

1 Francis O. Scarpulla (41059)  
 Craig C. Corbitt (83251)  
 2 Judith A. Zahid (215418)  
 Patrick B. Clayton (240191)  
 3 Qianwei Fu (242669)  
 Heather T. Rankie (268002)  
 4 ZELLE HOFMANN VOELBEL & MASON LLP  
 44 Montgomery Street, Suite 3400  
 5 San Francisco, CA 94104  
 Telephone: (415) 693-0700  
 6 Facsimile: (415) 693-0770  
 fscarpulla@zelle.com

7 Joseph M. Alioto (42680)  
 8 Theresa D. Moore (99978)  
 ALIOTO LAW FIRM  
 9 One Sansome Street, 35th Floor  
 San Francisco, CA 94104  
 10 Telephone: (415) 434-8900  
 Facsimile: (415) 434-9200  
 11 jmalimoto@aliotolaw.com

12 *Co-Lead Class Counsel for Indirect-Purchaser Plaintiffs*

13 [Additional counsel listed on signature pages]

14 **UNITED STATES DISTRICT COURT**  
 15 **NORTHERN DISTRICT OF CALIFORNIA**  
 16 **SAN FRANCISCO DIVISION**

17 IN RE TFT-LCD (FLAT PANEL)  
ANTITRUST LITIGATION

Case No. 3:07-md-1827 SI

**CLASS ACTION**

**INDIRECT-PURCHASER PLAINTIFFS' AND  
 SETTLING STATES' JOINT REPLY IN  
 SUPPORT OF MOTION TO APPOINT FUND  
 ADMINISTRATOR AND DISTRIBUTE  
 SETTLEMENT FUND TO  
 (1) APPROVED CLASS CLAIMANTS;  
 (2) THE SETTLING STATES' PROPRIETARY  
 CLAIMANTS;  
 (3) THE NAMED PLAINTIFFS/CLASS  
 REPRESENTATIVES FOR INCENTIVE  
 AWARDS;  
 (4) COUNSEL FOR SETTLING STATES AS  
 ATTORNEYS' FEES AND COSTS; AND  
 (5) CLASS COUNSEL AS ATTORNEYS' FEES**

18 This Document Relates to:  
 19 Indirect-Purchaser Class Action;  
 20 *State of Missouri, et al. v. AU Optronics  
 Corporation, et al.,*  
 21 Case No. 10-cv-03619-SI;  
 22 *State of Florida v. AU Optronics  
 Corporation, et al.,*  
 23 Case No. 10-cv-3517 SI; and  
 24 *State of New York v. AU Optronics  
 Corporation, et al.,*  
 25 Case No. 11-cv-0711-SI.

Hearing Date: October 17, 2014  
 Time: 9:00 a.m.  
 Courtroom: 10, 19th Floor  
 Judge: Honorable Susan Illston

1 **I. INTRODUCTION**

2 No class member has objected to the Indirect-Purchaser Plaintiffs' and Settling States' joint  
3 motion (Dkt. 9217, the "Motion") to appoint a Fund Administrator and authorize distribution from  
4 the Settlement Fund in accordance with the Court's previous orders. Accordingly, the Motion  
5 should be approved. The final payment amount to approved claimants is \$43.64 per computer  
6 monitor and laptop, and \$87.28 per television.

7 Some class members who filed claims after June 6, 2014 have requested that the Court  
8 approve payment of such post-June 6, 2014 claims. *See, e.g.*, Dkt. 9222 (letter from Financial  
9 Recovery Strategies); Dkt. 9223 (request by American University, et al.); Dkt. 9236 (letter from  
10 Class Action Refund); Dkt. 9244 (proposed order by American University, et al.). Counsel for the  
11 IPPs and counsel for the Settling States respectfully recommend that all post-June 6, 2014 claims  
12 be processed, with payments to be made on a *pro rata* basis to approved claimants, but only from  
13 residual and/or unclaimed money in the Settlement Fund following distribution to the approved  
14 claimants that filed by June 6, 2014. Counsel further respectfully recommend that the Court set  
15 October 6, 2014 as the final date for submission of any claims, after which time no further claims  
16 will be accepted, processed, or paid.

