

Exhibit G

1 UNITED STATES DISTRICT COURT
2 WESTERN DISTRICT OF WASHINGTON
3 AT SEATTLE
4

5 In Re Boeing Securities)
6 Litigation)
7) Case C97-1715Z

8 HEARING ON SETTLEMENT
9 on February 13, 2002, before the Honorable Thomas S. Zilly,
10 United States District Judge, at the United States Courthouse,
11 Seattle, Washington.

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17 Appearances of Counsel:
18 On Behalf of Plaintiffs:

STEVE BERMAN
PATRICK COUGHLIN
CLYDE PLATT
RANDY BANDMAN
Attorneys at Law
BARRY KAPLAN
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Attorney at Law

19
20 On Behalf of Defendant:

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22
23 Sue Palmerton
24 Official Court Reporter
(206) 553-1899
25

COPY

1 THE COURT: There are a number of additional documents
2 that you have provided me today which have been very helpful to
3 the Court, along with your presentation. I want to review them
4 in chambers after this hearing sometime this week.

5 But I can state on the record that having reviewed all of
6 the materials with respect to the settlement, and the risks, and
7 the likelihood of success and the like, I'm certainly very
8 inclined to approve the settlement itself and believe that I can
9 do that after reviewing these additional documents.

10 There is no question that this has been the most
11 complicated, complex, hotly contested litigation this Court's
12 been involved with in almost 14 years of being a trial judge.
13 And there is no question in my mind that there were substantial
14 risks to the plaintiffs, particularly with respect to their
15 state law claims, which would have eased the burden of proof.
16 And when you go to the federal claim and the scienter obligation
17 that the plaintiffs would have to prove, clearly a much more
18 difficult task in terms of succeeding on the merits.

19 There would be if the case were tried a myriad of legal
20 obstacles, factual contentions and disputes. And it's very
21 difficult to project what the result would be. But I'm going to
22 take under advisement that portion of the issue relating to the
23 fairness of the settlement. And if I can satisfy myself after
24 reviewing that in chambers, I'll sign it so we'll have an
25 effective date and start the clock running. If I'm satisfied

1 (At 1:50, court was in recess.)

2 CERTIFICATE

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4
5 I, Susan Palmerton, court reporter for the United States
6 District Court in the Western District of Washington at
7 Seattle, was present in court during the foregoing matter and
8 reported said proceedings stenographically.

9
10 I further certify that thereafter, I, Susan Palmerton, have
11 caused said stenographic notes to be transcribed via computer,
12 and that the foregoing pages are a true and accurate
13 transcription to the best of my ability.

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15 Dated this 21st day of February, 2002.

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20 _____
Susan Palmerton

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