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12 Attorneys for Defendants
 13 LG Display Co., Ltd. and LG Display America, Inc.

14 UNITED STATES DISTRICT COURT
 15 NORTHERN DISTRICT OF CALIFORNIA
 16 SAN FRANCISCO DIVISION

17 IN RE: TFT-LCD (FLAT PANEL)
 18 ANTITRUST LITIGATION

CASE NO. 3:11-cv-02591 SI

Case No. M 07-md-01827 SI

MDL No. 1827

19 This Document Relates to Individual Case
 20 No. 3:11-cv-02591 SI:

21 T-MOBILE U.S.A., INC.,

22 Plaintiff,

23 v.

24 AU OPTRONICS CORPORATION, et al.,

25 Defendants.

**DEFENDANT LG DISPLAY AMERICA,
 INC.'S AMENDED ANSWER TO
 PLAINTIFF'S AMENDED COMPLAINT
 AND COUNTERCLAIM FOR
 DECLARATIVE RELIEF**

Judge: Honorable Susan Y. Illston

1 Defendant LG Display America, Inc. (“LG Display America”) hereby answers and
2 responds to the allegations contained in T-Mobile U.S.A., Inc.’s (“Plaintiff’s”) First Amended
3 Complaint (“FAC”). LG Display America is responding to those allegations in the FAC that are
4 directed toward LG Display America. Except as otherwise stated below, LG Display America is
5 without sufficient knowledge or information to form a belief concerning the truth of the
6 allegations in the FAC that are directed toward other defendants. LG Display America denies all
7 allegations contained in the FAC (including headings and captions) not specifically admitted in
8 this Answer to the FAC (hereinafter, “Answer”).

9 1. LG Display America lacks knowledge or information sufficient to form a belief as
10 to the truth of the allegations in Paragraph 1 and on this basis denies those allegations.

11 2. The allegations contained in Paragraph 2 consist of the Plaintiff’s conclusions of
12 law, to which no response is required. To the extent that the allegations contained in Paragraph 2
13 are directed to other defendants, LG Display America lacks knowledge or information sufficient
14 to form a belief as to the truth of these allegations and on this basis denies those allegations. To
15 the extent that the allegations in Paragraph 2 are directed to LG Display America and are deemed
16 to require a response, they are denied.

17 3. The first sentence of Paragraph 3 contains Plaintiff’s characterization of its
18 terminology, to which no response is required. The second and third sentences of Paragraph 3
19 consist of the Plaintiff’s conclusions of law, to which no response is required. To the extent that
20 the allegations contained in Paragraph 3 are directed to other defendants, LG Display America
21 lacks knowledge or information sufficient to form a belief as to the truth of these allegations and
22 on this basis denies those allegations. To the extent that the allegations in Paragraph 3 are
23 directed to LG Display America and are deemed to require a response, they are denied.

24 4. LG Display America lacks knowledge or information sufficient to form a belief as
25 to the truth of the allegations in the first and second sentences of Paragraph 4 and on this basis
26 denies those allegations. The third and fourth sentences of Paragraph 4 consist of the Plaintiff’s
27 conclusions of law, to which no response is required. To the extent that the allegations contained
28 in Paragraph 4 are directed to other defendants, LG Display America lacks knowledge or

1 information sufficient to form a belief as to the truth of these allegations and on this basis denies
2 those allegations. To the extent that the allegations in Paragraph 4 are directed to LG Display
3 America and are deemed to require a response, they are denied.

4 5. To the extent that the allegations contained in Paragraph 5 are directed to other
5 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
6 the truth of the allegations contained in Paragraph 5 and on this basis denies those allegations.
7 LG Display America admits that it has entered into a plea agreement. To the extent that
8 allegations in Paragraph 5 are based on public statements or plea agreements, those statements
9 and agreements speak for themselves and no response is required.

10 6. To the extent that the allegations contained in Paragraph 6 are directed to other
11 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
12 the truth of the allegations contained in Paragraph 6 and on this basis denies those allegations. To
13 the extent that the allegations in Paragraph 6 are based on plea agreements, those agreements
14 speak for themselves and no response is required. LG Display America admits that it maintains
15 its principal place of business in San Jose, California. To the extent that the allegations in
16 Paragraph 6 are based on plea agreements, those agreements speak for themselves and no
17 response is required. To the extent that the remaining allegations in Paragraph 6 are deemed to
18 require a response and are directed to LG Display Co., Ltd. ("LG Display Co.") or LG Display
19 America, they are denied.

20 7. To the extent that the allegations contained in Paragraph 7 are directed to other
21 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
22 the truth of the allegations contained in Paragraph 7 and on this basis denies those allegations. To
23 the extent that the allegations in Paragraph 7 are directed to LG Display America and are deemed
24 to require a response, they are denied.

25 8. The allegations contained in Paragraph 8 consist of Plaintiff's conclusions of law, to
26 which no response is required. To the extent that those allegations may be deemed to require a
27 response and are directed to other defendants, LG Display America lacks knowledge or
28 information sufficient to form a belief as to the truth of the allegations, and on this basis denies

1 those allegations. To the extent that the allegations contained in Paragraph 8 may be deemed to
2 require a response and are directed to LG Display America, they are denied.

3 9. Paragraph 9 consists of Plaintiff's characterization of its claims, to which no
4 response is required.

5 10. Paragraph 10 consists of Plaintiff's characterization of its claims, to which no
6 response is required.

7 11. Paragraph 11 consists of Plaintiff's characterization of its claims, to which no
8 response is required.

9 12. Paragraph 12 consists of Plaintiff's characterization of its claims and Plaintiff's
10 conclusions of law, to which no response is required.

11 13. The allegations contained in Paragraph 13 consist of the Plaintiff's conclusions of
12 law, to which no response is required. To the extent that the allegations contained in Paragraph
13 13 are directed to other defendants, LG Display America lacks knowledge or information
14 sufficient to form a belief as to the truth of these allegations and on this basis denies those
15 allegations. To the extent that the allegations in Paragraph 13 are directed to LG Display
16 America and are deemed to require a response, they are denied.

17 14. Paragraph 14 consists of Plaintiff's conclusions of law, to which no response is
18 required.

19 15. Paragraph 15 consists of Plaintiff's conclusions of law, to which no response is
20 required.

21 16. Paragraph 16 consists of Plaintiff's conclusions of law, to which no response is
22 required.

23 17. LG Display America admits the allegations contained in the first, second, and third
24 sentences of Paragraph 17. The fourth sentence of Paragraph 17 is Plaintiff's characterization of
25 its terminology, to which no response is required.

26 18. The first sentence of Paragraph 18 consists of Plaintiff's characterization of its
27 terminology, to which no response is required. The second sentence of Paragraph 18 contains
28 Plaintiff's conclusions of law, to which no response is required.

1 19. Paragraph 19 consists of Plaintiff's characterization of its terminology, to which no
2 response is required.

3 20. Paragraph 20 consists of Plaintiff's characterization of its terminology, to which no
4 response is required.

5 21. Paragraph 21 consists of Plaintiff's characterization of its terminology, to which no
6 response is required.

7 22. LG Display America lacks knowledge or information sufficient to form a belief as
8 to the truth of the allegations in the first, second, and third sentences of Paragraph 22 and on this
9 basis denies those allegations. The fourth sentence of Paragraph 22 consists of Plaintiff's
10 conclusions of law, to which no response is required.

11 23. LG Display America lacks knowledge or information sufficient to form a belief as
12 to the truth of the allegations in the first sentence of Paragraph 23 and on this basis denies those
13 allegations. The second and third sentences of Paragraph 23 consist of Plaintiff's conclusions of
14 law, to which no response is required. The fourth sentence of Paragraph 23 consists of Plaintiff's
15 characterization of its terminology, to which no response is required.

16 24. LG Display America lacks knowledge or information sufficient to form a belief as
17 to the truth of the allegations in the first sentence of Paragraph 24 and on this basis denies those
18 allegations. The allegations in the second sentence of Paragraph 24 consist of Plaintiff's
19 conclusions of law, to which no response is required.

20 25. LG Display America lacks knowledge or information sufficient to form a belief as
21 to the truth of the allegations in Paragraph 25 and on this basis denies those allegations.

22 26. LG Display America lacks knowledge or information sufficient to form a belief as
23 to the truth of the allegations in Paragraph 26 and on this basis denies those allegations.

24 27. LG Display America lacks knowledge or information sufficient to form a belief as
25 to the truth of the allegations in Paragraph 27 and on this basis denies those allegations. To the
26 extent that the allegations contained in Paragraph 27 are directed to other defendants, LG Display
27 America lacks knowledge or information sufficient to form a belief as to the truth of these
28 allegations and on this basis denies those allegations. To the extent that the allegations in

1 Paragraph 27 are directed to LG Display America and are deemed to require a response, they are
2 denied.

3 28. LG Display America lacks knowledge or information sufficient to form a belief as
4 to the truth of the allegations in Paragraph 28 and on this basis denies those allegations.

5 29. Paragraph 29 is directed to another defendant. Accordingly, LG Display America
6 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
7 contained in Paragraph 29 and on this basis denies those allegations.

8 30. Paragraph 30 is directed to another defendant. Accordingly, LG Display America
9 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
10 contained in Paragraph 30 and on this basis denies those allegations.

11 31. Paragraph 31 is directed to another defendant. Accordingly, LG Display America
12 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
13 contained in Paragraph 31 and on this basis denies those allegations.

14 32. Paragraph 32 is directed to another defendant. Accordingly, LG Display America
15 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
16 contained in Paragraph 32 and on this basis denies those allegations.

17 33. Paragraph 33 is directed to another defendant. Accordingly, LG Display America
18 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
19 contained in Paragraph 33 and on this basis denies those allegations.

20 34. Paragraph 34 is directed to another defendant. Accordingly, LG Display America
21 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
22 contained in Paragraph 34 and on this basis denies those allegations.

23 35. Paragraph 35 is directed to another defendant. Accordingly, LG Display America
24 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
25 contained in Paragraph 35 and on this basis denies those allegations.

26 36. Paragraph 36 is directed to another defendant. Accordingly, LG Display America
27 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
28 contained in Paragraph 36 and on this basis denies those allegations.

1 37. Paragraph 37 is directed to another defendant. Accordingly, LG Display America
2 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
3 contained in Paragraph 37 and on this basis denies those allegations.

4 38. Paragraph 38 is directed to other defendants. Accordingly, LG Display America
5 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
6 contained in Paragraph 38 and on this basis denies those allegations.

7 39. Paragraph 39 is directed to another defendant. Accordingly, LG Display America
8 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
9 contained in Paragraph 39 and on this basis denies those allegations.

10 40. Paragraph 40 is directed to another defendant. Accordingly, LG Display America
11 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
12 contained in Paragraph 40 and on this basis denies those allegations.

13 41. Paragraph 41 is directed to another defendant. Accordingly, LG Display America
14 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
15 contained in Paragraph 41 and on this basis denies those allegations.

16 42. Paragraph 42 is directed to another defendant. Accordingly, LG Display America
17 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
18 contained in Paragraph 42 and on this basis denies those allegations.

19 43. Paragraph 43 is directed to another defendant. Accordingly, LG Display America
20 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
21 contained in Paragraph 43 and on this basis denies those allegations.

22 44. Paragraph 44 is directed to another defendant. Accordingly, LG Display America
23 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
24 contained in Paragraph 44 and on this basis denies those allegations.

25 45. Paragraph 45 is directed to another defendant. Accordingly, LG Display America
26 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
27 contained in Paragraph 45 and on this basis denies those allegations.

28 46. Paragraph 46 is directed to another defendant. Accordingly, LG Display America

1 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
2 contained in Paragraph 46 and on this basis denies those allegations.

3 47. Paragraph 47 is directed to another defendant. Accordingly, LG Display America
4 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
5 contained in Paragraph 47 and on this basis denies those allegations.

6 48. Paragraph 48 is directed to another defendant. Accordingly, LG Display America
7 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
8 contained in Paragraph 48 and on this basis denies those allegations.

9 49. Paragraph 49 is directed to another defendant. Accordingly, LG Display America
10 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
11 contained in Paragraph 49 and on this basis denies those allegations.

12 50. Paragraph 50 is directed to another defendant. Accordingly, LG Display America
13 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
14 contained in Paragraph 50 and on this basis denies those allegations.

15 51. Paragraph 51 is directed to another defendant. Accordingly, LG Display America
16 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
17 contained in Paragraph 51 and on this basis denies those allegations.

18 52. Paragraph 52 is directed to another defendant. Accordingly, LG Display America
19 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
20 contained in Paragraph 52 and on this basis denies those allegations.

21 53. LG Display America admits that LG Display Co. was formerly known as
22 LG.Philips LCD Co., Ltd. LG Display America objects to the first sentence of Paragraph 53 to
23 the extent that the term “joint venture” is used as a legal term of art, and on that basis denies the
24 allegations contained in the first sentence of Paragraph 53. LG Display America denies the
25 allegations in the second sentence of Paragraph 53 regarding the location of LG Display Co.’s
26 principal place of business. LG Display America admits that LG Display Co. sold TFT-LCD
27 panels, but denies any allegation as to LCD Products, as LG Display Co. has never manufactured,
28 sold or distributed LCD Products. The remaining allegations contained in Paragraph 53 are

1 directed at other corporate entities, and accordingly, LG Display America lacks knowledge or
2 information sufficient to form a belief as to the truth of such allegations and on this basis denies
3 them.

