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

IN RE: CATHODE RAY TUBE (CRT)  
ANTITRUST LITIGATION

Master File No. CV- 07-5944-SC

MDL No. 1917

This Document Relates to:

**ALL DIRECT PURCHASER ACTIONS**

**[PROPOSED] ORDER GRANTING FINAL  
APPROVAL OF CLASS ACTION  
SETTLEMENT WITH PANASONIC**

Date: December 17, 2012

Time: 10:00 a.m.

Judge: Honorable Charles A. Legge (Ret.)

JAMS: Two Embarcadero Center, Suite 1500

1 On November 26, 2012, Direct Purchaser Plaintiffs filed a Motion for Final Approval of  
2 Class Action Settlement with Defendants Panasonic Corporation (f/k/a Matsushita Electric  
3 Industrial Co., Ltd.), Panasonic Corporation of North America, and MT Picture Display Co., Ltd.,  
4 (collectively, "Panasonic"). The settlement also releases Defendant Beijing Matsushita Color CRT  
5 Co., Ltd. ("BMCC"). The Court, having reviewed the motion, the two settlement agreements, the  
6 pleadings and other papers on file in this action, and the statements of counsel and the parties,  
7 hereby finds that the motion should be GRANTED.

8 NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

9 1. The Court has jurisdiction over the subject matter of this litigation, and all actions  
10 within this litigation and over the parties to the Settlement Agreement, including all members of  
11 the Class and the Defendants.

12 2. For purposes of this Order, except as otherwise set forth herein, the Court adopts  
13 and incorporates the definitions contained in the settlement agreement.

14 3. Pursuant to Fed. R. Civ. P. 23(g), Lead Counsel, previously appointed by the Court  
15 (Saveri & Saveri Inc.), are appointed as counsel for the Class. Saveri & Saveri, Inc. has and will  
16 fairly and competently represent the interests of the Class.

17 4. Pursuant to Federal Rule of Civil Procedure 23, the Court determines that the  
18 following settlement class be certified:

19 All persons and entities who, between March 1, 1995 and November 25,  
20 2007, directly purchased a CRT Product in the United States from any  
21 defendant or subsidiary or affiliate thereof, or any co-conspirator.  
22 Excluded from the Class are defendants, their parent companies,  
23 subsidiaries and affiliates, any co-conspirator, all governmental entities,  
24 and any judges or justices assigned to hear any aspect of this action.

25 5. CRT Products refers to all forms of Cathode Ray Tubes. It includes CPTs,  
26 CDTs and the finished products that contain them – televisions and monitors.

27 6. The Court further finds that the prerequisites to a class action under Rule  
28 23 are satisfied for settlement purposes in that: (a) there are hundreds of geographically  
dispersed class members, making joinder of all members impracticable; (b) there are  
questions of law and fact common to the class which predominate over individual issues;

1 (c) the claims or defenses of the class plaintiffs are typical of the claims or defenses of  
2 the class; (d) the plaintiffs will fairly and adequately protect the interests of the class, and  
3 have retained counsel experienced in antitrust class action litigation who have, and will  
4 continue to, adequately represent the class; and (e) a class action is superior to individual  
5 actions.

6 7. The Court hereby finally approves and confirms the settlement set forth in the  
7 Agreement and finds that said settlement is, in all respects, fair, reasonable and adequate to the  
8 Class pursuant to Rule 23 of the Federal Rules of Civil Procedure.

9 8. This Court hereby dismisses on the merits and with prejudice the Action in  
10 favor of Panasonic and BMCC, with each party to bear their own costs and attorneys'  
11 fees.

12 9. The Panasonic and BMCC Releasees are hereby and forever released and  
13 discharged with respect to any and all claims or causes of action which the Releasers had or have  
14 arising out of or related to any of the settled claims as defined in the Agreement.

15 11. The notice given to the Class of the settlement was the best notice practicable under  
16 the circumstances, including individual notice to all members of the Class who could be identified  
17 through reasonable efforts. Said notice provided due and adequate notice of those proceedings and  
18 of the matters set forth therein, including the proposed settlement set forth in the Settlement  
19 Agreement, to all persons entitled to such notice, and said notice fully satisfied the requirements of  
20 Rules 23(c)(2) and 23(e)(1) of the Federal Rules of Civil Procedure and the requirements of due  
21 process.

22 12. Without affecting the finality of the Judgments in any way, this Court hereby retains  
23 continuing jurisdiction over: (a) implementation of this settlement and any distribution to Class  
24 Members pursuant to further orders of this Court; (b) disposition of the Settlement Fund; (c)  
25 hearing and determining applications by plaintiffs for attorneys' fees, costs, expenses, and interest;  
26 (d) the Action until the Final Judgment contemplated hereby has become effective and each and  
27 every act agreed to be performed by the parties all have been performed pursuant to the  
28 Agreement; (e) hearing and ruling on any matters relating to the plan of allocation of settlement

1 proceeds; and (f) all parties to the Action and Releasors for the purpose of enforcing and  
2 administering the Agreement and the mutual releases and other documents contemplated by, or  
3 executed in connection with the Agreement.

4 13. In the event that the settlement does not become effective in accordance with the  
5 terms of the Settlement Agreement, then the Judgments shall be rendered null and void and shall be  
6 vacated, and in such event, all orders entered and releases delivered in connection herewith shall be  
7 null and void and the parties shall be returned to their respective positions *ex ante*.

8 14. The Court finds, pursuant to Rules 54(a) and (b) of the Federal Rules of Civil  
9 Procedure, that Final Judgment should be entered and further finds that there is no just reason for  
10 delay in the entry Judgment, as a Final Judgment, as to the parties to the Settlement Agreement.  
11 Accordingly, the Clerk is hereby directed to enter Judgment forthwith for Panasonic and BMCC.

12 IT IS RECOMMENDED.

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15 Dated: \_\_\_\_\_

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16 Hon. Charles A. Legge (Ret.)  
Special Master

17 REVIEWED AND [APPROVED OR MODIFIED]

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20 Dated: \_\_\_\_\_

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21 Hon. Samuel Conti  
United States District Judge