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10 UNITED STATES DISTRICT COURT
11 NORTHERN DISTRICT OF CALIFORNIA
12 SAN FRANCISCO DIVISION

13 IN RE: CATHODE RAY TUBE (CRT)
14 ANTITRUST LITIGATION

Master File No. CV- 07-5944-SC

MDL No. 1917

15 This Document Relates to:

16 ALL DIRECT PURCHASER ACTIONS

17 ~~PROPOSED~~ ORDER GRANTING CLASS
18 CERTIFICATION AND PRELIMINARY
19 APPROVAL OF CLASS ACTION
20 SETTLEMENT WITH PANASONIC

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[PROPOSED] ORDER GRANTING CLASS CERTIFICATION AND PRELIMINARY APPROVAL OF CLASS
ACTION SETTLEMENT WITH PANASONIC – 07-CV-5944-SC

1 On July 6, 2012, Plaintiffs filed a Motion for Preliminary Approval of Class Action
2 Settlement with Defendants Panasonic Corporation (f/k/a Matsushita Electric Industrial Co., Ltd.),
3 Panasonic Corporation of North America, and MT Picture Display Co., Ltd., (collectively,
4 "Panasonic"). The Court, having reviewed the motion, the settlement agreement, the pleadings and
5 other papers on file in this action, and the statements of counsel and the parties, hereby finds that
6 the motion should be GRANTED.

7 NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

8 1. For purposes of this Order, except as otherwise set forth herein, the Court adopts
9 and incorporates the definitions contained in the settlement agreement.
10 2. The Court hereby gives its preliminary approval to the settlement agreement, subject
11 to a hearing on the final approval of the settlement agreement (the "Fairness Hearing").

12 3. The Court finds that the settlement falls within the range of possible final approval
13 and that there is a sufficient basis for notifying the class of the proposed settlement and for setting a
14 Fairness Hearing.

15 4. Pursuant to Federal Rule of Civil Procedure 23, the Court provisionally certifies the
16 following classes for settlement purposes only:

17 All persons and entities who, between March 1, 1995 and November 25,
18 2007, directly purchased a CRT Product in the United States from any
19 defendant or subsidiary or affiliate thereof, or any co-conspirator.
20 Excluded from the Class are defendants, their parent companies,
21 subsidiaries and affiliates, any co-conspirator, all governmental entities,
22 and any judges or justices assigned to hear any aspect of this action.

23 5. CRT Products refers to all forms of Cathode Ray Tubes. It includes CPTs,
24 CDTs and the finished products that contain them – televisions and monitors. The Class
25 definition as set forth above and as used in this order is for settlement purposes only. It
26 has no binding effect on the Court or on the Non-Settling Defendants for any other
27 purpose.

28 6. The Court further provisionally finds that the prerequisites to a class action under
Rule 23 are satisfied for settlement purposes in that: (a) there are hundreds of geographically
dispersed class members, making joinder of all members impracticable; (b) there are questions of

1 law and fact common to the class which predominate over individual issues; (c) the claims or
2 defenses of the class plaintiffs are typical of the claims or defenses of the class; (d) the plaintiffs
3 will fairly and adequately protect the interests of the class, and have retained counsel experienced
4 in antitrust class action litigation who have, and will continue to, adequately represent the class;
5 and (e) a class action is superior to individual actions. Settling defendants will not be bound by
6 the class definition for any purpose other than this specific settlement with the direct purchaser
7 class.

8 7. The Court hereby appoints the Plaintiffs named in the Consolidated Amended
9 Complaint, filed March 16, 2009, as Representative Plaintiffs of the Settlement Class.

10 8. The court appoints the law firm of Saveri & Saveri, Inc. to serve as Class Counsel
11 for the Settlement Class.

12 9. The Court approves the form of the long form notice attached hereto as Exhibit A
13 ("Long Form Notice"). The Court also approves the form of the summary notice attached hereto as
14 Exhibit B ("Summary Notice"). The Court finds that taken together, mailing of the Long Form
15 Notice (U.S Mail or electronic mail), publication of the Summary Notice, and internet posting of
16 the Long Form Notice are: (i) the best notice practicable; (ii) reasonably calculated, under the
17 circumstances, to apprise the settlement class members of the proposed settlement and of their right
18 to object or to exclude themselves as provided in the settlement agreement; (iii) reasonable and
19 constitute due, adequate, and sufficient notice to all persons entitled to receive notice; and (iv) meet
20 all applicable requirements of due process and any other applicable requirements under federal law.

