

STATE OF NORTH CAROLINA
COUNTY OF GUILFORD

IN THE GENERAL COURT OF JUSTICE
SUPERIOR COURT DIVISION
CASE NO. 15-CVS-9251

PAUL PARSHALL, On Behalf of Himself)
and All Others Similarly Situated,)

Plaintiff,)

v.)

MICHAEL S. ALBERT, ROBERT A.)
BOYETTE, J. DAVID BRANCH, C.)
ARNOLD BRITT, ROBERT C. CLARK,)
ALEX A. DIFFEY, JR., BARRY Z.)
DODSON, DONALD P. JOHNSON,)
JOSEPH H. KINNARNEY, MICHAEL S.)
PATTERSON, PRESSLEY A. RIDGILL,)
MARY E. RITTLING, E. REID TEAGUE,)
RICHARD A. URQUHART, III, G. ALFRED)
WEBSTER, KENAN C. WRIGHT, JULIUS)
S. YOUNG, JR., YADKIN FINANCIAL)
CORPORATION, and NAVY MERGER)
SUB CORP.,)

Defendants,)

and)

NEWBRIDGE BANCORP,)

Nominal Defendant.)

[Additional Captions to Follow]

STATE OF NORTH CAROLINA
COUNTY OF GUILFORD

IN THE GENERAL COURT OF JUSTICE
SUPERIOR COURT DIVISION
CASE NO. 15-CVS-10097

WILLIAM SCHULT, On Behalf of Himself)
and All Others Similarly Situated,)

Plaintiff,)

v.)

JURY TRIAL DEMANDED

MICHAEL S. ALBERT, ROBERT A.)
BOYETTE, J. DAVID BRANCH, C.)
ARNOLD BRITT, ROBERT C. CLARK,)
ALEX A. DIFFEY, JR., BARRY Z.)
DODSON, DONALD P. JOHNSON,)
JOSEPH H. KINNARNEY, MICHAEL S.)
PATTERSON, PRESSLEY A. RIDGILL,)
MARY E. RITTLING, E. REID TEAGUE,)
RICHARD A. URQUHART, III, G. ALFRED)
WEBSTER, KENAN C. WRIGHT, JULIUS)
S. YOUNG, JR., YADKIN FINANCIAL)
CORPORATION, and NAVY MERGER)
SUB CORP.,)

Defendants,)

and)

NEWBRIDGE BANCORP,)

Nominal Defendant.)

[Additional Caption to Follow]

STATE OF NORTH CAROLINA
COUNTY OF GUILFORD

IN THE GENERAL COURT OF JUSTICE
SUPERIOR COURT DIVISION
CASE NO. 15-CVS-10047

CURTIS D. NALL, On Behalf of Himself and All
Others Similarly Situated,

Plaintiff,

v.

PRESSLEY A. RIDGILL, ROBERT A.
BOYETTE, RICHARD A. URQUHART,
MICHAEL S. PATTERSON, J. DAVID
BRANCH, ROBERT C. CLARK, ALEX A.
DIFFEY, JR., BARRY Z. DODSON, DONALD
P. JOHNSON, MARY E. RITTLING, G.
ALFRED WEBSTER, E. REID TEAGUE,
MICHAEL S. ALBERT, KENAN C. WRIGHT,
JOSEPH H. KINNARNEY, JULIUS S.
YOUNG, JR., C. ARNOLD BRITT, YADKIN
FINANCIAL CORPORATION and NAVY
MERGER SUB CORP.

Defendants,

and

NEWBRIDGE BANCORP,

Nominal Defendant.

**STIPULATION ORDER ON CONSOLIDATION AND
APPOINTMENT OF A LEADERSHIP STRUCTURE**

WHEREAS, on October 29, 2015, plaintiff Paul Parshall filed a Verified Class Action and Shareholder Derivative Complaint in *Parshall v. Albert*, Case No. 15-CVS-9251 (the “Parshall Action”);

WHEREAS, on December 15, 2015, plaintiff William Schult filed a Verified Class Action and Shareholder Derivative Complaint in *Schult v. Albert*, Case No. 15-CVS-10097 (the “Schult Action”);

WHEREAS, on December 11, 2015, plaintiff Curtis D. Nall (together with Paul Parshall and William Schult, “Plaintiffs”) filed a Verified Class Action and Derivative Complaint in *Nall v. Ridgill*, Case No. 15-CVS-10047 (the “Nall Action”);

WHEREAS, on November 5, 2015, the Court entered an Order designating the Parshall Action as mandatory complex business;

WHEREAS, on November 6, 2015, the Court entered an Assignment Order assigning the Parshall Action to the Honorable Louis A. Bledsoe, III;

WHEREAS, on December 22, 2015, the Court entered an Order designating the Schult Action as mandatory complex business;

WHEREAS, on December 14, 2015, the Court entered an Order designating the Nall Action as mandatory complex business;

WHEREAS, on December 22, 2015, the Court entered an Assignment Order assigning the Schult Action to the Honorable Louis A. Bledsoe, III;

WHEREAS, on December 14, 2015, the Court entered an Assignment Order assigning the Nall Action to the Honorable Louis A. Bledsoe, III;

