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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION

IN RE STATIC RANDOM ACCESS
MEMORY (SRAM) ANTITRUST
LITIGATION

Case No. M:07-CV-01819-CW
MDL No. 1819

SECOND AMENDED ORDER
APPROVING PROPOSED FORMS OF
NOTICE REGARDING CLASS ACTION
AND PARTIAL SETTLEMENTS AND
GRANTING PRELIMINARY
APPROVAL OF SETTLEMENTS
(MICRON, HYNIX, RENESAS-HITACHI-
MITSUBISHI, ETRON, TOSHIBA, NEC)

This Document Relates to:
ALL INDIRECT PURCHASER ACTIONS

Hearing Date: June 3, 2010
Time: 2:00 p.m.
Courtroom: 2, 4th Floor
Judge: Hon. Claudia Wilken

The Court, upon noticed motion and hearing, having reviewed each of the Settlement Agreements (“the Settlements”) entered into between Indirect Purchaser Plaintiffs, on behalf of themselves and the Class, with each of the following Defendants (collectively the “Settling Defendants”):

(a) Micron Technology, Inc. and Micron Semiconductor Products, Inc. (collectively “Micron”);

1 (b) Hynix Semiconductor Inc. and Hynix Semiconductor America Inc. (collectively
2 “Hynix”);

3 (c) Renesas Technology Corp., Renesas Technology America, Inc. (collectively
4 “Renesas”), Hitachi Ltd., Hitachi Semiconductor (America), Inc., (collectively “Hitachi”),
5 Mitsubishi Electric Corporation, and Mitsubishi Electric & Electronics USA, Inc. (collectively
6 “Mitsubishi”) (together “Renesas-Hitachi-Mitsubishi”);

7 (d) Etron Technology, Inc. and Etron Technology America, Inc. (collectively “Etron”);

8 (e) Toshiba Corporation and Toshiba America Electronic Components, Inc.
9 (“Toshiba”); and

10 (f) NEC Electronics Corporation and NEC Electronics America, Inc. (collectively
11 “NEC”); hereby ORDERS that:

12 1. For purposes of this Order, except as otherwise set forth herein, the Court adopts
13 and incorporates the definitions contained in each of the Settlements;

14 2. For settlement purposes only and pursuant to Federal Rule of Civil Procedure 23,
15 the Court provisionally certifies the following settlement class (the “Settlement Class”):

16 All persons and entities residing in the United States who, from
17 November 1, 1996 through December 31, 2006, purchased SRAM in
18 the United States indirectly from Defendants. The class excludes the
19 following persons and entities: the Defendants; the officers, directors
20 or employees of any Defendant; any entity in which any Defendant
21 has a controlling interest; any affiliate, legal representative, heir or
22 assign of any Defendant; any federal, state or local entities; and any
23 judicial officer presiding over this action and the members of her
24 immediate family and judicial staff.¹

25 3. The Court further provisionally finds that the prerequisites to a class action under
26 Federal Rule of Civil Procedure 23 are satisfied for settlement purposes in that:

27 (a) there are thousands of class members and therefore joinder of all members is
28 impracticable;

¹ The definition of SRAM in each of the Settlement Agreements includes “Pseudo SRAM” or
“PSRAM.”

1 (b) there are questions of law or fact common to the class which predominate over
2 individual issues;

3 (c) the claims or defenses of the class plaintiffs are typical of the claims or defenses of
4 the class; and

5 (d) the class plaintiffs will fairly and adequately protect the interests of the class, and
6 have retained counsel experienced in complex antitrust class action litigation who have and will
7 continue to adequately represent the class.

8 4. The Court finds that each of the Settlements agreed to by the parties (as set forth in
9 the Settlements) falls within the range of possible approval to justify sending and publishing notice
10 of the Settlement to Settlement Class members and scheduling final approval proceedings.

11 5. The Court hereby preliminarily approves each of the Settlements, subject to a
12 hearing on the final approval of the Settlements (the "Fairness Hearing").

13 6. The Court will hold the Fairness Hearing pursuant to Federal Rule of Civil
14 Procedure 23(e) on **September 30, 2010 at 2:00 p.m.** The Fairness Hearing will be held to
15 determine the following:

16 (a) Whether each of the proposed Settlements is fair, adequate and reasonable and
17 should be granted final approval by the Court pursuant to Federal Rule of Civil Procedure 23(e);

18 (b) Whether a final judgment should be entered dismissing the claims of the Settlement
19 Class against the Settling Defendants with prejudice as required by each of the Settlements; and

20 (c) Such other matters as the Court may deem appropriate.

21 7. Gilardi & Co. shall serve as Settlement Administrator and its sister company,
22 Larkspur Design Group shall implement the notice plan.

23 8. The Court, having provisionally certified the Settlement Class, and having certified
24 a nationwide plaintiff class and state plaintiff classes for litigation purposes in this Court's
25 November 25, 2009 Order (the "Litigation Class"), directs that one notice be issued to all members
26 of the Settlement and Litigation classes informing them of the Settlements and informing them of
27 the Litigation Class proceeding to trial. Allowing one notice will eliminate the possibility of
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1 confusion in two simultaneous and overlapping notices and will avoid unnecessary and duplicative
2 expenses.

