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Counsel for Plaintiff T-Mobile U.S.A., Inc.

**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA – SAN FRANCISCO DIVISION**

IN RE TFT-LCD (FLAT PANEL)
 ANTITRUST LITIGATION

This Document Relates to:

*Interbond Corporation of America v. AU
 Optronics Corporation, et al.*, Case No.
 3:11-cv-03763 SI

*Jaco Electronics, Inc. v. AU Optronics
 Corporation, et al.*, Case No. 3:11-cv-02495 SI,

*Office Depot, Inc. v. AU Optronics
 Corporation, et al.*, Case No. 3:11-cv-02225 SI

*P.C. Richard & Son Long Island Corporation,
 et al. v. AU Optronics Corporation, et al.*,
 Case No. 3:11-cv-04119 SI

*T-Mobile U.S.A., Inc. v. AU Optronics
 Corporation, et al.*, Case No 3:11-cv-02591 SI

Master File No. C M:07-01827 SI
 MDL NO. 1827

**[PROPOSED] ORDER GRANTING
 DIRECT ACTION PLAINTIFFS'
 MOTION TO DISMISS
 DEFENDANTS LG DISPLAY
 AMERICA, INC. AND LG DISPLAY
 CO., LTD.'S COUNTERCLAIMS
 AND STRIKE THEIR DEFENSES
 CONCERNING DUPLICATIVE
 RECOVERY**

Date: September 7, 2012
 Time: 9:00 AM
 Location: Courtroom 10, 19th Floor
 450 Golden Gate Ave.
 San Francisco, CA 94102

The Court, having considered plaintiffs ABC Appliance, Inc. (“ABC”), Interbond Corporation of America, d/b/a BrandsMart USA (“BrandsMart”), Jaco Electronics, Inc. (“Jaco”), MARTA Cooperative of America, Inc. (“MARTA”), Office Depot, Inc. (“Office Depot”), P.C. Richard & Son Long Island Corporation (“P.C. Richard”), and T-Mobile U.S.A., Inc.’s (“T-Mobile,” and together with the aforementioned plaintiffs, the “Moving DAPs”) motion to dismiss defendants LG Display America, Inc. and LG Display Co., Ltd.’s (together, “LG Display”) counterclaims pursuant to FED. R. CIV. P. 12(b)(6) and strike their defenses concerning duplicative recovery pursuant to FED. R. CIV. P. 12(f)(2), and the written submissions of the parties for and against said motion, and having heard the argument of the parties, and with good cause appearing,

IT IS HEREBY ORDERED that the DAPs’ motion is **GRANTED**, as set forth below:

1. LG Display’s counterclaims against the Moving DAPs based on Due Process under the Fifth Amendment (Dkt. Nos. 5247 & 5248 (Office Depot) Counterclaim No. 3; 5250 & 5251 (BrandsMart) Counterclaim No. 2; 5252 & 5253 (T-Mobile) Counterclaim No. 3; 5254 & 5255 (P.C. Richard, et al.) Counterclaim No. 5; 5302 & 5303 (Jaco) Counterclaim No. 1) are dismissed pursuant to FED. R. CIV. P. 12(b)(6), with prejudice;

2. LG Display’s counterclaims against the Moving DAPs based on Due Process under the Fourteenth Amendment (Dkt. Nos. 5247 & 5248 (Office Depot) Counterclaim No. 4; 5250 & 5251 (BrandsMart) Counterclaim No. 3; 5252 & 5253 (T-Mobile) Counterclaim No. 4; 5254 & 5255 (P.C. Richard, et al.) Counterclaim No. 6; 5302 & 5303 (Jaco) Counterclaim No. 2) are dismissed pursuant to FED. R. CIV. P. 12(b)(6), with prejudice;

3. LG Display’s counterclaims against the Moving DAPs based on Florida

law (Dkt. Nos. 5247 & 5248 (Office Depot) Counterclaim No. 1; 5250 & 5251 (BrandsMart) Counterclaim No. 1) are dismissed pursuant to FED. R. CIV. P. 12(b)(6), with prejudice;

4. LG Display's counterclaims against the Moving DAPs based on Illinois law (Dkt. Nos. 5254 & 5255 (P.C. Richard, et al.) Counterclaim No. 2) are dismissed pursuant to FED. R. CIV. P. 12(b)(6), with prejudice;

5. LG Display's counterclaims against the Moving DAPs based on New York law (Dkt. Nos. 5252 & 5253 (T-Mobile) Counterclaim No. 2; 5254 & 5255 (P.C. Richard, et al.) Counterclaim No. 4) are dismissed pursuant to FED. R. CIV. P. 12(b)(6), with prejudice;

6. LG Display's counterclaims against the Moving DAPs based on Arizona law (Dkt. Nos. 5254 & 5255 (P.C. Richard, et al.) Counterclaim No. 1) are dismissed pursuant to FED. R. CIV. P. 12(b)(6), with prejudice;

7. LG Display's counterclaims against the Moving DAPs based on Michigan law (Dkt. Nos. 5254 & 5255 (P.C. Richard, et al.) Counterclaim No. 3) are dismissed pursuant to FED. R. CIV. P. 12(b)(6), with prejudice;

8. LG Display's counterclaims against the Moving DAPs based on California law (Dkt. Nos. 5247 & 5248 (Office Depot) Counterclaim No. 2; 5252 & 5253 (T-Mobile) Counterclaim No. 1) are dismissed pursuant to FED. R. CIV. P. 12(b)(6), with prejudice;

