

JS-6

UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA

IN RE TOYOTA MOTOR
CORPORATION
SECURITIES LITIGATION

Master File No. CV 10-922 DSF
(AJWx)

**FINAL JUDGMENT AND
ORDER OF DISMISSAL
WITH PREJUDICE**

Courtroom: 840
Judge: Dale S. Fischer

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1 This matter came before the Court for hearing pursuant to the Order of this
2 Court, dated January 3, 2013 (“Preliminary Approval Order”), on the application
3 of the Lead Plaintiff for approval of the Settlement set forth in the Amended
4 Stipulation of Settlement (the “Stipulation”). Full and adequate notice having been
5 given to the Class as required in the Court’s Order, and the Court having
6 considered all papers filed and proceedings held herein and otherwise being fully
7 informed in the premises and good cause appearing therefor,

8 NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

9 1. This Judgment incorporates by reference the definitions in the
10 Stipulation, and all capitalized terms used, but not defined herein, shall have the
11 same meanings as in the Stipulation.

12 2. This Court has jurisdiction over the subject matter of the Litigation
13 and over all parties to the Litigation, including all members of the Class.

14 3. Pursuant to Rule 23 of the Federal Rules of Civil Procedure, this
15 Court hereby certifies the Litigation as a class action for settlement purposes only.
16 The Class consists of all Persons who purchased or otherwise acquired the
17 American Depositary Shares of Toyota Motor Corporation during the period from
18 May 10, 2005, through and including February 2, 2010, excluding Defendants and
19 their Related Persons. Also excluded from the Class are any Persons who
20 excluded themselves by submitting a request for exclusion in accordance with the
21 requirements set forth in the Preliminary Approval Order, a list of whom is
22 attached hereto as Exhibit 1.

23 4. With respect to the Class, this Court finds, solely for the purposes of
24 settlement, that:

25 (a) the members of the Class are so numerous that joinder of all Class
26 Members in the Litigation is impracticable;

27 (b) there are questions of law and fact common to the Class;

28 (c) the claims by Lead Plaintiff are typical of the claims of the Class;

1 (d) Lead Plaintiff and Lead Counsel have and will fairly and
2 adequately represent and protect the interests of the Class Members;

3 (e) the questions of law and fact common to the members of the Class
4 predominate over any questions affecting only individual members; and

5 (f) a class action is superior to other available methods for the fair and
6 efficient adjudication of the controversy, considering: (i) the interests of the
7 Class Members in individually controlling the prosecution of separate
8 actions; (ii) the extent and nature of any litigation concerning the
9 controversy already commenced by Class Members; and (iii) the desirability
10 or undesirability of concentrating the litigation of these claims in this
11 particular forum.

12 5. Pursuant to Federal Rule of Civil Procedure 23, this Court hereby
13 approves the Settlement set forth in the Stipulation and finds that the Settlement is,
14 in all respects, fair, reasonable and adequate to Lead Plaintiff and the Class. The
15 Court further finds that the Settlement set forth in the Stipulation is the result of
16 arm's-length negotiations between experienced counsel representing the interests
17 of the Settling Parties and is in the best interest of the Class. The Court further
18 finds that the record is sufficiently developed and complete to have enabled Lead
19 Plaintiff and Defendants to have adequately evaluated and considered their
20 positions. Accordingly, the Settlement embodied in the Stipulation is hereby
21 finally approved in all respects. The Settling Parties are hereby directed to perform
22 its terms.

23 6. Except as to any individual claim of those persons who have validly
24 and requested exclusion from the Class (identified in Exhibit 1 hereto), the
25 Litigation as it relates to all claims contained therein related to the purchase or
26 acquisition of Toyota ADS's during the Class Period, including the Released
27 Claims, are dismissed with prejudice as against the Released Persons. The Settling
28 Parties are to bear their own costs, except as otherwise provided in the Stipulation.

1 7. Pursuant to this Judgment, upon the Effective Date, Lead Plaintiff and
2 each and every Class Member shall be deemed to have – and by operation of this
3 Judgment shall have – fully, finally, and forever released, relinquished, discharged
4 and dismissed each and every one of the Released Claims against each and every
5 one of the Released Persons, whether or not such Class Member executes and
6 delivers the Proof of Claim and Release, and whether or not such Class Member
7 shares in the Settlement Fund.

8 8. Pursuant to this Judgment, upon the Effective Date, each of the
9 Released Persons shall be deemed to have – and by operation of this Judgment
10 shall have – fully, finally, and forever released, relinquished, and discharged Lead
11 Plaintiff, each and all of the Class Members, Lead Counsel, Liaison Counsel and
12 Plaintiffs’ Counsel from all claims (including Unknown Claims) debts, demands,
13 controversies, obligations, losses, rights, liabilities and/or causes of action of any
14 kind or nature whatsoever—including, but not limited to, any claims for damages
15 (whether compensatory, special, incidental, consequential, punitive, exemplary or
16 otherwise) injunctive relief, declaratory relief, rescission or rescissionary damages,
17 interest, attorneys’ fees, expert or consulting fees, costs, expenses, or any other
18 form of legal or equitable relief whatsoever—whether based on federal, state,
19 local, foreign, statutory or common law or regulation, class or individual in nature,
20 known or unknown, fixed or contingent, suspected or unsuspected, concealed or
21 hidden, accrued or un-accrued, liquidated or un-liquidated, at law or in equity,
22 matured or un-matured, arising out of, relating to, or in connection with the
23 institution, prosecution, assertion, settlement or resolution of the Litigation or the
24 Released Claims, but claims based upon, relating to or arising out of the
25 interpretation or enforcement of the terms of the Stipulation are not released.