3 9. Both the Settlement and Litigation classes consist of individuals and entities who
4 indirectly purchased SRAM from Defendants during the relevant time period. The Defendants
5 have previously indicated that they do not possess lists of the members of certified classes. There
6 does not exist through reasonable efforts any comprehensive list of individual class members that
7 would enable mailed notice directly to each class member. Therefore the Court finds that notice
8 by publication is the most appropriate manner in providing notice to both classes. Nevertheless,
9 mailed notice shall also be made to the potential indirect purchasers of SRAM identified by
10 Plaintiffs and their Settlement Administrator in their preliminary approval papers (hereinafter the
11 "Direct Mail Recipients"). Plaintiffs have submitted a proposed notice plan outlined in the
12 Declaration of Dennis Gilardi Re Dissemination of Notice to Class Members (the "Notice Plan"),
13 and are authorized to utilize up to \$1.15 million of the Settlement Funds to administer and
14 disseminate class notice pursuant to the Notice Plan to the Settlement and Litigation classes.

15 10. By **June 18, 2010**, a Long Form Notice substantially in the form attached hereto as
16 Exhibit B shall be sent by the Settlement Administrator via first class U.S. mail, postage prepaid,
17 to the Direct Mail Recipients, and shall be made available on a website entitled
18 www.indirectsramcase.com. The Long Form Notice shall also be sent to all class members who
19 request written notice.

20 11. By **June 11, 2010**, Plaintiffs shall commence the published notice program. By
21 **July 13, 2010**, Plaintiffs shall publish a Summary Notice substantially in the form attached hereto
22 as Exhibit A in national newspapers and journals, and on the internet, pursuant to the Notice Plan.
23 In addition, Plaintiffs shall provide notice on the above-described website and on the websites of
24 class counsel.

25 12. The Court finds that this manner of giving notice fully satisfies the requirements of
26 Federal Rule of Civil Procedure 23 and due process, constitutes the best notice practicable under
27 the circumstances, and shall constitute due and sufficient notice to all persons entitled thereto.

1 13. Plaintiffs' Counsel shall file, not later than **September 3, 2010**, proof of
2 compliance with paragraphs 10 and 11 of this Order.

3 14. Each class member shall have the right to be excluded from the Settlement Class or
4 from the Litigation Class by mailing a request for exclusion regarding each such class from which
5 exclusion is sought to the Settlement Administrator not later than **August 17, 2010**. Requests for
6 exclusion must be postmarked on or before **August 17, 2010**, in writing and set forth the name and
7 address of the person or entity who wishes to be excluded, as well as all trade names or business
8 names and addresses used by such person or entity, and must be signed by the class member
9 seeking exclusion. By **September 3, 2010**, Plaintiffs' Counsel shall file with the Court a list of all
10 persons who have timely requested exclusion from any of the classes.

11 15. Any class member who does not properly and timely request exclusion from the
12 Settlement Class shall, upon final approval of the Settlements, be bound by all terms and
13 provisions of the Settlement so approved, including but not limited to the releases, waivers, and
14 covenants described in the Settlement, whether or not such person or entity objected to the
15 Settlement and whether or not such person or entity made a claim upon the settlement funds.

16 16. As provided by the Notice, each class member who does not timely exclude itself
17 from the Settlement Class shall have the right to object to the Settlements by filing written
18 objections with the Court not later than **August 17, 2010**, copies of which shall be served on all
19 counsel listed in the Class Notice. Failure to timely file and serve written objections will preclude
20 a class member from objecting at the Fairness Hearing.

21 17. All briefs, memoranda, and supporting papers in support of final approval of the
22 Settlements shall be filed not later than **September 3, 2010**.

23 18. All further class proceedings as to the Settling Defendants are hereby stayed except
24 for any actions required to effectuate the Settlements.

25 19. For purposes of providing notice of the proposed Settlements to the appropriate
26 State and Federal officials pursuant to the Class Action Fairness Act, 28 U.S.C. § 1715, the
27 Settlements are deemed filed as of the date of this Order.

1 20. The Court retains exclusive jurisdiction over this action to consider all further
2 matters arising out of or connected with the Settlements.

3 **IT IS SO ORDERED.**

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5 Dated: JUNE 10, 2010



Honorable Claudia Wilken
United States District Court
Northern District of California
Oakland Division

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LEGAL NOTICE

If You Bought Static Random Access Memory (SRAM) Between November 1, 1996 to December 31, 2006, Class Action Lawsuits and Settlements May Affect You

SRAM is used in many computers, smart phones, PDAs and other electronic devices

Para una notificacion en Espanol, llamar o visitar nuestro website

A federal court certified a nationwide injunctive relief class and 27 state plaintiff classes (the "State Classes") of individuals and companies that purchased Static Random Access Memory (SRAM) indirectly from one or more Defendants, for their own use and not for resale (the "Litigated Classes"). The court also certified a nationwide settlement class of individuals and companies that purchased SRAM indirectly from one or more Defendants (the "Settlement Class"). Defendants are corporations that indirectly sold SRAM to customers in the United States. For a full list of the 27 states and the defendants, visit the web site below. The case is *In Re Static Random Access Memory (SRAM) Antitrust Litigation*, 07-cv-01819-CW in the U.S. District Court for the Northern District of California.

