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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
(EASTERN DIVISION)**

ROBERT A. CATALFAMO, individually and on behalf of the Sears Holdings Savings Plan, and/or on behalf of a class consisting of similarly situated participants of the Sears Holdings Savings Plan,

Plaintiff,

v.

SEARS HOLDINGS CORPORATION, EDWARD S. LAMPERT, SEARS HOLDINGS CORPORATION INVESTMENT COMMITTEE, and JOHN DOES 1-20,

Defendants.

CASE NO. 1:17-CV-05230

LAVARITA D. MERIWETHER, individually, and in her representative capacity on behalf of the Sears Holdings Savings Plan, the Sears Holdings Puerto Rico Savings Plan, and all other similarly situated Plan participants and beneficiaries,

Plaintiff,

v.

SEARS HOLDINGS CORPORATION, EDWARD S. LAMPERT, SEARS HOLDINGS CORPORATION ADMINISTRATIVE COMMITTEE, MICHAEL O'MALLEY, SEARS HOLDINGS CORPORATION INVESTMENT COMMITTEE, CAROL HINES WACASER, and JOHN DOES 1 -10,

Defendants.

CASE NO. 1:17-cv-5825

**[PROPOSED] ORDER GRANTING PLAINTIFFS' MOTION FOR ENTRY OF
[PROPOSED] PRETRIAL ORDER NO. 1 APPOINTING INTERIM CLASS COUNSEL
AND ESTABLISHING PROCEDURES FOR THE CONSOLIDATION OF FUTURE-
FILED CASES**

Upon consideration of Plaintiffs Robert A. Catalfamo and Lavarita D. Meriwether (“Plaintiffs”) motion for entry of an order consolidating the above-captioned actions (the “ERISA Actions”), appointing the law firms of Stull, Stull & Brody and Keller Rohrback L.L.P. as Interim Co-Lead Class Counsel, and SIPRUT PC as Interim Liaison Class Counsel, the Court hereby ORDERS as follows:

I. CONSOLIDATION OF ERISA ACTIONS AND SUBSEQUENT OR TRANSFERRED ACTIONS

1. Based on the Court’s review of the complaints in the above-captioned ERISA Actions, these actions involve common questions of law and fact, and consolidating these actions will avoid unnecessary waste of judicial resources and additional cost and delay to the parties.

2. The following actions are hereby consolidated pursuant to FED. R. CIV. P. 42(a) for all purposes:

- a. *Catalfamo v. Sears Holdings Corporation, et al.*, Case No. 1:17-CV-05230 (N.D. Ill.); and
- b. *Meriwether v. Sears Holdings Corporation, et al.*, Case No. 1:17-cv-5825 (N.D. Ill.); and

3. The caption of the consolidated action shall be “*In re 2017 Sears Holdings Corp ERISA Litigation*” and the files of the consolidated action shall be maintained in one file under Master File No. 1:17-CV-05230 (N.D. Ill.) (the “Consolidated Action”). Any other actions now pending or later filed in this District which arise out of or are related to the same facts as alleged in the Consolidated Action shall, until further order of this Court, be consolidated pursuant to FED. R. CIV. P. 42(a) for all purposes with and into the Consolidated Action, if and when they are brought to the Court’s attention.

4. All pleadings filed in the Consolidated Action, or in any separate action included herein, shall bear the following caption:

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
(EASTERN DIVISION)**

IN RE 2017 SEARS HOLDINGS CORP ERISA LITIGATION
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MASTER FILE NO. 1:17-CV-05230

THIS DOCUMENT RELATES TO:

5. When a pleading or other court paper filed in the Consolidated Action is intended to apply to all actions therein, the words "All Actions" shall appear immediately after the words "THIS DOCUMENT RELATES TO:" in the caption set out above. When a pleading or other court paper is intended to be applicable to less than all such actions, the party filing the document shall indicate, immediately after the words "THIS DOCUMENT RELATES TO:" the action(s) to which the document is intended to be applicable by last name of the plaintiff(s) and the docket number(s).

II. APPOINTMENT OF INTERIM CO-LEAD CLASS COUNSEL AND LIAISON CLASS COUNSEL

6. Pursuant to FED. R. CIV. P. 23(g)(3), Stull, Stull & Brody and Keller Rohrback L.L.P. are appointed as Interim Co-Lead Class Counsel, and SIPRUT PC is appointed as Interim Liaison Class Counsel for the Consolidated Action. In appointing these firms, the Court finds that Interim Co-Lead Class Counsel will fairly and adequately represent the interests of the proposed class because: (i) they have ample experience in successfully handling class action litigation in general and ERISA class actions in particular; (ii) they have knowledge of the applicable law; and (iii) they will devote substantial resources to the representation of the proposed class.

7. Interim Co-Lead Class Counsel shall have the authority over the following matters on behalf of all plaintiffs and the proposed Class in the Consolidated Action:

- a. Initiating, responding to, scheduling, briefing and arguing of all motions;
- b. Determining the scope, order, and conduct of all discovery proceedings;
- c. Assigning such work assignments to other counsel as they may deem appropriate;
- d. Retaining experts;
- e. Designating which attorneys may appear at hearings and conferences with the Court;
- f. Conducting settlement negotiations with Defendants; and
- g. All other matters concerning the prosecution or resolution of the ERISA Actions.

8. Interim Co-Lead Class Counsel shall also have authority to communicate with counsel for Defendants and the Court on behalf of all plaintiffs and the proposed Class. Defendants' counsel may rely on all agreements made with Interim Co-Lead Class Counsel, and such agreements shall be binding.

9. Interim Liaison Class Counsel is charged with administrative matters, such as facilitating necessary communications between the Court and all counsel (including receiving and distributing notices, orders, motions, and briefs on behalf of all counsel).

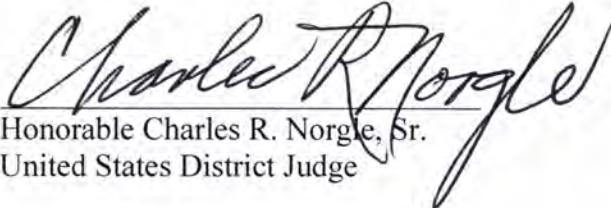
III. PRELIMINARY SCHEDULE OF PROCEEDINGS

10. Defendants are not required to respond to the existing complaints, but rather shall answer, move, or otherwise respond to a consolidated complaint that the Plaintiffs shall file.

11. The Parties shall propose a schedule for the filing of a consolidated complaint and Defendants' response thereto within the earlier of one week of this Order entering or one week of Defendants' counsel appearing in the Consolidated Action.

IT IS SO ORDERED

Dated this 8 day of 18, 2017.


Honorable Charles R. Norgle, Sr.
United States District Judge