IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

BETTY GREENBERG, on behalf of herself and all others similarly situated, Plaintiff, vs. CALIPER LIFE SCIENCES, INC., E. KEVIN HRUSOVSKY, KATHRYN A. TUNSTALL, DAVID W. CARTER, VAN BILLET, ROBERT C. BISHOP, DAVID V. MILLIGAN, ALLAN L. COMSTOCK, PERKINELMER, INC. AND PERKINELMER HOPKINTON CO. Defendants.	C.A. No.

VERIFIED CLASS ACTION COMPLAINT

Plaintiff, by her undersigned attorneys, alleges upon personal knowledge with respect to herself, and upon information and belief as to all other allegations herein, as follows:

NATURE OF THE ACTION

1. This is a shareholder class action brought by plaintiff on behalf of herself and the public shareholders of Caliper Life Sciences, Inc., ("Caliper" or the "Company") against Caliper, the directors of Caliper, and PerkinElmer, Inc. ("PerkinElmer") arising out of their agreement to sell Caliper to PerkinElmer (the, "Proposed Transaction"). In pursuing the Proposed Transaction, each of the defendants has violated applicable law by directly breaching and/or aiding breaches of fiduciary duties of loyalty and due care owed to plaintiff and the other public shareholders of Caliper.

2. On September 8, 2011, Caliper and PerkinElmer announced that they entered into an Agreement and Plan of Merger (the, "Merger Agreement") pursuant to which PerkinElmer will acquire all of Caliper's outstanding shares of common stock for approximately $600 million in cash. The Proposed Transaction has been approved by Caliper's Board of Directors (the "Board"). Under the terms of the Proposed Transaction, Caliper stockholders will receive $10.50 in cash for each share of Caliper common stock (the, "Offer Price").

3. The Proposed Transaction is the product of a flawed process that is designed to ensure the sale of Caliper to PerkinElmer on terms preferential to PerkinElmer, but detrimental to plaintiff and the other public stockholders of Caliper. Plaintiff seeks to enjoin the Proposed Transaction.

PARTIES

4. Plaintiff is and has been at all times relevant hereto, a Caliper shareholder.

5. Defendant Caliper is a Delaware Corporation headquartered in Hopkinton, Massachusetts that develops and sells life sciences products and services primarily to pharmaceutical, biotechnology, and diagnostics companies, and government and other not-for-profit research institutions in the United States, Europe, and Asia. It offers integrated systems, consisting of instruments, software, and reagents; laboratory automation tools; and assay development and discovery services.

6. Defendant PerkinElmer is a Massachusetts corporation that provides technology, services, and solutions to the diagnostics, research, environmental and safety, and industrial and laboratory services markets worldwide. PerkinElmer has the portfolios of functional cellular science research technologies, and GPCR and kinase products used in researching approximately 75% of drug pathways. The company operates through two segments, Human Health and Environmental Health.

7. Defendant PerkinElmer Hopkinton Co. ("Merger Sub") is a Delaware corporation and a wholly owned subsidiary of PerkinElmer formed to effectuate the Proposed Transaction. PerkinElmer and Merger Sub are sometimes referred to collectively as the "PerkinElmer defendants."

8. Defendant E. Kevin Hrusovsky ("Hrusovsky") is President and Chief Executive Officer ("CEO") of Caliper and also a director of the Company.

9. Defendant Kathryn A. Tunstall is a member of the Board and has been a director of the Company since February 2004.

10. Defendant David W. Carter is a member of the Board and has been a director of the Company since August 2006.

11. Defendant Van Billet is a member of the Board has been a director of the Company since March 2004.

12. Defendant Robert C. Bishop ("Bishop") is a member of the Board and has been a director of the Company since April 2002. Bishop has also served as Chairman of the Board since June 2008.

13. Defendant David V. Milligan ("Milligan") is a member of the Board and has been a director of the Company since October 1996. Milligan was Chairman of the Board until July 2002, and Vice-Chairman until June 2008.

14. Defendant Allan L. Comstock is a member of the Board and has been a director of the Company and Chairman of the Audit Committee since September 2005.

