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11 *Attorneys for the State of Missouri*

12 **UNITED STATES DISTRICT COURT**  
13 **NORTHERN DISTRICT OF CALIFORNIA**  
14 **SAN FRANCISCO DIVISION**

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

) Case No. 3:07-MD-1827 SI  
) MDL No. 1827  
)

17 This Document Relates to:  
18 Indirect-Purchaser Class Action;  
19 *State of Missouri, et al. v. AU Optronics*  
20 *Corporation, et al.*, Case No. 10-cv-3619;  
21 *State of Florida v. AU Optronics Corporation,*  
22 *et al.*, Case No. 10-cv-3517; and  
23 *State of New York v. AU Optronics Corporation,*  
24 *et al.*, Case No. 11-cv-0711.

) **DECLARATION OF ANNE E.**  
) **SCHNEIDER IN SUPPORT OF**  
) **INDIRECT-PURCHASER PLAINTIFFS'**  
) **AND SETTLING STATES' JOINT**  
) **MOTION FOR PRELIMINARY**  
) **APPROVAL OF COMBINED CLASS,**  
) **PARENS PATRIAE, AND**  
) **GOVERNMENTAL ENTITY**  
) **SETTLEMENTS WITH AUO, LG**  
) **DISPLAY, AND TOSHIBA DEFENDANTS**

) Hearing Date: July 27, 2012\*  
) Time: 9:00 a.m.  
) Courtroom: 10, 19th Floor  
) The Honorable Susan Illston

) *\*subject to concurrently-filed motion to advance*  
) *hearing*

1 I, Anne E. Schneider, declare:

2 1. I am an attorney licensed to practice in the State of Missouri and am an Assistant  
3 Attorney General for the State of Missouri, in which capacity I also serve as Antitrust Counsel for  
4 the Missouri Attorney General. In this capacity I represent that State of Missouri in this Action and  
5 have also been appointed Co-Liaison Counsel for the several States now engaged in litigation in this  
6 Multi-District Litigation. I make this Declaration in Support of the Indirect-Purchaser Plaintiffs' and  
7 Settling States' Joint Motion for Preliminary Approval of Combined Class, *Parens Patriae*, and  
8 Governmental Entity Settlements with AUO, LG Display, and Toshiba Defendants. I have personal  
9 knowledge of the facts stated in this Declaration and, if called as a witness, I could and would testify  
10 competently to them.

11 2. As described in greater detail in my declaration filed in this matter on December 23,  
12 2012, which is incorporated herein by reference to Docket No. 4424-13, after lengthy investigations  
13 involving extensive review of documents, the Settling States each brought enforcement actions in  
14 2010, meaning they filed in their capacity as sovereign states asserting violations of their respective  
15 state laws, which charges give rise to civil penalties or fines under those laws. The Settling States  
16 also made claims for damages or restitution for governmental entities and/or for their residents.  
17 Those damages claims were brought under the States' authority to sue for governmental entities,  
18 their traditional *parens patriae* authority, and under other applicable state laws.

19 3. Since my earlier declaration, the Settling States on the Track 1 pretrial schedule  
20 completed fact discovery involving hundreds of discovery requests and attendance at and/or review  
21 of transcripts of more than 100 fact witness depositions, defended depositions of governmental  
22 purchasing agencies, and produced their expert report. They proceeded with depositions of eight  
23 expert witnesses endorsed by Defendants LG Display and Toshiba in March and April 2012. The  
24 States, principally through the efforts of the California Attorney General's office, also attended  
25 depositions of AUO and Toshiba fact witnesses (that had been delayed by court order) and  
26 monitored portions of the criminal trial involving AUO.

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1           4.       I have also been designated Liaison Counsel for the States participating in the  
2 mediation ordered of the parties in this MDL and have participated in each of the mediations that  
3 have resulted in the settlements that are now pending the Court's approval. The parties were assisted  
4 in this process by Professor Green and Judge Daniel Weinstein (Ret.), and, more recently, by Judge  
5 Vaughn Walker, who were effective in assisting the parties in working toward fair and equitable  
6 resolutions.

7           5.       On April 23, 2012, the IPPs and Settling States reached a settlement in principle with  
8 Defendants AU Optronics Corporation and AU Optronics Corporation America. On April 24, 2012,  
9 the IPPs and Settling States reached a settlement in principle with Defendants Toshiba Corporation,  
10 Japan Display Central, Inc., Toshiba America Electronic Components, Inc., and Toshiba American  
11 Information Systems, Inc. On April 26, 2012, the IPPs and Settling States reached a settlement in  
12 principle with Defendants LG Display Co., Ltd. and LG Display America, Inc. Over the following  
13 months the parties negotiated the settlement agreements. These three settlements will resolve the  
14 Settling States' governmental entity and *parens patriae* redress claims and injunctive claims. Copies  
15 of these settlement agreements are attached to the declaration of Fran Scarpulla, also filed in support  
16 of the Motion for Preliminary Approval of Combined Class, *Parens Patriae*, and Governmental  
17 Entity Settlements with AUO, LG Display, and Toshiba Defendants. All settlement agreements  
18 referenced herein are the result of arm's-length negotiations conducted by counsel experienced in  
19 antitrust class actions.

20           6.       The Settling States have also executed separate settlement agreements with  
21 defendants AU Optronics and LG Display to resolve their law enforcement claims for civil penalties  
22 under their respective state laws in connection with their enforcement actions. Those separate  
23 agreements do not require judicial approval, but they are matters of public record and were executed  
24 in conjunction with the States' participation in the "global" mediation efforts in this matter. The  
25 Settling States have settled their claims for civil penalties with LG Display and AU Optronics for  
26 \$19,000,000 and \$8,500,000, respectively.

1 I declare under penalty of perjury pursuant to the laws of the State of Missouri that the  
2 foregoing statements of fact are true and correct.

3 Executed this 12<sup>th</sup> Day of July, 2012 in Jefferson City, Missouri.  
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5 /s/ Anne E. Schneider  
6 Anne E. Schneider  
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