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UNITED STATES DISTRICT COURT
FOR THE CENTRAL DISTRICT OF CALIFORNIA
WESTERN DIVISION

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

MICHAEL W. PERRY and A.
SCOTT KEYS,

Defendants.

Case No. CV-11-1309 R

**ORDER GRANTING
DEFENDANTS MICHAEL W.
PERRY AND A. SCOTT KEYS'
MOTIONS FOR SUMMARY
JUDGMENT AND JUDGMENT**

Hearing Date: May 21, 2012
Time: 10:00 a.m.
Courtroom: No. 8
Judge: Honorable Manuel L. Real

1 Defendants Michael W. Perry and A. Scott Keys' ("Defendants") Motions
2 for Summary Judgment came on regularly for hearing on May 21, 2012, in
3 Courtroom 8 of the United States District Court, Central District of California,
4 located at 312 North Spring Street, Los Angeles, CA 90012, the Honorable
5 Manuel L. Real presiding. Attorneys Donald Searles, Nicholas Chung, and John
6 Berry appeared on behalf of Plaintiff Securities and Exchange Commission.
7 Attorneys D. Jean Veta and Dennis Auerbach appeared on behalf of Mr. Perry.
8 Attorneys Gregory Bruch and Julie Smith appeared on behalf of Mr. Keys. The
9 Court, having considered the oral argument of counsel, all papers filed in
10 connection with the motions, and all other matters presented to the Court, hereby

11 ORDERS that, for the reasons stated at the May 21, 2012 hearing and in the
12 Uncontroverted Facts and Conclusions of Law, summary judgment is GRANTED
13 in favor of Defendants on the following claims asserted in this action:

- 14 1. Plaintiff's claim for disgorgement against Defendants;
- 15 2. Plaintiff's claims against Defendants based on IndyMac Bancorp,
16 Inc.'s Form 10-K for the year ended December 31, 2007;
- 17 3. Plaintiff's claims against Defendants based on IndyMac Bancorp,
18 Inc.'s Form 8-K dated February 12, 2008;
- 19 4. Plaintiff's claims against Defendants based on IndyMac Bancorp,
20 Inc.'s Direct Stock Purchase Plan prospectuses dated October 11,
21 2007, April 3, 2008, and May 2, 2008; and
- 22 5. Plaintiff's claim against Mr. Perry based on the alleged failure of
23 IndyMac Bancorp, Inc. to timely disclose the deferral of dividends on
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preferred securities issued by IndyMac Bancorp, Inc. and IndyMac Bank, F.S.B.

IT IS SO ORDERED AND ADJUDGED.

DATED: May 31, 2012



The Honorable Manuel L. Real
United States District Court Judge