17 An amended proposed order is lodged with this Reply.

18 **II. DISCUSSION**

19 **A. Finalized Payment Amount To Approved Claimants**

20 As explained in the Reply Declaration of Robin Niemiec, filed herewith, under the plan of  
21 distribution the payment amount for approved claims filed by June 6, 2014 is \$43.64 per computer  
22 monitor and laptop, and \$87.28 per television. *See* Niemiec Reply Decl. at ¶ 8.

23 **B. Claimants Filing After June 6, 2014**

24 As explained in the Motion, the Court has inherent discretion to allow or disallow "late  
25 filed" claims. *See* Dkt. 9217 at pp. 7-8. Counsel for the IPPs and counsel for the Settling States  
26  
27  
28

1 have jointly recommended that all approved claims filed by June 6, 2014 be paid according to the  
2 plan of distribution.

3           The number of claims filed from June 7, 2014 through October 3, 2014 is 106. The total  
4 number of panel equivalents is 280,253. *See* Niemiec Reply Decl. at ¶ 10. These post-June 6,  
5 2014 claims have not been fully reviewed. Because the orderly distribution of the Net Settlement  
6 Fund to claimants under the plan of distribution cannot occur until the total number of claimants is  
7 set, counsel recommends that any claims filed on or after June 7, 2014, through October 6, 2014,  
8 be processed and audited as appropriate, and that payment of approved claims be made on a *pro*  
9 *rata* basis from residual and/or unclaimed funds following distribution to all approved claimants  
10 who filed by June 6, 2014. The per-panel payment would be capped so as not to exceed the  
11 amount paid to timely claimants. This solution offers a likely payment to these post-June 6, 2014  
12 claimants, without affecting the timing or payment amount to all approved claimants who  
13 submitted claims by June 6, 2014. No claims would be accepted for processing or payment after  
14 October 6, 2014.

15           **C.     Governmental Redress Amount**

16           The Settling States have computed the governmental redress amount for the Settling States'  
17 proprietary claims. The total is \$34,483,654.02. *See* Motion (Dkt. 9217) at p. 3, n.10. The  
18 amended proposed order lodged herewith reflects this finalized amount, plus the proportionally-  
19 allocable interest.

20 ///

21 ///

22 ///

23 ///

24 ///

25 ///

26 ///

27

28

1 **III. CONCLUSION**

2 For the foregoing reasons, the IPPs and Settling States respectfully request that the Court  
3 authorize distribution of the Settlement Fund in accordance with the proposed order filed herewith.  
4

5 Dated: October 7, 2014

Respectfully submitted,

6 ZELLE HOFMANN VOELBEL & MASON LLP

7 By: /s/ Francis O. Scarpulla  
Francis O. Scarpulla

8 Francis O. Scarpulla (41059)  
9 Craig C. Corbitt (83251)  
10 Judith A. Zahid (215418)  
11 Patrick B. Clayton (240191)  
12 Qianwei Fu (242669)  
13 Heather T. Rankie (268002)  
14 ZELLE HOFMANN VOELBEL & MASON LLP  
44 Montgomery Street, Suite 3400  
San Francisco, CA 94104  
Telephone: (415) 693-0700  
Facsimile: (415) 693-0770  
*fscarpulla@zelle.com*

15 ALIOTO LAW FIRM

16 By: /s/ Joseph M. Alioto  
Joseph M. Alioto

17 Joseph M. Alioto (42680)  
18 Theresa D. Moore (99978)  
19 ALIOTO LAW FIRM  
One Sansome Street, 35th Floor  
San Francisco, CA 94104  
20 Telephone: (415) 434-8900  
21 Facsimile: (415) 434-9200  
*jmalioto@aliotolaw.com*