4 54. LG Display America admits that LG Display Co. was formerly known as
5 LG.Philips LCD Co., Ltd. LG Display America denies the allegations in the first sentence of
6 Paragraph 54 regarding the location of its principal place of business. LG Display America
7 admits that it sold TFT-LCD panels, but denies any allegation as to LCD Products, as LG Display
8 America has never sold or distributed LCD Products. To the extent that the remaining allegations
9 in Paragraph 54 may be deemed to require a response, they are denied.

10 55. The first sentence of Paragraph 55 consists of Plaintiff's characterization of its
11 terminology, to which no response is required. The remainder of Paragraph 55 contains
12 Plaintiffs' conclusions of law, to which no response is required.

13 56. Paragraph 56 is directed to another defendant. Accordingly, LG Display America
14 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
15 contained in Paragraph 56 and on this basis denies those allegations.

16 57. LG Display America admits that LG Display Co. was formerly known as
17 LG.Philips LCD Co., Ltd. LG Display America objects to Paragraph 57 to the extent that the
18 term "joint venture" is used as a legal term of art, and on that basis denies the allegations
19 contained in Paragraph 57. To the extent the allegations in Paragraph 57 incorporate Plaintiff's
20 term "LCDs," LG Display America denies the allegations on the basis that they are vague. LG
21 Display America further denies the allegations in Paragraph 57 on the basis that they are
22 argumentative. Further, to the extent that the allegations contained in Paragraph 57 are directed
23 to other defendants, LG Display America lacks knowledge or information sufficient to form a
24 belief as to the truth of these allegations and on this basis denies those allegations. To the extent
25 that the allegations in the sixth sentence of Paragraph 57 are based on plea agreements, those
26 agreements speak for themselves and no response is required. The allegations contained in the
27 seventh sentence of Paragraph 57 consist of Plaintiff's conclusions of law, to which no response
28 is required. To the extent that the allegations in Paragraph 57 are directed to LG Display America

1 and are deemed to require a response, they are denied.

2 58. Paragraph 58 is directed to another defendant. Accordingly, LG Display America
3 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
4 contained in Paragraph 58 and on this basis denies those allegations.

5 59. Paragraph 59 is directed to another defendant. Accordingly, LG Display America
6 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
7 contained in Paragraph 59 and on this basis denies those allegations.

8 60. Paragraph 60 is directed to another defendant. Accordingly, LG Display America
9 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
10 contained in Paragraph 60 and on this basis denies those allegations.

11 61. Paragraph 61 is directed to another defendant. Accordingly, LG Display America
12 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
13 contained in Paragraph 61 and on this basis denies those allegations.

14 62. Paragraph 62 is directed to another defendant. Accordingly, LG Display America
15 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
16 contained in Paragraph 62 and on this basis denies those allegations.

17 63. Paragraph 63 is directed to another defendant. Accordingly, LG Display America
18 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
19 contained in Paragraph 63 and on this basis denies those allegations.

20 64. Paragraph 64 is directed to another defendant. Accordingly, LG Display America
21 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
22 contained in Paragraph 64 and on this basis denies those allegations.

23 65. Paragraph 65 is directed to another defendant. Accordingly, LG Display America
24 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
25 contained in Paragraph 65 and on this basis denies those allegations.

26 66. Paragraph 66 is directed to another defendant. Accordingly, LG Display America
27 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
28 contained in Paragraph 66 and on this basis denies those allegations.

1 67. Paragraph 67 is directed to another defendant. Accordingly, LG Display America
2 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
3 contained in Paragraph 67 and on this basis denies those allegations.

4 68. Paragraph 68 is directed to another defendant. Accordingly, LG Display America
5 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
6 contained in Paragraph 68 and on this basis denies those allegations.

7 69. Paragraph 69 is directed to another defendant. Accordingly, LG Display America
8 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
9 contained in Paragraph 69 and on this basis denies those allegations.

10 70. Paragraph 70 is directed to another defendant. Accordingly, LG Display America
11 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
12 contained in Paragraph 70 and on this basis denies those allegations.

13 71. Paragraph 71 is directed to another defendant. Accordingly, LG Display America
14 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
15 contained in Paragraph 71 and on this basis denies those allegations.

16 72. Paragraph 72 is directed to another defendant. Accordingly, LG Display America
17 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
18 contained in Paragraph 72 and on this basis denies those allegations.

19 73. Paragraph 73 is directed to another defendant. Accordingly, LG Display America
20 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
21 contained in Paragraph 73 and on this basis denies those allegations.

22 74. Paragraph 74 is directed to another defendant. Accordingly, LG Display America
23 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
24 contained in Paragraph 74 and on this basis denies those allegations.

25 75. Paragraph 75 is directed to another defendant. Accordingly, LG Display America
26 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
27 contained in Paragraph 75 and on this basis denies those allegations.

28 76. Paragraph 76 is directed to another defendant. Accordingly, LG Display America

1 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
2 contained in Paragraph 76 and on this basis denies those allegations.

3 77. Paragraph 77 is directed to another defendant. Accordingly, LG Display America
4 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
5 contained in Paragraph 77 and on this basis denies those allegations.

6 78. Paragraph 78 is directed to another defendant. Accordingly, LG Display America
7 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
8 contained in Paragraph 78 and on this basis denies those allegations.

9 79. Paragraph 79 is directed to another defendant. Accordingly, LG Display America
10 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
11 contained in Paragraph 79 and on this basis denies those allegations.

12 80. Paragraph 80 consists of Plaintiff's conclusions of law, to which no response is
13 required.

14 81. Paragraph 81 consists of Plaintiff's conclusions of law, to which no response is
15 required.

16 82. Paragraph 82 contains Plaintiff's conclusions of law, to which no response is
17 required. To the extent that Paragraph 82 is directed to other corporate entities, LG Display
18 America lacks knowledge or information sufficient to form a belief as to the truth of the
19 allegations contained in Paragraph 82 and on this basis denies those allegations.

20 83. Paragraph 83 consists of Plaintiff's conclusions of law, to which no response is
21 required.

22 84. Paragraph 84 consists of Plaintiff's conclusions of law, to which no response is
23 required.

24 85. LG Display America admits the first sentence of Paragraph 85. The remaining
25 allegations contained in Paragraph 85 are denied on the basis that they are vague.

26 86. The allegations contained in Paragraph 86 consist of the Plaintiff's conclusions of
27 law, to which no response is required. To the extent that the allegations in Paragraph 86 are
28 deemed to require a response, they are denied.

1 87. LG Display America lacks knowledge or information sufficient to form a belief as
2 to the truth of the allegations in Paragraph 87 and on this basis denies those allegations. To the
3 extent that the allegations in Paragraph 87 are deemed to require a response, they are denied on
4 the basis that they are vague.

5 88. Paragraph 88 contains Plaintiff's characterizations, to which no response is
6 required.

7 89. To the extent that the allegations contained in Paragraph 89 are directed to other
8 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
9 the truth of these allegations and on this basis denies those allegations. To the extent that the
10 allegations in Paragraph 89 are directed to LG Display America and are deemed to require a
11 response, they are denied on the basis that they are vague.

12 90. The allegations contained in the first, fourth, and fifth sentences of Paragraph 90
13 consist of Plaintiff's conclusions of law, to which no response is required. LG Display America
14 denies the allegations contained in the second and third sentences of Paragraph 90 on the basis
15 that they are vague.

16 91. LG Display America denies the allegations contained in Paragraph 91.

17 92. LG Display America denies the first sentence of Paragraph 92. The second
18 sentence of Paragraph 92 contains Plaintiff's conclusions of law, to which no response is
19 required.

20 93. LG Display America denies the allegations contained in Paragraph 93.

21 94. LG Display America denies the allegations contained in the first sentence of
22 Paragraph 94 on the basis that they are vague. Further, Paragraph 94 contains Plaintiff's
23 characterizations and is argumentative, to which no response is required. To the extent that the
24 allegations in Paragraph 94 are directed to LG Display America and are deemed to require a
25 response, they are denied.

26 95. LG Display America lacks knowledge or information sufficient to form a belief as
27 to the truth of the allegations contained in Paragraph 95 and on this basis denies them.

28 96. LG Display America denies the allegations contained in Paragraph 96.

1 97. LG Display America admits that several trade organizations put on industry-wide
2 meetings. To the extent that the remaining allegations contained in Paragraph 97 are directed to
3 other defendants, LG Display America lacks knowledge or information sufficient to form a belief
4 as to the truth of the allegations contained in Paragraph 97 and on this basis denies those
5 allegations. The last sentence of Paragraph 97 contains Plaintiff's conclusions of law, to which
6 no response is required. To the extent that the remaining allegations in Paragraph 97 are directed
7 to LG Display America, they are denied.

8 98. LG Display America lacks knowledge or information sufficient to form a belief as
9 to the truth of the allegations contained in the first sentence of Paragraph 98 and on this basis
10 denies them. The second and third sentences of Paragraph 98 contain Plaintiff's conclusions of
11 law, to which no response is required. To the extent the remainder of Paragraph 98 is directed to
12 other defendants, LG Display America lacks knowledge or information sufficient to form a belief
13 as to the truth of the allegations contained in Paragraph 98 and on this basis denies those
14 allegations. To the extent that the remaining allegations in Paragraph 98 are directed to LG
15 Display America and are deemed to require a response, they are denied.

16 99. The second and third sentences of Paragraph 99 are directed to other defendants.
17 Accordingly, LG Display America lacks knowledge or information sufficient to form a belief as
18 to the truth of the allegations contained in Paragraph 99 and on this basis denies those allegations.
19 To the extent that the remaining allegations in Paragraph 99 are directed to LG Display America
20 and are deemed to require a response, they are denied.

21 100. Paragraph 100 contains Plaintiff's conclusions of law and is argumentative, to
22 which no response is required. To the extent the remainder of Paragraph 100 is directed to other
23 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
24 the truth of the allegations contained in Paragraph 100 and on this basis denies those allegations.
25 To the extent that the remaining allegations in Paragraph 100 are directed to LG Display America
26 and are deemed to require a response, they are denied.

27 101. Paragraph 101 is directed to other defendants. Accordingly, LG Display America
28 lacks knowledge or information sufficient to form a belief as to the truth of the allegations

1 contained in Paragraph 101 and on this basis denies those allegations.

2 102. Paragraph 102 is directed to other defendants. Accordingly, LG Display America
3 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
4 contained in Paragraph 102 and on this basis denies those allegations.

5 103. Paragraph 103 is directed to other defendants. Accordingly, LG Display America
6 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
7 contained in Paragraph 103 and on this basis denies those allegations. To the extent the
8 allegations in Paragraph 103 incorporate Plaintiff's term "LG," LG Display America denies the
9 allegations on the basis that they are vague.

10 104. Paragraph 104 is directed to other defendants. Accordingly, LG Display America
11 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
12 contained in Paragraph 104 and on this basis denies those allegations. To the extent the
13 allegations in Paragraph 104 incorporate Plaintiff's term "LG," LG Display America denies the
14 allegations on the basis that they are vague. To the extent that the remaining allegations in
15 Paragraph 104 are directed to LG Display America and are deemed to require a response, they are
16 denied.

17 105. Paragraph 105 is directed to other defendants. Accordingly, LG Display America
18 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
19 contained in Paragraph 105 and on this basis denies those allegations.

20 106. To the extent that Paragraph 106 is directed to another defendant, LG Display
21 America lacks knowledge or information sufficient to form a belief as to the truth of the
22 allegations contained in Paragraph 106 and on this basis denies those allegations. To the extent
23 the allegations in Paragraph 106 incorporate Plaintiff's term "LG," LG Display America denies
24 the allegations on the basis that they are vague.

25 107. Paragraph 107 is directed to other defendants. Accordingly, LG Display America
26 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
27 contained in Paragraph 107 and on this basis denies those allegations.

28 108. Paragraph 108 is directed to other defendants. Accordingly, LG Display America

1 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
2 contained in Paragraph 108 and on this basis denies those allegations.

3 109. Paragraph 109 is directed to other defendants. Accordingly, LG Display America
4 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
5 contained in Paragraph 109 and on this basis denies those allegations.

6 110. Paragraph 110 is directed to other defendants. Accordingly, LG Display America
7 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
8 contained in Paragraph 110 and on this basis denies those allegations.

9 111. Paragraph 111 is directed to other defendants. Accordingly, LG Display America
10 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
11 contained in Paragraph 111 and on this basis denies those allegations.

12 112. Paragraph 112 contains Plaintiff's conclusions of law, to which no response is
13 required. To the extent that Paragraph 112 is directed to other defendants, LG Display America
14 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
15 contained in Paragraph 112 and on this basis denies those allegations. To the extent that the
16 remaining allegations in Paragraph 112 are directed to LG Display America and are deemed to
17 require a response, they are denied.

18 113. LG Display America admits that certain employees of LG Display Co. participated
19 in meetings referred to as "crystal meetings." To the extent that the allegations contained in
20 Paragraph 113 are directed to other defendants, LG Display America lacks knowledge or
21 information sufficient to form a belief as to the truth of the allegations contained in Paragraph 113
22 and on this basis denies those allegations. To the extent that the remaining allegations in
23 Paragraph 113 are directed at LG Display America, and are deemed to require a response, they
24 are denied.

