The Settlements Described Below May Affect You As A State or Local Government.

A Federal Court authorized this notice. This is not a solicitation.

- Please read this notice carefully. Your legal rights may be affected whether or not you act.

- Settlements totalling $310 million have been reached in lawsuits involving the sale of DRAM. The lawsuits claim that Defendants fixed the price of DRAM, which resulted in increased prices for individuals and businesses that bought DRAM and devices containing DRAM. Defendants deny that they did anything wrong.

- DRAM is an electronic component that allows for storage and retrieval of electronic data. DRAM modules can be purchased separately or as a component of various electronics, such as personal computers.

- The Settlements will pay individuals, businesses and government entities that purchased DRAM or devices containing DRAM from someone other than the manufacturer of DRAM in the United States or any of its territories from January 1, 1998 through December 31, 2002. In addition, Defendants have agreed not to engage in the conduct that is the subject of the lawsuits, and have also agreed to compliance training and cooperation.

YOUR ORGANIZATIONS' LEGAL RIGHTS AND OPTIONS IN THESE SETTLEMENTS	
GET A PAYMENT	Your organization will get an automatic payment if it qualifies.
EXCLUDE YOUR ORGANIZATION	Your organization will not receive a payment from the Settlements, but you will retain any rights it currently has to separately sue Defendants for the conduct that is the subject of these lawsuits.
OBJECT TO THE SETTLEMENTS	Write to the Court explaining why your organization does not like the Settlements (organizations in Oregon cannot object to the Settlements).
GO TO THE HEARING	Ask to speak in Court about the Settlements.
DO NOTHING	Your organization will give up any rights it currently has to separately sue Defendants for the conduct that is the subject of the lawsuits. Your organization may receive a payment and will benefit from the agreement of the Defendants to stop that conduct and to engage in compliance training.

- You are receiving this notice because the rights of the organization that you represent may be affected by the Settlements in this lawsuit. Please read this notice carefully.

PURPOSE OF THIS NOTICE

This notice is given under Federal Rule of Civil Procedure 23, applicable state statutes, and by Court Order dated January 17, 2014, from the United States District Court for the Northern District of California, Oakland Division ("the Court").

The Court granted preliminary approval of several settlements (hereinafter referred to as "Settlements") in the following lawsuit involving claims brought on your behalf: *The State of California, et al. v. Infineon Technologies, et al.,* United States District Court Case No. C 06-4333 (PJH). This lawsuit alleges a conspiracy to fix, raise, maintain, and/or stabilize the prices of Dynamic Random Access Memory ("DRAM") chips that allegedly resulted in overcharges to certain government purchasers of DRAM or products containing DRAM. DRAM is an electronic component that allows for storage and retrieval of electronic data. DRAM modules can be purchased separately or as a component of various electronic products, such as desktop and laptop computers, servers, and printers.

The Settlement Fund for this lawsuit and others brought by individuals and businesses totals approximately $310 million. One-ninth is for government entities, including, but not limited to, you. In addition to your claims, this Settlement resolves claims for non-government indirect purchasers (that is, individuals and businesses), and for various state and local government entities for whom notice of these Settlements is not required.

This lawsuit was brought as a class action in this District Court:

- by the California Attorney General and the City and County of San Francisco, Santa Clara County, and the Los Angeles Unified School District on behalf of all political subdivisions in the State of California, plus the University of California, and the State Bar of California, that purchased DRAM or products containing DRAM; and

- by the States of Alaska, Delaware, Ohio, and Pennsylvania on behalf of all state government entities, political subdivisions, and public colleges and universities in those States as well as by Rio Rancho Public Schools on behalf of all political subdivisions in the State of New Mexico.

The States of Alaska, California, Delaware, New Mexico, Ohio, and Pennsylvania are referred herein as the Class States. They are required to give notice of the application of these Settlements to your class claims (if you are located in one of these States). However, if you are located in Alaska, Delaware, Ohio, or Pennsylvania you should be aware that the application of these Settlements to your class claims is limited as explained below.