22 *Co-Lead Class Counsel for Indirect-Purchaser*  
23 *Plaintiffs*  
24  
25  
26  
27  
28

1 MINAMI TAMAKI LLP

2 By: /s/ Jack W. Lee  
3 Jack W. Lee

4 Jack W. Lee (71626)  
5 MINAMI TAMAKI LLP  
6 360 Post Street, 8th Floor  
7 San Francisco, CA 94108  
8 Telephone: (415) 788-9000  
9 Facsimile: (415) 398-3887  
10 *jlee@minamitamaki.com*

11 *Liaison Counsel for Indirect-Purchaser Plaintiffs*

12 PAMELA JO BONDI  
13 Attorney General of the State of Florida

14 By: /s/ Lizabeth A. Brady  
15 Patricia A. Connors  
16 Associate Deputy Attorney General  
17 Antitrust Division  
18 Lizabeth A. Brady  
19 Chief, Multistate Antitrust Enforcement  
20 Nicholas J. Weilhammer  
21 Assistant Attorney General  
22 PL-01, The Capitol  
23 Tallahassee, FL 32399-1050

24 *Counsel for Plaintiff State of Florida*

25 CHRIS KOSTER  
26 Attorney General of the State of Missouri

27 By: /s/ Anne E. Schneider  
28 Anne E. Schneider  
Assistant Attorneys General/Antitrust Counsel  
Missouri Attorney General's Office  
P.O. Box 899  
Jefferson City, MO 65102

*Counsel for Plaintiff State of Missouri*

1 DUSTIN MCDANIEL  
Attorney General of the State of Arkansas

2  
3 By: /s/ Kevin Wells  
Kevin Wells  
Assistant Attorney General  
4 Arkansas Attorney General's Office  
323 Center St., Suite 500  
5 Little Rock, AR 72205

6 *Counsel for Plaintiff State of Arkansas*

7  
8 KAMALA D. HARRIS  
Attorney General of the State of California

9 By: /s/ Nicole S. Gordon  
Nicole S. Gordon  
Deputy Attorney General  
10 Office of the Attorney General  
455 Golden Gate Avenue, Suite 11000  
11 San Francisco, CA 94102-3664

12 *Counsel for Plaintiff State of California*

13  
14 BILL SCHUETTE  
Attorney General of the State of Michigan

15 By: /s/ M. Elizabeth Lippitt  
16 M. Elizabeth Lippitt  
Assistant Attorney General  
17 Corporate Oversight Division  
Antitrust Section  
18 G. Mennen Williams Building, 6th Floor  
525 W. Ottawa Street  
19 Lansing, MI 48933

20 *Counsel for Plaintiff State of Michigan*

21  
22 ERIC T. SCHNEIDERMAN  
Attorney General of the State of New York

23 By: /s/ Jeremy R. Kasha  
24 Jeremy R. Kasha  
Assistant Attorney General  
25 Antitrust Bureau  
Office of the Attorney General  
26 State of New York  
120 Broadway, 26th Floor  
New York, NY 10271

27 *Counsel for Plaintiff State of New York*

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

PATRICK MORRISEY  
Attorney General of the State of West Virginia

By: /s/ Douglas L. Davis  
Douglas L. Davis  
Assistant Attorney General  
P.O. Box 1789  
Charleston, WV 25326

*Counsel for the State of West Virginia*

J.B. VAN HOLLEN  
Attorney General of the State of Wisconsin

By: /s/ Gwendolyn J. Cooley  
Gwendolyn J. Cooley  
Assistant Attorney General  
P.O. Box 7857  
17 W. Main St.  
Madison, WI 53707-7857

*Counsel for the State of Wisconsin*

**ATTESTATION**

Pursuant to General Order No. 45, § X(B), regarding signatures, I attest that I have obtained the concurrence in the filing of this document from all signatories.

Dated: October 7, 2014

/s/ Francis O. Scarpulla  
Francis O. Scarpulla

#3258581v4