

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA

CASE NO. 08-01916-MD-MARRA/JOHNSON

IN RE: CHIQUITA BRANDS  
INTERNATIONAL, INC., ALIEN TORT  
STATUTE AND SHAREHOLDER  
DERIVATIVE LITIGATION

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This Document Relates To:

DERIVATIVE ACTIONS.

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**JOINT MOTION FOR AN ORDER SETTING DISCOVERY AND BRIEFING  
SCHEDULE ON THE SPECIAL LITIGATION COMMITTEE'S MOTION TO DISMISS**

Plaintiffs in this multi-district Derivative Action (“the Derivative Action”) and the Special Litigation Committee of the Board of Directors of Chiquita Brands International, Inc. (“SLC”), by their counsel hereby file their Joint Motion for an Order Setting Discovery and Briefing Schedule on the SLC’s Motion to Dismiss and state the following:

1. On February 25, 2009, the SLC filed its report investigating plaintiffs’ claims alleged in this action and, in the exercise of its business judgment under New Jersey law, concluded that such claims should be dismissed (the “SLC Report”).
2. Concurrent with the filing of the SLC Report, the SLC also moved to dismiss the Derivative Action.
3. The SLC and the parties have met and conferred about a briefing and discovery schedule for the motion to dismiss, and have agreed to the following schedule:

- a. Plaintiffs and the SLC shall serve discovery requests on or before March 31, 2009.
  - b. Any responses or objections to, and/or productions of such discovery, shall be served on or before April 30, 2009.
  - c. Any motions to compel discovery shall be filed and served no later than May 31, 2009 and shall be briefed and heard in accordance with the Local Rules of this Court.
  - d. Plaintiffs shall file and serve their opposition to the SLC's motion to dismiss no later than 45 days after receiving discovery pursuant to paragraph b above, or, in the event there are any motions to compel discovery filed pursuant to paragraph c above, either: (a) 45 days after the Court denies the motion(s) to compel; or (b) 45 days after receiving discovery the Court compels.
  - e. The SLC shall file and serve any reply to its motion to dismiss within 45 days after plaintiffs' opposition is filed and served.
  - f. The Court shall set a hearing on the motion to dismiss at its convenience.
4. By agreeing to this motion, no party to the Derivative Action waives any rights with respect to discovery, including rights to object to any and all discovery requests on any ground.
  5. The defendants in the Derivative Action do not oppose this motion.

WHEREFORE, plaintiffs in the Derivative Action and the SLC respectfully request an Order Setting Discovery and Briefing Schedule on the SLC's Motion to Dismiss, adopting the above-mentioned proposed deadlines.

DATED: March 11, 2009

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**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that I electronically filed the foregoing with the Clerk of the Court by using the CM/ECF system on March 11, 2009. I also certify that the foregoing document is being served this day on all counsel of record registered to receive electronic Notices of Electronic Filing generated by CM/ECF, and in accordance with the Court's First Case Management Order ("CMO") and the June 10, 2008 Joint Counsel List filed in accordance with the CMO.

By: s/Joseph A. DeMaria  
Counsel

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA

CASE NO.: 08-01916-MD-MARRA/JOHNSON

IN RE: CHIQUITA BRANDS  
INTERNATIONAL, INC. ALIEN  
TORT STATUTE AND SHAREHOLDER  
DERIVATIVE ACTION

\_\_\_\_\_/   
This Document Relates to:

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**ORDER GRANTING JOINT MOTION FOR AN ORDER  
SETTING DISCOVERY AND BRIEFING SCHEDULE ON  
THE SPECIAL LITIGATION COMMITTEE'S MOTION TO DISMISS**

THIS CAUSE having come before the Court on the Joint Motion for an Order Setting Discovery and Briefing Schedule on The Special Litigation Committee's ("SLC") Motion to Dismiss (the "Joint Motion"). This Court having considered the Joint Motion and all other relevant factors, it is hereby ORDERED and ADJUDGED that:

The Joint Motion is GRANTED. The Parties shall adhere to the following schedule:

- a. Plaintiffs and the SLC shall serve discovery requests on or before March 31, 2009.
- b. Any responses or objections to, and/or productions of such discovery, shall be served on or before April 30, 2009.
- c. Any motions to compel discovery shall be filed and served no later than May 31, 2009 and shall be briefed and heard in accordance with the Local Rules of this Court.

- d. Plaintiffs shall file and serve their opposition to the SLC's motion to dismiss no later than 45 days after receiving discovery pursuant to paragraph b above, or, in the event there are any motions to compel discovery filed pursuant to paragraph c above, either: (a) 45 days after the Court denies the motion(s) to compel; or (b) 45 days after receiving discovery the Court compels.
- e. The SLC shall file and serve any reply to its motion to dismiss within 45 days after plaintiffs' opposition is filed and served.
- f. The Court shall set a hearing on the motion to dismiss at its convenience.

DONE AND ORDERED in Chambers at Miami, Florida this \_\_\_\_\_ day of \_\_\_\_\_, 2009.

\_\_\_\_\_  
KENNETH A. MARRA  
UNITED STATES DISTRICT JUDGE

Copies furnished to:  
All Counsel of Record