

**UNITED STATES COURT OF APPEALS FOR THE FOURTH CIRCUIT  
DOCKETING STATEMENT--CIVIL/AGENCY CASES**

**Directions:** Counsel must make a **docketing statement (civil/agency) filed** entry in CM/ECF within 14 days of docketing of the appeal, or within the due date set by the clerk's docketing notice, whichever is later. File with the entry the (1) docketing statement form with any extended answers and (2) any transcript order form. Parties proceeding pro se are not required to file a docketing statement. Opposing counsel who finds a docketing statement inaccurate or incomplete may file any objections within 10 days of service of the docketing statement using the ECF event-**docketing statement objection/correction filed**.

<b>Appeal No. &amp; Caption</b>	No. 16-2090, Pagliara v. Federal Home Loan Mortgage Corp.
<b>Originating No. &amp; Caption</b>	No.1:16-cv-337, Pagliara v. Federal Home Loan Morgage Corp
<b>Originating Court/Agency</b>	E.D. Va. (Judge James C. Cacheris)

<b>Jurisdiction</b> (answer any that apply)	
Statute establishing jurisdiction in Court of Appeals	28 U.S.C. 1291
Time allowed for filing in Court of Appeals	30 days
Date of entry of order or judgment appealed	August 23, 2016
Date notice of appeal or petition for review filed	September 21, 2016
If cross appeal, date first appeal filed	NA
Date of filing any post-judgment motion	NA
Date order entered disposing of any post-judgment motion	NA
Date of filing any motion to extend appeal period	NA
Time for filing appeal extended to	NA
Is appeal from final judgment or order?	<input checked="" type="radio"/> Yes <input type="radio"/> No
If appeal is not from final judgment, why is order appealable?	

<b>Settlement</b> (The docketing statement is used by the circuit mediator in pre-briefing review and mediation conducted under Local Rule 33. Counsel may make a confidential request for mediation by calling the Office of the Circuit Mediator at 843-521-4022.)	
Is settlement being discussed?	<input type="radio"/> Yes <input checked="" type="radio"/> No

<b>Transcript</b> (transcript order must be attached if transcript is needed and not yet on file)		
Is transcript needed for this appeal?	<input checked="" type="radio"/> Yes	<input type="radio"/> No
Has transcript been filed in district court?	<input checked="" type="radio"/> Yes	<input type="radio"/> No
Is transcript order attached?	<input type="radio"/> Yes	<input checked="" type="radio"/> No

<b>Case Handling Requirements</b> (answer any that apply)	
Case number of any prior appeal in same case	NA
Case number of any pending appeal in same case	NA
Identification of any case pending in this Court or Supreme Court raising similar issue	None known
	If abeyance or consolidation is warranted, counsel must file an appropriate motion.
Is expedited disposition necessary?	<input type="radio"/> Yes <input checked="" type="radio"/> No
	If yes, motion to expedite must be filed.
Is oral argument necessary?	<input checked="" type="radio"/> Yes <input type="radio"/> No
Does case involve question of first impression?	<input checked="" type="radio"/> Yes <input type="radio"/> No
Does appeal challenge constitutionality of federal or state statute in case to which federal or state government is not a party	<input type="radio"/> Yes <input checked="" type="radio"/> No
	If yes, notice re: challenge to constitutionality of law must be filed.

<b>Nature of Case</b> (Nature of case and disposition below. Attach additional page if necessary.)
<p>Appellee Federal Home Loan Mortgage Corporation (Freddie Mac) has elected to follow Virginia corporate law. Appellant Timothy J. Pagliara is a Freddie Mac shareholder. He brought a claim against Freddie Mac demanding inspection of its books and records under the Virginia Stock Corporation Act. Freddie Mac moved to dismiss and, in the alternative, the Federal Housing Finance Agency moved to substitute as plaintiff. Their arguments were the same: that a provision of the federal Housing and Economic Recovery Act had transferred all rights of Freddie Mac shareholders, including the right to inspect books and records, to the Agency. See 12 U.S.C. 4617(b)(2)(A)(i). They also argued that a separate provision of the Act, 12 U.S.C. 4617(f), barred this suit, as did Virginia law. The district court agreed that the Act had transferred Mr. Pagliara's relevant rights and held that Mr. Pagliara also lacked a proper purpose under Virginia law. It granted Freddie Mac's motion to dismiss.</p> <p>Both of those decisions are incorrect. The relevant provision in the Act does not bar the type of suit brought here, which involves direct claims rather than derivative ones. And Mr. Pagliara's complaint pleaded several proper purposes for the inspection under Virginia corporate law.</p>

**Issues** (Non-binding statement of issues on appeal. Attach additional page if necessary)

- 1) Whether the federal Housing and Economic Recovery Act transfers all direct rights of shareholders, including suits to enforce those direct rights.
- 2) Whether Mr. Pagliara pleaded a proper purpose to justify the inspection of corporate books and records under Virginia law.

**Adverse Parties** (List adverse parties to this appeal and their attorneys; provide party's address if the party is not represented by counsel. Attach additional page if necessary.)

Adverse Party: Federal Housing Finance Agency

Attorney: Ian S. Hoffman

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Adverse Party: Federal Home Loan Mortgage Corp.

Attorney: Taylor L. Lankford

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Phone: 202-737-0500

**Adverse Parties (continued)**

Adverse Party:

Attorney:

Address:

E-mail:

Phone:

Adverse Party:

Attorney:

Address:

E-mail:

Phone:

<b>Appellant</b> (Attach additional page if necessary.)	
Name: Timothy J. Pagliara  Attorney: N. Thomas Connally Address: Hogan Lovells US LLP 7930 Jones Branch Drive McLean, VA 22102  E-mail: tom.connally@hoganlovells.com  Phone: 703-610-6100	Name:  Attorney: Address:  E-mail:  Phone:
<b>Appellant (continued)</b>	
Name:  Attorney: Address:  E-mail:  Phone:	Name:  Attorney: Address:  E-mail:  Phone:
<b>Signature:</b> <u>/s/ N. Thomas Connally</u> <b>Date:</b> <u>October 6, 2016</u>  <b>Counsel for:</b> <u>Timothy J. Pagliara</u>	
<b>Certificate of Service:</b> I certify that on <u>October 6, 2016</u> the foregoing document was served on all parties or their counsel of record through the CM/ECF system if they are registered users or, if they are not, by serving a true and correct copy at the addresses listed below (Attach additional page if necessary):	
Ian S. Hoffman Howard N. Cayne Asim Varma David B. Bergman Arnold & Porter LLP 601 Massachusetts Avenue NW Washington, D.C. 20001	Taylor L. Lankford Michael J. Ciatti Graciela M. Rodriguez Merritt E. McAlister King & Spalding LLP 1700 Pennsylvania Avenue NW, Ste. 200 Washington, D.C. 20006
Signature: <u>/s/ N. Thomas Connally</u>	Date: <u>October 6, 2016</u>