21 10. Plaintiffs' claims administrator shall provide notice of the class settlement. The
22 claims administrator shall provide direct notice of the settlement to all members of the class on or
23 before a date set 14 days from the entry of this Order. Such notice shall be sent either by first class
24 U.S. mail postage prepaid or by electronic mail. The claims administrator shall publish the
25 Summary Notice in the national edition of the *Wall Street Journal* on or before a date set 18 days
26 from the entry of this Order. The Claims Administrator shall also cause a copy of the class notices
27 and Settlement Agreement to be posted on the internet website
28 www.crtdirectpurchaserantitrustsettlement.com.

1 11. Each class member shall have the right to be excluded from the settlement class by
2 mailing a request for exclusion to the Claims Administrator no later than a date set, at least forty-
3 five (45) days after mailing of the direct notice. Requests for exclusion must be in writing and set
4 forth the name and address of the person or entity who wishes to be excluded, as well as all trade
5 names or business names and addresses used by such person or entity, and must be signed by the
6 class member seeking exclusion. No later than fourteen (14) days after the date set for exclusions,
7 Class Counsel shall file with the Court a list of all persons or entities who have timely requested
8 exclusion from the settlement classes as provided in the settlement agreements. Settling defendants
9 retain all of their legal rights to assert any defense, including lack of federal antitrust standing,
10 against any opt out plaintiff or other person not participating in the settlement.

11 12. Any class member who does not properly and timely request exclusion from the
12 settlement class as provided above shall, upon final approval of the settlement, be bound by the
13 terms and provisions of the settlement so approved, including but not limited to the releases,
14 waivers, and covenants described in the agreement, whether or not such person or entity objected
15 to the settlement agreement and whether or not such person or entity makes a claim upon the
16 settlement funds.

17 13. Each class member who has not timely excluded itself from the settlement shall
18 have the right to object to (1) the settlement, and/or (2) the plan of allocation by filing written
19 objections with the Court no later than a date set at least forty-five (45) days after mailing direct
20 notice, copies of which shall be served on all counsel listed in the class notice. Failure to timely
21 file and serve written objections will preclude a class member from objecting to the settlement.

22 14. Each class member as provided above shall have the right to appear at the Fairness
23 Hearing by filing a Notice of Intention to Appear no later than a date set at least forty-five (45)
24 days after mailing direct notice, copies of which shall be served on all counsel listed in the class
25 notice.

26 15. The Court will conduct a Fairness Hearing on a date set at least 110 days from the
27 entry of this Order at 10:00 a.m. The Fairness Hearing will be conducted to determine the
28 following:

- 1 a. Whether the proposed settlement is fair, reasonable, and adequate and should
2 be granted final approval;
3 b. Whether final judgment should be entered dismissing the claims of the class
4 against defendants Panasonic and BMCC;
5 c. Approval of the plan of allocation;
6 e. Such other matters as the Court may deem appropriate.

7 16. Each member of the Settlement Class shall retain all rights and causes of action with
8 respect to claims against all Defendants other than Panasonic and Beijing Matsushita Color CRT
9 Co., Ltd. ("BMCC"), regardless of whether such member of the Settlement Class decides to remain
10 in the Settlement Class or to exclude itself from the Settlement Class.

11 17. All briefs, memoranda and papers in support of final approval of the settlement shall
12 be filed no later than twenty-one (21) days before the Fairness Hearing.

13 18. Plaintiffs' Counsel and their designees are authorized to expend funds from the
14 escrow accounts to pay taxes, tax expenses, notice, and administration costs as set forth in each of
15 the Settlement Agreement.


16 19. All further direct purchaser class proceedings as to Defendants Panasonic and
17 BMCC are hereby stayed except for any actions required to effectuate the settlement.

18 20. The court retains exclusive jurisdiction over this action to consider all further
19 matters arising out of or connected with the settlement.

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22 Dated: July 30, 2012


Hon. Charles A. Legge (Ret.)
Special Master

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24 REVIEWED AND [APPROVED ~~OR MODIFIED~~]

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26 Aug. 27, 2012

27 Dated: _____


Hon. Samuel Conti
United States District Judge

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