The lawsuit names the following Defendants with whom Settlements have been reached: (1) Samsung Semiconductor, Inc., Samsung Electronics Co., Ltd., and Samsung Electronics America, Inc. ("Samsung"); (2) Winbond Electronics Corp. and Winbond Electronics Corporation America ("Winbond"); (3) Infineon Technologies AG and Infineon Technologies

North American Corp. ("Infineon"); (4) Elpida Memory, Inc. and Elpida Memory (USA) Inc. ("Elpida"); (5) NEC Electronics America, Inc. (presently known as Renesas Electronics America Inc.) ("NEC"); (6) Micron Technology, Inc. and Micron Semiconductor Products, Inc. ("Micron"); (7) SK hynix , Inc. and SK hynix America, Inc. (formerly known as Hynix Semiconductor, Inc. and Hynix Semiconductor America, Inc., respectively) ("Hynix"); (8) Nanya Technology Corp. and Nanya Technology Corp. USA, Inc. ("Nanya"); (9) Mosel-Vitelic Inc. and Mosel-Vitelic Corp. ("Mosel"), (10) Mitsubishi Electric Corp. and Mitsubishi Electric and Electronics USA, Inc. ("Mitsubishi"), (11) Hitachi Ltd. ("Hitachi"), and (12) Toshiba Corp. and Toshiba America Electronic Components, Inc. ("Toshiba").

The terms of these Settlements are summarized below. Before the Settlement Funds can be distributed, the Class States must also obtain the District Court's final approval of these Settlements. The District Court has scheduled a hearing to determine whether to grant final approval. This hearing is open to the public. The hearing location, date, and time are provided below.

If final approval is granted, then the Settlement Funds will be distributed to you, if you are in one of the Class States, in the manner set out in the January 7, 2012 Report and Recommendation of the Special Master at pages 166-207, which can be found at www.oag.ca.gov and www.DRAMclaims.com, or please contact the Attorney General of your State.

THE LAWSUIT AND THE SETTLEMENTS

1. What is this lawsuit about?

The Class States and other States investigated a global price-fixing conspiracy involving DRAM. As a result, they filed civil lawsuits, alleging violations of various state antitrust and unfair competition laws, as well as claims for unjust enrichment, against Samsung, Winbond, Infineon, Elpida, Nanya, Mosel, Mitsubishi, Hitachi, and Toshiba. Your claims under state antitrust laws may be part of these lawsuits. And, insofar as your claims may be concerned, those lawsuits are being pursued in the proceeding called *The State of California et al. v. Infineon Technologies AG et al.* C 06-4333 PJH. This notice focuses only on your claims and not on the claims of other state and local government entities for whom notice is not required or on the claims of individuals and businesses.

The Complaints filed in these proceedings specifically claimed that between 1998 and December 31, 2002, Samsung, Winbond, Infineon, Elpida, NEC, Micron, Hynix, Mosel-Vitelic, Mitsubishi, Hitachi, and Toshiba conspired with each other to fix, raise, maintain, and/or stabilize the prices of DRAMs, and as a result, state and local government entities who bought DRAM and products containing DRAM suffered overcharges. Defendants deny these allegations. The Court has not decided who is right.

2. Who is included in the government entity Classes?

For purposes of the settlements with Samsung and Winbond, the Settlement Class of Government Entities (or Samsung and Winbond Settlement Class) includes the following entities and only these entities that purchased DRAM directly or indirectly from Samsung and Winbond between January 1, 1998 and December 31, 2002:

- All state government entities, all political subdivisions, and all public universities and colleges in Alaska, Delaware, Ohio, and Pennsylvania (though for Alaska, public colleges and universities are not part of the class and the only political subdivisions that are part of the class are the Cities of Anchorage, Fairbanks and Juneau);
- all political subdivisions in New Mexico,
- and all political subdivisions, the University of California, and the State Bar of California.

