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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

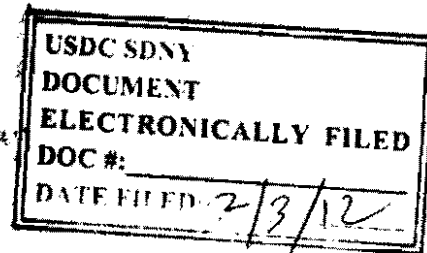
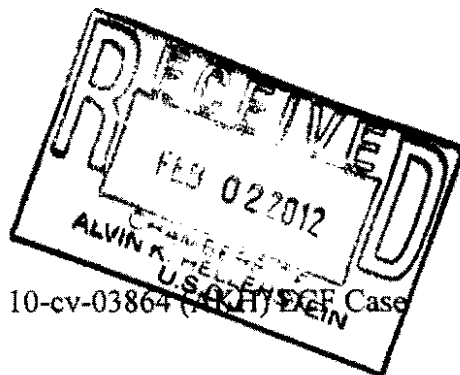
MARY K. JONES, Individually and on Behalf of All Others
Similarly Situated,

Plaintiff,

-vs-

PFIZER INC., HENRY A. MCKINNELL, JEFFREY B.
KINDLER, FRANK D'AMELIO, DAVID L. SHEDLARZ,
ALAN G. LEVIN, IAN C. READ, JOSEPH FECZKO,
KAREN KATEN, J. PATRICK KELLY, and ALLEN
WAXMAN,

Defendants.



**DEFENDANTS' NOTICE OF MOTION AND
MOTION TO FILE UNDER SEAL**

*Motion denied
w/out prejudice to re-
admission showing
prejudice the materials
sought to be
redacted, and the reasons
why parties will be
prejudiced by disclosure.
2-3-12
[Signature]*

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Attorneys for Defendants

PLEASE TAKE NOTICE that Defendants Pfizer Inc., Henry A. McKinnell, Jeffrey B. Kindler, Frank D'Amelio, David L. Shedlarz, Alan G. Levin, Ian C. Read, Joseph Feczko, Karen Katen, J. Patrick Kelly, and Allen Waxman (collectively, "Defendants"), by their counsel, shall move, before the Honorable Alvin K. Hellerstein, U.S. District Judge, United States District Courthouse, 500 Pearl Street, New York, New York 10007, on a date and time as may be designated by the Court, for an Order (attached hereto as Exhibit AA) permitting Defendants to file under seal their: (i) Memorandum of Law in Opposition to Plaintiffs' Motion for Class Certification ("Defendants' Memorandum"); and (ii) Exhibits A, C through E and H through J to the Declaration of Amy D. Lamberti in Support of Defendants' Memorandum of Law in Opposition to Plaintiffs' Motion for Class Certification ("Lamberti Dec.").

Defendants' Memorandum contains references to and quotes from documents and deposition testimony that have been designated "Confidential" by Stichting Philips Pensioenfonds and/or Ms. Jones (collectively, "Plaintiffs" and together with Defendants, the "Parties"), under the Stipulated Protective Order.

Exhibit A is a complete copy of the unofficial transcript of the deposition of Theo Kamps, the Federal Rule of Civil Procedure 30(b)(6) designee for Lead Plaintiff Stichting Philips Pensioenfonds. Exhibits C and D are correspondence between the Parties' counsel containing information that has been designated as "Confidential." Exhibit E is a copy of the Engagement Agreement for Portfolio Monitoring and Claims Filing Services for Shareholder Actions between Philips Pensioenfonds and Coughlin Stoia Geller Rudman & Robbins LLP ("Monitoring Agreement"). Exhibit H is a complete copy of the transcript of the deposition of Mary K. Jones. Exhibit I is the description of two prescription medications, which are available at the website of

the U.S. National Library of Medicine. Exhibit J is a complete copy of the unofficial transcript of the deposition of Steven P. Feinstein.

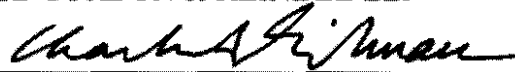
Exhibits A, C through E and H through J contain information about Plaintiffs that has been designated as "Confidential" by Plaintiffs pursuant to the Stipulated Protective Order, approved by the Court on October 18, 2011 (Dkt. No. 93) (attached hereto as Exhibit BB).

Pursuant to Paragraph 7 of the Stipulated Protective Order, Defendants respectfully request leave to file Defendants' Memorandum, and Exhibits A, C through E and G through J to the Lamberti Dec., under seal.

Plaintiffs previously filed a Motion to File Under Seal excerpts of the depositions of Stichting Philips Pensioenfonds and Ms. Jones and an exhibit relating to Ms. Jones's deposition. The Court indicated that Plaintiffs' Motion to File Under Seal will be decided at the argument of the main motion for class certification. (See Dkt. No. 108.) Defendants respectfully request the Court's consideration of this Motion to File Under Seal at that time, as well.

DATED: February 1, 2012

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