15. The Defendants named above in ¶¶ 8 through 14 are sometimes collectively referred to herein as the "Individual Defendants."

16. Plaintiff alleges herein that the Individual Defendants, separately and together, in connection with the Proposed Transaction, violated their fiduciary duties owed to plaintiff and the other public shareholders of Caliper and that, as a result, neither plaintiff nor the Class will receive adequate or fair value for their Caliper common stock in the Proposed Transaction.

CLASS ACTION ALLEGATIONS

17. Plaintiff brings this action on her own behalf and as a class action pursuant to Delaware Court of Chancery Rule 23, on behalf of all holders of Caliper stock who are being and will be harmed by defendants' actions described herein (the "Class"). Excluded from the Class are defendants herein and any person, firm, trust, corporation or other entity related to or affiliated with any defendants.

18. This action is properly maintainable as a class action.

19. The Class is so numerous that joinder of all members is impracticable. According to the Company's latest proxy statement, Caliper has approximately 52,479,178 shares of common stock outstanding likely owned by thousands of shareholders.

20. There are questions of law and fact which are common to the Class and which predominate over questions affecting any individual Class member. The common questions include, *inter alia*, the following:

(a) Whether defendants have breached their fiduciary duties with respect to plaintiff and the other members of the Class in connection with the Proposed Transaction;

(b) Whether the PerkinElmer defendants have aided and abetted such breaches; and

(c) Whether plaintiff and the other members of the Class will be irreparably harmed were the Proposed Transaction consummated.

21. Plaintiff's claims are typical of the claims of the other members of the Class and plaintiff does not have any interests adverse to the Class.

22. Plaintiff is an adequate representative of the Class, has retained competent counsel experienced in litigation of this nature and will fairly and adequately protect the interests of the Class.

23. The prosecution of separate actions by individual members of the Class would create a risk of inconsistent or varying adjudications with respect to individual members of the Class which would establish incompatible standards of conduct for the party opposing the Class.

24. Defendants have acted on grounds generally applicable to the Class with respect to the matters complained of herein, thereby making appropriate the relief sought herein with respect to the Class as a whole.

FACTUAL ALLEGATIONS

25. Caliper is a premier provider of cutting-edge technologies enabling researchers in the life sciences industry to create life-saving and enhancing medicines and diagnostic tests more quickly and efficiently. Caliper says that it is aggressively innovating new technology to bridge the gap between in vitro assays and in vivo results and then translating those results into cures for human disease. According to the Company, its portfolio of offerings includes state-of-the-art microfluidics, lab automation and liquid handling, optical imaging technologies, and discovery and development outsourcing solutions. The long term prospects for Caliper's products and finances are good. Despite the recent economic downturn throughout the United States the Company has improved its revenues.

26. On January 13, 2011, the Company issued a press release announcing its 2010 fourth quarter and year-end financial results highlighting its long term prospects. The January 13, 2011 press release stated, in pertinent part:

Caliper Life Sciences Announces Preliminary Results for the Fourth Quarter and 2010

- Strong Fourth Quarter Produces 10% Organic Growth in 2010 -
- Company Provides Revenue Guidance for 2011 -

> HOPKINTON, Mass., January 13, 2011 — Caliper Life Sciences, Inc. (NASDAQ: CALP) today announced preliminary revenue for the fourth quarter of 2010 of approximately $36.0 million, which implies fiscal 2010 revenue of approximately $123.5 million, or 10% organic annual growth. The Company's fourth quarter revenue estimate exceeds the upper end of its previous revenue guidance by approximately $2.5 million for this period due to stronger than

anticipated performance by each of its strategic business units. The Company also expects to report positive non-GAAP earnings per share for the fourth quarter and on a full year basis for 2010.

The Company expects to report cash, cash equivalents and marketable securities of approximately $35 million and no outstanding short-term borrowings as of December 31, 2010. In addition, the Company announced that it expects to report positive operating cash flows of between $3.5 - $4.0 million within the fourth quarter and on a full-year basis for 2010.

These financial estimates are preliminary and remain subject to management's final review as well as audit by the Company's independent registered accounting firm. Please refer to the table below for reconciliation of the Company's non-GAAP organic revenue growth estimate of 10% to the comparable GAAP growth measure.