What is the Class Action About?

Plaintiffs claim that the Defendants conspired to fix, raise, maintain or stabilize prices of SRAM in violation of antitrust, unfair competition and unjust enrichment laws, resulting in overcharges to customers who indirectly purchased SRAM. Defendants deny that they did anything wrong. The court has not yet decided who is right. Defendants Hynix, Micron, NEC, Mitsubishi, Renesas, Toshiba and Etron (the "Settling Defendants") have agreed to settle with Plaintiffs; they continue to deny liability, but settled to avoid litigation expense and risk. The lawsuit continues to be litigated against non-settling Defendants Samsung and Cypress (the "Non-Settling Defendants").

Who's Included?

You are a member of a Litigated Class if you indirectly purchased in the United States SRAM or products containing SRAM from one of the Defendants during the period November 1, 1996 through December 31, 2006 (the "Class Period") for your own use and not for resale. You are a member of the Settlement Class and could get benefits if you indirectly purchased SRAM from one of the Defendants in the United States during the Class Period—regardless of whether or not you purchased it for your own use or for resale.

SRAM is a memory part or module that is sold by itself or as a part in electronic devices. "Products containing SRAM" as used in the Litigated Classes include desktop computers, servers, mainframes, personal digital assistants (PDAs), smartphones, routers, switches, modems, storage area networks, firewalls and voice-over-internet protocol (VOIP) systems.

What Do the Settlements Provide?

The Settling Defendants have agreed to pay a total of \$25,422,000. Copies of the Settlement Agreements are available at the website below.

Money will not be distributed to Class Members yet. The lawyers will pursue the lawsuit against the Non-Settling Defendants, to see if any future settlements or judgments can be obtained in the case and then distribute the funds together to reduce expenses. It is possible that money will be distributed to charities who are, as nearly practicable, representative of the interests of indirect purchasers of SRAM, instead of Class Members themselves if the cost to process claims will result in small payments to Class Members. When the case is resolved with the Non-Settling Defendants, Class Counsel will request attorney's fees in an amount not to exceed one-third of the total settlement funds plus reimbursement of their costs and expenses, and may request incentive payments for the court-appointed class representatives.

Who Represents You?

The Court has appointed Zelle Hofmann Voelbel & Mason LLP as Class Counsel. You do not have to pay these lawyers to represent you. You may hire your own attorney, if you wish; however, you will be responsible for your own attorney's fees and expenses

What Are Your Options?

If you wish to remain a class member, you need not take any action at this time. You will be bound by the judgment of the Court regarding your claims and cannot present them in another lawsuit.

If you do not want to be a part of any class or legally bound by the settlements, you must exclude yourself from the classes. To exclude yourself from the State Classes and/or the Settlement Class, you must do so in writing, postmarked no later than **Month 00, 2010**.

The Court has scheduled a Fairness Hearing for **Month 00, 2010** at 2 p.m. and will consider whether to approve the proposed settlements. This date may change. Check the website below for updates.

You may object to or comment on any part of the proposed settlements. Your objection/comment must be filed with the Court by **Month 00, 2010**. You may also request in writing to speak at the Final Approval Hearing.

For more information, you may 1) write to **SRAM Indirect Litigation, P.O. Box 0000, City, ST 00000**, 2) call the toll free phone number below or 3) visit the website below.

1-800-000-0000

www.

.com



UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION

IN RE STATIC RANDOM ACCESS MEMORY)	Case No. M:07-CV-01819-CW
(SRAM) ANTITRUST LITIGATION)	
)	MDL No. 1819
)	
_____)	
This Document Relates to:)	NOTICE OF PENDENCY OF CLASS
)	ACTION AND PARTIAL CLASS
All Indirect Purchaser Actions)	ACTION SETTLEMENTS
_____)	Judge: Hon. Claudia Wilken

**YOU MAY BE A CLASS MEMBER IN THE ABOVE-ENTITLED LAWSUIT
IF YOU INDIRECTLY PURCHASED STATIC RANDOM ACCESS MEMORY (SRAM)
BETWEEN NOVEMBER 1, 1996 AND DECEMBER 31, 2006
FROM ANY OF THE FOLLOWING COMPANIES:**

- Cypress Semiconductor Corporation
- Etron Technology, Inc.
- Etron Technology America, Inc.
- Hynix Semiconductor Inc.
- Hynix Semiconductor America Inc.
- Micron Technology, Inc.
- Micron Semiconductor Products, Inc.
- Mitsubishi Electric Corporation
- Mitsubishi Electric & Electronics USA, Inc.
- NEC Electronics Corporation
- NEC Electronics America, Inc.
- Renesas Technology Corp.
- Renesas Technology America, Inc.
- Samsung Electronics Company, Ltd.
- Samsung Electronics America Inc.
- Samsung Semiconductor, Inc.
- Toshiba Corporation
- Toshiba America Electronic Components, Inc.

