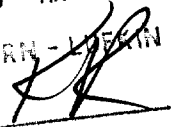


EOB  
10-27-03

IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF TEXAS  
LUFKIN DIVISION

FILED - CLERK  
U.S. DISTRICT COURT  
OCT 27 AM 7:49  
TX EASTERN - LUFKIN  
BY 

Sylvester McClain, et al.

Plaintiffs,

v.

Lufkin Industries, Inc.

Defendant.

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Civil Action No. 9:97 CV 063 (COBB)

**STIPULATION REGARDING GEOGRAPHIC SCOPE OF THE CLASS**

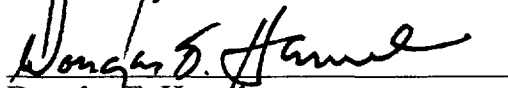
Plaintiffs and, subject to its objections to class certification, Defendant Lufkin Industries, Inc., by and through their respective counsel, hereby agree and stipulate that the geographic scope of the plaintiff class, as certified by the Court in its March 31, 1999 class certification Order reported at McClain v. Lufkin Industries, Inc., 187 F.R.D. 267 (E.D. Tex. 1999), may and shall be modified as follows:

All African American persons employed by Lufkin Industries in its facilities located in Angelina County, Texas, on or after March 6, 1994, whose compensation, remuneration, benefits, job assignments, promotional opportunities, career advancement, and other terms and conditions of employment have been, may have been, or may become, adversely affected by defendant Lufkin Industries' past or present systems of administering hiring, wages, salaries, job assignments, training, evaluations, promotions, demotions, terminations, layoffs, recalls, and rehires.

Defendant Lufkin Industries Inc., makes this stipulation without prejudice to or waiver of its objections to the Court's class certification Order, including whether persons employed in its

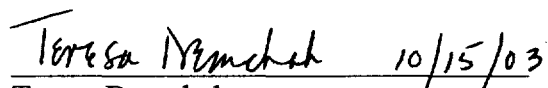
facilities outside Angelina County were properly included in the original class certification Order.

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Counsel for Plaintiffs and the Class

IT IS SO ORDERED

Dated: October 20, 2003

  
United States District Judge