25 114. LG Display America admits that certain employees of LG Display Co. participated
26 in meetings referred to as "crystal meetings." LG Display America denies that LG Display
27 America's CEO or President attended any crystal meeting, including "CEO" or "top" meetings.
28 To the extent that the allegations contained in Paragraph 114 are directed to other defendants, LG

1 Display America lacks knowledge or information sufficient to form a belief as to the truth of the
2 allegations contained in Paragraph 114 and on this basis denies those allegations. To the extent
3 that the remaining allegations in Paragraph 114 are directed at LG Display America, and are
4 deemed to require a response, they are denied.

5 115. LG Display America denies the allegations contained in Paragraph 115.

6 116. LG Display America denies the allegations contained in Paragraph 116.

7 117. LG Display America denies the allegations contained in Paragraph 117.

8 118. LG Display America denies the allegations contained in Paragraph 118.

9 119. LG Display America denies the allegations contained in Paragraph 119.

10 120. LG Display America denies the allegations contained in Paragraph 120.

11 Specifically, to the extent the allegations in Paragraph 120 incorporate Plaintiff's term "LCD,"
12 LG Display America denies the allegations on the basis that they are vague.

13 121. LG Display America denies the allegations contained in Paragraph 121.

14 Specifically, to the extent the allegations in Paragraph 121 incorporate Plaintiff's term "LCDs,"
15 LG Display America denies the allegations on the basis that they are vague.

16 122. LG Display America denies the allegations contained in Paragraph 122.

17 123. LG Display America denies the allegations contained in Paragraph 123.

18 124. Paragraph 124 is directed to other defendants. Accordingly, LG Display America
19 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
20 contained in Paragraph 124 and on this basis denies those allegations.

21 125. Paragraph 125 is directed to other defendants. Accordingly, LG Display America
22 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
23 contained in Paragraph 125 and on this basis denies those allegations.

24 126. Paragraph 126 is directed to other defendants. Accordingly, LG Display America
25 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
26 contained in Paragraph 126 and on this basis denies those allegations.

27 127. To the extent that the allegations contained in Paragraph 127 are directed to other
28 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to

1 the truth of the allegations contained in Paragraph 127 and on this basis denies those allegations.

2 128. Paragraph 128 is directed to another defendant. Accordingly, LG Display America
3 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
4 contained in Paragraph 128 and on this basis denies those allegations.

5 129. To the extent that Paragraph 129 is directed to other defendants, LG Display
6 America lacks knowledge or information sufficient to form a belief as to the truth of the
7 allegations contained in Paragraph 129 and on this basis denies those allegations. Further, to the
8 extent the allegations in Paragraph 129 incorporate Plaintiff's term "LCDs" and are directed to
9 LG Display America, those allegations are denied on the basis that they are vague.

10 130. Paragraph 130 is directed to another defendant. Accordingly, LG Display America
11 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
12 contained in Paragraph 130 and on this basis denies those allegations.

13 131. Paragraph 131 is directed to another defendant. Accordingly, LG Display America
14 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
15 contained in Paragraph 131 and on this basis denies those allegations.

16 132. To the extent that Paragraph 132 is directed to other defendants, LG Display
17 America lacks knowledge or information sufficient to form a belief as to the truth of the
18 allegations contained in Paragraph 132 and on this basis denies those allegations. Further, to the
19 extent the allegations in Paragraph 132 incorporate Plaintiff's term "LCDs" and are directed to
20 LG Display, LG Display America denies the allegations on the basis that they are vague.

21 133. Paragraph 133 is directed to other defendants. Accordingly, LG Display America
22 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
23 contained in Paragraph 133 and on this basis denies those allegations.

24 134. Paragraph 134 is directed to other defendants. Accordingly, LG Display America
25 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
26 contained in Paragraph 134 and on this basis denies those allegations.

27 135. Paragraph 135 is directed to another defendant. Accordingly, LG Display America
28 lacks knowledge or information sufficient to form a belief as to the truth of the allegations

1 contained in Paragraph 135 and on this basis denies those allegations.

2 136. Paragraph 136 is directed to other defendants. Accordingly, LG Display America
3 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
4 contained in Paragraph 136 and on this basis denies those allegations.

5 137. To the extent that Paragraph 137 is directed to other defendants, LG Display
6 America lacks knowledge or information sufficient to form a belief as to the truth of the
7 allegations contained in Paragraph 137 and on this basis denies those allegations. Further, to the
8 extent the allegations in Paragraph 137 incorporate Plaintiff's term "LCD" and are directed to LG
9 Display, LG Display America denies the allegations on the basis that they are vague.

10 138. To the extent that Paragraph 138 is directed to other defendants, LG Display
11 America lacks knowledge or information sufficient to form a belief as to the truth of the
12 allegations contained in Paragraph 138 and on this basis denies those allegations. To the extent
13 that the remaining allegations in Paragraph 138 are directed to LG Display America and are
14 deemed to require a response, they are denied.

15 139. LG Display America denies the allegations contained in Paragraph 139.

16 140. Paragraph 140 is directed to another defendant. Accordingly, LG Display America
17 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
18 contained in Paragraph 140 and on this basis denies those allegations.

19 141. Paragraph 141 is directed to other defendants. Accordingly, LG Display America
20 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
21 contained in Paragraph 141 and on this basis denies those allegations.

22 142. LG Display America admits that LG Display Co. was formerly known as
23 LG.Philips LCD Co., Ltd. LG Display America objects to the first sentence of Paragraph 142 to
24 the extent that the term "joint venture" is used as a legal term of art, and on that basis denies the
25 allegations contained in the first sentence of Paragraph 142. LG Display America denies the
26 allegations contained in the third and fourth sentences of Paragraph 142. The remaining
27 allegations of Paragraph 142 contain Plaintiff's conclusions of law, to which no response is
28 required. To the extent the allegations contained in Paragraph 142 are directed at other corporate

1 entities, LG Display America lacks knowledge or information sufficient to form a belief as to the
2 truth of such allegations and on this basis denies them. To the extent that the remaining
3 allegations in Paragraph 142 are directed at LG Display America, and are deemed to require a
4 response, they are denied. LG Display America specifically denies allegations incorporating
5 Plaintiff's term "LCD" on the basis that they are vague.

6 143. Paragraph 143 is directed to other defendants. Accordingly, LG Display America
7 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
8 contained in Paragraph 143 and on this basis denies those allegations.

9 144. Paragraph 144 is directed to other defendants. Accordingly, LG Display America
10 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
11 contained in Paragraph 144 and on this basis denies those allegations.

12 145. Paragraph 145 is directed to another defendant. Accordingly, LG Display America
13 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
14 contained in Paragraph 145 and on this basis denies those allegations.

15 146. Paragraph 146 is directed to another defendant. Accordingly, LG Display America
16 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
17 contained in Paragraph 146 and on this basis denies those allegations. To the extent that the
18 remaining allegations in Paragraph 146 are directed to LG Display America and incorporate
19 Plaintiff's terms "TFT-LCDs" and "STN-LCDs," they are denied on the basis that they are vague.

20 147. Paragraph 147 is directed to another defendant. Accordingly, LG Display America
21 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
22 contained in Paragraph 147 and on this basis denies those allegations. To the extent that the
23 remaining allegations in Paragraph 147 are directed to LG Display America, and incorporate
24 Plaintiff's term "LCD," they are denied on the basis that they are vague.

25 148. Paragraph 148 is directed to other defendants. Accordingly, LG Display America
26 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
27 contained in Paragraph 148 and on this basis denies those allegations.

28 149. Paragraph 149 is directed to other defendants. Accordingly, LG Display America

1 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
2 contained in Paragraph 149 and on this basis denies those allegations.

3 150. Paragraph 150 is directed to another defendant. Accordingly, LG Display America
4 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
5 contained in Paragraph 150 and on this basis denies those allegations. To the extent that the
6 remaining allegations in Paragraph 150 are directed to LG Display America, and incorporate
7 Plaintiff's term "LCDs," they are denied on the basis that they are vague.

8 151. Paragraph 151 is directed to other corporate entities. Accordingly, LG Display
9 America lacks knowledge or information sufficient to form a belief as to the truth of the
10 allegations contained in Paragraph 151 and on this basis denies those allegations.

11 152. Paragraph 152 is directed to another corporate entity. Accordingly, LG Display
12 America lacks knowledge or information sufficient to form a belief as to the truth of the
13 allegations contained in Paragraph 152 and on this basis denies those allegations.

14 153. Paragraph 153 is directed to another corporate entity. Accordingly, LG Display
15 America lacks knowledge or information sufficient to form a belief as to the truth of the
16 allegations contained in Paragraph 153 and on this basis denies those allegations.

17 154. Paragraph 154 is directed to another defendant. Accordingly, LG Display America
18 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
19 contained in Paragraph 154 and on this basis denies those allegations. To the extent that the
20 remaining allegations in Paragraph 154 are directed to LG Display America and are deemed to
21 require a response, they are denied.

22 155. To the extent that the allegations contained in Paragraph 155 are directed to other
23 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
24 the truth of the allegations contained in Paragraph 155 and on this basis denies those allegations.
25 To the extent that the allegations in Paragraph 155 are directed to LG Display America, they are
26 denied.

27 156. To the extent that the allegations contained in Paragraph 156 are directed to other
28 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to

1 the truth of the allegations contained in Paragraph 156 and on this basis denies those allegations.
2 To the extent that the remaining allegations in Paragraph 156 are directed at LG Display America,
3 they are denied.

4 157. The first sentence of Paragraph 157 contains Plaintiff's characterizations and is
5 argumentative, to which no response is required. To the extent that the allegations contained in
6 Paragraph 157 are directed to other defendants, LG Display America lacks knowledge or
7 information sufficient to form a belief as to the truth of the allegations contained in Paragraph 157
8 and on this basis denies those allegations. To the extent that the remaining allegations in
9 Paragraph 157 are directed at LG Display America, they are denied.

10 158. To the extent that the allegations contained in Paragraph 158 are directed to other
11 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
12 the truth of the allegations contained in Paragraph 158 and on this basis denies those allegations.
13 To the extent that the remaining allegations in Paragraph 158 are directed to LG Display America
14 and are deemed to require a response, they are denied.

15 159. To the extent that the allegations contained in Paragraph 159 are directed to other
16 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
17 the truth of the allegations contained in Paragraph 159 and on this basis denies those allegations.
18 To the extent that the remaining allegations in Paragraph 159 are directed to LG Display America
19 and are deemed to require a response, they are denied.

20 160. To the extent that the allegations contained in Paragraph 160 are directed to other
21 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
22 the truth of the allegations contained in Paragraph 160 and on this basis denies those allegations.
23 To the extent that the remaining allegations in Paragraph 160 are directed to LG Display America
24 and are deemed to require a response, they are denied.

25 161. To the extent that the allegations contained in Paragraph 161 are directed to other
26 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
27 the truth of the allegations contained in Paragraph 161 and on this basis denies those allegations.
28 To the extent that the allegations in Paragraph 161 are directed to LG Display America, they are

1 denied.

2 162. To the extent that the allegations contained in Paragraph 162 are directed to other
3 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
4 the truth of the allegations contained in Paragraph 162 and on this basis denies those allegations.
5 To the extent that the allegations in Paragraph 162 are directed to LG Display America, they are
6 denied.

7 163. To the extent that the allegations contained in Paragraph 163 are directed to other
8 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
9 the truth of the allegations contained in Paragraph 163 and on this basis denies those allegations.
10 To the extent that the allegations in Paragraph 163 are based on plea agreements, those
11 agreements speak for themselves and no response is required. To the extent the allegations in
12 Paragraph 163 incorporate Plaintiff's term "LG," LG Display America denies the allegations on
13 the basis that they are vague. To the extent that the remaining allegations in Paragraph 163 are
14 directed to LG Display America and are deemed to require a response, they are denied.

15 164. The allegations contained in Paragraph 164 consist of the Plaintiff's conclusions of
16 law, to which no response is required. To the extent that the allegations contained in Paragraph
17 164 are directed to other defendants, LG Display America lacks knowledge or information
18 sufficient to form a belief as to the truth of these allegations and on this basis denies those
19 allegations. To the extent that the allegations in Paragraph 164 are directed to LG Display
20 America and are deemed to require a response, they are denied.

21 165. Paragraph 165 is directed to another defendant. Accordingly, LG Display America
22 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
23 contained in Paragraph 165 and on this basis denies those allegations.

24 166. Paragraph 166 is directed to another defendant. Accordingly, LG Display America
25 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
26 contained in Paragraph 166 and on this basis denies those allegations.

27 167. Paragraph 167 is directed to another defendant. Accordingly, LG Display America
28 lacks knowledge or information sufficient to form a belief as to the truth of the allegations

1 contained in Paragraph 167 and on this basis denies those allegations.

2 168. Paragraph 168 is directed to another defendant. Accordingly, LG Display America
3 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
4 contained in Paragraph 168 and on this basis denies those allegations.

5 169. Paragraph 169 is directed to other defendants. Accordingly, LG Display America
6 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
7 contained in Paragraph 169 and on this basis denies those allegations.

8 170. LG Display America admits that it maintains its principal place of business in San
9 Jose, California. To the extent that the allegations in Paragraph 170 are based on plea
10 agreements, those agreements speak for themselves and no response is required. To the extent
11 that the allegations contained in Paragraph 170 are directed to other defendants, LG Display
12 America lacks knowledge or information sufficient to form a belief as to the truth of these
13 allegations and on this basis denies those allegations. To the extent that the remaining allegations
14 in Paragraph 170 are deemed to require a response and are directed to LG Display America or LG
15 Display America, Inc., they are denied.