**IF YOU ARE A MEMBER OF THE PLAINTIFF CLASS, YOU SHOULD READ THIS NOTICE
BECAUSE IT WILL AFFECT YOUR RIGHTS**

IMPORTANT NOTE: THIS NOTICE IS TO INFORM YOU OF THE LAWSUIT AND SETTLEMENTS SO THAT YOU CAN MAKE AN INFORMED DECISION AS TO WHETHER YOU SHOULD REMAIN A MEMBER OF A CLASS, EXCLUDE YOURSELF FROM A CLASS OR COMMENT ON THE PROPOSED SETTLEMENTS. THE COURT HAS NOT EXPRESSED ANY OPINION AS TO THE MERITS OF ANY OF THE CLAIMS OR DEFENSES ASSERTED BY EITHER SIDE IN THIS LAWSUIT.

OVERVIEW

This notice is given pursuant to Rule 23 of the Federal Rules of Civil Procedure and by Order of the United States District Court for the Northern District of California (the "District Court"). Pending in the District Court is a class action lawsuit brought on behalf of indirect purchasers of Static Random Access Memory (SRAM). The lawsuit is *In re SRAM Antitrust Litigation*, Case No. 07-cv-01819 CW; MDL No.1819. The class action complaint alleges violations of the antitrust laws in connection with the sale of SRAM. (See more detailed description below – "What Is This Class Action About?")

The Litigated Classes. On November 25, 2009, the Court ordered that Plaintiffs' lawsuits may proceed as a class action on behalf of a nationwide class seeking injunctive relief (the "Injunctive Relief Class"), and twenty-seven (27) separate classes seeking monetary relief and representing residents of Arizona, Arkansas, California, Florida, Hawaii, Iowa, Kansas, Maine, Massachusetts, Michigan, Minnesota, Montana, Nevada, New Mexico, New York, North Carolina, North Dakota, Pennsylvania, Rhode Island, South Dakota, Tennessee, Utah, Washington, West Virginia, Wisconsin, Puerto Rico and the District of Columbia (the "State Classes"). The Injunctive Relief Class and State Classes (collectively, the "Litigated Classes") comprise individuals and companies that purchased SRAM indirectly from one or more Defendants, for their own use and not for resale.

The Settlement Class. The Court has also certified a nationwide settlement class of individuals and companies that purchased SRAM in the United States indirectly from one or more Defendants (the "Settlement Class"). If you are a Settlement Class member, your rights will be affected by six separate proposed settlements (the "Settlements") with the following Defendants:

- (1) Micron Technology, Inc. and Micron Semiconductor Products, Inc. (collectively "Micron");
- (2) Renesas Technology Corp., Renesas Technology America, Inc. (formerly known as Hitachi Semiconductor (America) Inc.) (collectively "Renesas"), Mitsubishi Electric Corporation, and Mitsubishi Electric and Electronics USA, Inc. (collectively "Mitsubishi") (together "Renesas-Hitachi-Mitsubishi");
- (3) Hynix Semiconductor Inc. and Hynix Semiconductor America Inc. (collectively "Hynix");
- (4) NEC Electronics Corporation and NEC Electronics America, Inc. (collectively "NEC");
- (5) Etron Technology, Inc. and Etron Technology America, Inc. (collectively "Etron"); and,
- (6) Toshiba Corporation and Toshiba America Electronic Components, Inc. (collectively "Toshiba") (collectively the "Settling Defendants").

(See more detailed description below – "**What Are The Partial Class Action Settlements?**")

Pursuant to an Order of the District Court, a hearing (the "Fairness Hearing") will be held on _____, 2010 at _____, before the Hon. Claudia Wilken, in Courtroom 2, on the 4th Floor of the United States District Courthouse, at 1301 Clay Street, Oakland, California 94612, to determine whether the proposed Settlements are fair, adequate and reasonable to the Class and, therefore, whether this litigation should be dismissed with prejudice against the Settling Defendants. The time and date of the Fairness Hearing may be continued without further notice to the Class. (See more detailed description below – "**What Is The Fairness Hearing?**")

THE LITIGATED CLASSES AND CLASS MEMBERSHIP

Who Are Members of the Litigated Classes?

You are a member of the nationwide injunctive relief class if you reside in the United States and purchased SRAM and/or products containing SRAM, for your own use and not for resale, indirectly from one or more of the Defendants listed above between November 1, 1996 and December 31, 2006.

You are a member of a State Class (seeking monetary relief) if you are a resident of one of the 27 states listed above and purchased SRAM and/or products containing SRAM, for your own use and not for resale, indirectly from one or more of the Defendants listed above between November 1, 1996 and December 31, 2006.

