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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

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

Master File No. 07-1827 SI
MDL NO. 1827

This Document Relates to:
ALL INDIRECT PURCHASER ACTIONS
State of Missouri, et al. v. AU Optronics Corporation, et al.,
Case No. 10-cv-03619 SI; and
State of Florida v. AU Optronics Corporation, et al.,
Case No. 10-cv-3517 SI.
State of New York v. AU Optronics Corporation, et al.,
Case No. 11-cv-0711.

**[PROPOSED] ORDER GRANTING
INDIRECT PURCHASER PLAINTIFFS'
AND STATES ATTORNEYS GENERAL'S
JOINT MOTION FOR INTERIM
REIMBURSEMENT OF EXPENSES**

1 The Court, having considered the Indirect Purchaser Plaintiffs’ and States Attorneys
2 General’s Joint Notice of Motion and Motion for Interim Reimbursement of Expenses (the
3 “Motion”) and the memorandum and declaration in support thereof, and after a duly noticed
4 hearing, hereby finds that:

5 1. A common fund has been created by the settlements finally approved on [May
6 18, 2012] (the “Settlements”).

7 2. The requirements of Fed. R. Civ. P. 23(h), Fed. R. Civ. P. 54(d), and 15
8 U.S.C. § 15c(a)(2) have been satisfied.

9 3. The expenses sought in the Motion were reasonable and necessary, and were
10 incurred in connection with the prosecution of the litigation for the benefit of the Indirect
11 Purchaser Plaintiff class (the “IPPs”), the consumers for whom *parens patriae* claims were
12 asserted, and all governmental entity purchasers for which the States asserted claims for
13 monetary redress.

14 4. Accordingly, it is hereby ORDERED and DECREED that:

15 A. IPPs’ counsel (“Class Counsel”) are awarded reimbursement of their
16 costs and expenses in the amount of \$7,509,134.53. The reimbursement of litigation costs
17 and expenses shall be withdrawn from the Settlement fund and transferred to the Indirect
18 Purchaser Plaintiffs’ LCD Litigation Costs Fund maintained by Indirect Purchaser Plaintiffs’
19 Liaison Counsel.

20 B. The Settling States’ counsel are awarded reimbursement of their costs
21 and expenses in the amount of \$794,343.58. The reimbursement of litigation costs and
22 expenses shall be paid to the Office of the Missouri Attorneys General in trust for the Settling
23 States.

24 **IT IS SO ORDERED.**

25
26 Dated: _____, 2012

27 HON. SUSAN ILLSTON
28 UNITED STATES DISTRICT JUDGE