For purposes of the settlements with all other Defendants, the Settlement Class of Government Entities (or Multi-Defendant Settlement Class) includes the following entities and only these entities that purchased DRAM directly or indirectly from Infineon, Elpida, NEC, Micron, Hynix, Mosel-Vitelic, Mitsubishi, Hitachi, and Toshiba between January 1, 1998 and December 31, 2002:

- All political subdivisions in New Mexico and all political subdivisions, the University of California, and the State Bar of California.

The term "political subdivision" as used in the above class definitions includes all non-federal, non-state government entities in a given State except for public colleges and universities. Examples of political subdivisions include K-12 school districts, cities, counties, and special districts.

3. Are these the only lawsuits against the Defendants on behalf of state and/or local government entities for alleged price-fixing of DRAM?

Yes.

4. What do the Settlements provide?

Below is a summary of the Settlements:

(a) Injunction: The Defendants are banned for three years from the date of execution of their settlement agreements from engaging in illegal *per se* activity involving DRAM, including price-fixing, market allocation, and bid-rigging, as well as the exchange of pricing information when they have the intent to fix prices.

(b) Antitrust Compliance: All of the Defendants except for Mitsubishi, Hitachi, and Toshiba have agreed to maintain an antitrust compliance program to educate their officers and employees responsible for pricing and sales of DRAM about United States federal and state antitrust laws. Hitachi, Mitsubishi, and Toshiba have agreed to certify that they have an antitrust compliance program; if any of these three Defendants should resume selling

DRAM, they must establish the same antitrust compliance program as the other Defendants.

(c) **Monetary Benefit:** The Settlement is $310 million, of which one-ninth is allocated for state and local government entities whose claims are being released, including, but not limited to, those state and local government entities for which notice is required. The cost to administer the Settlements, attorneys' fees, costs, expenses, and incentive awards are paid mostly from the Settlement Fund although two Defendants have agreed to provide additional amounts of monies to defray in part the costs of notice and implementation of these Settlements. The Attorneys General and the Indirect Purchaser Plaintiffs will request attorneys' fees and costs not to exceed 30% of the total Settlement Fund.

(d) **Ongoing Cooperation:** All of the Defendants have agreed to cooperation provisions that facilitate the introduction of evidence at trial, including providing access to employees for deposition and trial, assisting in locating former employees for trial, assisting in locating former employees, and providing witnesses who can testify to certain specific issues such as the amount of sales or the authenticity of documents

5. What is the Planned Distribution of the Settlement Fund?

Those Settlement Funds available to state and local government entities, and public colleges and universities, have been divided up among the Attorneys General involved in this lawsuit in accordance with a survey they conducted of the procurement of DRAM-containing equipment and the full-time employees of those state and local government entities that they represent in this lawsuit.

For any entity located in a Class State, any direct payment will depend on the planned distribution of Settlement Funds by your Attorney General. For example, for those of you located in California, some will receive a direct distribution of funds while others will be eligible to apply for technology-related *cy pres* grants to redress the injury that the California Attorney General alleged in these lawsuits. When it is difficult for all affected parties to receive individual shares of the recovery, the legal doctrine known as *cy pres* allows the courts to approve the distribution of the Settlement Fund to support public or non-profit activities to address the injury alleged in a lawsuit instead of distributing funds directly to the affected party. If you are located in a Class State, you may find out how much you may be receiving (if anything) directly (as opposed to a *cy pres* distribution) by reviewing the January 7, 2012 Report and Recommendation of the Special Master at pages 166-207, which can be found at www.oag.ca.gov and www.DRAMclaims.com, or by contacting the Attorney General of your State.

6. When and where is the court hearing concerning final approval of the Settlements?

The Court will hold a hearing to determine whether to approve the Settlements. The legal term for this type of hearing is **"Fairness Hearing."** It will be held on June 25, 2014, beginning at 9:00 a.m. before Judge Phyllis J. Hamilton at 1301 Clay Street, Oakland, California 94612, in Courtroom Three. The hearing may be adjourned or continued without further notice.