Specifically, the State Classes include:

All persons and entities in Arizona, Arkansas, California, Florida, Hawaii, Iowa, Kansas, Maine, Massachusetts, Michigan, Minnesota, Montana, Nevada, New Mexico, New York, North Carolina, North Dakota, Pennsylvania, Rhode Island, South Dakota, Tennessee, Utah, Washington, West Virginia, Wisconsin, Puerto Rico and the District of Columbia who indirectly purchased SRAM

and/or products containing SRAM, for end use and not for resale, that was manufactured and/or sold by one or more of the Defendants during the Class Period. For residents of Hawaii, Kansas, Maine Pennsylvania, Rhode Island and the District of Columbia, your purchase of SRAM or products containing SRAM needs to have been made for personal, family or household use for you to be a class member.

Excluded from all of the classes are the Defendants, the officers, directors or employees of any Defendant; any entity in which any Defendant has a controlling interest; and any affiliate, legal representative, heir or assign of any Defendant. Also excluded are any federal, state or local governmental entities, any judicial officer presiding over this action and the members of his/her immediate family and judicial staff, and any juror assigned to this action.

Types of SRAM

For purposes of this lawsuit, SRAM means all types of Static Random Access Memory parts and modules, including high-speed or fast SRAM, low-power or slow SRAM, synchronous SRAM, asynchronous SRAM, and pseudostatic SRAM (“PSRAM”), but not Custom SRAM.

Custom SRAM

For purpose of this lawsuit, Custom SRAM is:

- (1) SRAM that was designed and sold by only one manufacturer in order to meet a set of defined performance characteristics established by only one purchaser; and,
- (2) that set of defined performance characteristics was not met by SRAM designed or sold by any other manufacturer; and,
- (3) the SRAM was designed as a completely new SRAM or required substantial change to an already-existing SRAM.

Products Containing SRAM

As used in the Litigated Classes, “Products containing SRAM” are limited to handheld computer devices (also known as personal digital assistants ("PDAs") and smart phones), desktop computers (with separate level 2 cache memory), servers, mainframes, Voice-Over Internet Protocol Systems, routers, switches, modems, storage area networks and firewalls. You must have purchased one of these items during the Class Period to be a member of a Litigated Class.

THE ALLEGATIONS AND CLASS CERTIFICATION

What Is The Class Action About?

Plaintiffs allege violations of federal antitrust laws and state antitrust, unfair competition and unjust enrichment laws in connection with the sale of SRAM. Plaintiffs claim that the Defendants listed above conspired to fix, raise, maintain or stabilize prices of SRAM. Plaintiffs allege that this conspiracy resulted in overcharges to customers who indirectly purchased SRAM and products containing SRAM.

Plaintiffs filed the lawsuit on behalf of themselves, and on behalf of the classes of persons and entities who purchased SRAM in the United States indirectly from one or more of the Defendants. Defendants have denied any liability and all allegations of misconduct.

On November 25, 2009, the Court ordered that Plaintiffs’ lawsuit may proceed as a class action on behalf of the Litigated Classes described above.

What Should I Do?

If you meet the definition of a member of one of the State Classes (see above “Who Are Class Members”), you can either: (1) remain a class member; or, (2) request to be excluded from the class.

Remain a Class Member.

If you want to remain a class member, you do not need to take any further action at this time. You will automatically remain a class member. (See below “What Happens If I Do Not Exclude Myself?”).

If you remain a class member, you will be bound by the Court’s rulings in the lawsuit, including any final Settlement or Judgment. However, you can object to or comment on any proposed Settlement, and you also have the right to appear in Court.

The Court has appointed Lead Counsel to represent all class members. Lead Counsel for the class is obligated to protect and pursue the interests of all class members. There is no cost to you to be represented by Lead Counsel for the class. You can also hire your own attorney at your own cost.

Exclude Yourself from the Class

If you want to exclude yourself from a State Class and keep your right to sue Defendants on your own, you must take further action. (See below “How Do I Exclude Myself From the Class?”)

Any class member who excludes himself or herself from a State Class will not be eligible to share in any recovery by that class or any settlement obtained by that class in this action, including the Partial Class Action Settlements discussed below.

How Do I Exclude Myself From the Class?

Each class member shall have the right to be excluded from a State Class by mailing a request for exclusion to [insert name and address], postmarked no later than _____, 2010.

Requests for exclusion must: (1) be in writing; (2) set forth the name and address of the person or entity who wishes to be excluded, as well as all trade names or business names and addresses used by such person or entity, if applicable; and (3) must be signed by the class member seeking exclusion. If you want to exclude yourself from a State Class and the Settlement Class (discussed below), you must refer to both classes in your exclusion request.

What Happens If I Do Not Exclude Myself?

Any class member who does not properly and timely request exclusion from a State Class shall, upon completion of the litigation, be bound by all the terms and provisions of any final Settlement or Judgment, including but not limited to the releases, waivers, and covenants described in any Settlement, whether or not such person or entity objected to such Settlement and whether or not such person or entity made a claim upon any fund from such Settlement.

THE SETTLEMENT CLASS AND APPROVAL OF THE PARTIAL CLASS ACTION SETTLEMENTS

What Are The Partial Class Action Settlements?

