

**FILED**

San Francisco County Superior Court

MAY 05 2009

GORDON PARK-LI, Clerk

BY: *[Signature]*  
Deputy Clerk

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SUPERIOR COURT OF THE STATE OF CALIFORNIA  
COUNTY OF SAN FRANCISCO

IN RE TEXTAINER FINANCIAL SERVICES CORPORATION, ET AL.

Case No. CGC 05-440303

~~PROPOSED~~ JUDGMENT

This Document Relates To:  
ALL ACTIONS

1 This matter came on for hearing on April 21, 2009. The Court has considered the Class  
2 Action Settlement Agreement ("Agreement") and all oral and written objections and comments  
3 received regarding the proposed settlement, and reviewed the entire record in the Actions. Good  
4 cause appearing,

5 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED AS FOLLOWS:

6 1. The Court, for purposes of this Judgment, adopts the definitions set forth in paragraphs  
7 1.1 through 1.22 of the Agreement.

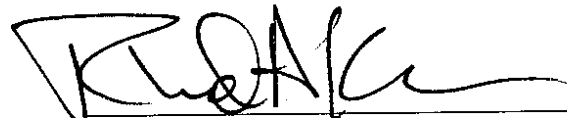
8 2. The Class Representatives and all Settlement Class members shall take nothing,  
9 except as expressly set forth in the Agreement filed as Exhibit A to Plaintiffs' Memorandum in  
10 Support of Preliminary Approval, previously file in these Actions.

11 3. Notwithstanding the foregoing, this judgment does not apply to any of the individual  
12 claims asserted by and on behalf of the 37 plaintiffs in any of the class actions presently consolidated  
13 in the Actions where the plaintiff in that action has validly and timely requested exclusion from the  
14 Settlement Class as provided for in paragraph 7.3 of the Agreement. The individual plaintiffs  
15 excluded from the Settlement Class are identified in Exhibit A hereto.

16 4. The Court reserves exclusive and continuing jurisdiction pursuant to California Code  
17 of Civil Procedure Section 664.6 over the Actions, the Class Representatives, the Settlement Class,  
18 and the Defendants for the purposes of:

- 19 (a) supervising the implementation, enforcement, construction, and interpretation of the  
20 Agreement, the Preliminary Order, the plan of allocation, and the Judgment;  
21 (b) hearing and determining any application by Class Counsel for an award of attorneys'  
22 fees, costs, expenses, and incentive payments to the Class Representatives; and  
23 (c) supervising the distribution of the Class Settlement Fund.

24 Dated: 5/5, 2009



25 Honorable Richard A. Kramer  
26 Superior Court Judge  
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