26 9. The distribution of the Notice and the publication of the Summary
27 Notice as provided for in the Preliminary Approval Order constituted the best
28 notice practicable under the circumstances, including individual notice to all Class

1 Members who could be identified through reasonable effort. Said notice provided
2 the best notice practicable under the circumstances of those proceedings and of the
3 matters set forth therein, including the proposed Settlement set forth in the
4 Stipulation, to all persons entitled to such notice, and said notice fully satisfied the
5 requirements of Federal Rule of Civil Procedure 23, Section 21D(a)(7) of the
6 Securities Exchange Act of 1934, 15 U.S.C. § 78u-4(a)(7) as amended by the
7 Private Securities Litigation Reform Act of 1995, due process, and any other
8 applicable law.

9 10. Any plan of allocation submitted by Lead Counsel or any order
10 entered regarding any attorneys' fee and/or expense application shall in no way
11 disturb or affect this Final Judgment and Order of Dismissal with Prejudice and
12 shall be considered separate from this Final Judgment and Order of Dismissal with
13 Prejudice.

14 11. The settlement compromises claims that are contested and shall not be
15 deemed an admission by any Settling Party as to the merits of any claim or
16 defense. Neither the Stipulation nor the settlement contained therein, nor any act
17 performed or document executed pursuant to or in furtherance of the Stipulation or
18 the settlement: (a) is or may be deemed to be or may be used as an admission of, or
19 evidence of, the validity or invalidity of any Released Claim or of any alleged
20 wrongdoing or alleged liability of the Defendants and the Released Persons; or (b)
21 is or may be deemed to be or may be used as an admission of, or evidence of, any
22 alleged fault or omission of any of the Defendants and the Released Persons in any
23 civil, criminal or administrative proceeding in any court, administrative agency or
24 other tribunal. Defendants and the Released Persons may file the Stipulation
25 and/or the Judgment in any action that may be brought against them in order to
26 support a defense or counterclaim based on principles of res judicata, collateral
27 estoppel, release, good faith settlement, judgment bar or reduction, or any other
28 theory of claim preclusion or issue preclusion or similar defense or counterclaim.

1 12. Without affecting the finality of this Final Judgment and Order of
2 Dismissal with Prejudice in any way, this Court hereby retains continuing
3 jurisdiction over: (a) implementation of this settlement and any award or
4 distribution of the Settlement Fund, including interest earned thereon;
5 (b) disposition of the Settlement Fund; (c) hearing and determining applications for
6 attorneys' fees and expenses in the Litigation; and (d) all parties hereto for the
7 purpose of construing, enforcing and administering the Stipulation and the
8 settlement therein.

9 13. The Court finds that during the course of the Litigation, the Settling
10 Parties and their respective counsel at all times complied with the requirements of
11 Federal Rule of Civil Procedure 11.

12 14. In the event that the settlement does not become effective in
13 accordance with the terms of the Stipulation or the Effective Date does not occur,
14 or in the event that the Settlement Fund, or any portion thereof, is returned to the
15 Defendants, then this Final Judgment and Order of Dismissal with Prejudice shall
16 be rendered null and void to the extent provided by and in accordance with the
17 Stipulation and shall be vacated and, in such event, all orders entered and releases
18 delivered in connection herewith shall be null and void to the extent provided by
19 and in accordance with the Stipulation.

20 15. There is no just reason for delay in the entry of this Judgment and
21 immediate entry by the Clerk of the Court is expressly directed.

22 IT IS SO ORDERED.

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24 DATED: March 15, 2013



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26 _____
HONORABLE DALE S. FISCHER
27 UNITED STATES DISTRICT JUDGE
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EXHIBIT 1

Requests for Exclusion

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1. Hans Mueller & Christa A. Mueller Jt. Ten.
2. Willard Hodson, TTEE & Lena Lee Hodson, & Hodson Family Trust B
3. Norma McDowell Shrock, trustee Shrock Family Trust
4. Elizabeth Schacht
5. Charles A. Nathan & Diana R. Nathan
6. Ingeborg Schuster
7. Ursula Schuster
8. John T. Travers Sr. & Carrie M. Travers
9. Cracker Barrel Old Country Store, Inc.
10. Mary E. Langdon and Edgar J. Langdon
11. Carol J. Goick
12. Joel Wayne Sullivan
13. Robert F. Mager
14. Pamela M. Lauesen, Trustee of the Pamela Lauesen Sep Prop Trust U/A Dtd
6/4/1999
15. Verna A. Miller
16. Michael S. Fleischer
17. Kenneth G. Bowman
18. Robert Nelson
19. Richard Krase
20. Leslie Calvin Veach and Sabra G. Veach
21. Paul J. Haas
22. Kenneth A. Woodkey
23. Julie M. Wagner
24. Jeff Kaetzel

- 1 25. Thoralf Brecht
- 2 26. Tova Marie Shergold
- 3 27. UI-Jan Farms Inc.
- 4 28. Virginia Goski
- 5 29. Jay Y. Cherner
- 6 30. Mary Anna Williams
- 7 31. Nora M. Kutz and Kenneth J. Kutz
- 8 32. Donald E. Cox
- 9 33. Betty Rowell
- 10 34. Ziping Li
- 11 35. Lois Taylor
- 12 36. Gerald C. Smith
- 13 37. Mary M. Nash
- 14 38. Chan Chee Wong Lo
- 15 39. Linda Laffin
- 16 40. Ley Thompson
- 17 41. Martin Quincey
- 18 42. Ronald Fay and Catherine Fay

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