On _____, 2010, the District Court preliminarily approved the Settlements, and ordered that this notice be provided to Settlement Class members. Following is a description of the Settlement Class, Settlement Class members’ options, a summary of the reasons for settlement and a description of the proposed Settlements.

Who Are Members of the Settlement Class?

The Settlement Class

The Settlement Class includes all persons and entities residing in the United States who, from November 1, 1996 through December 31, 2006, purchased SRAM indirectly from one or more of the Defendants listed above. The Settlement Class includes persons or entities who indirectly purchased SRAM for their own use and not for resale, as well as persons or entities who indirectly purchased SRAM for resale and not for their own use.

Types of SRAM

For purposes of the Settlement Class, SRAM means all types of Static Random Access Memory parts and modules as well as pseudostatic random access memory (“PSRAM”).

Products Containing SRAM

The Settlement Class includes persons or entities who purchased products containing Defendants’ SRAM. SRAM is used in a variety of product markets, including: (1) the communications market in cell phones and Voice Over Internet Protocol (VOIP) technology; (2) the computer market in servers, mainframes, high-end computer workstations, and personal digital assistants (PDAs) and smart phones; and (3) the networking communications market in routers, switches, proxy and gateway devices, modems, storage area networks and firewalls.

What Should I Do?

If you meet the definition of a member of the Settlement Class (see above “Who Are Members of the Settlement Class”), you can either: (1) remain a class member; or, (2) request to be excluded from the class.

Remain a Settlement Class Member.

If you want to remain a Settlement Class member, you do not need to take any further action at this time. You will automatically remain a Settlement Class member. (See below “What Happens If I Do Not Exclude Myself?”).

If you remain a class member, you will be bound by the Court’s rulings in the lawsuit, including any final Settlement or Judgment. However, you can object to or comment on any proposed Settlement, and you also have the right to appear in Court.

The Court has appointed Lead Counsel to represent all class members. Lead Counsel for the class is obligated to protect and pursue the interests of all class members. There is no cost to you to be represented by Lead Counsel for the class. You can also hire your own attorney at your own cost.

Exclude Yourself from the Settlement Class

If you want to exclude yourself from the Settlement Class and keep your right to sue Defendants on your own, you must take further action. (See below “How Do I Exclude Myself From the Settlement Class?”)

Any class member who excludes himself or herself from the Settlement Class will not be eligible to share in any of the Settlement Fund obtained by the Settlement Class in this action, including the Partial Class Action Settlements discussed below.

How Do I Exclude Myself From the Settlement Class?

Each class member shall have the right to be excluded from the Settlement Class by mailing a request for exclusion to [insert name and address], postmarked no later than _____, ___, 2010.

Requests for exclusion must: (1) be in writing; (2) set forth the name and address of the person or entity who wishes to be excluded, as well as all trade names or business names and addresses used by such person or entity, if applicable; and (3) must be signed by the class member seeking exclusion. If you want to exclude yourself from the Settlement Class and a State Class (discussed above), you must refer to both classes in your exclusion request.

What Happens If I Do Not Exclude Myself from the Settlement Class?

Any Settlement Class member who does not properly and timely request exclusion from the Settlement Class shall, upon final approval of the Partial Class Settlements, be bound by all the terms and provisions of the Settlements, including but not limited to the releases, waivers, and covenants described in any Settlement; their claims against the Settling Defendants shall forever be released and dismissed, whether or not such person or entity objected to such Settlements and whether or not such person or entity made a claim upon any fund from such Settlements.

The Parties' Reasons for Settlement

As part of this litigation, Class Counsel have conducted extensive formal discovery into the claims of the members of the Class and the defenses that might be asserted thereto. This investigation has included discovery and analysis of millions of pages of Defendants' documents and records, depositions of certain of Defendants' officers and employees, consultation with expert consultants, as well as analysis of relevant legal issues. Based on this investigation, Class Counsel believes that the Settlements are fair, reasonable and adequate and in the best interest of the Class. Class Counsel and Plaintiffs also recognize the expense and length of continued proceedings necessary to continue the litigation against the Defendants through verdict, judgment and appeals, and have taken into account the uncertainty and the risk of the outcome of continued litigation, especially in complex actions such as these, and the difficulties and delays inherent in such actions.

Settling Defendants have denied and continued to deny each and all of the claims and contentions alleged by the Plaintiff. Settling Defendants have repeatedly asserted and continue to assert many defenses thereto, and have expressly denied and continue to deny any wrongdoing or legal liability arising out of any of the conduct alleged in the class action or that the Class has suffered any damage by reason of the alleged wrongdoing. Nevertheless, Settling Defendants have concluded that the further conduct of this litigation against them would be protracted and expensive and that settlement therefore is desirable. Settling Defendants also have taken into account the uncertainty and the risk of the outcome in any litigation, especially complex cases such as this one. Settling Defendants have, therefore, determined that it is desirable and beneficial to them that the litigation be settled in the manner and upon the terms and conditions set forth in the parties' respective Settlements.

