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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 FINAL APPROVAL OF  
SETTLEMENTS WITH ALL  
DEFENDANTS**

**Date:** December 12, 2019  
**Time:** 10:00 a.m.  
**Place:** Courtroom 11, 19<sup>th</sup> Floor  
**Judge:** Hon. James Donato

1 This matter has come before the Court to determine whether there is any cause why this  
2 Court should not finally approve the Indirect Purchaser Plaintiffs' ("IPPs") settlements with the  
3 Settling Defendants: (a) Panasonic Corporation and Panasonic Corporation of North America  
4 (together, "Panasonic"); (b) KOA Corporation and KOA Speer Electronics, Inc. (together,  
5 "KOA"); (c) ROHM Co. Ltd. and ROHM Semiconductor U.S.A., LLC (together, "ROHM"); (d)  
6 Kamaya Electric Co., Ltd. and Kamaya Inc. (together, "Kamaya"); and (e) Hokuriku Electric  
7 Industry Co. and HDK America, Inc. (together, "HDK") (collectively, "Settling Defendants"),  
8 certify the settlement classes, finally approve the plan of allocation, and appoint Cotchett, Pitre  
9 & McCarthy LLP as Settlement Class Counsel.

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

13 Good cause appearing therefore:

14 **IT IS HEREBY ORDERED THAT:**

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

17 2. The Court has jurisdiction over the subject matter of this litigation, *In re Resistors*  
18 *Antitrust Litigation*, Case No. 15-cv-03820-JD, which is pending in the United States District  
19 Court for the Northern District of California, including all indirect purchaser cases consolidated  
20 therein (collectively, the "Action") and over the parties to the Settlement Agreements, including  
21 all members of the Settlement Classes and the Settling Defendants.

22 3. The Court finally approves and confirms without modification the Settlements set  
23 forth in the settlement agreements between Class Representatives and the Settling Defendants,  
24 and finds that the settlements are, in all respects, fair, reasonable and adequate to and in the best  
25 interest of the Settlement Class pursuant to Federal Rule of Civil Procedure ("Rule") 23.

26 4. Pursuant to Rule 23(a), the Court certifies the following Settlement Class for  
27 purposes of approving the Settlements:

28 All persons and entities in the United States who purchased one or more Linear  
Resistor(s), from a resistor distributor not for resale which a Defendant, its

1 current or former subsidiary, or any of its co-conspirators manufactured and/or  
2 sold, between January 1, 2003 and August 20, 2015. Excluded from the Class  
3 are Defendants, their parent companies, subsidiaries and Affiliates, any  
4 coconspirators, 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

5 5. The Court further finds that the prerequisites to certifying a Settlement Class  
6 under Rule 23(a) are satisfied in that (a) there are at least thousands of geographically dispersed  
7 Settlement Class Members, making joinder of all individual cases impracticable; (b) there are  
8 questions of law and fact common to the Settlement Class which predominate over individual  
9 issues; (c) the claims or defenses of the class representatives are typical of the claims or defenses  
10 for the Settlement Class; (d) IPPs will fairly and adequately protect the interests of the Settlement  
11 Class and have retained counsel experienced in antitrust class action litigation who have, and  
12 will continue to, adequately represent the Settlement Class; and (e) resolution through class  
13 settlements is superior to individual settlements. *See In re Hyundai & Kia Fuel Econ. Litig.*, 926  
14 F.3d 539, 556 (9th Cir. 2019); *Bellinghausen v. Tractor Supply Co.*, 303 F.R.D. 611, 616 (N.D.  
15 Cal. 2014); *Wal-Mart Stores, Inc. v. Dukes*, 564 U.S. 338, 350 (2011); *Torres v. Mercer Canyons,*  
16 *Inc.*, 835 F.3d 1125, 1141 (9th Cir. 2016).

17 6. The Court finds that this Action may be maintained as a class action under Rule  
18 23(b)(3) for settlement because: (i) questions of fact and law common to members of the  
19 Settlement Class predominate over any questions affecting only the claims of individual  
20 members; and (ii) a class action is superior to other available methods for the fair and efficient  
21 adjudication of this controversy. *See Tyson Foods, Inc. v. Bouaphakeo*, 136 S. Ct. 1036, 1045  
22 (2016); *Amchem Prods., Inc. v. Windsor*, 521 U.S. 591, 620 (1997).

