

UNITED STATES DISTRICT COURT FOR THE DISTRICT OF ARIZONA

Fraser MacDonald v. Jack L. Sinclair, et al.

No. CV-25-04723-PHX-DWL (D. Ariz. Feb. 5, 2026) · No. No. CV-25-04723-PHX-DWL · Decided February 5, 2026

SUMMARY

The United States District Court for the District of Arizona grants in part the parties’ stipulation to consolidate two shareholder derivative actions involving Sprouts Farmers Market, Inc. MacDonald v. Sinclair is designated as the lead action, future filings are directed to that case, and The Brown Law Firm, P.C. and Kuehn Law, PLLC are appointed co-lead counsel for plaintiffs.

CASE DETAILS

COURT	United States District Court for the District of Arizona
WRITING FOR THE COURT	Dominic W. Lanza
JURISDICTION	United States District Court for the District of Arizona
DECIDED	February 5, 2026
DOCKET	No. CV-25-04723-PHX-DWL
DISPOSITION	other
PROCEDURAL POSTURE	The court considered the parties’ stipulation to consolidate two shareholder derivative actions and to appoint co-lead counsel for the plaintiffs.
STANDARD OF REVIEW	Abuse-of-discretion framework for consolidation; district courts have substantial discretion whether and to what extent to consolidate actions.
PRECEDENTIAL VALUE	Unknown; district court order with no reported citation and metadata indicating unknown precedential status.

TOPICS

- shareholder derivative suits
- joinder
- civil procedure
- corporate governance

PRACTICE AREAS

- civil procedure
- corporate law
- shareholder derivative litigation

QUESTIONS PRESENTED

1. Whether the two shareholder derivative actions should be consolidated under Federal Rule of Civil Procedure 42(a).
2. Whether the court should designate The Brown Law Firm, P.C. and Kuehn Law, PLLC as co-lead counsel for the consolidated plaintiffs.
3. What caption and filing procedures should govern the consolidated actions.

HOLDINGS

1. The actions were properly consolidated because they involved common questions of law and fact and consolidation would promote convenience and economy in administration.
2. Consolidation did not merge the actions into a single cause or alter the parties' rights, but all future filings concerning both actions were required to use the MacDonald caption and no additional documents could be filed in Kaiser.
3. The court appointed The Brown Law Firm, P.C. and Kuehn Law, PLLC as co-lead counsel for the plaintiffs in the consolidated actions.

KEY QUOTATIONS

"District courts enjoy substantial discretion in deciding whether and to what extent to consolidate cases." (at 1)

"consolidation is permitted as a matter of convenience and economy in administration, but does not merge the suits into a single cause, or change the rights of the parties, or make those who are parties in one suit parties in another." (at 1)

"The above-captioned action, MacDonald v. Sinclair, et al., No. CV-25-04723-PHX-DWL, shall serve as the lead action." (at 3)

FACTUAL BACKGROUND

Both actions were shareholder derivative suits brought on behalf of Sprouts Farmers Market, Inc. They involved substantially overlapping defendants, alleged violations of law, and similar predicate facts, and the court determined that consolidation would promote convenience and economy in administration.

PROCEDURAL HISTORY

The MacDonald and Kaiser actions were pending before the District of Arizona and involved common questions of law and fact concerning Sprouts Farmers Market, Inc. The parties stipulated to consolidation and appointment of co-lead counsel. The court granted the request in part, consolidated the cases for all purposes with MacDonald as the lead action, appointed co-lead counsel, retained the existing MacDonald caption, and issued case-management directives.

DISPOSITION

other

CASES CITED

- Hall v. Hall, 584 U.S. 59, 70, 77 (2018)
- Lee ex rel. Coherent, Inc. v. Ambroseo, 2007 WL 1558565, at *1-*2 (N.D. Cal. 2007)
- Sexton ex rel. Jones Soda Co. v. Van Stolk, 2008 WL 1733242, at *1 (W.D. Wash. 2008)
- Vincent v. Hughes Air West, Inc., 557 F.2d 759 (9th Cir. 1977)
- MacAlister

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