"We exceeded key financial objectives for 2010 by achieving double digit revenue growth, improving gross margin by over 800 basis points and delivering in excess of $6 million of EBITDA, while also accomplishing significant strategic milestones including the divestiture of the remaining non-core automation product lines, the signing of microfluidic product collaborations with Illumina, Sony and Agilent, and the launch of new sample prep products to exploit the fast-growing next generation sequencing market opportunity," commented Kevin Hrusovsky, President and CEO. "Other recent highlights include surpassing 1,000 cumulative IVIS imaging systems sold, acquiring tissue analysis capabilities via our acquisition of CRi and entering the rapidly expanding molecular diagnostics market through the recent launch of the LabChip ® Dx and a content partnership with Seegene, a leader in multiplexed diagnostic reagents. Today, we are pleased to announce we received our first order from Seegene for 17 LabChip Dx systems valued at over $500,000 to be shipped over the next three months to customers in six countries," added Hrusovsky.

2011 Revenue Guidance

For 2011, the Company currently expects total revenue to increase between 12-20% overall, in comparison to non-GAAP revenues of approximately $120 million for fiscal 2010.

27. Further, on December 21, 2010, Caliper announced that it had completed its previously announced acquisition of Cambridge Research & Instumentation, Inc. ("CRi") Commenting on the acquisition, defendant Hrusovsky stated:

"We are excited to have completed this transaction which adds CRi's proprietary multiplexed in vivo and tissue imaging technology to Caliper's leading portfolio

of drug discovery, imaging and diagnostics solutions. CRi's products provide an entry point for Caliper to address the expanding billion-dollar tissue imaging and digital pathology clinical research market. In addition, CRi's technologies enhance our toolkit of proprietary technologies for creating new product solutions to advance our vision to transform "sick care" to "health care" through next generation biomarker discovery, patient stratification studies and companion diagnostics for personalized medicine. We are pleased to welcome CRi to the Caliper team."

Similar to the January 13, 2011 press release, on May 2, 2011, the Company issued a press release announcing its financial results for the first quarter. The press release stated in pertinent part:

Caliper Life Sciences Reports First Quarter 2011 Results

- Genomics, NextGen Sequencing, Biologics, Imaging and Molecular Diagnostics Drive 25% Revenue Growth, Gross Margin Improvement and Positive Operating Cash Flows -

HOPKINTON, Mass., May 2, 2011 — Caliper Life Sciences, Inc. (NASDAQ: CALP), today reported its financial results for the first quarter of 2011. First quarter revenue increased to $35.8 million, or 25%, from $28.7 million in the same period of 2010. This increase was principally driven by year-over-year 26% organic growth of comparable product, service and license revenues. Cambridge Research & Instrumentation, Inc. ("CRi"), which Caliper acquired in December 2010, contributed $2.6 million to first quarter 2011 revenues. This contribution was offset by a similar amount of revenue in the first quarter of 2010 from product lines that Caliper divested in May 2010.

Caliper reported a 2011 first quarter GAAP net loss of $2.6 million, or $0.05 per basic and diluted share, compared to a net loss of $2.2 million, or $0.04 per basic and diluted share, in the same period of 2010. Non-GAAP net income, which is adjusted for intangibles amortization, acquisition-related costs and restructuring charges, was $0.3 million in the first quarter of 2011, or $0.01 per diluted share, compared to a non-GAAP net loss of $0.9 million, or $0.02 per diluted share, in the same period of 2010.

Caliper reported cash flows from operations of $0.1 million during the first quarter of 2011 compared to $(0.8) million during the same period of 2010, and also reported cash and marketable securities of approximately $35.2 million and no outstanding short-term borrowings under its credit facility as of March 31, 2011.

Caliper also stated that it increased its full year 2011 revenue estimates.