LEGAL RIGHTS AND OPTIONS

1. What are the legal rights of each class member?

Members of the Samsung and Winbond Settlement Class, and the Multi-Defendant Settlement Class listed above, have the right to sue Defendants for violating state antitrust and unfair competition laws, and/or for unjust enrichment, based on the subject matter of this lawsuit. Each Class Member may bring its own lawsuit against those Defendants against whom claims are being settled via these Classes or instead be part of this lawsuit for purposes of settlement of their class claims. **But unless a class member excludes itself in writing as described below, its claims against the Defendants will be released by the Settlements in this lawsuit.**

2. Regarding the legal claims, what are Class Member options?

- **Do Nothing**: If you want to participate in these class action Settlements, no further action on your part is required. By doing nothing, you agree to be represented by the California Attorney General as class counsel and by the following class representatives:
  - City and County of San Francisco, Santa Clara County, and the Los Angeles Unified School District (if you are located in California);
  - Rio Rancho Public Schools as the class representative (if you are located in New Mexico), and
  - with the State itself (if you are located in another Class State).

You also agree to the terms of the Settlements with the Defendants and, as such, you agree to release Defendants from claims relating to the allegations in these lawsuits in exchange for the benefits described above. The scope of your release of claims is described in more detail in the Settlement Agreements at www.DRAMclaims.com.

Opt-Out or Exclude Yourself from your Settlement Class: You have the right to exclude yourself ("opt-out") from your Settlement Class, meaning you will not be legally bound by these Settlements. But you will not get any money or other benefit from the lawsuit, although you can file your own lawsuit against the Defendants based on the subject matter of this lawsuit. To "opt-out", you must send a letter stating that you want to be excluded from this case, *The State of California, et al. v. Infineon Technologies, et al.,* United States District Court Case No. C 06-4333 (PJH). Your letter must include the entity name, address, telephone number, and the name, title, and signature of the person signing on behalf of the entity. The letter must be postmarked on or before May 5, 2014 , and mailed to:

COURT

Clerk's Office
United States District Court for the District of Northern California
1301 Clay Street
Oakland, CA 94612

and

CLASS COUNSEL

Emilio Varanini, Deputy Attorney General, California Office of the Attorney General
455 Golden Gate Avenue, Suite 11000
San Francisco, CA 94102-7004

We will make sure that all opt-outs are forwarded to the District Court.

Object or Request to Appear at Fairness Hearing: You also have the following rights: (a) to object to these Settlements, the plan of distribution, attorneys' fees and costs, and awards to the other groups; and (b) to request to appear at the Fairness Hearing described above. But if you choose to "opt-out" of your Settlement Class, you may not object, intervene, or appear at the Fairness Hearing. Regarding the Fairness Hearing, Class Members have the right, but are not required, to appear at the hearing and be heard on the question of whether the Settlements should be approved. Each Class Member may retain their own attorney for the hearing, but this is not a requirement to appear. If you do not retain a separate attorney, then your interests will be represented by the California Attorney General at the hearing, unless you choose to represent yourself. To object, you must express your views to the District Court in writing. You must include the entity name, address, telephone number, and the name, title, and signature of the person signing on behalf of the entity, refer to this case, *The State of California, et al. v. Infineon Technologies, et al.*, United States District Court Case No. C 06-4333 (PJH), and include a brief explanation of your comment or objection. The letter must be postmarked on or before May 5, 2014, and mailed to:

COURT

Clerk's Office
United States District Court for the District of Northern California
1301 Clay Street
Oakland, CA 94612

and

CLASS COUNSEL

Emilio Varanini, Deputy Attorney General, California Office of the Attorney General
455 Golden Gate Avenue, Suite 11000
San Francisco, CA 94102-7004

We will make sure all objections are forwarded to the District Court.

For More Information: call 1-415-703-5000 (ask for Deputy Attorney General Emilio Varanini) or visit www.DRAMclaims.com