

12/97

AWARD

NASD REGULATION, INC., OFFICE OF DISPUTE RESOLUTION

In the matter of the Arbitration Between

Name of Claimants

Udaya Jagirdar, Sadhana Jagirdar and Peter Huber

v.

Arbitration No.

96-01703

Name of Respondents

Smith Barney, Inc. and Harris Upham & Co., Inc.

REPRESENTATION

For Claimants:

Bruce R. Safran, Esq.
Law Offices of Safran & Godino
Tarzana, California

For Respondents:

Harry T. Walters, Esq.
Smith Barney, Inc.
New York, New York

David Bartholomew, Esq.
Keesal Young & Logan
Long Beach, California

CASE INFORMATION

Joint Statement of Claim filed:	April 15, 1996
Claimant Udaya Jagirdar's Submission Agreement signed:	April 5, 1996
Claimant Sadhana Jagirdar's Submission Agreement signed:	April 5, 1996
Claimant Peter Huber's Submission Agreement signed:	April 9, 1996
Joint Statement of Answer filed:	July 25, 1996

HEARING INFORMATION

Pre Hearing Conference Dates / Sessions: May 23, 1997 (1 Session)
June 24, 1997 (1 Session)
October 17, 1997 (1 Session)
December 2, 1997 (1 Session)

Hearing Dates / Sessions: November 5, 1997 (2 Sessions)
November 6, 1997 (2 Sessions)
November 7, 1997 (2 Sessions)
November 12, 1997 (2 Sessions)
November 13, 1997 (2 Sessions)
November 14, 1997 (2 Sessions)
December 9, 1997 (2 Sessions)
December 10, 1997 (2 Sessions)
December 11, 1997 (2 Sessions)
December 12, 1997 (2 Sessions)

Hearing Location: Los Angeles, California

CASE SUMMARY

Claimants alleged that Respondents breached their fiduciary duty owed to the Claimants and breached their contractual agreement with Claimants. Claimants also alleged that Respondents were negligent in failing to timely approve the sale of stock, made misrepresentations and omissions and violated Federal and State Securities laws regarding the sale of registered stock. Additionally, Claimants alleged that the Respondents were negligent in hiring and supervising their employees.

Respondents denied each and every allegation of wrongdoing set forth in the Claimants' Statement of Claim.

RELIEF REQUESTED

Claimants sought \$4,550,000.00 in compensatory damages, interest, attorneys' fees, costs, disbursements, as well as any other relief the Arbitration Panel deemed appropriate.

Respondents sought dismissal of Claimants' Statement of Claim in its entirety and costs of the proceeding.

OTHER ISSUES CONSIDERED AND DECIDED

The parties have agreed that the Award in this matter may be executed either in counterpart copies or that a handwritten, signed Award may be entered. In either case, the parties have agreed to receive conformed copies of the Award while the original remains on file with the NASD Regulation, Inc., Office of Dispute Resolution.

On December 10, 1997, the Arbitration Panel and all parties conducted a video tele-conference to elicit the testimony of Jack Leavy, a witness called by the Claimants.

AWARD

After considering the pleadings, the testimony, and the evidence presented at the hearing, the undersigned arbitrators have decided in full and final resolution of the issues submitted for determination as follows:

- 1) All claims set forth in the Claimants' Statement of Claim are dismissed with prejudice.

FORUM FEES

Pursuant to Rule 10332(c) of the Code of Arbitration Procedure, the following forum fees are assessed:

One (1) One Panel Pre-Hearing Conference Session @ \$300.00/Session	= \$300.00
Three (3) Full Pre-Hearing Conference Sessions @ \$1,000.00/ Session	= \$3,000.00
Twenty (20) Hearing Sessions @ \$1,000.00/Session	= \$20,000.00

Total Forum Fees Assessed	= \$23,300.00
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Total fees assessed against the Claimants (jointly and severally)	= \$11,650.00
Claimants' Credit for Hearing Session Deposit	= \$1,000.00

Total fees owed by the Claimants (jointly and severally)	= \$10,650.00
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Total fees assessed against the Respondents (jointly and severally)	= \$11,650.00
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Total fees owed by the Respondents (jointly and severally)	= \$11,650.00
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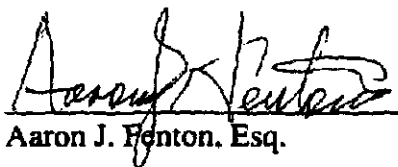
Fees are payable to NASD Regulation, Inc.

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ARBITRATORS

<u>Name</u>	<u>Public / Industry</u>
Aaron J. Fenton, Esq.	Public Arbitrator
Walter W. Klosterman	Industry Arbitrator
Barbara Faye Vosen, Ph.D.	Public Arbitrator

Concurring Arbitrators' Signatures



Aaron J. Fenton, Esq.

Walter W. Klosterman

Barbara Faye Vosen, Ph.D.

Date of Service: _____

9/1/2007

ARBITRATORS

<u>Name</u>	<u>Public / Industry</u>
Aaron J. Fenton, Esq.	Public Arbitrator
Walter W. Klosterman	Industry Arbitrator
Barbara Faye Vosen, Ph.D.	Public Arbitrator

Concurring Arbitrators' Signatures

Aaron J. Fenton, Esq.



Walter W. Klosterman

Barbara Faye Vosen, Ph.D.

Date of Service: _____

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Concurring Arbitrators' Signatures

Aaron J. Fenton, Esq.

Walter W. Klosterman

Barbara Faye Vosen

Barbara Faye Vosen, Ph.D.

Date of Service: DECEMBER 24, 1997