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7	AU Optronics Corporation and		
8	AU Optronics Corporation America		
9	UNITED STATES DISTRICT COURT		
10	NORTHERN DISTRICT OF CALIFORNIA - SAN FRANCISCO DIVISION		
11	IN RE: TFT-LCD (FLAT PANEL) ANTITRUST LITIGATION	CASE NO. 3:07-md-1827 SI MDL No. 1827	
12			
13	THIS DOCUMENT RELATES TO:	STIPULATION AND ORDER TO MODIFY NOVEMBER 13, 2009 ORDER	
14	AT&T Mobility LLC et al v. AU Optronics Corporation, et al., Case No. 09-cv-4997	RE DEPONENTS ASSERTING THE FIFTH AMENDMENT PRIVILEGE	
15 16	<i>Best Buy Co., Inc., et al. v. AU Optronics</i> <i>Corporation, et al.,</i> Case No. 10-cv-4572	AGAINST SELF-INCRIMINATION	
17 18	Costco Wholesale Corporation v. AU Optronics Corporation, et al., Case No. 11-cv-0058		
19	<i>Dell Inc. et al. v. Sharp Corporation, et al.,</i> Case No. 10-cv-1064		
20	Eastman Kodak Company v. Epson Imaging		
21	Devices Corporation, et al., Case No. 10-cv-5452		
22	Electrograph Systems, Inc., et al. v. Epson Imaging		
23	Devices Corp., et al., Case No. 10-cv-0117		
24	<i>Motorola, Inc. v. AU Optronics Corporation, et al.,</i> Case No. 09-cv-5840		
25	Target Corp. et al. v. AU Optronics Corporation,		
26	et al., Case No. 10-cv-4945		
27	<i>TracFone Wireless, Inc. v. AU Optronics</i> <i>Corporation, et al.</i> , Case No. 10-cv-3205		
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	STIPULATION AND ORDER TO MODIFY NOVEMB	ER 13, 2009 ORDER RE DEPONENTS ASSERTING	
	THE FIFTH AMENDMENT PRIVILEGE	2 AGAINST SELF-INCRIMINATION	

WHEREAS the Court previously entered its November 13, 2009 Order re Deponents Asserting the Fifth Amendment Privilege Against Self-Incrimination as Docket No. 1381 (hereafter "November 13, 2009 Order");

WHEREAS plaintiffs have taken civil depositions of six present and former employees and officers of AUO or AUOA in which each of those individuals asserted his or her right not to testify under the Fifth Amendment of the United States Constitution;

WHEREAS a superseding indictment was returned on June 10, 2010 against AU Optronics Corporation ("AUO") and AU Optronics Corporation America ("AUOA"), among others, in Case No. CR-09-0110-SI ("the Criminal Case");

WHEREAS the Court has scheduled a trial date of January 9, 2012 in the Criminal Case and has scheduled a trial date of November 5, 2012 for certain Direct Action and Attorney General cases in the above-captioned MDL proceeding and has scheduled other pretrial deadlines in those proceedings;

WHEREAS, upon stipulation of the class plaintiffs and the AUO defendants, the Court on December 8, 2010 entered an Order to Modify November 13, 2009 Order re Deponents Asserting the Fifth Amendment Privilege Against Self-Incrimination which was docketed as Docket No. 2192;

WHEREAS, the Direct Action Plaintiffs and defendants AUO and AUOA seek to provide for the orderly completion of deposition discovery in the above-captioned proceedings and also to coordinate between the parallel civil and criminal proceedings;

IT IS HEREBY STIPULATED AND AGREED by the Direct Action Plaintiffs and defendants AUO and AUOA, by and through their undersigned liaison counsel and counsel and subject to the concurrence of the Court, that the November 13, 2009 Order is hereby modified as follows:

1. Any present officer or employee of AUO or AUOA, or any former officer or employee of AUO or AUOA who remains represented by the below-signed counsel for AUO and AUOA, who at deposition asserts or has asserted his or her right under the Fifth Amendment of the United States Constitution not to testify will be bound by that assertion of the privilege in the trial of the above-captioned cases and shall not be permitted to testify at trial unless, not later than December 9, 2011 (or in the event that the trial date in the Criminal Case is continued and provided that the Criminal Case is still to be tried before the above-captioned cases, 30 days before such continued trial date), notice is

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provided in writing that the below-signed counsel for AUO and AUOA have a good faith belief that 1 2 such witness intends to waive his or her Fifth Amendment right. Upon giving such notice, any revoking 3 deponent shall make himself or herself available for deposition in the above-captioned proceedings at 4 his or her expense in San Francisco, California, such deposition to be scheduled for a mutually agreeable 5 date and not later than 90 days after entry of judgment in the Criminal Case. These depositions shall be permitted to occur on this schedule notwithstanding the fact discovery cut-off in the above-captioned 6 7 cases. If notice is given and the witness does not waive his or her Fifth Amendment right or fails to 8 appear for deposition, the witness will be bound by the assertion of the Fifth Amendment right in the 9 above-captioned cases. A revocation within the terms of this order does not guarantee the witness's 10 right to submit an affidavit or to testify at trial, if plaintiffs make a sufficient showing of prejudice or if 11 the initial invocation represented an attempt to abuse, manipulate, or gain an unfair advantage in the 12 civil proceeding.

2. Nothing in this order in any way impairs or forecloses any party's right to seek relief otherwise permitted by law, including but not limited to further modification of this order from the Court or plaintiffs' request for an adverse inference instruction based on a deponent's assertion of his or her Fifth Amendment right against self-incrimination.

3. This Stipulation and Order shall not modify the November 13, 2009 order with respect to any deponents who are not either (i) present employees of AUO or AUOA or (ii) former employees who have continued to be represented in this action by the below-signed counsel for AUO and AUOA.

20 DATED: November 16, 2011

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NOSSAMAN LLP

	By: /s/ Carl L. Blumenster		
	Carl L. Blumenstein	l	
	Attorneys for Defendants		
	AU Optronics Corporation and		
	AU Optronics Corporation America		
	CROWELL & MORING LLP		
	By:/s/ Jerome Murphy		
	Jerome Murphy		
	Liaison Counsel for Direct Action Pla	intiffs	
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	FY NOVEMBER 13, 2009 ORDER RE DEPO		
THE FIFTH AMENDMENT PRIVILEGE AGAINST SELF-INCRIMINATION			

1 2	Attestation: Pursuant to General	l Order 45, Part X-B, the filer attests that concurrence in the	
2 3	filing of this document has been obtained from each of the signatories.		
4			
5	IT IS SO ORDERED.		
6	Dated:11/17/11	Suran Ellaton	
7	Dated	The Honorable Susan Illston	
8		United States District Judge	
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