16 171. Paragraph 171 is directed to another defendant. Accordingly, LG Display America
17 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
18 contained in Paragraph 171 and on this basis denies those allegations.

19 172. Paragraph 172 is directed to another defendant. Accordingly, LG Display America
20 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
21 contained in Paragraph 172 and on this basis denies those allegations.

22 173. Paragraph 173 is directed to another defendant. Accordingly, LG Display America
23 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
24 contained in Paragraph 173 and on this basis denies those allegations.

25 174. LG Display America admits the first sentence of Paragraph 174. The second
26 sentence of Paragraph 174 is based on public statements or records, and those statements and
27 records speak for themselves and no response is required.

28 175. Paragraph 175 is based on public statements or records, and those statements and

1 records speak for themselves and no response is required.

2 176. To the extent that the allegations contained in Paragraph 176 are directed to other
3 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
4 the truth of the allegations contained in Paragraph 176 and on this basis denies those allegations.
5 To the extent that allegations in Paragraph 176 are based on public statements or plea agreements,
6 those statements and agreements speak for themselves and no response is required.

7 177. Paragraph 177 is directed to another defendant. Accordingly, LG Display America
8 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
9 contained in Paragraph 177 and on this basis denies those allegations.

10 178. LG Display America admits that it has entered into a plea agreement. To the extent
11 that allegations in Paragraph 178 are based on public statements or plea agreements, those
12 statements and agreements speak for themselves and no response is required.

13 179. To the extent that allegations in Paragraph 179 are based on public statements or
14 plea agreements, those statements and agreements speak for themselves and no response is
15 required. LG Display America admits that Chung Suk “C.S.” Chung, a former executive from
16 LG Display Co., has pleaded guilty. To the extent that the remaining allegations in Paragraph
17 179 are directed to LG Display America and deemed to require a response, they are denied.

18 180. To the extent that allegations in Paragraph 180 are based on public statements or
19 plea agreements, those statements and agreements speak for themselves and no response is
20 required. LG Display America admits that Bock Kwon, an executive from LG Display Co., has
21 pleaded guilty. To the extent that the remaining allegations in Paragraph 180 are directed to LG
22 Display America and deemed to require a response, they are denied.

23 181. To the extent that allegations in Paragraph 181 are based on indictments or public
24 statements, those indictments and statements speak for themselves and no response is required.
25 To the extent that the remaining allegations in Paragraph 181 are directed to LG Display America
26 and deemed to require a response, they are denied.

27 182. Paragraph 182 is directed to another defendant. Accordingly, LG Display America
28 lacks knowledge or information sufficient to form a belief as to the truth of the allegations

1 contained in Paragraph 182 and on this basis denies those allegations.

2 183. Paragraph 183 is directed to another defendant. Accordingly, LG Display America
3 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
4 contained in Paragraph 183 and on this basis denies those allegations.

5 184. Paragraph 184 is directed to another defendant. Accordingly, LG Display America
6 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
7 contained in Paragraph 184 and on this basis denies those allegations.

8 185. Paragraph 185 is directed to another defendant. Accordingly, LG Display America
9 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
10 contained in Paragraph 185 and on this basis denies those allegations.

11 186. Paragraph 186 is directed to another defendant. Accordingly, LG Display America
12 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
13 contained in Paragraph 186 and on this basis denies those allegations.

14 187. Paragraph 187 is directed to another defendant. Accordingly, LG Display America
15 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
16 contained in Paragraph 187 and on this basis denies those allegations.

17 188. Paragraph 188 is directed to another defendant. Accordingly, LG Display America
18 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
19 contained in Paragraph 188 and on this basis denies those allegations.

20 189. Paragraph 189 is directed to other defendants. Accordingly, LG Display America
21 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
22 contained in Paragraph 189 and on this basis denies those allegations. LG Display America
23 admits that Toshiba purchased a stake in LG Display Co.'s manufacturing facility in Poland. To
24 the extent that the remaining allegations in Paragraph 189 are deemed to require a response, they
25 are denied.

26 190. The allegations contained in Paragraph 190 consist of Plaintiff's characterizations
27 of its claims and conclusions of law, to which no response is required. To the extent that those
28 allegations may be deemed to require a response and are directed to other defendants or corporate

1 entities, LG Display America lacks knowledge or information sufficient to form a belief as to the
2 truth of the allegations, and on this basis denies those allegations. To the extent that the
3 allegations contained in Paragraph 190 may be deemed to require a response and are directed to
4 LG Display America, they are denied.

5 191. Paragraph 191 contains Plaintiff's conclusions of law, to which no response is
6 required.

7 192. To the extent the allegations contained in Paragraph 192 are derived from analysts'
8 reports, those reports speak for themselves and no response is required. LG Display America
9 otherwise denies the allegations contained in Paragraph 192.

10 193. The allegations contained in Paragraph 193 consist of Plaintiff's characterizations
11 of its claims and conclusions of law, to which no response is required.

12 194. To the extent the allegations contained in Paragraph 194 are derived from analysts'
13 reports, those reports speak for themselves and no response is required. LG Display America
14 otherwise denies the allegations contained in Paragraph 194.

15 195. Paragraph 195 contains Plaintiff's conclusions of law, to which no response is
16 required. To the extent that the allegations in Paragraph 195 may be deemed to require a
17 response and are directed to other defendants or corporate entities, LG Display America lacks
18 knowledge or information sufficient to form a belief as to the truth of the allegations, and on this
19 basis denies those allegations. To the extent that the allegations contained in Paragraph 195 may
20 be deemed to require a response and are directed to LG Display America, they are denied.

21 196. Paragraph 196 contains Plaintiff's conclusions of law, to which no response is
22 required. To the extent that the allegations in Paragraph 196 may be deemed to require a
23 response and are directed to other defendants or corporate entities, LG Display America lacks
24 knowledge or information sufficient to form a belief as to the truth of the allegations, and on this
25 basis denies those allegations. To the extent that the allegations contained in Paragraph 196 may
26 be deemed to require a response and are directed to LG Display America, they are denied.

27 197. To the extent that the allegations contained in Paragraph 197 were derived from
28 industry publications, those publications speak for themselves and no response is required. To

1 the extent that the allegations contained in Paragraph 197 may be deemed to require a response
2 and are directed to LG Display America, they are denied.

3 198. To the extent that the allegations contained in Paragraph 198 were derived from
4 analyst reports, those reports speak for themselves and no response is required. To the extent that
5 the allegations contained in Paragraph 198 may be deemed to require a response and are directed
6 to LG Display America, they are denied.

7 199. Paragraph 199 contains Plaintiff's conclusions of law, to which no response is
8 required. To the extent that the allegations in Paragraph 199 are directed to other corporate
9 entities, LG Display America lacks knowledge or information sufficient to form a belief as to the
10 truth of the allegations, and on this basis denies those allegations. To the extent that the
11 allegations contained in Paragraph 199 may be deemed to require a response and are directed to
12 LG Display America, they are denied.

13 200. The allegations contained in Paragraph 200 consist of Plaintiff's characterizations
14 and conclusions of law, to which no response is required. To the extent that the allegations
15 contained in Paragraph 200 may be deemed to require a response and are directed to LG Display
16 America, they are denied.

17 201. The allegations contained in Paragraph 201 consist of Plaintiff's characterizations
18 and conclusions of law, to which no response is required. To the extent that the allegations
19 contained in Paragraph 201 may be deemed to require a response and are directed to LG Display
20 America, they are denied.

21 202. LG Display America lacks knowledge or information sufficient to form a belief as
22 to the truth of the allegations in Paragraph 202 and on this basis denies those allegations.

23 203. The allegations contained in Paragraph 203 consist of Plaintiff's characterizations
24 and conclusions of law, to which no response is required. To the extent that the allegations
25 contained in Paragraph 203 may be deemed to require a response and are directed to LG Display
26 America, they are denied.

27 204. The allegations contained in Paragraph 204 consist of Plaintiff's characterizations
28 and conclusions of law, to which no response is required. To the extent that the allegations in

1 Paragraph 204 are directed to other defendants, LG Display America lacks knowledge or
2 information sufficient to form a belief as to the truth of the allegations, and on this basis denies
3 those allegations. To the extent that the allegations contained in Paragraph 204 may be deemed to
4 require a response and are directed to LG Display America, they are denied.

5 205. The allegations contained in the first sentence of Paragraph 205 consist of
6 Plaintiff's characterizations, to which no response is required. The remainder of Paragraph 205 is
7 directed to other defendants. Accordingly, LG Display America lacks knowledge or information
8 sufficient to form a belief as to the truth of the allegations contained in Paragraph 205 and on this
9 basis denies those allegations.

10 206. LG Display America lacks knowledge or information sufficient to form a belief as
11 to the truth of the allegations in Paragraph 206 and on this basis denies those allegations.

12 207. The allegations in Paragraph 207 are directed to other defendants. Accordingly, LG
13 Display America lacks knowledge or information sufficient to form a belief as to the truth of the
14 allegations, and on this basis denies those allegations. To the extent that the allegations contained
15 in Paragraph 207 may be deemed to require a response and are directed to LG Display America,
16 they are denied.

17 208. To the extent that the allegations in Paragraph 208 are directed to other defendants,
18 LG Display America lacks knowledge or information sufficient to form a belief as to the truth of
19 the allegations, and on this basis denies those allegations. To the extent that the allegations
20 contained in Paragraph 208 may be deemed to require a response and are directed to LG Display
21 America, they are denied.

22 209. Paragraph 209 is directed to another defendant. Accordingly, LG Display America
23 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
24 contained in Paragraph 209 and on this basis denies those allegations.

25 210. LG Display America lacks knowledge or information sufficient to form a belief as
26 to the truth of the allegations contained in Paragraph 210 and on this basis denies those
27 allegations.

28 211. To the extent that the allegations contained in Paragraph 211 are directed to other

1 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
2 the truth of the allegations contained in Paragraph 211 and on this basis denies those allegations.
3 To the extent the allegations in Paragraph 211 incorporate Plaintiff’s term “LG,” LG Display
4 America denies the allegations on the basis that they are vague. LG Display America was not in
5 existence during the time period covered by the allegations contained in Paragraph 211, and on
6 that basis denies any allegations directed to it.

7 212. Paragraph 212 is directed to another defendant. Accordingly, LG Display America
8 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
9 contained in Paragraph 212 and on this basis denies those allegations.

10 213. Paragraph 213 is directed to another defendant. Accordingly, LG Display America
11 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
12 contained in Paragraph 213 and on this basis denies those allegations.

13 214. Paragraph 214 is directed to other defendants. Accordingly, LG Display America
14 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
15 contained in Paragraph 214 and on this basis denies those allegations.

16 215. Paragraph 215 is directed to other defendants. Accordingly, LG Display America
17 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
18 contained in Paragraph 215 and on this basis denies those allegations.

19 216. Paragraph 216 is directed to another defendant. Accordingly, LG Display America
20 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
21 contained in Paragraph 216 and on this basis denies those allegations. To the extent that the
22 remaining allegations in Paragraph 216 are directed to LG Display America, and incorporate
23 Plaintiff’s term “LCDs,” they are denied on the basis that they are vague.

24 217. Paragraph 217 is directed to another defendant. Accordingly, LG Display America
25 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
26 contained in Paragraph 217 and on this basis denies those allegations.

27 218. To the extent that the allegations contained in Paragraph 218 are directed to other
28 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to

1 the truth of these allegations and on this basis denies those allegations. To the extent that the
2 allegations in Paragraph 218 are directed to LG Display America and are deemed to require a
3 response, they are denied.

4 219. To the extent that the allegations contained in Paragraph 219 are directed to other
5 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
6 the truth of these allegations and on this basis denies those allegations. To the extent that the
7 allegations in Paragraph 219 are directed to LG Display America and are deemed to require a
8 response, they are denied.

9 220. Paragraph 220 is directed to other defendants. Accordingly, LG Display America
10 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
11 contained in Paragraph 220 and on this basis denies those allegations.

12 221. To the extent that the allegations contained in Paragraph 221 are directed to other
13 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
14 the truth of these allegations and on this basis denies those allegations. To the extent that the
15 allegations in Paragraph 221 are directed to LG Display America and are deemed to require a
16 response, they are denied.

17 222. The allegations contained in Paragraph 222 consist of Plaintiff's conclusions of law,
18 to which no response is required.

19 223. The first sentence of Paragraph 223 consists of Plaintiff's characterizations and
20 conclusions of law, to which no response is required. LG Display America otherwise lacks
21 knowledge or information sufficient to form a belief as to the truth of the allegations contained in
22 Paragraph 223 and on this basis denies those allegations.

23 224. The first sentence of Paragraph 224 consists of Plaintiff's characterizations and
24 conclusions of law, to which no response is required. LG Display America otherwise lacks
25 knowledge or information sufficient to form a belief as to the truth of the allegations contained in
26 Paragraph 224 and on this basis denies those allegations.

27 225. LG Display America lacks knowledge or information sufficient to form a belief as
28 to the truth of the allegations contained the first sentence of Paragraph 225 and on this basis

1 denies those allegations. To the extent the second and third sentences of Paragraph 225 are
2 directed to another defendant, LG Display America lacks knowledge or information sufficient to
3 form a belief as to the truth of the allegations contained in Paragraph 225 and on this basis denies
4 those allegations. To the extent that the remaining allegations in Paragraph 225 are directed to
5 LG Display America and are deemed to require a response, they are denied.