* * *

"We are pleased with our first quarter results, progress with the integration of CRi, and overall positive momentum going into the second quarter. We had strong revenue growth in each of our strategic business units as we continue to transform Caliper into a premier provider of tools, technologies and services enabling personalized medicine. In addition, we were pleased to deliver higher gross margins and positive operating cash flow for our third consecutive quarter," commented Kevin Hrusovsky, President and CEO of Caliper Life Sciences. "We remain encouraged regarding the strength of our end markets, namely next generation sequencing, molecular diagnostics, biologics, tissue analysis and imaging, and the momentum of our new products and services associated with personalizing medicine / healthcare," added Hrusovsky.

Analysis of First Quarter 2011 Results

- Caliper's revenues increased 25% in the first quarter of 2011 compared to the same period of 2010. Non-GAAP revenues grew 37% in the first quarter of 2011 compared to the same period of 2010, comprised of 26% organic growth, 10% acquisition-driven growth and 1% favorable currency benefit.

- Revenues from Caliper's Imaging business unit grew 44%, comprised of 25% growth from existing pre-clinical in vivo molecular imaging product lines due to continuing strong market demand and 19% acquisition-driven growth added by CRi's tissue analysis products.

- Revenues from Caliper's Research business unit grew 22% on a non-GAAP basis excluding the impact from certain Automation product lines divested in May 2010. Revenue related to Caliper's LabChip products grew 30% driven by strong demand for research applications, next-generation sequencing and adoption for molecular diagnostic applications. Revenue related to Caliper's ongoing Automation products grew 11% on a non-GAAP basis, driven by growing application needs for genomic sample preparation and next-generation sequencing.

- Revenues from Caliper's CDAS business unit grew 93% primarily attributable to revenues from CDAS' contract with the Environmental Protection Agency under its ToxCast ™ screening program.

- First quarter 2011 total gross margin was approximately 52%, consistent with the same period in 2010. Combined product and service gross margin increased by 143 basis points to approximately 48% from 47% in the same period in 2010. Purchase accounting adjustments to value acquired CRi inventory at fair value negatively impacted combined product and service gross margin by 145 basis points. Net of purchase accounting effects, the improvement in product and service gross margin resulted from higher CDAS revenue, favorable changes in product mix and lower raw material product costs.

- First quarter operating expenses (research and development, and selling, general and administrative costs) increased 26% to $19.1 million, from $15.2 million in the same period in 2010. Approximately one-half of the increase was attributable to incremental operating expenses incurred as a result of CRi's operations and the remainder of expense increase resulted primarily from increased investment in sales and marketing efforts and increased legal expenses due to ongoing litigation.

- In the first quarter, Caliper recorded a restructuring charge of approximately $0.9 million which was primarily comprised of a $0.5 million charge for additional severance costs in connection with the acquisition of CRi. Caliper also recorded $0.4 million in idle facility charges in connection with updating sublease assumptions. Caliper is also anticipating a further facility restructuring charge of approximately $1.0 million in the third quarter of 2011 upon the full closure of CRi's manufacturing facility in Woburn, Mass.

Recent Business Highlights

- Caliper sponsored a symposium on personalized medicine at the American Association for Cancer Research (AACR). At this session, presenters from Novartis and Stanford described the impact of Caliper's tissue and in vivo molecular imaging systems on translational medicine and personalized cancer treatment, and presenters from Caliper described how Caliper's disruptive technologies enable personalized medicine and oncology research. Approximately 250 oncology researchers attended this well-received session.

- Caliper completed Phase IIb primary screening under CDAS' EPA ToxCast contract and was awarded $3.1 million of new EPA task orders to fund the next stages of ToxCast work. The Phase I ToxCast results and initial conclusions regarding toxicology correlations were published in the scientific journal *Toxicology* in March 2011. ToxCast data and resulting predictive models are being used by Caliper to identify possible safety liabilities of environmental chemicals, cosmetic ingredients, and/or pharmaceuticals, and to identify biomarkers for potential rescue of drug candidates through personalized medicine approaches.

- Caliper formed a research collaboration with Denver-based Catholic Health Initiatives to provide Caliper with access to human tumor samples to develop improved methods for evaluating and predicting the efficacy of new cancer drugs and for providing enhanced solutions for personalized medicine and patient stratification in oncology.