The Proposed Settlements

The six Settlements represent compromises of disputed claims. They do not mean that liability or damages would have been found against any of the Settling Defendants. The Settling Defendants continue to deny any and all wrongdoing or liability.

The Micron Settlement requires the payment of One Million Five Hundred and Fifty Thousand U.S. Dollars (\$1,550,000) in cash. The Renesas-Hitachi-Mitsubishi Settlement requires the payment of Four Million Four Hundred and Ninety-Seven Thousand U.S. Dollars (\$4,497,000) in cash. The Hynix Settlement requires the payment of Nine Hundred and Fifty Thousand U.S. Dollars (\$950,000) in cash. The NEC Settlement requires the payment of Fourteen Million Nine Hundred Thousand U.S. Dollars (\$14,900,000) in cash. The Etron Settlement requires the payment of Two Million U.S. Dollars (\$2,000,000) in cash. The Toshiba Settlement requires the payment of One Million Five Hundred Twenty-Five Thousand U.S. Dollars (\$1,525,000) in cash.

In total, pursuant to the Settlements, the Settling Defendants have deposited Twenty-Five Million Four Hundred Twenty-Two Thousand U.S. Dollars (\$25,422,000) into interest bearing accounts for the benefit of Settlement Class members. The Settlements also require the Settling Defendants to cooperate with Plaintiffs in the ongoing prosecution of the litigation against the remaining Defendants.

If the Settlements are approved by the District Court and become effective, each Settlement Class member that did not timely and validly request exclusion from the Class (the "Releasers") shall have completely released, acquitted, and forever discharged from any and all claims, demands, actions, suits, causes of action, whether class, individual, direct, derivative, representative or otherwise in nature (whether or not any Settlement Class Member has objected to the settlement or makes a claim upon or participates in the Settlement Fund, whether directly, representatively, derivatively or in any other capacity) that Releasers, or each of them, ever had, now has, or hereafter can, shall, or may have on account of, or in any way arising out of, any and all known and unknown, foreseen and unforeseen, suspected or unsuspected injuries, damages, and the consequences thereof in any way arising out of or relating in any way to any act or omission of the Settling Defendants (or any

of them) concerning the manufacture, supply, distribution, sale or pricing of SRAM up through the last date of the Class Period, including but not limited to any conduct alleged, and causes of action asserted or that could have been alleged or asserted, in class action complaints filed in the Action, including those arising under any federal or state antitrust, unfair competition, unfair practices, price discrimination, unitary pricing, or trade practice law, including without limitation, the Sherman Antitrust Act, 15 U.S.C. § 1 et seq. However, the release shall not affect the rights of Class members to pursue claims against the Settling Defendants: (i) relative to any product defect, breach of contract or a similar such claim; (ii) based on direct purchases of SRAM; or, (iii) based on purchases of SRAM outside the United States.

The releases and dismissals of claims against the Settling Defendants will have no effect upon any claims Settlement Class members may have against the remaining non-settling Defendants. These are the first Settlements reached in this litigation. Litigation will continue against the non-settling Defendants.

THIS IS ONLY A SUMMARY OF THE SETTLEMENTS. THE SETTLEMENTS ARE ON FILE WITH THE DISTRICT COURT AND ARE AVAILABLE AT www.com.

Plan of Distribution of the Settlements

Class Counsel currently plan to defer any request for Court approval of a final plan of distribution of the Settlement Fund (less court-approved attorney's fees, costs, expenses, and awards), until the litigation has been resolved with the remaining Defendants. At that time, Class Counsel will submit a plan of distribution to the Court that, depending on the amount of additional recoveries from or settlements with the other Defendants, will provide for distribution of all amounts recovered in the litigation plus interest (less court-approved attorney's fees, costs, expenses, and awards), to: (1) Settlement Class members through a court-approved claims process, and/or (2) eligible charitable organizations in the United States who are, as nearly practicable, representative of the interests of indirect purchasers of SRAM. If only plan of distribution "(2)" is chosen, it will be due to, among other factors, the high cost of processing claims and making direct cash payments to many thousands of potential claimants relative to the average likely award to those claimants. If only plan of distribution "(2)" is chosen, payments will not be made to individual Settlement Class Members.

Class Counsel will also defer any request for attorney's fees and class representative incentive awards until the litigation has been resolved with the Remaining Defendants. Class Counsel will request attorney's fees in an amount not to exceed one-third of the total settlement funds plus reimbursement of their costs and expenses. Class Counsel may also request incentive payments for the court-appointed class representatives. The settlement payments have been (or will be) deposited into interest bearing accounts for the benefit of the Settlement Class.

What Is The Fairness Hearing?

A Fairness Hearing will be held on _____, 2010 at _____, before the Hon. Claudia Wilken, in Courtroom 2, on the 4th Floor of the United States District Courthouse, at 1301 Clay Street, Oakland, California 94612. At that hearing, Judge Wilken will determine whether the proposed Settlements are fair, adequate and reasonable to the Settlement Class and, therefore, whether this litigation should be dismissed with prejudice against the Settling Defendants. The time and date of the Fairness Hearing may be continued without further notice to the Class.