6 226. LG Display America lacks knowledge or information sufficient to form a belief as
7 to the truth of the allegations contained in Paragraph 226 and on this basis denies those
8 allegations.

9 227. The first sentence of Paragraph 227 consists of Plaintiff's characterizations and
10 conclusions of law, to which no response is required. The second sentence of Paragraph 227 is
11 directed to another defendant. Accordingly, LG Display America lacks knowledge or
12 information sufficient to form a belief as to the truth of the allegations contained in Paragraph 227
13 and on this basis denies those allegations.

14 228. LG Display America lacks knowledge or information sufficient to form a belief as
15 to the truth of the allegations contained in Paragraph 228 and on this basis denies those
16 allegations.

17 229. To the extent that the allegations contained in Paragraph 229 are directed to other
18 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
19 the truth of these allegations and on this basis denies those allegations. To the extent that the
20 allegations in Paragraph 229 are directed to LG Display America and are deemed to require a
21 response, they are denied.

22 230. To the extent that the allegations contained in Paragraph 230 are directed to other
23 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
24 the truth of the allegations contained in Paragraph 230 and on this basis denies those allegations.
25 To the extent the allegations contained in Paragraph 230 are directed to LG Display America,
26 they are denied.

27 231. LG Display America admits that several trade organizations put on industry-wide
28 meetings. To the extent that the remaining allegations contained in Paragraph 231 are directed to

1 other defendants, LG Display America lacks knowledge or information sufficient to form a belief
2 as to the truth of the allegations contained in Paragraph 231 and on this basis denies those
3 allegations. The second sentence of Paragraph 231 contains Plaintiff's conclusions of law, to
4 which no response is required. To the extent that the remaining allegations in Paragraph 231 are
5 directed to LG Display America, they are denied.

6 232. To the extent that the allegations contained in Paragraph 232 are directed to other
7 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
8 the truth of the allegations contained in Paragraph 232 and on this basis denies those allegations.
9 To the extent the allegations contained in Paragraph 232 are based on statements made by TTLA,
10 those statements speak for themselves and no response is required. The final sentence of
11 Paragraph 232 contains Plaintiff's conclusions of law, to which no response is required. To the
12 extent that the remaining allegations in Paragraph 232 are directed to LG Display America, they
13 are denied.

14 233. To the extent that the allegations contained in the first sentence of Paragraph 233
15 are directed to other defendants, LG Display America lacks knowledge or information sufficient
16 to form a belief as to the truth of the allegations contained in the first sentence of Paragraph 233
17 and on this basis denies those allegations. To the extent that the remaining sentences of
18 Paragraph 233 are based on statements issued by EDIRAK, those statements speak for themselves
19 and no response is required. To the extent that the remaining allegations contained in Paragraph
20 233 are directed to LG Display America and may be deemed to require further response, they are
21 denied.

22 234. Paragraph 234 is directed to other defendants. Accordingly, LG Display America
23 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
24 contained in Paragraph 234 and on this basis denies those allegations. The fourth sentence of
25 Paragraph 234 contains Plaintiff's conclusions of law, to which no response is required.

26 235. LG Display America lacks knowledge or information sufficient to form a belief as
27 to the truth of the allegations contained in Paragraph 235 and on this basis denies these
28 allegations.

1 236. To the extent that the allegations contained in Paragraph 236 were derived from the
2 SID 2004 speech called “Beyond the Crystal Gateway” and other public statements, those
3 statements speak for themselves and no response is required. To the extent that the remaining
4 allegations contained in Paragraph 236 are directed to other defendants, LG Display America
5 lacks knowledge or information sufficient to form a belief as to the truth of these allegations and
6 on this basis denies those allegations. To the extent that the remaining allegations in Paragraph
7 236 are directed to LG Display America, they are denied on the basis that they are vague.

8 237. To the extent that the allegations contained in Paragraph 237 were derived from the
9 SID 2005 speech called “2005: Beyond the Crystal Gateway,” those statements speak for
10 themselves and no response is required. To the extent that the remaining allegations contained in
11 Paragraph 237 are directed to other defendants, LG Display America lacks knowledge or
12 information sufficient to form a belief as to the truth of these allegations and on this basis denies
13 those allegations. To the extent that the remaining allegations in Paragraph 237 are directed to
14 LG Display America, LG Display America lacks knowledge or information sufficient to form a
15 belief as to the truth of the allegations contained in Paragraph 237 and on this basis denies those
16 allegations.

17 238. To the extent that the allegations contained in Paragraph 238 were derived from the
18 SID 2005 presentation entitled “Managing the Crystal Cycles,” those statements speak for
19 themselves and no response is required. Otherwise, LG Display America lacks knowledge or
20 information sufficient to form a belief as to the truth of the allegations contained in Paragraph 238
21 and on this basis denies these allegations

22 239. To the extent that the allegations contained in Paragraph 239 were derived from public
23 statements or presentations, those statements and presentations speak for themselves and no response
24 is required. To the extent that the remaining allegations contained in Paragraph 239 are directed
25 to other defendants, LG Display America lacks knowledge or information sufficient to form a
26 belief as to the truth of these allegations and on this basis denies those allegations. To the extent
27 that the remaining allegations in Paragraph 239 are directed to LG Display America, LG Display
28 America lacks knowledge or information sufficient to form a belief as to the truth of the

1 allegations contained in Paragraph 239 and on this basis denies those allegations.

2 240. LG Display America denies the allegations contained in the first sentence of
3 Paragraph 240. LG Display America admits the allegations contained in the second sentence of
4 Paragraph 240.

5 241. To the extent that the allegations contained in Paragraph 241 are directed to other
6 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
7 the truth of the allegations contained in Paragraph 241 and on this basis denies those allegations.
8 To the extent that the remaining allegations in Paragraph 241 are directed to LG Display
9 America, they are denied.

10 242. To the extent that the allegations contained in Paragraph 242 were derived from
11 statements by Dr. Hui Hsiung, those statements speak for themselves and no response is required.
12 To the extent that the allegations contained in Paragraph 242 may be deemed to require a
13 response and are directed to LG Display America, they are denied.

14 243. Paragraph 243 is directed to other defendants. Accordingly, LG Display America
15 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
16 contained in Paragraph 243 and on this basis denies those allegations.

17 244. To the extent that the allegations contained in Paragraph 244 are directed to other
18 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
19 the truth of the allegations contained in Paragraph 244 and on this basis denies those allegations.
20 To the extent that the remaining allegations in Paragraph 244 are directed to LG Display
21 America, they are denied.

22 245. The allegations contained in Paragraph 245 consist of Plaintiff's conclusions of law,
23 to which no response is required. To the extent that those allegations may be deemed to require a
24 response and are directed to other defendants, LG Display America lacks knowledge or
25 information sufficient to form a belief as to the truth of the allegations, and on this basis denies
26 those allegations. To the extent that the allegations contained in Paragraph 245 may be deemed to
27 require a response and are directed to LG Display America, they are denied.

28 246. To the extent that the allegations in Paragraph 246 may be deemed to require a

1 response and are directed to other defendants, LG Display America lacks knowledge or
2 information sufficient to form a belief as to the truth of the allegations, and on this basis denies
3 those allegations. To the extent that the allegations contained in Paragraph 246 are based on
4 informational articles or journals, they speak for themselves and no further response is required.
5 To the extent that the allegations contained in Paragraph 246 may be deemed to require a
6 response and are directed to LG Display America, they are denied on the basis that LG Display
7 lacks knowledge or information sufficient to form a belief as to the truth of the allegations and
8 they are vague.

9 247. The allegations contained in Paragraph 247 consist of the Plaintiff's conclusions of
10 law, to which no response is required. To the extent that the allegations contained in Paragraph
11 247 are directed to other defendants, LG Display America lacks knowledge or information
12 sufficient to form a belief as to the truth of these allegations and on this basis denies those
13 allegations. To the extent that the allegations in Paragraph 247 are directed to LG Display
14 America and are deemed to require a response, they are denied.

15 248. The allegations contained in Paragraph 248 consist of the Plaintiff's conclusions of
16 law, to which no response is required. To the extent that the allegations contained in Paragraph
17 248 are directed to other defendants, LG Display America lacks knowledge or information
18 sufficient to form a belief as to the truth of these allegations and on this basis denies those
19 allegations. To the extent that the allegations in Paragraph 248 are directed to LG Display
20 America and are deemed to require a response, they are denied.

21 249. To the extent that the allegations contained in Paragraph 249 are directed to other
22 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
23 the truth of these allegations and on this basis denies those allegations. To the extent that the
24 allegations in Paragraph 249 are directed to LG Display America and are deemed to require a
25 response, they are denied.

26 250. The allegations contained in Paragraph 250 consist of the Plaintiff's conclusions of
27 law, to which no response is required. To the extent that the allegations contained in Paragraph
28 250 are directed to other defendants, LG Display America lacks knowledge or information

1 sufficient to form a belief as to the truth of these allegations and on this basis denies those
2 allegations. To the extent that the allegations in Paragraph 250 are directed to LG Display
3 America and are deemed to require a response, they are denied.

4 251. Paragraph 251 contains Plaintiff's conclusions of law, to which no response is
5 required. To the extent that allegations in Paragraph 251 are based on public statements or plea
6 agreements, those statements and agreements speak for themselves and no response is required.
7 To the extent that the allegations contained in Paragraph 251 may be deemed to require a
8 response and are directed to other defendants, LG Display America lacks knowledge or
9 information sufficient to form a belief as to the truth of the allegations, and on this basis denies
10 those allegations. To the extent that the allegations contained in Paragraph 251 may be deemed to
11 require a response and are directed to LG Display America, they are denied.

12 252. The allegations contained in Paragraph 252 consist of the Plaintiff's conclusions of
13 law, to which no response is required. To the extent that the allegations contained in Paragraph
14 252 are directed to other defendants, LG Display America lacks knowledge or information
15 sufficient to form a belief as to the truth of these allegations and on this basis denies those
16 allegations. To the extent that the allegations in Paragraph 252 are directed to LG Display
17 America and are deemed to require a response, they are denied.

18 253. Paragraph 253 consists of Plaintiff's characterization of its claims and conclusions
19 of law, to which no response is required.

20 254. LG Display America lacks knowledge or information sufficient to form a belief as
21 to the truth of the allegations in Paragraph 254 and on this basis denies those allegations. To the
22 extent that the allegations contained in Paragraph 254 are directed to other defendants, LG
23 Display America lacks knowledge or information sufficient to form a belief as to the truth of
24 these allegations and on this basis denies those allegations. To the extent that the allegations in
25 Paragraph 254 are directed to LG Display America and are deemed to require a response, they are
26 denied.

27 255. Paragraph 255 is directed to other defendants. Accordingly, LG Display America
28 lacks knowledge or information sufficient to form a belief as to the truth of the allegations

1 contained in Paragraph 255 and on this basis denies those allegations.

2 256. Paragraph 256 contains Plaintiff's conclusions of law, to which no response is
3 required. Paragraph 256 is directed to other defendants. Accordingly, LG Display America lacks
4 knowledge or information sufficient to form a belief as to the truth of the allegations contained in
5 Paragraph 256 and on this basis denies those allegations.

6 257. Paragraph 257 contains Plaintiff's conclusions of law, to which no response is
7 required. LG Display America lacks knowledge or information sufficient to form a belief as to
8 the truth of the allegations in Paragraph 257 and on this basis denies those allegations.

9 258. Paragraph 258 contains Plaintiff's conclusions of law, to which no response is
10 required. LG Display America lacks knowledge or information sufficient to form a belief as to
11 the truth of the allegations in Paragraph 258 and on this basis denies those allegations.

12 259. The allegations contained in Paragraph 259 consist of the Plaintiff's conclusions of
13 law, to which no response is required. To the extent that the allegations contained in Paragraph
14 259 are directed to other defendants, LG Display America lacks knowledge or information
15 sufficient to form a belief as to the truth of these allegations and on this basis denies those
16 allegations. To the extent that the allegations in Paragraph 259 are directed to LG Display
17 America and are deemed to require a response, they are denied.

18 260. The first sentence of Paragraph 260 contains Plaintiff's conclusions of law, to which
19 no response is required. To the extent that the allegations contained in Paragraph 260 are directed
20 to other defendants, LG Display America lacks knowledge or information sufficient to form a
21 belief as to the truth of these allegations and on this basis denies those allegations. To the extent
22 that the allegations in Paragraph 260 are directed to LG Display America and are deemed to
23 require a response, they are denied.

24 261. To the extent that the allegations contained in Paragraph 261 are directed to other
25 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
26 the truth of these allegations and on this basis denies those allegations. To the extent that the
27 allegations in Paragraph 261 are directed to LG Display America. and are deemed to require a
28 response, they are denied.

1 262. The first sentence of Paragraph 262 contains Plaintiff's conclusions of law, to which
2 no response is required. To the extent that the allegations contained in Paragraph 262 are directed
3 to other defendants, LG Display America lacks knowledge or information sufficient to form a
4 belief as to the truth of these allegations and on this basis denies those allegations. To the extent
5 that the allegations in Paragraph 262 are directed to LG Display America and are deemed to
6 require a response, they are denied.

7 263. To the extent that the allegations contained in Paragraph 263 are directed to other
8 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
9 the truth of these allegations and on this basis denies those allegations. To the extent that the
10 allegations in Paragraph 263 are directed to LG Display America and are deemed to require a
11 response, they are denied.

