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9 *Automatic Pro Hac Vice Admission
10 Pursuant to Pretrial Order No. 1,
11 Dated July 3, 2007 (Waiving Civil L.R. 11-3)

12 **Attorney for Plaintiff, State of Arkansas**

13 **IN THE UNITED STATES DISTRICT COURT**
14 **NORTHERN DISTRICT OF CALIFORNIA**
15 **SAN FRANCISCO DIVISION**

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

18 Master File No. 3:07-md-1827 SI
19 MDL No. 1827

20 This Document Relates to:

21 ALL INDIRECT-PURCHASER ACTIONS

22 *State of Missouri, et al. v. AU Optronics*
23 *Corporation, et al.,*
24 Case No. 10-cv-03619 SI;

25 *State of Florida v. AU Optronics Corporation, et*
26 *al.,*
27 Case No. 10-cv-3517 SI; and.

28 *State of New York v. AU Optronics Corporation, et*
al.,
Case No. 11-cv-0711-SI.

**EXHIBIT 4 - DECLARATION OF
KEVIN WELLS IN SUPPORT IN
SUPPORT OF THE STATES
ATTORNEYS GENERAL'S
MOTION FOR FEES AND
ADDITIONAL COSTS**

1 I, KEVIN WELLS, declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the
2 following is true and correct:

3 1. I am an Assistant Attorney General in the Antitrust Division of the Arkansas State
4 Attorney General's Office. I am admitted to practice in the State of Arkansas and before this
5 Court on a *pro hac vice* basis. I am, and have been since 2007, a duly appointed Assistant
6 Attorney General for the State of Arkansas. I am an attorney of record for the State of Arkansas
7 in this matter. The State of Arkansas is a plaintiff in the above-captioned case.
8

9 2. I submit this declaration in support of the State Attorneys General's Motion for
10 Attorneys Fees and Additional Costs ("States' Motion"). I make this declaration based on my
11 own personal knowledge. If called as a witness, I could and would competently testify to the
12 matters stated herein. The time expended by myself and my office in preparing this Affidavit is
13 not included in the States' Motion.
14

15 3. Pursuant to the Court's Pretrial Order No. 1, the State of Arkansas has prepared
16 contemporaneous time and expense records, and has periodically submitted those records to the
17 Missouri Attorney General's office. A summary of the State of Arkansas's time and expense
18 reports for both the pre- and post- complaint period are attached hereto as part of composite
19 Exhibit 1-C.
20

21 4. The following persons employed by the Arkansas Attorney General's Office recorded
22 their hours on a contemporaneous basis. Legal interns and law clerks recorded their hours, but
23 the value of their hours is not included in our calculation of fees:
24
25
26

1	Kevin Wells	Assistant Attorney General	Licensed since 2007
2			(Case Responsibilities from
3	David Curran	Assistant Attorney General	Licensed since 2002
4			(Case Responsibilities from
5			3/2009 through 1/2012)

Description of Arkansas's Work in this Matter

5. The State of Arkansas, joined by the States of Michigan, Missouri, West Virginia and Wisconsin, filed an action in August 2010, alleging an international price-fixing conspiracy by major manufacturers of TFT-LCD panels from at least 1999 through 2006. (See Dkt. No. 2693 for current versions of the States' complaint.) Arkansas participated in the drafting effort for this five-State complaint.

6. I and other Assistant Attorneys General in my office completed a variety of tasks relating to the pre-litigation investigation. The work done by the Arkansas Attorney General's Office contributed to both the litigation efforts in the instant actions now being settled and the accomplishment of the several settlements for the benefit of not only Arkansas end-purchasers of TFT-LCD panels, but of all of the Settling Plaintiffs.

Pre-Litigation Investigation

7. Together with the other States joining the Application, I and other Assistant Attorneys General of Arkansas participated in the pre-complaint investigation of the defendants' alleged price-fixing of LCD-TFT products. Arkansas's participation in the pre-complaint investigation commenced in 2010. Arkansas's pre-complaint investigation was extensive and included the following tasks:

- a) Review and execution of tolling agreements with multiple corporations that we believed to be involved in the alleged LCD-TFT cartel;
- b) Negotiation and execution of common interest and cost share agreements with the multistate group to ensure investigative efficiency;
- c) Drafted grant request for expenses relating to experts;
- d) Drafted contracts with experts;
- e) Summarized expert reports;
- f) Review of voluminous documents produced by Chunghwa Picture Tubes, Ltd.;
- g) Review of thousands of documents produced by original equipment manufacturers in response to the Attorneys General's investigative subpoenas;
- h) Review of documents produced by TFT-LCD manufacturers in response to the investigative subpoenas;
- i) Negotiation and execution of common interest and cost share agreements with the multistate group to ensure investigative efficiency; and
- j) Working with a consulting expert.

8. On August 17, 2010, the Arkansas Attorney General filed suit, along with the States of Michigan, Missouri, West Virginia, and Wisconsin.

Discovery

9. Arkansas, in coordination with the other States and on its own, conducted the following discovery-related activities:

- Obtained and reviewed transcripts from more than 110 depositions of fact witnesses and prepared several summaries for the multistate working group, along with the other Settling States;
- Reviewed thousands of documents produced by Defendants as well as the collections of “hot” docs identified by the other Settling States during the investigation and litigation;
- Served on the State’s Expert Committee and provided assistance to Florida in preparation for the deposition of the States’ expert and the depositions of several of Defendants’ experts and attended several by telephone; and
- Provided considerable discovery in response to hundreds of requests made by Defendants. Arkansas, along with Michigan, Missouri, West Virginia and Wisconsin, each responded to more than 73 interrogatories (not counting subparts), 22 requests for production, and 257 requests for admission.

Summary of Arkansas’s Hours

10. The total numbers of hours expended to date on this investigation and litigation is 447.5 hours of attorney time. Using the Laffey Matrix as adjusted for the San Francisco results in \$129,353.90 in attorney fees in furtherance of the pre-complaint investigation, litigation and settlement of this matter as summarized above and in the attached exhibits.

11. All of the foregoing time spent by employees of the Arkansas Attorney General’s office in connection with this litigation was reasonable and necessary and appropriate for the successful litigation and resolution of this action.

1 12. The hourly rates billed by Arkansas for attorney time vary based upon the level of
2 experience and expertise of the individual, and reflect the prevailing rates charged by attorneys
3 in Little Rock, where the Arkansas State Office of the Attorney General is located.
4

5 I declare under penalty of perjury pursuant to the laws of the State of Arkansas that the
6 foregoing statements of fact are true and correct.

7 Executed this 7th Day of September, 2012 in Little Rock, Arkansas.

8 /s/ Kevin Wells
9 Kevin Wells