- Kevin Hrusovsky, Caliper President and CEO, was an invited speaker and panel participant at the Massachusetts Biotechnology Council's annual conference on the topic of "Translational Medicine — Genomics, Clinical Implementation, Pharmaco-Kinetics, and Prospective Healthcare" on March 21st. His talk highlighted the role of technology companies working with research hospitals, pharma and academia in being able to accelerate

personalized medicine. The panel included thought leaders from Pfizer, Mass General Hospital, The Spinal Muscular Atrophy Foundation and Constellation Pharmaceutics and was attended by over 200 scientists and healthcare professionals.

2011 Guidance

Caliper is currently projecting 2011 full year GAAP revenue in the range of $138 to $146 million including approximately one percentage point of anticipated currency benefit. In addition, the Company estimates second quarter revenues between $33 and $36 million.

28. Things were going so well for Caliper that on July 18, 2011, defendant Hrusovsky was invited to ring the opening bell at the NASDAQ MarketSite in New York City's Times Square.

29. Again on August 2, 2011, the Company reported more positive financial results in a press release dated that day. The release stated in relevant part:

Caliper Life Sciences Reports Second Quarter 2011 Results
- 23% Organic Revenue Growth and 84% EBITDA Improvement Compared to Prior Year Q2 -
- Rapid Growth of Next Generation Sequencing ("NGS") Markets Drives Adoption of Caliper's
Analytical and Preparative NGS Platforms for Sample Preparation and Process Control -
- LabChip ® Dx Receives In Vitro Diagnostic Medical Device Approval ("CE IVD") in Europe -
- Full Year Financial Outlook Increased -

HOPKINTON, Mass., August 2, 2011 — Caliper Life Sciences, Inc. (NASDAQ: CALP) today reported its financial results for the second quarter ended June 30, 2011. Second quarter revenue increased to $38.3 million, or 32%, from $29.1 million in the same period of 2010. Organic revenue, which excludes the effects of acquisitions, divestitures and currency changes, grew by 23% over the second quarter of 2010 (24% on a year-to-date basis). Caliper reported a second quarter net loss of $0.06 per share compared to net income per share of $0.18 in the same period of 2010, which resulted from the gain on the divestiture of Caliper's former specialty products business. Caliper had second quarter non-GAAP adjusted earnings of $1.0 million, or $0.02 per diluted share compared to break-even non-GAAP adjusted earnings per share in the same period of 2010, as well as EBITDA of $2.7 million in the second quarter, which was an 84% improvement over the second quarter of 2010.

* * *

Among recent business highlights:

- Caliper announced on July 26 that its LabChip Dx instrument has achieved CE IVD registration which allows the LabChip Dx to be used to process clinical patient samples in Europe. The LabChip Dx currently runs tests from the Seeplex ® menu of diagnostic assays from Seegene Inc. and is marketed outside of the United States through Seegene's international distributor network.

- Caliper announced new collaborations during the second quarter for NGS sample preparation and quality control platforms with Roche Nimblegen, EdgeBio and The Genome Analysis Centre, involving the use of Caliper's NGS platform solutions, including the Sciclone ® NGS workstation and the LabChip GX and LabChip XT instruments.

- Caliper completed the integration and transfer of Cambridge Research & Instrumentation, Inc.'s (CRi) manufacturing operations from Woburn, Mass. to its Hopkinton, Mass. headquarters, resulting in closure of the Woburn facility in the second quarter. The shutdown occurred one quarter earlier than initially projected.

- Caliper hosted its 2011 annual Caliper Owners Group (COG 2011) meeting on May 17 and 18 at its Hopkinton headquarters. This thought-leadership conference brought together leaders in life sciences research, drug discovery, and diagnostics to discuss the technologies and discoveries that are transforming the detection and treatment of disease, and making personalized medicine a reality. More than 350 customers attended the event, which featured 45 presentations from researchers representing life sciences companies, universities and other institutions.

"We are pleased with our second quarter financial results and the strategic progress we made in the quarter," commented Kevin Hrusovsky, President and CEO of Caliper Life Sciences. "We had a robust quarter in our Research business unit due to strong ongoing adoption of our NGS sample preparation solutions, molecular diagnostics penetration with the LabChip Dx, and continued LabChip GX adoption driven by biotherapeutic and vaccine development. In addition, our recently announced CE IVD approval opens up new market opportunities in Europe for the LabChip Dx, and enhances our clinical diagnostics long-term growth potential. We are particularly pleased that our strategic transformation designed to commercialize disruptive technologies for revolutionizing and personalizing medicine is gaining momentum and traction in all target markets," added Hrusovsky.