12 264. To the extent that the allegations contained in Paragraph 264 are directed to other
13 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
14 the truth of these allegations and on this basis denies those allegations. To the extent that the
15 allegations in Paragraph 264 are directed to LG Display America and are deemed to require a
16 response, they are denied on the basis that they are argumentative.

17 265. Paragraph 265 is directed to another defendant. Accordingly, LG Display America
18 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
19 contained in Paragraph 265 and on this basis denies those allegations.

20 266. To the extent that the allegations contained in Paragraph 266 are directed to other
21 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
22 the truth of these allegations and on this basis denies those allegations. To the extent that the
23 allegations in Paragraph 266 are directed to LG Display America and are deemed to require a
24 response, they are denied.

25 267. To the extent that the allegations contained in Paragraph 267 are directed to other
26 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
27 the truth of these allegations and on this basis denies those allegations. To the extent that the
28 allegations in Paragraph 267 are directed to LG Display America and are deemed to require a

1 response, they are denied.

2 268. The first and second sentences of Paragraph 268 consist of Plaintiff's
3 characterizations, to which no response is required. To the extent that the remaining allegations
4 contained in Paragraph 268 are directed to other defendants, LG Display America lacks
5 knowledge or information sufficient to form a belief as to the truth of these allegations and on this
6 basis denies those allegations. To the extent that the allegations contained in Paragraph 268 were
7 derived from public statements, those statements speak for themselves and no response is
8 required. To the extent that the allegations in Paragraph 268 are directed to LG Display America
9 and are deemed to require a response, they are denied.

10 269. To the extent that the allegations contained in Paragraph 269 are directed to other
11 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
12 the truth of these allegations and on this basis denies those allegations. To the extent that the
13 allegations in Paragraph 269 are directed to LG Display America and are deemed to require a
14 response, they are denied.

15 270. Paragraph 270 is directed to another defendant. Accordingly, LG Display America
16 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
17 contained in Paragraph 270 and on this basis denies those allegations.

18 271. The first sentence of Paragraph 271 contains Plaintiff's characterizations and is
19 argumentative, to which no response is required. To the extent that the allegations contained in
20 Paragraph 271 were derived from public statements, those statements speak for themselves and
21 no response is required. To the extent that the allegations in Paragraph 271 are directed to LG
22 Display America and are deemed to require a response, they are denied.

23 272. Paragraph 272 is directed to another defendant. Accordingly, LG Display America
24 lacks knowledge or information sufficient to form a belief as to the truth of the allegations
25 contained in Paragraph 272 and on this basis denies those allegations.

26 273. Paragraph 273 consists of Plaintiff's characterizations and conclusions of law, to
27 which no response is required.

28 274. The allegations contained in Paragraph 274 consist of the Plaintiff's conclusions of

1 law, to which no response is required. To the extent that the allegations contained in Paragraph
2 274 are directed to other defendants, LG Display America lacks knowledge or information
3 sufficient to form a belief as to the truth of these allegations and on this basis denies those
4 allegations. To the extent that the allegations in Paragraph 274 are directed to LG Display
5 America and are deemed to require a response, they are denied. LG Display America specifically
6 denies that LG Display America fraudulently concealed the alleged conspiracy.

7 275. The allegations contained in Paragraph 275 consist of the Plaintiff's conclusions of
8 law, to which no response is required. To the extent that the allegations contained in Paragraph
9 275 are directed to other defendants, LG Display America lacks knowledge or information
10 sufficient to form a belief as to the truth of these allegations and on this basis denies those
11 allegations. To the extent that the allegations in Paragraph 275 are directed to LG Display
12 America and are deemed to require a response, they are denied. LG Display America specifically
13 denies that LG Display America fraudulently concealed the alleged conspiracy.

14 276. The allegations contained in Paragraph 276 consist of the Plaintiff's conclusions of
15 law, to which no response is required. To the extent that the allegations contained in Paragraph
16 276 are directed to other defendants, LG Display America lacks knowledge or information
17 sufficient to form a belief as to the truth of these allegations and on this basis denies those
18 allegations. To the extent that the allegations in Paragraph 276 are directed to LG Display
19 America and are deemed to require a response, they are denied.

20 277. The allegations contained in Paragraph 277 consist of the Plaintiff's conclusions of
21 law, to which no response is required. To the extent that the allegations contained in Paragraph
22 277 are directed to other defendants, LG Display America lacks knowledge or information
23 sufficient to form a belief as to the truth of these allegations and on this basis denies those
24 allegations. To the extent that the allegations in Paragraph 277 are directed to LG Display
25 America and are deemed to require a response, they are denied. LG Display America specifically
26 denies that LG Display America fraudulently concealed the alleged conspiracy.

27 278. The allegations contained in Paragraph 278 consist of the Plaintiff's conclusions of
28 law, to which no response is required. To the extent that the allegations contained in Paragraph

1 278 are directed to other defendants, LG Display America lacks knowledge or information
2 sufficient to form a belief as to the truth of these allegations and on this basis denies those
3 allegations. To the extent that the allegations in Paragraph 278 are directed to LG Display
4 America and are deemed to require a response, they are denied.

5 279. The allegations contained in Paragraph 279 consist of the Plaintiff's conclusions of
6 law, to which no response is required. To the extent that the allegations contained in Paragraph
7 279 are directed to other defendants, LG Display America lacks knowledge or information
8 sufficient to form a belief as to the truth of these allegations and on this basis denies those
9 allegations. To the extent that the allegations in Paragraph 279 are directed to LG Display
10 America and are deemed to require a response, they are denied.

11 280. Paragraph 280 consists of Plaintiff's characterization of its claims, to which no
12 response is required.

13 281. The allegations contained in Paragraph 281 consist of the Plaintiff's conclusions of
14 law, to which no response is required. To the extent that the allegations contained in Paragraph
15 281 are directed to other defendants, LG Display America lacks knowledge or information
16 sufficient to form a belief as to the truth of these allegations and on this basis denies those
17 allegations. To the extent that the allegations in Paragraph 281 are directed to LG Display
18 America and are deemed to require a response, they are denied.

19 282. The allegations contained in Paragraph 282 consist of the Plaintiff's conclusions of
20 law, to which no response is required. To the extent that the allegations contained in Paragraph
21 282 are directed to other defendants, LG Display America lacks knowledge or information
22 sufficient to form a belief as to the truth of these allegations and on this basis denies those
23 allegations. To the extent that the allegations in Paragraph 282 are directed to LG Display
24 America and are deemed to require a response, they are denied.

25 283. The allegations contained in Paragraph 283 consist of the Plaintiff's conclusions of
26 law, to which no response is required. To the extent that the allegations contained in Paragraph
27 283 may be deemed to require a response, they are denied.

28 284. The allegations contained in Paragraph 284 consist of the Plaintiff's conclusions of

1 law, to which no response is required. To the extent that the allegations contained in Paragraph
2 284 are directed to other defendants, LG Display America lacks knowledge or information
3 sufficient to form a belief as to the truth of these allegations and on this basis denies those
4 allegations. To the extent that the allegations in Paragraph 284 are directed to LG Display
5 America and are deemed to require a response, they are denied.

6 285. The allegations contained in Paragraph 285 consist of the Plaintiff's conclusions of
7 law, to which no response is required. To the extent that the allegations contained in Paragraph
8 285 are directed to other defendants, LG Display America lacks knowledge or information
9 sufficient to form a belief as to the truth of these allegations and on this basis denies those
10 allegations. To the extent that the allegations contained in Paragraph 285 are directed to LG
11 Display America and may be deemed to require a response, they are denied.

12 286. The allegations contained in Paragraph 286 consist of the Plaintiff's conclusions of
13 law, to which no response is required. To the extent that the allegations contained in Paragraph
14 286 are directed to other defendants, LG Display America lacks knowledge or information
15 sufficient to form a belief as to the truth of these allegations and on this basis denies those
16 allegations. To the extent that the allegations contained in Paragraph 286 are directed to LG
17 Display America and may be deemed to require a response, they are denied.

18 287. Paragraph 287 consists of Plaintiff's characterization of its claims, to which no
19 response is required.

20 288. The allegations contained in Paragraph 288 consist of the Plaintiff's conclusions of
21 law, to which no response is required. To the extent that the allegations contained in Paragraph
22 288 are directed to other defendants, LG Display America lacks knowledge or information
23 sufficient to form a belief as to the truth of these allegations and on this basis denies those
24 allegations. To the extent that the allegations contained in Paragraph 288 are directed to LG
25 Display America and may be deemed to require a response, they are denied.

26 289. LG Display America lacks knowledge or information sufficient to form a belief as
27 to the truth of the allegations in Paragraph 289 and on this basis denies those allegations.

28 290. Paragraph 290 consists of Plaintiff's conclusions of law, to which no response is

1 required.

2 291. To the extent that the allegations contained in Paragraph 291 are directed to other
3 defendants, LG Display America lacks knowledge or information sufficient to form a belief as to
4 the truth of the allegations contained in Paragraph 291 and on this basis denies those allegations.
5 To the extent that the allegations in Paragraph 291 are based on plea agreements, those
6 agreements speak for themselves and no response is required. To the extent that the remaining
7 allegations in Paragraph 291 are deemed to require a response from LG Display America, they
8 are denied.

9 292. The allegations contained in Paragraph 292 consist of the Plaintiff's conclusions of
10 law, to which no response is required. To the extent that the allegations contained in Paragraph
11 292 are directed to other defendants, LG Display America lacks knowledge or information
12 sufficient to form a belief as to the truth of these allegations and on this basis denies those
13 allegations. To the extent that the allegations in Paragraph 292 are directed to LG Display
14 America and are deemed to require a response, they are denied.

15 293. The allegations contained in Paragraph 293 consist of the Plaintiff's conclusions of
16 law, to which no response is required. To the extent that the allegations contained in Paragraph
17 293 are directed to other defendants, LG Display America lacks knowledge or information
18 sufficient to form a belief as to the truth of these allegations and on this basis denies those
19 allegations. To the extent that the allegations in Paragraph 293 are directed to LG Display
20 America and are deemed to require a response, they are denied.

21 294. The allegations contained in Paragraph 294 consist of the Plaintiff's conclusions of
22 law, to which no response is required. To the extent that the allegations contained in Paragraph
23 294 are directed to other defendants, LG Display America lacks knowledge or information
24 sufficient to form a belief as to the truth of these allegations and on this basis denies those
25 allegations. To the extent that the allegations in Paragraph 294 are directed to LG Display
26 America and are deemed to require a response, they are denied.

27 295. The allegations contained in Paragraph 295 consist of the Plaintiff's conclusions of
28 law, to which no response is required. To the extent that the allegations contained in Paragraph

1 295 may be deemed to require a response, they are denied.

2 296. The allegations contained in Paragraph 296 consist of the Plaintiff's conclusions of
3 law, to which no response is required. To the extent that the allegations contained in Paragraph
4 296 are directed to other defendants, LG Display America lacks knowledge or information
5 sufficient to form a belief as to the truth of these allegations and on this basis denies those
6 allegations. To the extent that the allegations in Paragraph 296 are directed to LG Display
7 America and are deemed to require a response, they are denied.

8 297. The allegations contained in Paragraph 297 consist of the Plaintiff's conclusions of
9 law, to which no response is required. To the extent that the allegations contained in Paragraph
10 297 are directed to other defendants, LG Display America lacks knowledge or information
11 sufficient to form a belief as to the truth of these allegations and on this basis denies those
12 allegations. To the extent that the allegations in Paragraph 297 are directed to LG Display
13 America and are deemed to require a response, they are denied.

14 298. The allegations contained in Paragraph 298 consist of the Plaintiff's conclusions of
15 law, to which no response is required. To the extent that the allegations contained in Paragraph
16 298 are directed to other defendants, LG Display America lacks knowledge or information
17 sufficient to form a belief as to the truth of these allegations and on this basis denies those
18 allegations. To the extent that the allegations contained in Paragraph 298 are derived from plea
19 agreements, those agreements speak for themselves and no response is required.

20 299. The allegations contained in Paragraph 299 consist of the Plaintiff's conclusions of
21 law, to which no response is required. To the extent that the allegations contained in Paragraph
22 299 are directed to other defendants, LG Display America lacks knowledge or information
23 sufficient to form a belief as to the truth of these allegations and on this basis denies those
24 allegations. To the extent that the allegations contained in Paragraph 299 are directed to LG
25 Display America and may be deemed to require a response, they are denied.

26
27 **PRAYER FOR RELIEF**

28 To the extent that the Prayer for Relief may be deemed to require a response, it is denied.

1 **ADDITIONAL DEFENSES**

2 300. As additional defenses to the Complaint, LG Display America states, without
3 assuming any burden of pleading or proof that would otherwise rest on Plaintiff, as follows:

4 **FIRST DEFENSE**

5 (Failure to State a Claim)

6 301. The FAC fails to state a claim upon which relief can be granted.

7 **SECOND DEFENSE**

8 (Statute of Limitations)

9 302. The claims set forth in the FAC are barred by the statute of limitations.

10 **THIRD DEFENSE**

11 (Failure to Plead Fraud with Particularity)

12 303. Plaintiff has failed to allege fraudulent concealment with particularity.

13 **FOURTH DEFENSE**

14 (No Effect on Commerce with the United States)

15 304. The conduct alleged by Plaintiff in the FAC to form the basis of certain of
16 Plaintiff's claims has not had a direct, substantial, and reasonably foreseeable effect on trade or
17 commerce with the United States. The Court therefore lacks subject matter jurisdiction.

