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Interim Co-Lead Counsel for Plaintiffs

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

17 **IN RE TRANSPACIFIC PASSENGER**
AIR TRANSPORTATION ANTITRUST
 18 **LITIGATION**

Civil Action No. 3:07-CV-05634-CRB

MDL No: 1913

19 **FINAL JUDGMENT OF DISMISSAL**
WITH PREJUDICE AS TO
 20 **DEFENDANT MALAYSIAN AIRLINE**
SYSTEM BERHAD

This Document Relates To:

All Actions

1 This matter has come before the Court to determine whether there is any just reason for delay
 2 of the entry of this final judgment with respect to the class action settlement with Defendant
 3 Malaysian Airline System Berhad (sometimes referred to herein as “Defendant” or “MAS”). The
 4 Court, having reviewed the Motion for Final Approval of certain settlements (*see* ECF No. 999) and
 5 Plaintiffs’ Fees Motion (*see* ECF No. 986), and having held argument on the motion on May 22,
 6 2015 and having issued an Order Granting Motion For Final Approval And Granting Motion For
 7 Fees (*see* ECF No. 1009), and finding no just reason for delay hereby directs entry of Judgment
 8 which shall constitute a final adjudication of this case on the merits as to members of the MAS
 9 Settlement Class and Defendant Malaysian Airline System Berhad pursuant to the Settlement
 10 Agreement Between Plaintiffs and Malaysian Airline System Berhad (the “Settlement Agreement”)
 11 (*see* ECF No. 999-6):

12 IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

13 1. The Court has jurisdiction over the subject matter of this litigation, and all actions
 14 within this litigation (collectively, the “Action”) and over the parties to the Settlement Agreement,
 15 including all members of the Settlement Class and Defendant.

16 2. The following class is certified for settlement purposes only, pursuant to Rule 23 of
 17 the Federal Rules of Civil Procedure:

18 MALAYSIA AIRLINES SETTLEMENT CLASS:

19 All persons and entities that purchased passenger air transportation
 20 that included at least one flight segment between the United States and
 21 Asia/Oceania from Defendants or their co-conspirators, or any
 22 predecessor, subsidiary or affiliate thereof, at any time between
 23 January 1, 2000 and the Effective Date. Excluded from the class are
 24 purchases of passenger air transportation between the United States
 25 and the Republic of South Korea purchased from Korean Air Lines,
 26 Ltd. and/or Asiana Airlines, Inc. Also excluded from the class are
 27 governmental entities, Defendants, former defendants in the Actions,
 28 any parent, subsidiary or affiliate thereof, and Defendants’ officers,
 directors, employees or immediate families.

3. This settlement class shall be referred to herein as the Settlement Class.

4. For purposes of this order, the terms “Defendants,” “Effective Date,” “Released
 Claims,” “Releasing Parties,” and “Released Parties” shall be defined as set forth in the Settlement

1 Agreement. The term co-conspirators means: American Airlines; Asiana Airlines, Inc.; British
2 Airways; Continental Airlines; Delta Airlines; Korean Air Lines, Ltd.; KLM Royal Dutch Airlines;
3 Lufthansa; Northwest Airlines; Scandinavian Airlines System; Swiss International; United Airlines;
4 and Virgin Atlantic Airways.

5 5. The Court finds the prerequisites to a class action under Federal Rule of Civil
6 Procedure 23(a) have been satisfied for settlement purposes by each of the Settlement Classes in
7 that:

- 8 a. there are hundreds of thousands of putative members of the Settlement Class,
9 making joinder of all members impracticable;
- 10 b. there are questions of fact and law that are common to all members of the
11 Settlement Class;
- 12 c. the claims of the Class Representatives are typical of those of the absent members
13 of the Settlement Class; and
- 14 d. Plaintiffs Meor Adlin, Franklin Ajaye, Andrew Barton, Rachel Diller, Scott
15 Fredrick, David Kuo, Dickson Leung, Brendan Maloof, Donald Wortman, Harley
16 Oda, Roy Onomura, Shinsuke Kobayashi, Patricia Lee, Nancy Kajiyama, Della
17 Ewing Chow and James Kawaguchi (the “Class Representatives”) have and will
18 fairly and adequately protect the interests of the absent members of the Settlement
19 Class and have retained counsel experienced in complex antitrust class action
20 litigation who have and will continue to adequately advance the interests of the
21 Settlement Class.