Analysis of Second Quarter 2011 Results

- GAAP revenue increased 32% in the second quarter of 2011 compared to the same period in 2010. Non-GAAP revenues grew 37% in the second quarter of 2011 compared to the same period of 2010, comprised of 23% organic growth, 10% acquisition-driven growth and 4% favorable currency benefit. Non-GAAP revenue growth for each of Caliper's three principal business units was as follows:

  - Research revenue grew 52%, comprised of microfluidics (LabChip) and automation product line growth of 51% and 53%, respectively. Both LabChip and automation growth was driven by end market demand for Caliper's analytical and preparative NGS sample preparation and quality control platforms. LabChip revenues also benefitted from increasing market adoption of Caliper's LabChip Dx instrument for multiplex molecular diagnostic analysis, for which CE IVD approval was recently received, and an increase in microfluidics intellectual property license revenue.

  - Imaging revenue grew 23% driven primarily by tissue imaging products added to Caliper's imaging platform capabilities as a result of its acquisition of CRi in December 2010. In vivo imaging revenues were relatively flat quarter over quarter due primarily to some delayed funding situations in certain academic and commercial accounts, and to a lesser extent to the product mix sold during the quarter.

  - Services (CDAS) revenue grew 82% primarily attributable to revenues from CDAS' contract with the Environmental Protection Agency ("EPA") under the EPA's ToxCast ™ screening program.

- Total gross margin was relatively flat at 52% compared to the second quarter of 2010 due to unfavorable changes in revenue and sales channel mix which partially offset the incremental contribution that overall higher revenues had upon gross margin.

- Operating expenses (research and development, and selling, general and administrative costs) increased 27% to $19.1 million, from $15.0 million in the same period in 2010. Approximately one-half of the increase was attributable to incremental operating expenses incurred as a result of the addition of CRi's operations. The remainder of the expense increase resulted primarily from increased investment in sales and marketing efforts and increased legal expenses due to litigation which was ongoing during the second quarter.

- Caliper recorded a restructuring charge of approximately $1.3 million in the second quarter related to the closure of the CRi facility in Woburn, Mass. Caliper also recorded a charge of approximately $1.1 million, in addition to

scheduled amortization, to write-off certain in-process research and development assets deemed to no longer have value.

30. Just as shareholders were looking forward to reaping the profits of the Company's strategies, PerkinElmer issued a press release on September 8, 2011, announcing the Proposed Transaction. The press release stated, in pertinent part:

> **PerkinElmer to Acquire Caliper Life Sciences for Approximately $600 Million**
>
> - *Transaction enhances global leadership position in molecular imaging and detection for Human and Environmental Health*
> - *Creates opportunity to significantly expand global delivery of compelling customer solutions in a broad range of high-growth end markets*
> - *Combined R&D expertise and intellectual property to accelerate innovation*
>
> WALTHAM, Mass.--(BUSINESS WIRE)-- PerkinElmer, Inc. (NYSE:PKI - News), a global leader focused on improving the health and safety of people and the environment, today announced that it has signed a definitive agreement to acquire Caliper Life Sciences, Inc. (NASDAQ:CALP - News), a Hopkinton, Massachusetts-based leader in imaging and detection solutions for life sciences research, diagnostics and environmental markets, for $10.50 per share, for a total net purchase price of approximately $600 million in cash.
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> Robert F. Friel, chairman and chief executive officer, PerkinElmer, said, "The acquisition of Caliper Life Sciences brings innovative molecular imaging and detection technologies to our portfolio, complementing our world-leading offerings in life science, diagnostics, environmental and food markets."
>
> Friel added, "The R&D, application expertise, and intellectual property of the combined organization will provide our customers with enhanced knowledge and services and a strong pipeline of innovation. Additionally, the proven leadership and talent of the Caliper team will be a strong addition to our organization."
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> The combined technology platforms will expand PerkinElmer's deep portfolio of solutions and services for global customers including:
>
> - Broader offerings for molecular, cellular, animal and tissue imaging to enable translational medicine research;
> - Addition of a world-leading microfluidics platform for genomics and proteomics applications, for improved detection and screening through low sample use and efficiency;
> - High-value sample preparation technologies for key scientific workflow areas such as Next Generation DNA Sequencing;

