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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

**IN RE RESISTORS ANTITRUST
LITIGATION**

Case No. 3:15-cv-03820-JD

This Document Relates to:
All Indirect Purchaser Actions

**~~PROPOSED~~ ORDER GRANTING
INDIRECT PURCHASER PLAINTIFFS'
MOTION FOR PRELIMINARY
APPROVAL OF SETTLEMENTS WITH
ALL DEFENDANTS AND FOR
APPROVAL OF THE PLAN OF
ALLOCATION AND FOR APPROVAL
OF THE CLASS NOTICE PROGRAM**

1 Indirect Purchaser Plaintiffs (“IPPs”) filed a Motion for Preliminary Approval of
2 Settlements with Defendants: (1) Panasonic Corporation and Panasonic Corporation of North
3 America (together, “Panasonic”); (2) KOA Corporation and KOA Speer Electronics, Inc.
4 (together, “KOA”); (3) ROHM Co. Ltd. and ROHM Semiconductor U.S.A., LLC (together,
5 “ROHM”); (4) Kamaya Electric Co., Ltd. and Kamaya Inc. (together, “Kamaya”); and
6 (5) Hokuriku Electric Industry Co. and HDK America, Inc. (together, “HDK”) (collectively,
7 “Settling Defendants”), and for Approval of the Plan of Allocation relating to the above-
8 referenced settlements, along with a request for approval of IPPs’ class notice program.

9 The Court heard the argument of counsel and, having reviewed the pleadings, the
10 settlement agreements, other papers on file in this action, and the statements of counsel and the
11 parties, hereby finds that the motion should be **GRANTED**.

12 **NOW, THEREFORE, IT IS HEREBY ORDERED THAT:**

13 1. For purposes of this Order, except as otherwise set forth herein, the Court adopts
14 and incorporates the definitions contained in the settlement agreements.

15 2. The Court preliminarily approves the settlement agreements with Settling
16 Defendants.

17 3. The Court finds that the Settlements fall within the range of possible final
18 approval justifying notice to the class.

19 4. Pursuant to Federal Rule of Civil Procedure (“Rule”) 23, the Court certifies the
20 following Settlement Class for purposes of this motion only:

21 All persons and entities in the United States who purchased one or
22 more Linear Resistor(s), from a resistor distributor not for resale
23 which a Defendant, its current or former subsidiary, or any of its co-
24 conspirators manufactured and/or sold, between January 1, 2003 and
25 August 20, 2015. Excluded from the Class are Defendants, their
26 parent companies, subsidiaries and Affiliates, any coconspirators,
27 Defendants’ attorneys in this case, federal government entities and
instrumentalities, states and their subdivisions, all judges assigned
to this case, all jurors in this case and all persons and entities who
directly purchased Linear Resistors from Defendants.

1 5. The Court further finds that the prerequisites to certifying settlement classes under
2 Rule 23 are satisfied for settlement purposes in that (a) there are at least thousands of
3 geographically dispersed settlement class members, making joinder of all members
4 impracticable; (b) there are questions of law and fact common to the settlement classes which
5 predominate over individual issues; (c) the claims or defenses of the class representatives are
6 typical of the claims or defenses for the settlement classes; (d) IPPs will fairly and adequately
7 protect the interests of the settlement classes and have retained counsel experienced in antitrust
8 class action litigation who have, and will continue to, adequately represent the settlement classes;
9 and (e) resolution through class settlements is superior to individual settlements.

10 6. The Court hereby appoints the Class Representatives named in the Indirect
11 Purchaser Plaintiffs' Second Amended Consolidated Complaint (March 5, 2018) (ECF No. 401-
12 4) as Representative Plaintiffs of the Settlement Class.

13 7. The Court hereby appoints the law firm of Cotchett, Pitre & McCarthy, LLP as
14 Settlement Class Counsel.

15 8. All further Indirect Purchaser class proceedings are hereby stayed except for any
16 actions required to effectuate the settlements.

17 9. The Court retains exclusive jurisdiction over this action to consider all further
18 matters arising out of or connected with the settlements.

19 10. The Court finds that IPPs' proposed plan of allocation, proposing to pay putative
20 class members on a *pro rata* basis based on qualifying purchases of linear resistors, is fair,
21 reasonable, and adequate. *In re Citric Acid Antitrust Litig.*, 145 F. Supp. 2d 1152, 1154 (N.D.
22 Cal. 2001). The Plan of Allocation does not unfairly favor any Class Member, or group of Class
23 Members, to the detriment of others.

