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Attorneys for Plaintiff and Counterdefendant Research Affiliates, LLC

UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
SOUTHERN DIVISION

Research Affiliates, LLC,

Plaintiff,

v.

WisdomTree Investments, Inc., WisdomTree Trust, WisdomTree Asset Management, Inc., WisdomTree Retirement Services, Inc., Mellon Capital Management Corporation, and ALPS Distributors, Inc.,

Defendants.

And related counterclaims.

CASE NO. SACV11-01846 DOC (ANx)

STIPULATION OF DISMISSAL WITH PREJUDICE

JUDGE: HONORABLE DAVID O. CARTER

COMPLAINT FILED: DECEMBER 1, 2011

Pursuant to Fed. R. Civ. P. 41(a)(1), Plaintiff Research Affiliates, LLC and Defendants WisdomTree Investments, Inc., WisdomTree Trust, WisdomTree Asset Management, Inc., and WisdomTree Retirement Services, Inc., Mellon Capital Management Corporation, and ALPS Distributors, Inc. (collectively "the Parties," individually "Party") hereby stipulate and agree that this action, including all claims, defenses and counterclaims asserted in this action by any of the Parties in the amended complaint, answers and counterclaims, be dismissed with prejudice pursuant to the Confidential Settlement Agreement & Release dated November 7, 2012 executed by the Parties, the terms of which shall remain confidential, as provided in the Confidential Settlement Agreement & Release.

The Parties also stipulate and agree that this Court shall retain jurisdiction over the Parties and the subject matter to enforce the Confidential Settlement Agreement & Release between the Parties.

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The Parties further stipulate and agree that each Party shall bear its own costs, attorneys' fees, and expenses incurred by or on behalf of said Party in connection with this action.

Dated: November 8, 2012

Respectfully submitted,

By:*/s/Natalie J. Morgan*
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Attorneys for Defendants and Counterclaimants WISDOMTREE INVESTMENTS, INC., WISDOMTREE TRUST, WISDOMTREE ASSET MANAGMENT, INC., WISDOMTREE RETIREMENT SERVICES, INC., MELLON CAPITAL MANAGEMENT CORPORATION, AND ALPS DISTRIBUTORS, INC.

Statement Pursuant to L.R. 5-4.3.4(2)(i)

The filer attests that all other signatories listed, and on whose behalf the filing is submitted, concur in the filing's content and have authorized the filing.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the above and foregoing document has been served on November 8, 2012 to all counsel of record deemed to have consented to electronic service via the Court's CM/ECF system.

Any other counsel of record will be served by electronic mail and regular mail.

/s/Natalie J. Morgan
Natalie J. Morgan