23 7. Pursuant to Federal Rule of Civil Procedure 23(e), upon review of the record,  
24 including all submissions in support of the Settlement, the Court finds that the Settlement  
25 resulted from arm's-length negotiations between highly experienced counsel and fall within the  
26 range of approval.

27 8. The Court hereby grants final approval of the Settlement on the basis that it is  
28 fair, reasonable, and adequate as to, and in the best interests of, all Settlement Class Members,

1 within the meaning of, and in compliance with all applicable requirements of Rule 23. The Court  
2 directs the Settlements' consummation according to their terms. In reaching this conclusion, the  
3 Court has considered the factors regarding final approval as set forth by courts within the Ninth  
4 Circuit, and pursuant to the 2018 amendments to the Federal Rules. *See Officers for Justice v.*  
5 *Civil Serv. Comm'n of City & Cnty. of San Francisco*, 688 F.2d 615 (9th Cir. 1982).

6 9. Moreover, the Court concludes as follows:

- 7 a. The Settlements were negotiated by counsel with significant experience  
8 litigating complex class actions and are the result of vigorous arm's length  
9 negotiations undertaken in good faith;
- 10 b. This action is likely to involve many contested and serious questions of  
11 law and fact, such that the value of immediate monetary recovery  
12 outweighs the uncertain possibility of future relief after protracted and  
13 expensive litigation; and
- 14 c. Settlement Class Counsel's judgment that the Settlement is fair and  
15 reasonable, and the Settlement Class Members' reaction to the Settlement  
16 which was overall positive, are entitled to great weight.

17 10. Pursuant to Federal Rule of Civil Procedure 23(g), the Court hereby confirms that  
18 Cotchett, Pitre & McCarthy LLP is appointed as Settlement Class Counsel, and that the Class  
19 Representatives: Linkitz Systems, Inc., Microsystems Development Technologies, Inc., Nebraska  
20 Dynamics, Inc., MakersLED LLC, Top Floor Home Improvements, Angstrom, Inc., In Home  
21 Tech Solutions, Inc., and Anthony Sakal ("Class Representatives"); are appointed to serve as  
22 Class Representatives on behalf of the Settlement Classes

23 11. The Court retains exclusive jurisdiction over this action to consider all further  
24 matters arising out of or connected with the settlements.

25 12. The Court further finds that IPPs implemented the Court-approved Notice Plan.  
26 IPPs' notice of the Settlement to the Settlement Class complied with Rule 23 and due process  
27 and constituted the best notice practicable under the circumstances.

1           13. The Notice was reasonably calculated, under the circumstances, to apprise  
2 Settlement Class Members of the pendency of the Action, the terms of the proposed Settlement,  
3 the right to object to or exclude themselves from the proposed Settlement, and the right to appear  
4 at the Final Fairness and Approval Hearing, scheduled for December 12, 2019 at 10:00 A.M.  
5 Further, the Notice Plan consisted due, adequate and sufficient notice to all persons entitled to  
6 receive notice, satisfied due process and provided adequate information to the Settlement Class  
7 of all matters relating to the Settlements, and fully satisfied the requirements of Federal Rules of  
8 Civil Procedure 23(c)(2) and (e)(1) and any other applicable state and/or federal laws.

9           14. Without affecting the finality of this Order in any way, this Court hereby retains  
10 continuing jurisdiction over:

- 11           a. implementation of the Settlements and any distribution to members of the  
12 Settlement Class pursuant to further orders of this Court;
- 13           b. Disposition of the Settlement Funds;
- 14           c. Determining attorneys' fees, costs, expenses, and interest;
- 15           d. All matters relating to the interpretation, administration, implementation  
16 and enforcement of the Settlement Agreements;
- 17           e. The Action, until the Final Judgment contemplated has become effective  
18 and each and every act agreed to be performed by the parties all have been  
19 performed pursuant to the Settlement Agreements;
- 20           f. Hearing and ruling on any matters relating to the plan of allocation of  
21 settlement proceeds; and
- 22           g. All Parties to the Action and Releasing Parties, for the purpose of  
23 enforcing and administering the Settlements and the mutual releases and  
24 other documents contemplated by, or executed in connection with, the  
25 Settlement Agreements.

