aug 1, 2012
Trial Date: None Set

JAKE PHILLIPS, Individually, and On Behalf Of
All Others Similarly Situated,

Plaintiff,

v.

ZYNGA, INC., MARK PINCUS, DAVID M.
WEHNER, and JOHN SCHAPPERT,

Defendants.

Case No. 12-cv-4064-JSW

RELATED CASE

Judge: Jeffrey S. White
Complaint Filed: Aug 1, 2012
Trial Date: None Set

WILLIAM B. WALKER, Individually, and On
Behalf Of All Others Similarly Situated,

Plaintiff,

v.

ZYNGA, INC., MARK PINCUS, DAVID M.
WEHNER, and JOHN SCHAPPERT,

Defendants.

Case No. 12-cv-4066-JSW

RELATED CASE

Judge: Jeffrey S. White
Complaint Filed: Aug 2, 2012
Trial Date: None Set

IRA GAINES, Individually, and On Behalf Of All
Others Similarly Situated,

Plaintiff,

v.

ZYNGA INC., MARK PINCUS, DAVID M.
WEHNER, JOHN SCHAPPERT, MARK
VRANESH, REGINALD D. DAVIS, CADIR B.
LEE, WILLIAM GORDON, REID HOFFMAN,
JEFFREY KATZENBERG, STANLEY J.
MERESMAN, SUNIL PAUL, and OWEN VAN
NATTA,

Defendants.

Case No. 12-cv-4133-SBA

RELATED CASE

Judge: Jeffrey S. White
Complaint Filed: Aug 6, 2012
Trial Date: None Set

HOOMAN MOAYYED, Individually, and On
Behalf Of All Others Similarly Situated,

Plaintiff,

v.

ZYNGA, INC., MARK PINCUS, DAVID M.
WEHNER, and JOHN SCHAPPERT,
Defendants.

Case No. 12-cv-4250-JSW

RELATED CASE

Judge: Jeffrey S. White
Complaint Filed: Aug 13, 2012
Trial Date: None Set

1 All parties, through their undersigned counsel, hereby submit this Stipulation and
 2 [Proposed] Order consolidating related actions and deferring Defendants' deadlines to respond to
 3 the complaints.

4 **RECITALS**

5 A. Between July 30 and August 13, 2012, the above-captioned class actions (the
 6 "Related Actions") were filed in this Court. The Related Actions allege violations of the federal
 7 securities laws by Zynga Inc., certain of its directors, officers, and executives, as well as
 8 underwriters of Zynga's initial and secondary public offerings of stock on the NASDAQ
 9 exchange market.

10 B. On August 30, 2012, the parties filed a Joint Administrative Motion to Relate
 11 Actions. (Doc. 24.)

12 C. On September 17, 2012, the Court issued an order relating the actions. (Doc. 27.)

13 D. The Related Actions cases are governed by the Private Securities Litigation
 14 Reform Act of 1995 (the "Reform Act").

15 E. The Reform Act requires courts to address consolidation of related actions before
 16 appointing a lead plaintiff and lead counsel. *See* 15 U.S.C. §§ 77z-1(a)(3)(B), 78u-4(a)(3)(B).

17 F. Motions for appointment of lead plaintiff and lead counsel are due on
 18 October 1, 2012.

19 G. The parties believe that the actions should be consolidated pursuant to Federal
 20 Rule of Civil Procedure 42(a) because they involve common questions of law and fact, and
 21 substantially the same parties, events, and claims under the federal securities laws.

22 H. The parties further believe that consolidation of the Related Actions would serve
 23 the interests of judicial economy and avoid the potential for conflicting rulings.

24 **THEREFORE, IT IS HEREBY STIPULATED AND AGREED AS FOLLOWS:**

25 **I. CONSOLIDATION**

26 1. The parties agree that the following actions should be consolidated for all
 27 purposes, including pre-trial proceedings and trial:
 28

<u>ABBREVIATED CASE NAME</u>	<u>CASE NUMBER</u>	<u>DATE FILED</u>
<i>Destafano v. Zynga, Inc., et al.</i>	12-CV-4007-JSW	July 30, 2012
<i>Campus v. Zynga Inc., et al.</i>	12-CV-4048-JSW	August 1, 2012
<i>Diemand v. Zynga Inc., et al.</i>	12-CV-4059-JSW	August 1, 2012
<i>Phillips v. Zynga, Inc., et al.</i>	12-CV-4064-JSW	August 1, 2012
<i>Walker v. Zynga, Inc., et al.</i>	12-CV-4066-JSW	August 2, 2012
<i>Gaines v. Zynga Inc., et al.</i>	12-CV-4133-JSW	August 6, 2012
<i>Moayyed v. Zynga, Inc., et al.</i>	12-CV-4250-JSW	August 13, 2012

2. Every pleading filed in the consolidated action, or in any separate action included herein, shall bear the following caption:

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

IN RE ZYNGA INC. SECURITIES LITIGATION)	CLASS ACTION
)	
)	Lead Case No. 12-cv-04007-JSW
)	
)	Consolidated with Case Nos.
)	12-CV-4048-JSW
)	12-CV-4059-JSW
)	12-CV-4064-JSW
)	12-CV-4066-JSW
)	12-CV-4133-JSW
)	12-CV-4250-JSW
)	
)	

3. The files of the consolidated action shall be maintained in one file under Lead Case No. 12-cv-04007-JSW.

4. 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 or deemed related to the existing Related Actions.

II. RESPONSE DEADLINE DEFERRED

5. Defendants shall have no obligation to answer or otherwise respond to any of the complaints filed in the Related Actions or any subsequently related action until after the Court appoints a lead plaintiff and lead counsel for the consolidated actions pursuant to the provisions of the Reform Act.

6. Defendants will meet and confer with the court-appointed lead counsel within fourteen days after the Court makes its appointment to discuss a schedule for the filing of a consolidated amended complaint and Defendants' response, including their currently anticipated motions to dismiss.

Dated: September 25, 2012

JORDAN ETH
ANNA ERICKSON WHITE
PHILIP T. BESIROF
MARK R.S. FOSTER
MORRISON & FOERSTER LLP

By: /s/ Anna Erickson White
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ROBBINS GELLER RUDMAN & DOWD LLP

and

ALFRED G. YATES, J.R.
LAW OFFICE OF ALFRED G. YATES, J.R. P.C.

By: /s/ Shawn A. Williams

SHAWN A. WILLIAMS
Attorneys for Plaintiff Hooman Moayyed

~~PROPOSED~~ ORDER

Pursuant to stipulation, it is SO ORDERED.

By: 

THE HONORABLE JEFFREY S. WHITE
United States District Judge

Dated: September 26, 2012