22 6. The Court finds that this Action may be maintained as a class action under Federal
23 Rule of Civil Procedure 23(b)(3) for settlement because: (i) questions of fact and law common to
24 the members of the Settlement Class predominate over any questions affecting only the claims of
25 individual members; and (ii) a class action is superior to other available methods for the fair and
26 efficient adjudication of this controversy.

27 7. Pursuant to Fed. R. Civ. P. 23(g), the Court hereby confirms that Cotchett, Pitre &
28 McCarthy, LLP and Hausfeld LLP are appointed as Settlement Class Counsel, and that Plaintiffs

1 Meor Adlin, Franklin Ajaye, Andrew Barton, Rachel Diller, Scott Fredrick, David Kuo, Dickson
2 Leung, Brendan Maloof, Donald Wortman, Harley Oda, Roy Onomura, Shinsuke Kobayashi,
3 Patricia Lee, Nancy Kajiyama, Della Ewing Chow and James Kawaguchi are appointed to serve as
4 Class Representatives on behalf of the Settlement Class.

5 8. The person identified on Exhibit B to the Declaration of Joel Botzet in support of
6 Plaintiffs' motion for final approval of the Class Settlements (*see* ECF No. 999-19) has timely and
7 validly requested exclusion from the Settlement Class and, therefore, is excluded. Such person is
8 not included in or bound by this final judgment.

9 9. Upon the Effective Date, all Releasing Parties shall be permanently barred and
10 enjoined from instituting, commencing, prosecuting or asserting any Released Claim against any of
11 the Released Parties.

12 10. The Court has finally approved a total of eight settlements between the Class
13 Representatives and Japan Airlines Company, Ltd., Société Air France, Vietnam Airlines Company
14 Limited, Thai Airways International Public Co., Ltd. ("Thai Airways"), Malaysian Airline System
15 Berhad, Qantas Airways Limited ("Qantas"), Cathay Pacific Airways, Ltd. ("Cathay Pacific"), and
16 Singapore Airlines Limited (collectively the "Settlement Agreements") in the total amount of
17 \$39,502,000.00, approved an award of attorneys' fees in the amount of \$9,000,000.00, approved
18 reimbursement to Class Counsel of expenses in the amount of \$2,807,699.73, approved a litigation
19 fund of \$3,000,000.00, and approved an award of \$7,500.00 for each of the Class Representatives
20 (collectively the "Approved Fees and Costs") (*see* ECF No. 1009).

21 11. The Approved Fees and Costs shall be allocated pro-rata to each of the Settlement
22 Agreements.

23 12. This Court hereby dismisses on the merits and with prejudice the Action against
24 Defendant, with each party to bear its own costs and attorneys' fees.

25 13. Without affecting the finality of this final judgment in any way, this Court hereby
26 retains continuing jurisdiction over: (a) implementation of the terms of the Settlement Agreement
27 and any distribution to members of the Settlement Class pursuant to further orders of this Court; (b)
28 hearing and ruling on any matters relating to the plan of allocation of the settlement proceeds; and

1 (c) all parties to the Action and Releasing Parties, for the purpose of enforcing and administering
2 the Settlement Agreement and the mutual releases and other documents contemplated by, or
3 executed in connection with the Settlement Agreement.

4 **IT IS SO ORDERED.**

5 Dated June 11, 2015



6 HON. CHARLES R. BREYER
7 United States District Court Judge

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