26           15. The persons and entities identified in **Exhibit A** to this [Proposed] Order have  
27 timely and validly requested exclusion from the Settlement Classes and, therefore, are excluded  
28 from those Settlement Classes identified. Such persons and entities are not included in or bound

1 by this Order as it relates to the specific settlement or settlements for which they opted-out. Such  
2 persons and entities are not entitled to any recovery of the settlement proceeds obtained through  
3 these Class Settlements.

4 16. The Court finds that IPPs' proposed Plan of Allocation, proposing to pay putative  
5 Class Members on a *pro rata* basis based on qualifying purchases of linear resistors and on the  
6 type and extent of injury suffered by each class member in those states which permit indirect  
7 purchaser claims is fair, reasonable, and adequate. *In re Citric Acid Antitrust Litig.*, 145 F. Supp.  
8 2d 1152, 1154 (N.D. Cal. 2001). The Plan of Allocation does not unfairly favor any Class  
9 Member, or group of Class Members, to the detriment of others.

10 17. The Court finds, pursuant to Rules 54(a) and (b) of the Federal Rules of Civil  
11 Procedure, that Final Judgments of Dismissal with prejudice as to the Settling Defendants  
12 ("Judgments") should be entered forthwith and further finds that there is no just reason for delay  
13 in the entry of the Judgments, as Final Judgments, in accordance with the Settlement  
14 Agreements.

15  
16 **IT IS SO ORDERED.**

17 Dated: \_\_\_\_\_  
18

19 \_\_\_\_\_  
20 JAMES DONATO  
21 United States District Judge

22 Proposed Order Submitted By:

23 **COTCHETT, PITRE & McCARTHY, LLP**

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25 Elizabeth T. Castillo  
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tprevost@cpmlegal.com

**Exhibit A**

## Requests for Exclusion

Exclusion ID	Name	Postmarked Date	City	State	Country
64824290	Norman J Shenton	6/20/2019	Stafford	VA	USA
64824294	Lance Hoolahan	7/22/2019	Linden	MI	USA
64824295	Frederick L Stiles	7/23/2019	Lehigh Acres	FL	USA
64824296	Gregg DeJohn	7/23/2019	Rock Creek	OH	USA
64824297	K Sciences GP LLC	7/24/2019	San Antonia	TX	USA
64824298	Michael DeSoto	7/23/2019	Apex	NC	USA
64824299	Kirk Treubert	7/26/2019	Salem	VA	USA
64824300	Bloor Redding, Jr.	7/29/2019	Vancouver	WA	USA
64824301	N2N Holdings LLC	8/1/2019	Evanston	IL	USA
64824302	DSR Management Inc	8/1/2019	Evanston	IL	USA
64824303	Praveen Minumula	8/1/2019	Evanston	IL	USA
64824304	Katalyst Technologies Inc	8/1/2019	Evanston	IL	USA
64824305	James Gilbert	8/9/2019	Concho	AZ	USA
64824306	Mykel Gallajones	8/9/2019	Winnipeg	Manitoba	Canada
64824307	Threec Corporation	8/12/2019	Woodstock	GA	USA
64824308	Monica Julia Paves Palacios	EMAIL 8-21-2019	CABA	Buenos Aires	Argentina
64824309	William Horka	8/20/2019	Malden	MA	USA
64824310	Task Micro-Electronics	8/15/2019	Kirkland	QC	Canada
64824311	Greg Bower	8/21/2019	Ann Arbor	MI	USA
64824312	Monica Julia Paves Palacios	8/27/2019	CABA	Buenos Aires	Argentina
64824313	Robin Knoke	8/29/2019	White Salmon	WA	USA
64824314	Terrance Johnson	9/9/20219	Centreville	VA	USA
64824315	Antonio Torres Santos	9/10/20219	Bayamoor	PR	USA
64824316	Kate Mlcochova	9/13/2019	Vista	CA	USA
64824317	Olympus	9/17/2019	Center Calley	PA	USA