- More comprehensive solutions and services for identification of therapeutic response, biotherapeutics development and biologics QA/QC;
- Platform technology additions to drive expansion into attractive areas such as detection for environmental contaminants and food pathogens; and
- Broadening services capabilities, leveraging multi-vendor asset management, custom research, and profiling for contaminants and adverse effects.

Kevin Hrusovsky, chief executive officer, Caliper Life Sciences, noted, "We are delighted to become part of PerkinElmer. For 10 years, Caliper has partnered with strategic customers to develop a compelling suite of discovery technologies for broad life science applications."

Hrusovsky added, "I am excited by both PerkinElmer's ability to leverage its global reach for the delivery of solutions and the opportunity to accelerate the development of important advances that make a difference in improving human and environmental health. I am confident this is the correct strategic direction at this time for Caliper customers, shareholders and employees, and we are looking forward to becoming part of one of the leading companies in our industry."

Hrusovsky is anticipated to join the PerkinElmer senior leadership team following the close of the transaction.

The total purchase price represents a premium of 42% for Caliper Life Sciences shareholders, relative to the closing price of $7.39 on Wednesday, September 7, 2011, the last trading day prior to today's announcement. The acquisition has received the unanimous support of the Boards of Directors of both companies, and is expected to close in the fourth quarter of 2011. The transaction is expected to be dilutive to PerkinElmer's 2012 GAAP earnings per share by approximately $0.05 and accretive to PerkinElmer's 2012 First Call consensus adjusted earnings per share by approximately $0.08.

The transaction is subject to customary closing conditions, including approval of Caliper Life Sciences stockholders, and the expiration or termination of the waiting period under the Hart-Scott-Rodino Antitrust Improvements Act.

In connection with the transaction, Bank of America Merrill Lynch and Rothschild acted as financial advisors to PerkinElmer. Perella Weinberg Partners acted as exclusive financial advisor to Caliper Life Sciences, Inc., and provided a fairness opinion to the Caliper Life Sciences Board of Directors.

31. Prior to the announcement of the Proposed Transaction, Caliper's stock price ***increased over 121% during the past year*** from September 10, 2010 to September 7, 2011, despite the recent downturn in the global economy. The timing of the Proposed Transaction has

been engineered to cap the recent increase in the trading price of Caliper's shares and if the Proposed Transaction is consummated will result in Caliper's shareholders being cashed out of their interest in the Company without receiving adequate or fair value for their common stock. The Offer Price reflects an inadequate premium to the trading price of the Company's common stock given that Caliper has promising revenue growth.

32. In addition to the foregoing, defendant Hrusovsky has secured an ongoing senior leadership position with PerkinElmer. Hrusovsky will get the best of both worlds — cashing out of his equity position and keeping his job. Shareholders will not receive anything similar in the way of material benefits.

33. Having failed to maximize the sale price for the Company, defendants have breached the fiduciary duties they owe to the Company's public shareholders because the Company has been improperly valued and shareholders will not likely receive adequate or fair value for their Caliper common stock in the Proposed Transaction.

34. Furthermore, and in violation of the duty of the Individual Defendants to maximize shareholder value, the Merger Agreement contains terms designed to favor the Proposed Transaction and deter alternative bids.

35. By way of example, §6.1 of the Merger Agreement includes a "no solicitation" provision barring the Board and any Company personnel from initiating, soliciting or taking any other action designed to result in the making, submission or announcement of, any proposal or offer that attempts to procure a price in excess of the Offer Price. This section also demands that the Company terminate any and all prior or on-going discussions with other potential suitors.