18 **FIFTH DEFENSE**

19 (Failure to Mitigate)

20 305. Plaintiff is barred from recovery of any damages because of and to the extent of its
21 failure to mitigate damages.

22 **SIXTH DEFENSE**

23 (Speculative Damages)

24 306. Plaintiff's claims for damages are barred because the alleged damages, if any, are
25 speculative and because of the impossibility of ascertaining and allocating those alleged damages.

26 **SEVENTH DEFENSE**

27 (Acts and Omissions of Others)

28 307. Any injuries or damages Plaintiff may have suffered were caused solely and

1 proximately by the acts and omissions of others.

2 **EIGHTH DEFENSE**

3 (Waiver, Estoppel, and Laches)

4 308. Plaintiff's claims are barred by the doctrines of waiver, estoppel, and/or laches.

5 **NINTH DEFENSE**

6 (*Ultra Vires*)

7 309. To the extent that any actionable conduct occurred, Plaintiff's claims against LG
8 Display America are barred because all such conduct would have been committed by individuals
9 acting *ultra vires*.

10 **TENTH DEFENSE**

11 (Pass-on)

12 310. Plaintiff passed-on any overcharge it suffered to entities to which it later sold its
13 used products containing TFT-LCD panels.

14 **ELEVENTH DEFENSE**

15 (Alternative Dispute Resolution)

16 311. Plaintiff's claims against LG Display America are barred to the extent that it has
17 agreed to arbitration or chosen a different forum for the resolution of its claims.

18 **TWELFTH DEFENSE**

19 (Withdrawal)

20 312. LG Display America withdrew from the alleged conspiracy and therefore is not
21 liable for any injury sustained because of the alleged conspiracy after such withdrawal.

22 **THIRTEENTH DEFENSE**

23 (Unconstitutional Multiplicity)

24 313. LG Display America has been named as a defendant in numerous actions, including
25 this one, seeking damages caused by an alleged conspiracy to fix prices of TFT-LCD panels (the
26 "TFT-LCD Actions"). These actions include 1) claims by plaintiffs who allege they are direct
27 purchasers of TFT-LCD panels, 2) claims by plaintiffs who allege they are direct purchasers of
28 finished products containing TFT-LCD panels, 3) claims by plaintiffs who allege they are indirect

1 purchasers of TFT-LCD panels, and 4) claims by plaintiffs who allege they are indirect
2 purchasers of finished products containing TFT-LCD panels. Some of these actions are
3 proceeding as part of a class action on behalf of alleged direct purchasers of TFT-LCD panels or
4 finished products containing TFT-LCD panels. Some of the actions are proceeding as part of a
5 class action on behalf of alleged indirect purchasers of TFT-LCD panels or finished products
6 containing TFT-LCD panels who purchased such items not for resale. Some of these actions, like
7 this one, are proceeding as direct actions on behalf on one or more corporate entities alleged to be
8 direct and/or indirect purchasers of TFT-LCD panels or finished products containing TFT-LCD
9 panels who either opted out of the direct purchaser class action or otherwise brought their claims
10 individually. And finally, some of these actions are civil actions commenced by Attorneys
11 General of the States of Arkansas, California, Florida, Illinois, Michigan, Mississippi, Missouri,
12 New York, Oklahoma, Oregon, South Carolina, Washington, West Virginia, and Wisconsin. The
13 Attorneys General of these 14 states variously purport to bring claims on behalf of state and local
14 government agencies, and/or on behalf of the citizens of their respective states pursuant to their
15 *parens patriae* powers, as purchasers of TFT-LCD panels or of finished products containing TFT-
16 LCD panels.

17 314. Many of these actions were filed originally in the United States District Court for
18 the Northern District of California and designated as related actions pursuant to the District
19 Court's procedures. Many others were originally filed in other courts throughout the United
20 States and transferred to the Northern District of California by the Judicial Panel on Multidistrict
21 Litigation (the "JPML") for coordinated or consolidated pretrial proceedings, along with the
22 actions filed in the Northern District of California, as part of a Multi-District Litigation entitled In
23 re TFT-LCD (Flat Panel) Antitrust Litigation (the "MDL").

24 315. Included among the actions in the MDL are the actions commenced by Attorneys
25 General of the States of Arkansas, Florida, Michigan, Missouri, New York, Oklahoma, Oregon,
26 West Virginia, and Wisconsin. The civil actions by the Attorneys General of California and
27 Washington were originally filed in their respective state courts, then removed to federal court,
28 transferred by the JPML to the MDL in the Northern District of California, and subsequently

1 remanded back to their original state courts where they are currently pending. The civil actions
2 by the Attorneys General of Illinois, Mississippi, and South Carolina have never been part of the
3 MDL proceedings. The Illinois action was commenced in state court, removed to federal court
4 and subsequently remanded to the Illinois state court where it is currently pending. The
5 Mississippi action was commenced in state court and removed to federal court in Mississippi. A
6 motion to remand that action to state court is currently being briefed before the United States
7 District Court for the Southern District of Mississippi. The South Carolina action was
8 commenced in state court and removed to federal court. An order remanding that action back to
9 South Carolina state court is currently on appeal before the United States Court of Appeals for the
10 Fourth Circuit.

11 316. The TFT-LCD Actions have been brought, variously, pursuant to the United States
12 antitrust laws, which permit claims by direct purchasers, only, and pursuant to state antitrust and
13 consumer protections laws, some of which permit claims by indirect purchasers, as well as direct
14 purchasers. All of the TFT-LCD Actions arise out of an alleged common nucleus of operative
15 facts.

16 317. In these circumstances, multiple plaintiffs, classes of plaintiffs, and/or Attorneys
17 General are seeking to recover all or part of the same alleged overcharges on the TFT-LCD
18 panels sold by defendants. In other words, despite being at different points on the manufacturing
19 and distribution chains (e.g., manufacturers, systems integrators, distributors, retailers, end users)
20 for those original panels, the different plaintiffs claim they absorbed the overcharges in whole or
21 part, in contradiction to the competing claims of the other plaintiffs. Indeed, each and all of the
22 plaintiffs in each and all of the TFT-LCD Actions claims, or has asserted through expert opinions
23 or otherwise, that it has incurred, either directly or by pass-on through the chain of manufacture
24 and distribution, 100% of all overcharges on the TFT-LCD panels it has directly or indirectly
25 purchased. In these circumstances, and given the existence of multiple actions pending in
26 multiple courts applying multiple laws to the same series of circumstances and transactions, LG
27 Display America is currently at risk of being held liable for multiple awards of damages for the
28 same purported wrong, namely the amount of any purported overcharge to a direct purchaser of a

1 TFT-LCD panel, in the first instance, plus the same amount for each subsequent indirect
2 purchaser down the line. That these multiple recoveries are subject to trebling under federal and
3 state statutes further compounds this serious risk.

4 318. Specific to this action, to the degree that damages have been or may be awarded to
5 claimants upstream of Plaintiff in the manufacturing and distribution chain (e.g., to manufacturers
6 of TFT-LCD panels, or to manufacturers and OEMs of finished products containing TFT-LCD
7 panels), or downstream of Plaintiff in the distribution chain (e.g., business or individual end-users
8 of finished products containing TFT-LCD panels), and to the degree that any award of damages is
9 not properly allocated among such claimants to prevent a total award exceeding 100% of any
10 overcharge on a given TFT-LCD panel, LG Display America is at risk of being held liable for
11 multiple awards of damages for the same, single purported wrong. Moreover, for the same
12 reason, any award to Plaintiff will be a “windfall” that exceeds its actual damages, insofar as any
13 action determines that others in the manufacturing and distribution chains absorbed or otherwise
14 incurred the overcharges Plaintiff claims. These serious and unjust risks of multiple, windfall
15 awards for the same, single wrong will exist as long as the TFT-LCD Actions, including this
16 action by Plaintiff, proceed without active judicial intervention to prevent such risks. Controlling
17 law requires this Court to take affirmative steps to avoid such multiple recoveries.

18 319. Plaintiff brings its overcharge claims under California law. (FAC, ¶¶ 287-298).
19 Under California law, multiple recovery is not permitted. For example, Cal. Bus. & Prof. Code §
20 16750(a) authorizes recovery for the “damages sustained” by the plaintiff for purported violations
21 of the Cartwright Act. And, California courts are instructed to take affirmative measures to avoid
22 duplicative recoveries. *See Clayworth v. Pfizer, Inc.*, 49 Cal. 4th 758, 787 (2010) (holding that
23 “[i]n instances where multiple levels of purchasers have sued, or where a risk remains they may
24 sue, trial courts and parties have at their disposal and may employ joinder, interpleader,
25 consolidation, and like procedural devices to bring all claimants before the court. In such cases, if
26 damages must be allocated among the various levels of injured purchasers, the bar on
27 consideration of the pass-on evidence must necessarily be lifted”); *see also id.* at 776-77
28 (citing with approval the Senate amendment to the Hart-Scott-Rodino Act which excluded from

1 *parens patriae* suits damage awards that duplicate amounts awarded for the same injury).

2 320. Plaintiff brings its overcharge claims under New York Law (FAC, ¶ 299). Under
3 New York law, duplicative recovery is not permitted. Pursuant to N.Y. Gen. Bus. Law § 340(6),

4 [i]n any action pursuant to this section, the fact that the state, or any
5 political subdivision or public authority of the state, or any person
6 who has sustained damages by reason of violation of this section
7 has not dealt directly with the defendant shall not bar or otherwise
8 limit recovery; provided, however, that in any action in which
9 claims are asserted against a defendant by both direct and indirect
10 purchasers, the court shall take all steps necessary to avoid
11 duplicate liability, including but not limited to the transfer and
12 consolidation of all related actions. In actions where both direct and
13 indirect purchasers are involved, a defendant shall be entitled to
14 prove as a partial or complete defense to a claim for damages that
15 the illegal overcharge has been passed on to others who are
16 themselves entitled to recover so as to avoid duplication of recovery
17 of damages.

13 New York courts have also denied standing on the basis of the risks of duplicative recovery. *See*
14 *Ho v. Visa*, No. 50415(U), slip op. at *3 (N.Y. Sup. Ct. April 21, 2004) (holding that “any
15 recovery obtained by plaintiffs here is likely to be duplicative, in light of the fact that the retailers
16 have already brought and resolved their claims with respect to the debit cards, and have obtained
17 a multi-billion dollar settlement”).

18 321. To the extent any recovery by Plaintiff would be duplicative of recovery by other
19 plaintiffs and other lawsuits, subjecting LG Display America to the possibility of multiple
20 recovery, such recovery is barred by the Fifth and Eighth Amendments to the United States
21 Constitution.

22 **FOURTEENTH DEFENSE**

23 (Due Process – Fifth Amendment)

24 322. LG Display America hereby incorporates by reference, paragraphs 313-321 above.

25 323. To the extent that Plaintiff seeks recovery of damages or is awarded damages which
26 are duplicative of any other award of damages to any other claimant, then such duplicative
27 damages sought by or awarded to Plaintiff constitute a denial of substantive due process in
28 violation of the Due Process clause of the Fifth Amendment of the United States Constitution,

1 and cannot be awarded and/or are void.

2 **FIFTEENTH DEFENSE**

3 (Due Process – Fourteenth Amendment)

4 324. LG Display America hereby incorporates by reference, paragraphs 313-321 above.

5 325. To the extent that Plaintiff seeks recovery of damages or is awarded damages which
6 are duplicative of any other award of damages to any other claimant, then such duplicative
7 damages sought by or awarded to Plaintiff constitute a denial of substantive due process in
8 violation of the Due Process clause of the Fourteenth Amendment of the United States
9 Constitution, and cannot be awarded and/or are void.

10 **SIXTEENTH DEFENSE**

11 (Equal Protection)

12 326. LG Display America hereby incorporates by reference, paragraphs 313-321 above.

13 327. Plaintiff's claims are barred, in whole or in part, to the extent they seek an improper
14 multiple punitive award for a single wrong because such an award would violate LG Display
15 America's rights guaranteed by the Equal Protection provision of the Fourteenth Amendment of
16 the United States Constitution.

17 **SEVENTEENTH DEFENSE**

18 (Excessive Fines)

19 328. LG Display America hereby incorporates by reference, paragraphs 313-321 above.

20 329. Plaintiff's claims are barred, in whole or in part, to the extent they seek an improper
21 multiple punitive award for a single wrong because such an award would violate LG Display
22 America's rights guaranteed by the Excessive Fines provision of the Eighth Amendment of the
23 United States Constitution.

24 **EIGHTEENTH DEFENSE**

25 (Violation of Laws of California)

26 330. LG Display America hereby incorporates by reference, paragraphs 313-321 above.

27 331. To the extent that Plaintiff seeks recovery of damages or is awarded damages which
28 are duplicative of any other award of damages to any other claimant, then such duplicative

1 damages sought by or awarded to Plaintiff constitute a violation of the laws of the state of
2 California, and cannot be awarded and/or are void.

3 **NINETEENTH DEFENSE**

4 (Violation of Laws of New York)

5 332. LG Display America hereby incorporates by reference, paragraphs 313-321 above.

6 333. To the extent that Plaintiff seeks recovery of damages or is awarded damages which
7 are duplicative of any other award of damages to any other claimant, then such duplicative
8 damages sought by or awarded to Plaintiff constitute a violation of the laws of the state of New
9 York, and cannot be awarded and/or are void.

