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Luther B. Thomas, Clerk

*R. Martin*

Deputy Clerk

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION

IN RE CLARUS CORPORATION  
SECURITIES LITIGATION

Civil Action No. 1:00-CV-2841-CAP

**[PROPOSED] CONSENT ORDER RE-SCHEDULING SETTLEMENT  
FAIRNESS HEARING**

WHEREAS, on August 6, 2004, the Court entered an Order Preliminarily Approving Settlement and Providing For Notice (the "Order for Notice and Hearing") in the above-entitled action (the "Action") which, among other things, (i) conditionally certified the Action as a class action for the purposes of a proposed settlement; (ii) scheduled a December 2, 2004 hearing to consider whether the proposed settlement should be approved as being fair, reasonable and adequate (the "Settlement Fairness Hearing"), and (iii) directed that the Notice of Pendency of Class Action and Proposed Settlement, Motion for Attorneys' Fees and Settlement Fairness Hearing (the "Notice") and Proof of Claim and Release form (the "Proof of Claim") be mailed on or before August 20, 2004 to all the members of the Settlement Class who can be identified; and

WHEREAS, the Claims Administrator, Heffler, Radetich & Saitta LLP, mailed copies of the Notice and Proof of Claim on August 20, 2004 to some 384 names and addresses supplied by the transfer agent of Clarus Corporation's

common stock, American Stock Transfer & Trust Company, and some 338 brokers and other nominees (including E\*Trade Financial), and a summary Publication Notice was published in the national edition of The Wall Street Journal on August 26, 2004, and subsequently additional copies of the Notice and Proof of Claim were mailed to some 45,676 names and addresses of potential members of the Settlement Class supplied by brokers and other nominees, and delivered 7,471 bulk copies of the Notice and Proof of Claim to 15 brokerage firms or nominees who requested such to mail to their clients/beneficiaries; and

WHEREAS, despite the fact that E\*Trade Financial received timely notice, some 3,859 beneficial purchasers of Clarus Corporation common stock were only recently identified on the lists provided by E\*Trade Financial to the Claims Administrator and thus may not have been identified as potential members of the Settlement Class and may not have timely been sent copies of the Notice; and

WHEREAS, out of an abundance of caution, the settling parties wish to supplement the notice previously provided to members of the Settlement Class by mailing the Notice and a Proof of Claim to those some 3,859 additional names and addresses (the "E\*Trade beneficial purchasers").

NOW, THEREFORE, in order to allow the E\*Trade beneficial purchasers to receive the previously-approved Notice and Proof of Claim form and to exercise

their rights under the proposed settlement, IT IS HEREBY ORDERED, this

19<sup>th</sup> day of November, 2004 that:

1. The following dates previously scheduled in the Order for Notice and Hearing are re-scheduled as follows:

(a) The Settlement Fairness Hearing previously scheduled (at paragraph 2 of the Order for Notice and Hearing) for Thursday, December 2, 2004, at 2:00 p.m., is adjourned and re-scheduled instead for January 6, 2005 at 2:00 p.m.

(b) The deadline for all the E\*Trade beneficial purchasers to submit Proofs of Claim previously scheduled (at paragraph 11 of the Order for Notice and Hearing) for November 18, 2004 is adjourned and re-scheduled instead for December 23, 2004.

(c) The deadline for all the E\*Trade beneficial purchasers to submit requests for exclusion from the Settlement Class previously scheduled (at paragraph 10 of the Order for Notice and Hearing) for November 18, 2004 is adjourned and re-scheduled instead for December 23, 2004.

(d) The deadline for all the E\*Trade beneficial purchasers to file comments and/or objections to the Settlement, the Plan of Allocation or the award of attorneys' fees and reimbursement of expenses previously scheduled (at


paragraph 14 of the Order for Notice and Hearing) for November 18, 2004 is adjourned and re-scheduled instead for twenty days prior to the re-scheduled date for December 23, 2004.

2. The Claims Administrator shall cause the previously-approved forms of the Notice and the Proof of Claim, along with a cover sheet, substantially in the form annexed hereto as Exhibit A, providing the revised dates set in paragraph 1 above, to be mailed, by first class mail, postage prepaid, no later than two (2) business days from the entry of this Order Re-Scheduling Settlement Fairness Hearing, to all newly-identified record transferees.

3. The Claims Administrator and Plaintiffs' Counsel are directed to also notify any Settlement Class Member who indicated or indicates any intent to appear at the Settlement Fairness Hearing of the adjourned and re-scheduled dates.

4. The Court retains exclusive jurisdiction over the Action to consider all further matters arising out of or connected with the Settlement.

IT IS SO ORDERED this 19<sup>th</sup> day of November, 2004



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The Honorable Charles A. Pannell, Jr.  
Judge, United States District Court

CONSENTED TO BY:

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