Right to Appear and Object to the Settlements at the Fairness Hearing

Any Class member may appear and be heard regarding any of the matters before the District Court at the Fairness Hearing, including objecting to any Settlement. A Settlement Class member is not required to appear in person at the hearing, but can instead make only a written submission to the District Court. In any event, a

Class member who intends to appear in person, or who wants to have only a written submission considered, must file with the District Court Clerk a notice that fully sets forth the Class member's arguments, including any objection to any Settlement. That notice must be filed with the Clerk, United States District Court for the Northern District of California, 1301 Clay Street, Oakland CA 94612, *no later than* _____, *2010*, with copies served, *no later than* _____, *2010*, on the counsel identified below:

Counsel for Plaintiffs and the Class

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Christopher T. Micheletti
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For the Micron Defendants

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San Francisco, CA 94111
For the NEC Defendants

Craig P. Seebald
Vincent vanPanhuys
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Washington, DC 20005
For the Renesas-Hitachi-Mitsubishi Defendants

Matthew S. Leddicotte
Douglas M. Jasinski
WHITE & CASE LLP
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Washington, DC 20005
For the Etron Defendants

Michael F. Tubach
Christopher S. Hales
O'MELVENY & MYERS LLP
Two Embarcadero Center, 28th Floor
San Francisco, CA 94111
For the Hynix Defendants

Daniel Wall
Belinda S. Lee
LATHAM & WATKINS LLP
505 Montgomery Street, Suite 2000
San Francisco, CA 94111
For the Toshiba Defendants

What Should I Do?

If you are a Settlement Class member, you have two choices: (1) do nothing; or, (2) file a notice to be heard at the Fairness Hearing:

Do Nothing and Preserve Right to Receive Benefits from Settlement

- If you are a Settlement Class member, you do not need to take any further action at this time in order to preserve your right to receive benefits from the Settlements. You do not need to appear at or submit any filing in connection with the Fairness Hearing. At a later date, if the Court authorizes distribution of all or part of the Settlement Fund through a claims process, you will be asked to submit a claim form seeking proceeds from the Settlements.
- By doing nothing, you will be bound by the District Court's rulings with respect to the proposed Settlements and dismissals against the Settling Defendants.
- Class Counsel, which represents all Settlement Class members, are obligated to continue protecting and pursuing the interests of the Settlement Class. There is no cost to you to be represented by Class Counsel. You can, however, hire your own attorney at your own cost.

File Notice to be Heard at the Fairness Hearing

- If you are a Settlement Class member and you want to be heard regarding any of the matters before the District Court at the Fairness Hearing, including objecting to any Settlement, you must file notice with the District Court Clerk *no later than* _____, 2010. (See more detailed description above "**Right to Appear and Object to the Settlements at the Fairness Hearing**")
- If you do not file notice as described above, you waive your right to object to the Settlements.

IF YOU ARE A SETTLEMENT CLASS MEMBER, YOU NEED NOT TAKE ANY ACTION AT THIS TIME. YOUR RIGHTS AS A SETTLEMENT CLASS MEMBER WILL CONTINUE TO BE REPRESENTED BY PLAINTIFFS AND CLASS COUNSEL. IF YOU ARE A SETTLEMENT CLASS MEMBER AND YOU WANT TO BE HEARD AT THE FAIRNESS HEARING, YOU MUST FILE NOTICE WITH THE DISTRICT COURT AS DESCRIBED HEREIN.

Important Dates

- _____, 2010: Last day for Settlement Class members to file notice with District Court Clerk to be heard at Fairness Hearing, including notice of objection to any Settlement.
- _____, 2010: Last day for Settlement Class members to serve above-listed counsel with any notice to be heard at Fairness Hearing, including any notice of objection to any Settlement.
- _____, 2010: Fairness Hearing, includes hearing to finally approve the Settlements. (Date subject to change per District Court Order.)

THIS IS ONLY A SUMMARY OF THE CLASS ACTION AND THE PARTIAL CLASS ACTION SETTLEMENTS. FOR MORE DETAILED INFORMATION ABOUT THIS LITIGATION, YOU ARE REFERRED TO THE PAPERS FILED IN THE ACTION WHICH MAY BE INSPECTED AT THE DISTRICT COURT. IN ADDITION, THE SETTLEMENT AGREEMENTS AND OTHER INFORMATION ABOUT THE CASE ARE AVAILABLE ONLINE AT www.com.

ALL INQUIRIES CONCERNING THIS NOTICE AND THE SETTLEMENTS SHOULD BE DIRECTED TO PLAINTIFFS' CLASS COUNSEL OR THE SETTLEMENT ADMINISTRATOR AT THE ADDRESSES LISTED HEREIN. INQUIRIES SHOULD NOT BE DIRECTED TO COUNSEL FOR SETTLING DEFENDANTS OR THE DISTRICT COURT.

Dated: _____, 2010

/s/ Hon. Claudia Wilken
By Order of the United States District Court,
Northern District of California (Oakland Division)