10 **TWENTIETH DEFENSE**

11 (Violation of Laws of Duplicative Recovery)

12 334. LG Display America hereby incorporates by reference, paragraphs 313-321 above.
13 To the extent that Plaintiff seeks recovery of damages or is awarded damages which are
14 duplicative of any other award of damages to any other claimant, then such duplicative damages
15 sought by or awarded to Plaintiff constitute a violation of law, and cannot be awarded and/or are
16 void.

17 **TWENTY-FIRST DEFENSE**

18 (Incorporation of Defenses of Others)

19 335. LG Display America adopts by reference any applicable defense pleaded by any
20 other defendant not otherwise expressly set forth herein.

21 **TWENTY-SECOND DEFENSE**

22 (Reservation of Other Defenses)

23 336. LG Display America reserves the right to assert other defenses as this action
24 proceeds up to and including the time of trial.

25 **COUNTERCLAIM**

26 337. Defendant and Counterclaimant LG Display America, Inc. (“LG Display America”)
27 further states a counterclaim for Declaratory Judgment against Plaintiff and Counterclaim
28 Defendant T-Mobile U.S.A., Inc.’s (“T-Mobile”) as follows:

1 **The Parties**

2 338. LG Display America is a California corporation with its principal place of business
3 in San Jose, California.

4 339. Pursuant to T-Mobile’s complaint, T-Mobile (formerly known as Western PCS
5 Corporation and VoiceStream Wireless Corporation) is a Delaware corporation with its principal
6 place of business at Bellevue, Washington.

7 **Jurisdiction**

8 340. This action is brought pursuant to 28 U.S.C. § 2201 to secure declaratory relief.

9 341. The jurisdiction of this Court is invoked pursuant to 28 U.S.C. § 1331.

10 342. The jurisdiction of this Court is also invoked pursuant to 28 U.S.C. § 1332. The
11 matter in controversy exceeds the sum of \$75,000 and is between citizens of different states.

12 **Summary of Facts**

13 343. LG Display America has been named as a defendant in numerous actions, including
14 this one, seeking damages caused by an alleged conspiracy to fix prices of TFT-LCD panels (the
15 “TFT-LCD Actions”). These actions include 1) claims by plaintiffs who allege they are direct
16 purchasers of TFT-LCD panels, 2) claims by plaintiffs who allege they are direct purchasers of
17 finished products containing TFT-LCD panels, 3) claims by plaintiffs who allege they are indirect
18 purchasers of TFT-LCD panels, and 4) claims by plaintiffs who allege they are indirect
19 purchasers of finished products containing TFT-LCD panels. Some of these actions are
20 proceeding as part of a class action on behalf of alleged direct purchasers of TFT-LCD panels or
21 finished products containing TFT-LCD panels. Some of the actions are proceeding as part of a
22 class action on behalf of alleged indirect purchasers of TFT-LCD panels or finished products
23 containing TFT-LCD panels who purchased such items not for resale. Some of these actions, like
24 this one, are proceeding as direct actions on behalf on one or more corporate entities alleged to be
25 direct and/or indirect purchasers of TFT-LCD panels or finished products containing TFT-LCD
26 panels who either opted out of the direct purchaser class action or otherwise brought their claims
27 individually. And finally, some of these actions are civil actions commenced by Attorneys
28 General of the States of Arkansas, California, Florida, Illinois, Michigan, Mississippi, Missouri,

1 New York, Oklahoma, Oregon, South Carolina, Washington, West Virginia, and Wisconsin. The
2 Attorneys General of these 14 states variously purport to bring claims on behalf of state and local
3 government agencies, and/or on behalf of the citizens of their respective states pursuant to their
4 *parens patriae* powers, as purchasers of TFT-LCD panels or of finished products containing TFT-
5 LCD panels.

6 344. Many of these actions were filed originally in the United States District Court for
7 the Northern District of California and designated as related actions pursuant to the District
8 Court's procedures. Many others were originally filed in other courts throughout the United
9 States and transferred to the Northern District of California by the Judicial Panel on Multidistrict
10 Litigation (the "JPML") for coordinated or consolidated pretrial proceedings, along with the
11 actions filed in the Northern District of California, as part of a Multi-District Litigation entitled In
12 re TFT-LCD (Flat Panel) Antitrust Litigation (the "MDL").

13 345. Included among the actions in the MDL are the actions commenced by Attorneys
14 General of the States of Arkansas, Florida, Michigan, Missouri, New York, Oklahoma, Oregon,
15 West Virginia, and Wisconsin. The civil actions by the Attorneys General of California and
16 Washington were originally filed in their respective state courts, then removed to federal court,
17 transferred by the JPML to the MDL in the Northern District of California, and subsequently
18 remanded back to their original state courts where they are currently pending. The civil actions
19 by the Attorneys General of Illinois, Mississippi, and South Carolina have never been part of the
20 MDL proceedings. The Illinois action was commenced in state court, removed to federal court
21 and subsequently remanded to the Illinois state court where it is currently pending. The
22 Mississippi action was commenced in state court and removed to federal court in Mississippi. A
23 motion to remand that action to state court is currently being briefed before the United States
24 District Court for the Southern District of Mississippi. The South Carolina action was
25 commenced in state court and removed to federal court. An order remanding that action back to
26 South Carolina state court is currently on appeal before the United States Court of Appeals for the
27 Fourth Circuit.

28 346. The TFT-LCD Actions have been brought, variously, pursuant to the United States

1 antitrust laws, which permit claims by direct purchasers, only, and pursuant to state antitrust and
2 consumer protections laws, some of which permit claims by indirect purchasers, as well as direct
3 purchasers. All of the TFT-LCD Actions arise out an alleged common nucleus of operative facts.

4 347. In these circumstances, multiple plaintiffs, classes of plaintiffs, and/or Attorneys
5 General are seeking to recover all or part of the same alleged overcharges on the TFT-LCD
6 panels sold by defendants. In other words, despite being at different points on the manufacturing
7 and distribution chains (e.g., manufacturers, systems integrators, distributors, retailers, end users)
8 for those original panels, the different plaintiffs claim they absorbed the overcharges in whole or
9 part, in contradiction to the competing claims of the other plaintiffs. Indeed, each and all of the
10 plaintiffs in each and all of the TFT-LCD Actions claims, or has asserted through expert opinions
11 or otherwise, that it has incurred, either directly or by pass through, 100% of all overcharges on
12 the TFT-LCD panels it has directly or indirectly purchased. In these circumstances, and given the
13 existence of multiple actions pending in multiple courts applying multiple laws to the same series
14 of circumstances and transactions, LG Display America is currently at risk of being held liable for
15 multiple awards of damages for the same purported wrong, namely the amount of any purported
16 overcharge to a direct purchaser of a TFT-LCD panel, in the first instance, plus the same amount
17 for each subsequent indirect purchaser down the line. That these multiple recoveries are subject
18 to trebling under federal and state statutes further compounds this serious risk.

19 348. Specific to this action, to the degree that damages have been or may be awarded to
20 claimants upstream of Plaintiff in the manufacturing and distribution chain (e.g., to manufacturers
21 of TFT-LCD panels, or to manufacturers and OEMs of finished products containing TFT-LCD
22 panels), or downstream of Plaintiff in the distribution chain (e.g., business or individual end-users
23 of finished products containing TFT-LCD panels), and to the degree that any award of damages is
24 not properly allocated among such claimants to prevent a total award exceeding 100% of any
25 overcharge on a given TFT-LCD panel, LG Display America is at risk of being held liable for
26 multiple awards of damages for the same, single purported wrong. Moreover, for the same
27 reason, any award to Plaintiff will be a “windfall” that exceeds its actual damages, insofar as any
28 action determines that others in the manufacturing and distribution chains absorbed or otherwise

1 incurred the overcharges Plaintiff claims. These serious and unjust risks of multiple, windfall
2 awards for the same, single wrong will exist as long as the TFT-LCD Actions, including this
3 action by Plaintiff, proceed without active judicial intervention to prevent such risks. Controlling
4 law requires this Court to take affirmative steps to avoid such multiple recoveries.

5 349. Plaintiff brings its overcharge claims under California law. (FAC, ¶¶ 287-298).
6 Under California law, multiple recovery is not permitted. For example, Cal. Bus. & Prof. Code §
7 16750(a) authorizes recovery for the “damages sustained” by the plaintiff for purported violations
8 of the Cartwright Act. And, California courts are instructed to take affirmative measures to avoid
9 duplicative recoveries. *See Clayworth v. Pfizer, Inc.*, 49 Cal. 4th 758, 787 (2010) (holding that
10 “[i]n instances where multiple levels of purchasers have sued, or where a risk remains they may
11 sue, trial courts and parties have at their disposal and may employ joinder, interpleader,
12 consolidation, and like procedural devices to bring all claimants before the court. In such cases, if
13 damages must be allocated among the various levels of injured purchasers, the bar on
14 consideration of the pass-on evidence must necessarily be lifted”); *see also id.* at 776-77
15 (citing with approval the Senate amendment to the Hart-Scott-Rodino Act which excluded from
16 *parens patriae* suits damage awards that duplicate amounts awarded for the same injury).

17 350. Plaintiff brings its overcharge claims under New York law. (FAC, ¶ 299). Under
18 New York law, duplicative recovery is not permitted. Pursuant to N.Y. Gen. Bus. Law § 340(6),

19 [i]n any action pursuant to this section, the fact that the state, or any
20 political subdivision or public authority of the state, or any person
21 who has sustained damages by reason of violation of this section
22 has not dealt directly with the defendant shall not bar or otherwise
23 limit recovery; provided, however, that in any action in which
24 claims are asserted against a defendant by both direct and indirect
25 purchasers, the court shall take all steps necessary to avoid
26 duplicate liability, including but not limited to the transfer and
27 consolidation of all related actions. In actions where both direct and
28 indirect purchasers are involved, a defendant shall be entitled to
prove as a partial or complete defense to a claim for damages that
the illegal overcharge has been passed on to others who are
themselves entitled to recover so as to avoid duplication of recovery
of damages.

1 New York courts have also denied standing on the basis of the risks of duplicative recovery. *See*
2 *Ho v. Visa*, No. 50415(U), slip op. at *3 (N.Y. Sup. Ct. April 21, 2004) (holding that “any
3 recovery obtained by plaintiffs here is likely to be duplicative, in light of the fact that the retailers
4 have already brought and resolved their claims with respect to the debit cards, and have obtained
5 a multi-billion dollar settlement”).

6 **COUNT ONE**

7 (Declaratory Judgment)

8 351. LG Display America hereby incorporates by reference, paragraphs 337-350 above.

9 352. LG Display America seeks a declaration that, to the extent that Plaintiffs seek
10 recovery of damages or are awarded damages which are duplicative of any other award of
11 damages to any other claimant, then such duplicative damages sought by or awarded to Plaintiffs
12 constitute a violation of the laws of the state of California, and cannot be awarded and/or are void.

13 **COUNT TWO**

14 (Declaratory Judgment)

15 353. LG Display America hereby incorporates by reference, paragraphs 337-350 above.

16 354. LG Display America seeks a declaration that, to the extent that Plaintiff seeks
17 recovery of damages or are awarded damages which are duplicative of any other award of
18 damages to any other claimant, then such duplicative damages sought by or awarded to Plaintiff
19 constitute a violation of the laws of the state of New York, and cannot be awarded and/or are
20 void.

21 **COUNT THREE**

22 (Declaratory Judgment)

23 355. LG Display America hereby incorporates by reference paragraphs 337-350 above.

24 356. LG Display America seeks a declaration that, to the extent that Plaintiff seeks
25 recovery of damages or are awarded damages which are duplicative of any other award of
26 damages to any other claimant, then such duplicative damages sought by or awarded to Plaintiff
27 constitute a denial of substantive due process under the Fifth Amendment of the United States
28 Constitution, and cannot be awarded and/or are void.

1 **COUNT FOUR**

2 (Declaratory Judgment)

3 357. LG Display America hereby incorporates by reference 337-350 above.

4 358. LG Display America seeks a declaration that, to the extent that Plaintiff seeks
5 recovery of damages or are awarded damages which are duplicative of any other award of
6 damages to any other claimant, then such duplicative damages sought by or awarded to Plaintiff
7 constitute a denial of substantive due process under the Fourteenth Amendment of the United
8 States Constitution, and cannot be awarded and/or are void.

9 **PRAYER FOR RELIEF**

10 WHEREFORE, LG Display America prays as follows:

11 359. That Plaintiff T-Mobile take nothing by way of the First Amended Complaint, and
12 the action be dismissed with prejudice;

13 360. That judgment be entered in favor of LG Display America and against Plaintiff with
14 respect to all causes of action in the First Amended Complaint;

15 361. That the Court award LG Display America its attorneys' fees and all other costs
16 reasonably incurred in defense of this action; and

17 362. Under Count One of the Counterclaim, a declaratory judgment be entered
18 prohibiting Plaintiff from recovering any damages duplicative of any other award of damages;

19 363. Under Count Two of the Counterclaim, a declaratory judgment be entered
20 prohibiting Plaintiff from recovering any damages duplicative of any other award of damages;
21 and

22 364. Under Count Three of the Counterclaim, a declaratory judgment be entered
23 prohibiting Plaintiff from recovering any damages duplicative of any other award of damages;
24 and

25 365. Under Count Four of the Counterclaim, a declaratory judgment be entered
26 prohibiting Plaintiff from recovering any damages duplicative of any other award of damages;
27 and
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