

**UNITED STATES DISTRICT COURT  
DISTRICT OF MARYLAND**

IN RE: ROYAL AHOLD N.V. SECURITIES AND ERISA LITIGATION	) ) ) )	CIVIL NO. 1:03-md-01539  <u>ALL ERISA ACTIONS</u>
--	------------------	---

**ERISA CASE MANAGEMENT ORDER NO. 1  
(CONCERNING THE APPOINTMENT OF  
CO-LEAD PLAINTIFFS AND COUNSEL)**

WHEREAS, plaintiffs Michael Lane, James Pattersall Dare, Mark Fraizer, and Peter J. Manhoff own Kononklijke Ahold N.V. (a.k.a. Royal Ahold NV) (“Royal Ahold”) stock and securities purchased through their employer retirement benefit plans;

WHEREAS, plaintiffs in the ERISA actions have alleged, among other things, that defendants Royal Ahold, Ahold USA, Inc., R. Henny De Ruiter, Cees Van Der Hoeven, and Michiel Meurs, who are named or deemed to be the fiduciaries of benefit plans maintained for the employees of Royal Ahold and its operating companies in the United States, including Royal Ahold USA, Stop and Shop, Giant Food, U.S. Foodservice, Inc., and Peapod, breached their fiduciary duties to the participants in the employee benefit plans, including those fiduciary duties set forth in ERISA § 404, 29 U.S.C. § 1104, and Department of Labor Regulations, 29 C.F.R. 2550;

WHEREAS, the ERISA plaintiffs allege that defendants breached their fiduciary duties to the Plans and the Participants in two principal ways: (a) negligently misrepresenting and negligently failing to disclose material facts to the Plans and the Participants in connection with the management of the Plans’ assets and (b) negligently permitting the Plans to purchase and hold Royal Ahold shares when it was imprudent to do

so. As a result of these wrongful acts, pursuant to ERISA § 409(a), 29 U.S.C. § 1109(a), it is alleged that defendants are personally liable to make good to the Plans the losses resulting from each such breach of fiduciary duty; and

WHEREAS, numerous securities class action lawsuits have been filed that arise out of the same operative facts as the ERISA actions;

**NOW THEREFORE, IT IS HEREBY ORDERED as follows:**

1. The ERISA actions shall be coordinated with the securities class action pending before this Court.

2. The law firms of Wechsler Harwood LLP and Cauley Geller Bowman Coates & Rudman, LLP are appointed Co-Lead Counsel for the ERISA actions. Rubin & Rubin, Chartered is appointed Liaison Counsel for the ERISA actions.

3. Liaison counsel in the ERISA actions shall consult with liaison counsel in the securities actions and with defense counsel and contact chambers to set a date in November for an initial conference regarding case management and scheduling.

SO ORDERED:

November 4, 2003

Date

/s/

Catherine C. Blake  
United States District Judge