9. LG Display's defenses to the Moving DAPs' claims based on Due Process under the Fifth Amendment (Dkt. Nos. 5247 & 5248 (Office Depot) Defense No. 14; 5250 & 5251 (BrandsMart) Defense No. 14; 5252 & 5253 (T-Mobile) Defense No. 14; 5254 & 5255 (P.C. Richard, et al.) Defense No. 14; 5302 & 5303 (Jaco) Defense No. 14) are stricken pursuant to FED. R. CIV. P. 12(f)(2), with prejudice;

10. LG Display's defenses to the Moving DAPs' claims based on Due Process under the Fourteenth Amendment (Dkt. Nos. 5247 & 5248 (Office Depot) Defense No. 15; 5250 & 5251 (BrandsMart) Defense No. 15; 5252 & 5253 (T-Mobile) Defense No. 15; 5254 & 5255 (P.C. Richard, et al.) Defense No. 15; 5302 & 5303 (Jaco) Defense No. 15) are stricken pursuant to FED. R. CIV. P. 12(f)(2), with prejudice;

11. LG Display's defenses to the Moving DAPs' claims based on Florida law (Dkt. Nos. 5247 & 5248 (Office Depot) Defense No. 18; 5250 & 5251 (BrandsMart) Defense No. 18) are stricken pursuant to FED. R. CIV. P. 12(f)(2), with prejudice;

12. LG Display's defenses to the Moving DAPs' claims based on Illinois law (Dkt. Nos. 5254 & 5255 (P.C. Richard, et al.) Defense No. 19) are stricken pursuant to FED. R. CIV. P. 12(f)(2), with prejudice;

13. LG Display's defenses to the Moving DAPs' claims based on New York law (Dkt. Nos. 5252 & 5253 (T-Mobile) Defense No. 19; 5254 & 5255 (P.C. Richard, et al.) Defense No. 21) are stricken pursuant to FED. R. CIV. P. 12(f)(2), with prejudice;

14. LG Display's defenses to the Moving DAPs' claims based on Arizona law (Dkt. Nos. 5254 & 5255 (P.C. Richard, et al.) Defense No. 18) are stricken pursuant to FED. R. CIV. P. 12(f)(2), with prejudice;

15. LG Display's defenses to the Moving DAPs' claims based on Michigan law (Dkt. Nos. 5254 & 5255 (P.C. Richard, et al.) Defense No. 20) are stricken pursuant to FED. R. CIV. P. 12(f)(2), with prejudice;

16. LG Display's defenses to the Moving DAPs' claims based on California law (Dkt. Nos. 5247 & 5248 (Office Depot) Defense No. 19; 5252 & 5253 (T-Mobile) Defense

No. 18) are stricken pursuant to FED. R. CIV. P. 12(f)(2), with prejudice;

17. LG Display's defenses to the Moving DAPs' claims based on Unconstitutional Multiplicity (Dkt. Nos. 5247 & 5248 (Office Depot) Defense No. 13; 5250 & 5251 (BrandsMart) Defense No. 13; 5252 & 5253 (T-Mobile) Defense No. 13; 5254 & 5255 (P.C. Richard, et al.) Defense No. 13; 5302 & 5303 (Jaco) Defense No. 13) are stricken pursuant to FED. R. CIV. P. 12(f)(2), with prejudice;

18. LG Display's defenses to the Moving DAPs' claims based on Equal Protection (Dkt. Nos. 5247 & 5248 (Office Depot) Defense No. 16; 5250 & 5251 (BrandsMart) Defense No. 16; 5252 & 5253 (T-Mobile) Defense No. 16; 5254 & 5255 (P.C. Richard, et al.) Defense No. 16; 5302 & 5303 (Jaco) Defense No. 16) are stricken pursuant to FED. R. CIV. P. 12(f)(2), with prejudice;

19. LG Display's defenses to the Moving DAPs' claims based on Excessive Fines under the Eighth Amendment (Dkt. Nos. 5247 & 5248 (Office Depot) Defense No. 17; 5250 & 5251 (BrandsMart) Defense No. 17; 5252 & 5253 (T-Mobile) Defense No. 17; 5254 & 5255 (P.C. Richard, et al.) Defense No. 17; 5302 & 5303 (Jaco) Defense No. 17) Defense No. 18) are stricken pursuant to FED. R. CIV. P. 12(f)(2), with prejudice; and

20. LG Display's defenses to the Moving DAPs' claims based on the "Laws of Duplicative Recovery" (Dkt. Nos. 5247 & 5248 (Office Depot) Defense No. 20; 5250 & 5251 (BrandsMart) Defense No. 19; 5252 & 5253 (T-Mobile) Defense No. 20; 5254 & 5255 (P.C. Richard, et al.) Defense No. 22; 5302 & 5303 (Jaco) Defense No. 18) are stricken pursuant to FED. R. CIV. P. 12(f)(2), with prejudice.

IT IS SO ORDERED.

Dated: _____, 2012

The Honorable Susan Y. Illston
United States District Judge

Master File No. C M:07-01827 SI
MDL NO. 1827

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[PROPOSED] ORDER GRANTING MOVING DAPs'
MOTION TO DISMISS AND STRIKE
LG DISPLAY'S COUNTERCLAIMS AND DEFENSES
CONCERNING DUPLICATIVE RECOVERY