WHEREAS, the above-captioned actions (the “Actions”) have been brought on behalf of the holders of NewBridge Bancorp (“NewBridge”) common stock against NewBridge, Yadkin Financial Group, Navy Merger Sub Corp., Michael S. Albert, Robert A. Boyette, J. David Branch, C. Arnold Britt, Robert C. Clark, Alex A. Diffey, Jr., Barry Z. Dodson, Donald P. Johnson, Joseph H. Kinnarney, Michael S. Patterson, Pressley A. Ridgill, Mary E. Rittling, E. Reid Teague, Richard A. Urquhart, III, G. Alfred Webster, Kenan C. Wright, and Julius S. Young, Jr. (collectively, “Defendants”) in connection with a proposed merger pursuant to which NewBridge shareholders will receive 0.50 shares of Yadkin Financial Group common stock for

each NewBridge common share they own;

WHEREAS, Plaintiffs in the Actions, through their undersigned counsel, stipulate and hereby agree that the administration of justice would be best served by consolidating the Actions;

WHEREAS, Defendants agree that the Actions should be consolidated and do not otherwise oppose the stipulation and agreement among Plaintiffs set forth below with respect to the appointment of a leadership structure; and

WHEREAS, Plaintiffs seek to (i) consolidate the Actions; (ii) appoint the law firms of Rigrodsky & Long, P.A., Levi & Korsinsky LLP, and Kahn Swick and Foti, LLC as Co-Lead Counsel for Plaintiffs; and (iii) appoint the law firms of Rabon Law Firm, PLLC and Pinto Coates Kyre & Bowers, PLLC as Co-Liaison Counsel for Plaintiffs;

NOW, THEREFORE, it is hereby stipulated and agreed between and among the undersigned counsel as to consolidation of the Actions, and between and among Plaintiffs only as to matters related to the leadership of Plaintiffs' prosecution of the Actions, and is hereby ORDERED by the Court, as follows:

1. The Actions, bearing Case Nos. 15-CVS-9251, 15-CVS-10097, and 15-CVS-10047, are CONSOLIDATED into one action (the "Consolidated Action") for all purposes in this Court pursuant to Rule 42(a) of the North Carolina Rules of Civil Procedure.

2. The Consolidated Action shall collectively be referred to as:

STATE OF NORTH CAROLINA
COUNTY OF GUILFORD

IN THE GENERAL COURT OF JUSTICE
SUPERIOR COURT DIVISION
15-CVS-9251 (Master File);
15-CVS-10097
15-CVS-10047

In re NewBridge Bancorp Shareholder
Litigation

3. All paper and electronic filings in the Consolidated Action shall be made in Case No. 15-CVS-9251.

4. All documents previously filed to date in any of the cases consolidated herein shall be deemed part of the record in the Consolidated Action.

5. The Verified Class Action and Shareholder Derivative Complaint filed in the Schult Action on December 15, 2015 shall be designated as the operative complaint in the Consolidated Action. Defendants need not respond to any other complaints, amended complaints, or motions filed in any of the other actions. To the extent any Defendants have not been served in the Schult Action, they hereby agree to accept service of process. Defendants shall respond to the complaint in the Consolidated Action within thirty days after entry of an Order approving this Stipulation.

6. Any case subsequently filed in or transferred to this Court that arises out of the same or substantially the same transaction or events as the Actions (each, a “Related Action”) shall be consolidated into the Consolidated Action and governed by this Order. When a Related Action is hereafter filed or transferred to this Court, Co-Lead Counsel for Plaintiffs shall assist the Court by calling such Related Action to the attention of the Court, and Co-Lead Counsel for Plaintiffs shall ensure that counsel in any Related Action receive notice of this Order.

7. Rigrodsky & Long, P.A., Levi & Korsinsky LLP, and Kahn Swick and Foti, LLC are hereby appointed as Co-Lead Counsel for Plaintiffs in the Consolidated Action.

8. Rabon Law Firm, PLLC and Pinto Coates Kyre & Bowers, PLLC are hereby appointed as Co-Liaison Counsel for Plaintiffs in the Consolidated Action.

9. Co-Lead Counsel for Plaintiffs shall have authority to speak for Plaintiffs in matters regarding pretrial procedures and trial, and shall make all work assignments in such

manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive efforts. Co-Lead Counsel for Plaintiffs shall have authority to speak for Plaintiffs in settlement negotiations, and shall have the authority to negotiate a settlement, subject to approval of Plaintiffs and the Court, and allocate fees among Plaintiffs' counsel, if awarded.

10. Co-Lead Counsel for Plaintiffs shall be responsible for coordinating all activities and appearances on behalf of Plaintiffs. No motion, request for discovery, or other pretrial or trial proceedings shall be initiated or filed by any Plaintiffs except through Co-Lead Counsel for Plaintiffs, and Defendants shall not be required to respond to any such motion, discovery request, or other pretrial or trial proceedings.

11. Co-Liaison Counsel shall be available and responsible for communications to and from this Court, including distributing orders and other directions from the Court to counsel. Co-Liaison Counsel shall be responsible for creating and maintaining a master service list of all parties and their respective counsel. Co-Liaison Counsel shall also file and serve required pleadings and to serve non-filed documents.

12. Defendants' counsel may rely upon all agreements made with Co-Lead Counsel for Plaintiffs, or other duly authorized representative of Co-Lead Counsel, and such agreements shall be binding on all Plaintiffs.

IT IS SO STIPULATED this 8th day of January, 2016.

Dated: January 8, 2016

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By: /s/ Gary W. Jackson

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Dated: January 8, 2016

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Dated: January 8, 2016

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Dated: January 8, 2016

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Dated: January 8, 2016

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ORDER APPROVING STIPULATION

The foregoing Stipulation is hereby **APPROVED**.

SO ORDERED, this the 11th day of January, 2016.

/s/ Louis A. Bledsoe, III
Louis A. Bledsoe, III
Special Superior Court Judge
for Complex Business Cases