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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

RENEE FASSBENDER AMOCHAEV,
DEBORAH ORLANDO, KATHRYN N.
VARNER and IVY SO on behalf of
themselves and all others similarly situated,

Plaintiff,

v.

CITIGROUP GLOBAL MARKETS, INC.,
d/b/a SMITH BARNEY,

Defendant.

Case No. C-05-1298 PJH

**STIPULATION AND [PROPOSED]
ORDER REGARDING CLASS MEMBERS
INADVERTENTLY LEFT OFF CLASS
LIST**

WHEREAS, Citigroup Global Markets, Inc., d/b/a Smith Barney (“Smith Barney”) has recently discovered that 38 class members were inadvertently left off of the class list provided to the claims administrator;

WHEREAS, as a result, those 38 class members were not mailed the notice that

1 was sent to all of the other class members on May 20, 2008.

2 WHEREAS, the parties agree that these class members are entitled to receive
3 notice and have an opportunity to submit a claim form or to opt out or object;

4 WHEREAS, the deadline for opting out or objecting under the original notice
5 pursuant to the Preliminary Approval Order was July 7, 2008 and the deadline to submit a claim
6 form is September 17, 2008;

7 WHEREAS, Ninth Circuit case law and due process indicate that class members
8 should be given at least 30 days notice, *see Torrist v. Tucson Elec. Power Co.*, 8 F.3d 1370 (9th
9 Cir. 1993);

10 WHEREAS, the parties recommend that notice be mailed to these 38 persons with
11 a supplemental letter explaining to them that they were inadvertently left off of the original
12 notice, and as a result they will be given 40 days from the date of the supplemental mailing to
13 object or opt out;

14 WHEREAS, if the Court approves this procedure, notice could be mailed to this
15 group by June 28, 2008; their opt outs or objections would be due by August 7, 2008; their claim
16 forms would be due on September 17, 2008, along with the rest of the class members; and there
17 would be no need to move the fairness hearing, which is currently scheduled for April 13, 2008.

18 The parties, through their respective counsel of record, hereby stipulate and agree
19 as follows:

20 1. A supplemental letter, in the form attached as exhibit A, shall be sent to the
21 38 class members who were inadvertently left off of the class list, attaching the notice, but
22 notifying them that since they did not receive the notice when it was originally sent, they will
23 have 40 days from the date of the mailing of the supplemental notice to opt out, object, or submit
24 a claim form;

25 2. Smith Barney has provided a list of the 38 persons who were inadvertently
26 left off the original notice to the Claims Administrator. The persons who were inadvertently left
27 off of original notice shall have 40 days from the date that the supplemental letter and original
28 notice is mailed, to submit an objection, a request for exclusion, or a claim form.

1 3. There need not be re-mailing of notice to any other class members, and the
2 deadline set forth in the Court's Preliminary Approval Order shall remain the same for all class
3 members, except for those who were inadvertently left off the original notice.
4

5 June 26, 2008

Respectfully submitted,

6 LIEFF, CABRASER, HEIMANN & BERNSTEIN, LLP
7

8 By: /s/ Kelly M. Dermody

Kelly M. Dermody

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d/b/a Smith Barney*

ORDER

The Court, having considered the above stipulation, and good cause appearing
therefore. IT IS SO ORDERED.

Dated: 6/30/08



Exhibit A

Dear _____:

You are a member of the class in a gender discrimination class action lawsuit against Citigroup Global Markets, Inc., d/b/a Smith Barney brought on behalf of female Financial Advisors. Attached are copies of the notice describing the settlement, and the claim form to be submitted if you wish to receive a distribution from the settlement fund.

Those documents were sent to other class members on May 20, 2008. Due to an error, you were inadvertently not sent the notice and claim form at that time. Because you did not receive the notice on time, through no fault of your own, the Court has extended certain deadlines set forth in the notice for you, as follows:

1. Deadline for submitting a request for exclusion, if you chose not to participate in the monetary settlement (see notice pp 15-16, section 6.B) – **received by August 7, 2008;**
2. Deadline for commenting on the settlement (see notice pp 16-17, section 6.C) – **received by August 7, 2008.**

Please note that other than the deadline extensions for you to submit a request to be excluded or to comment on the settlement, as described above, all other information in the original notice remains in effect and fully operative.

If you have any questions, you can contact Class Counsel at 1-800-541-7358 or the Claims Administrator at 1-866-626-9206.