

## Memorandum of Understanding

This Memorandum of Understanding is entered into by Co-Lead Counsel for the Indirect Purchaser Plaintiffs ("IPPs") and Co-Lead Counsel for the state Attorneys General ("AGs") in *In re DYNAMIC RANDOM ACCESS MEMORY (DRAM) ANTITRUST LITIGATION*, MDL No. 1486, Master File No. M-02-1486-PJH. This Memorandum of Understanding is the result of our meetings with the Special Master and his direction that we discuss issues involving fees and costs.

1. The IPPs and AGs will jointly submit to the Special Master and the District Court a petition for an award of attorneys' fees in the amount of 25% of the total of all funds received from all defendants in settlement, grounded in Ninth Circuit authority adopting the percentage of the fund with lodestar cross check approach to attorneys' fee awards in common fund cases. Subject to the input of the Special Master, resellers' Allocation Counsel and counsel for Celestica shall submit their own fee petitions to the Special Master, and their request for fees shall be treated as costs.
2. Based upon representations made by both IPPs and AGs as to hours and efforts expended in the litigation, the awarded fees will be divided 80.8% to the IPPs and 19.2% to the AGs. These percentages shall apply to any amount awarded, even if the award of attorneys' fees in this matter is less than 25% of the total of all funds received from the defendants in settlement.
3. The IPPs and AGs will request the Special Master and District Court to treat all other awards or payments from the funds received from the defendants (such as the reimbursement of IPPs' and AGs' out-of-pocket litigation expenses, the reimbursement of California's expenses for certain contract work, any incentive awards to private class representatives, the cost of the settlement administrator for notice and claims processing, and any attorneys' fees awarded to resellers' allocation counsel and counsel for Celestica) as litigation expenses separate from the requested fee award of 25% of the fund to the IPPs and AGs.
4. The IPPs and AGs will each separately petition for reimbursement of their respective out-of-pocket litigation expenses and the IPPs will separately request that the private class representatives be given incentive awards. The IPPs and AGs shall accept as full reimbursement of their respective out-of-pocket litigation expenses such amounts as are separately awarded by the Court to each group. However, based upon representations that all such expenses were reasonable and expended for the benefit of the members of the various settlement classes, the IPPs and AGs agree not to object to the requests.
5. The IPPs and AGs will coordinate with each other in the tabulation and presentation of their petitions for reimbursement of out-of-pocket litigation expenses and will ensure that the total of the reimbursable out-

of-pocket litigation expenses (including contract work performed for California on behalf of the AGs) that are claimed by both groups will not exceed 5% of the total of all funds received from all defendants in settlement. For the avoidance of doubt, it is understood that the costs of the settlement administrator for notice and claims processing and any other costs paid directly from the settlement fund are not included in this 5% calculation.

- 6. The IPPs will be responsible for submitting to the Special Master and/or District Court requests for payments to the settlement administrator.

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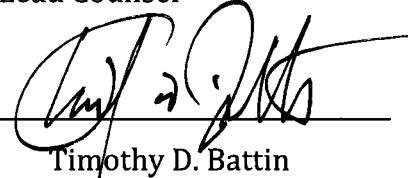
Josef D. Cooper  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

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

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Daniel E. Gustafson  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

Dated: 2/22/13



Timothy D. Battin  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

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Daniel J. Mogin  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

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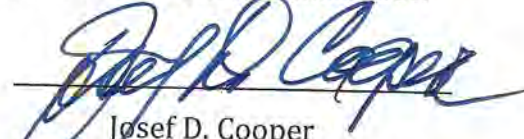
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Kathleen Foote  
Co-Lead Counsel for the Attorneys  
General

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Dated: 3/5/13

  
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Josef D. Cooper  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

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

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Daniel E. Gustafson  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

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Timothy D. Battin  
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Co-Lead Counsel

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Daniel J. Mogin  
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Josef D. Cooper  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

Dated: 10/30/13

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Daniel E. Gustafson  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

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Timothy D. Battin  
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Co-Lead Counsel

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Daniel J. Mogin  
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Kathleen Foote  
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Co-Lead Counsel

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Daniel E. Gustafson  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

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Timothy D. Battin  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

Dated: 10/31/13

Daniel J. Mogin  
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Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

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

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Kathleen Foote  
Co-Lead Counsel for the Attorneys  
General

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Josef D. Cooper  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

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Daniel E. Gustafson  
Indirect Purchaser Plaintiffs'  
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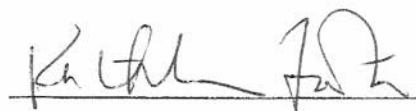
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Timothy D. Battin  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

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Daniel J. Mogin  
Indirect Purchaser Plaintiffs'  
Co-Lead Counsel

Dated: 3/5/13

  
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Kathleen Foote  
Co-Lead Counsel for the Attorneys  
General

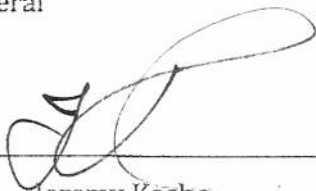
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Blake L. Harrop  
Co-Lead Counsel for the Attorneys  
General

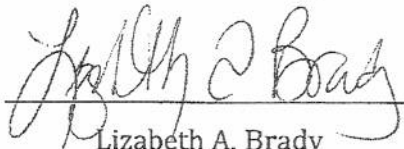
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Tim Nord  
Co-Lead Counsel for the Attorneys  
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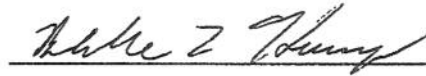
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Jeremy Kasha  
Co-Lead Counsel for the Attorneys  
General

Dated: 2/13/13

  
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Lizabeth A. Brady  
Co-Lead Counsel for the Attorneys  
General

Dated: 2/13/2013



Blake L. Harrop  
Co-Lead Counsel for the Attorneys  
General

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Tim Nord  
Co-Lead Counsel for the Attorneys  
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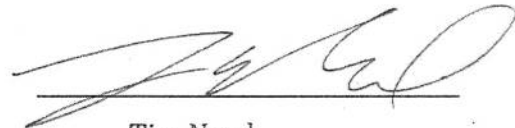
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Jeremy Kasha  
Co-Lead Counsel for the Attorneys  
General



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Blake L. Harrop  
Co-Lead Counsel for the Attorneys  
General

Dated: 2/11/13

  
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Tim Nord  
Co-Lead Counsel for the Attorneys  
General

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Co-Lead Counsel for the Attorneys  
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