36. In addition, pursuant to §6.1 of the Merger Agreement, should an unsolicited bidder appear, the Company must notify PerkinElmer of the bidder's offer. Thereafter, should

the Board determine that the unsolicited offer is superior; PerkinElmer is granted five business days to amend the terms of the Merger Agreement to make a counter-offer so that the competing bid no longer constitutes a superior proposal. PerkinElmer is able to match the unsolicited offer because it is granted unfettered access to the unsolicited offer, in its entirety, eliminating any leverage that the Company has in receiving the unsolicited offer, and significantly deterring an alternative offer from coming forward.

37. In other words, the Merger Agreement gives PerkinElmer access to any rival bidder's information and allows PerkinElmer a free right to top any superior offer. Accordingly, no rival bidder is likely to emerge and act as a stalking horse, because the Merger Agreement unfairly ensures that any "auction" will favor PerkinElmer and piggy-back upon the due diligence (and financial outlay) of the foreclosed second bidder.

38. Moreover, pursuant to §8.3 of the Merger Agreement, the Company has agreed to pay a termination fee of $12.8 million payable to PerkinElmer in certain circumstances, including if the Company terminates the Merger Agreement because the Board has determined to pursue another alternative superior offer.

39. Unless enjoined by this Court, the defendants will continue to breach and/or aid the breaches of fiduciary duties owed to plaintiff and the Class, and may consummate the Proposed Transaction to the irreparable harm of the Class.

40. Plaintiff and the other members of the Class have no adequate remedy at law.

FIRST CAUSE OF ACTION

CLAIM FOR BREACHES OF FIDUCIARY DUTIES AGAINST THE INDIVIDUAL DEFENDANTS

41. Plaintiff repeats and re-alleges each allegation set forth herein.

42. As demonstrated by the allegations above, the Individual Defendants have breached their fiduciary duties because, among other reasons:

(a) they have failed to properly value the Company;

(b) they have failed to take steps to maximize the value of Caliper to its public shareholders; and

(c) they have agreed to terms in the Merger Agreement and other terms that favor PerkinElmer and deter alternative bids.

43. Unless enjoined by this Court, the Individual Defendants will continue to breach their fiduciary duties owed to plaintiff and the other members of the Class, and may consummate the Proposed Transaction which will deprive the Class of its fair proportionate share of Caliper's valuable assets and businesses, to the irreparable harm of the Class.

44. Plaintiff and the Class have no adequate remedy at law. Only through the exercise of this Court's equitable powers can plaintiff and the Class be fully protected from the immediate and irreparable injury which the Individual Defendants' actions threaten to inflict.

SECOND CAUSE OF ACTION

AGAINST THE PERKINELMER DEFENDANTS FOR AIDING AND ABETTING BREACHES OF FIDUCIARY DUTIES

45. Plaintiff repeats and re-alleges each allegation set forth herein.

46. The PerkinElmer defendants knowingly assisted, by reason of their status as parties to the Merger Agreement, and their possession of non-public information, have aided and abetted the Individual Defendants in the aforesaid breach of their fiduciary duties. Such breaches of fiduciary duties could not and would not have occurred but for the conduct of the PerkinElmer defendants

47. As a result of this conduct, plaintiff and the other members of the Class have been and will be damaged in that they have been, and will be prevented from obtaining, a fair price for their shares.

48. Plaintiff and the Class have no adequate remedy at law.

PRAYER FOR RELIEF

WHEREFORE, plaintiff demands injunctive relief, in plaintiff's favor and in favor of the Class and against defendants, as follows:

A. Declaring that this action is properly maintainable as a class action and certifying plaintiff as the Class Representative;

B. Enjoining defendants from proceeding with the Proposed Transaction;

C. Directing the Individual Defendants to exercise their fiduciary duties to maximize shareholder value in any proposed sale of the Company;

D. Declaring the deal protections in the Merger Agreement invalid and unenforceable, or in the alternative, amending the deal protections as necessary to ensure a full and fair sale process for the benefit of the Class;

E. Awarding plaintiff the costs and disbursements of this action, including reasonable attorneys' and experts' fees; and

F. Granting such other and further equitable relief as this Court may deem just and proper.

Dated: September 12, 2011

ROSENTHAL, MONHAIT & GODDESS, P.A.

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