24 11. Settlement Class Counsel and their designees are authorized to expend funds from
25 the escrow accounts to pay taxes, tax expenses, notice, and administration costs as set forth in
26 and as permitted by the Settlement Agreements.

1 12. The Court finds that IPPs' proposed notice program complies with Rule 23 and
2 due process and constitutes the best notice practicable under the circumstances.

3 13. The Court approves the form of the Short Form Notice as presented to the Court.
4 The Court also approves the form of the Long Form Notice as presented to the Court. The Court
5 finds that taken together, mailing the Long Form Notice by U.S. mail to those addresses of class
6 members that are available to Settlement Class Counsel, together with publication notice, and
7 internet postings regarding the case are: (i) the best notice practicable; (ii) reasonably calculated
8 to, under the circumstances, apprise members of the settlement classes of the proposed
9 settlements and of their right to object or to exclude themselves as provided in the settlement
10 agreements; (iii) reasonable and constitute due, adequate, and sufficient notice to all persons
11 entitled to receive notice; and (iv) meet all applicable requirements of due process and any other
12 applicable requirements under federal or state law.

13 14. IPPs' notice provider shall provide notice of the settlements in accord with the
14 notice program.

15 15. The Court sets the following schedule for the dissemination of class notice and
16 the scheduling of further litigation events, including but not limited to, the final approval hearing,
17 opt-out and objection deadlines, and deadlines by which a motion for attorneys' fees and
18 litigation expenses shall be submitted:

Event	Time
Mail Notice	July 15, 2019
Publication Begins	July 29, 2019
Publication Ends	August 28, 2019
IPPs' Motion for Attorneys' Fees and Reimbursement of Litigation Expenses	August 13, 2019
Exclusion and Objection Deadline	September 17, 2019
Motion for Final Approval and Response to Objections (if any)	November 6, 2019

28 ~~Proposed~~ Order Granting Indirect Purchaser Plaintiffs' Motion for Preliminary Approval of Settlements with All Defendants and for Approval of the Plan of Allocation and for Approval of the Plan of Allocation; Case No. 15-cv-03820-JD

Event	Time
Deadline to Submit Claims	November 12, 2019
Reply in Support of Motion for Final Approval and Report on Claims	November 21, 2019
Final Approval Hearing	December 12, 2019, at 10:00 a.m.

16. Consistent with the above schedule, each member of the settlement classes shall have the right to be excluded from the settlement classes by mailing a request for exclusion to the claims administrator to be postmarked no later than September 17, 2019. Requests for exclusion must be in writing and set forth the name and address of the person or entity that wishes to be excluded, any trade name or business name and address used by such person or entity, and must be signed by the class member seeking exclusion. No later than November 6, 2019, Settlement Class Counsel shall file with the Court a list of all persons or entities who have timely requested exclusion from the settlement classes as provided in the settlement agreements.

17. Any member of the settlement classes that does not properly and timely request exclusion from the settlement classes as provided above shall, upon final approval of the settlements, be bound by the terms and provisions of the settlements so approved, including, but not limited to, the releases, waivers, and covenants set forth in the settlement agreements, whether or not such person or entity objected to the settlement agreements, and whether or not such person or entity makes a claim upon the settlement funds.

18. Each member of the settlement classes that has not timely excluded itself from the settlement classes shall have the right to object to (1) the settlement and/or (2) the plan of allocation by filing written objections with the Court no later than September 17, 2019. Failure to timely file written objections will preclude a class member from objecting to any or all of the settlements.

1 19. Each member of the settlement classes as provided above shall have the right to
2 appear at the Fairness Hearing by filing a notice of intention to appear no later than November
3 14, 2019.

4 20. The Court will conduct a Fairness Hearing on December 12, 2019 at 10:00 a.m.,
5 at the United States Courthouse, 450 Golden Gate Avenue, Courtroom 11, 19th Floor, San
6 Francisco, California 94102. The Fairness Hearing will be conducted to determine the following:

- 7 a. Whether the proposed settlements are fair, reasonable, and adequate and
8 should be granted final approval;
- 9 b. Whether final judgment should be entered dismissing with prejudice the
10 claims of the settlement classes against KOA, Panasonic, ROHM, HDK,
11 and Kamaya; and
- 12 c. Such other matters as the Court may deem appropriate.

13 21. All briefs, memoranda, and papers in support of final approval of the settlement
14 shall be filed no later than November 21, 2019.

15
16 **IT IS SO ORDERED.**

17 Dated: June 14, 2019



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19 _____
20 JAMES DONATO
21 United States District Judge