
SECOND SUPPLEMENTAL

APPENDIX

H

SECOND Supplemental

APPENDIX

H

Exhibit A

1. 1st Email—From Retailers Providing Credits

Benefits from an Attorney General E-books Settlement Fund

Para una notificación en Español, llamar o visitar nuestro website.

Records indicate that you are eligible for a payment from Settlements reached by the State Attorneys General with E-book publishers Hachette, HarperCollins and Simon & Schuster. The Settlements resolve an antitrust lawsuit about the price of electronic books (“E-books”). [Retailer] has not been sued. It is providing this notice as a service to its customers.

What the Settlements Provide

The Settlements create a \$69 million fund for payments to consumers who purchased qualifying E-books from April 1, 2010 through May 21, 2012. If the Court approves the Settlements, eligible consumers like you will receive automatic credits to your E-reader accounts. The credit can be used on any purchases of E-books or print books. The amount of your payment has been determined based on the qualifying E-book purchases identified by [Retailer] in your E-reader account.

How to Receive your Benefit

Because you are pre-qualified, you do not need to do anything to receive your credit. It will be applied to your account by [Retailer] automatically, and you will receive another email letting you know when it’s available. (You may receive more than one notice from different retailers.)

You also have the option to receive a check instead of your credit. You can request a check by calling 1-866-621-4153, or going to the Settlement website listed below, and clicking on the “check” option. Be sure to reference the Settlement ID number found at the bottom of this email. The Settlement website is:

www.EbooksAGSettlements.com

Your Other Rights

You can choose to exclude yourself from the Settlements and keep your right to sue on your own. If you exclude yourself, you can’t receive any benefits from the Settlements. If you don’t exclude yourself, you can submit objections about the Settlements.

Your written Exclusion Form or objections must be postmarked by **Month Day, Year**. Please visit the Settlement website for detailed information on how to submit a valid Exclusion Form or objection.

A separate lawsuit against two other publishers and Apple, Inc. continues and is set for a trial in 2013. Your rights in the separate suit are not affected by any action you take in regards to these Settlements.

The Court will hold a hearing on **Month 00, 2013, at x:xx x.m.** to consider whether to approve the Settlements. You or your own lawyer may ask to appear and speak at the hearing.

For more detailed information:

Call 1-866-621-4153 or Visit www.EbooksAGSettlements.com

Credit recipients – Emails

Settlement ID Number:

2. 2nd Email—Credit is ready

Automatic Credit Is Ready For Use

On Month Day, Year, you received an email from us informing you that you were eligible for an automatic credit in your [Retailer] account. The credit results from Settlements reached with certain publishers in an antitrust lawsuit filed by the State Attorneys General about the price of electronic books (“E-books”). If you did not receive that email, you can read about the Settlements at www.EbooksAGSettlements.com.

We are happy to inform you that the Court in charge of this case has approved the Settlements, and you have an automatic credit in your [Retailer] account. You can use your credit online to purchase print or E-books, regardless of publisher. If your account does not reflect this credit, please contact [Retailer]’s customer service.

This credit is valid for one year. If you have not used your credit within 90 days of the expiration of the credit, you will receive an email reminding you that it is still available.

If you have any questions about the Settlements, please visit www.EbooksAGSettlements.com.

3. 3rd Email—Reminder about Credit

Automatic Credit Will Expire In 90 Days

You have previously received emails from us informing you that you were eligible for an automatic credit in your [Retailer] account, and that your credit was ready for use. The credit results from Settlements reached with certain publishers in an antitrust lawsuit filed by the State Attorneys General about the price of electronic books (“E-books”). For more information about the Settlements, please visit www.EbooksAGSettlements.com.

Our records indicate that your credit will expire in 90 days, on Month Day, Year. You can use this credit to purchase any print or E-book, regardless of publisher. You will not be able to use your credit after it expires.

If you have any questions about your credit, please contact [Retailer]’s customer service.

4. 1st Postcard—General postcard about the Settlements

Benefits From an Attorney General E-books Settlement Fund

Records indicate that you are eligible for a payment from three Settlements reached by the State Attorneys General with E-book publishers Hachette, HarperCollins, and Simon & Schuster. The Settlements resolve an antitrust lawsuit about the price of electronic books (“E-books”). [Retailer] has not been sued. It is providing this notice as a service to its customers.

What the Settlements Provide

The Settlements create a \$69 million fund for payments to consumers who purchased qualifying E-books from April 1, 2010 through May 21, 2012. If the Court approves the Settlements, eligible consumers like you will receive automatic credits to your E-reader accounts. The credit can be used on any purchases of E-books or print books. The amount of your payment has been determined based on the qualifying E-book purchases identified by [Retailer] in your E-reader account.

How to Receive Your Benefit

Because you are pre-qualified, you do not need to do anything to receive your credit. It will be applied to your account by [Retailer] automatically, and you will receive another postcard letting you know when it’s available. (You may receive more than one notice from different retailers.)

You also have the option to receive a check instead of your credit. You can request a check by calling 1-866-621-4153, or going to the Settlement website listed below, and clicking on the “check” option. Be sure to reference the ID number found at the bottom of this postcard. The Settlement website is:

www.EBooksAGSettlements.com

Your Other Rights

You can choose to exclude yourself from the Settlements and keep your right to sue on your own. If you exclude yourself, you can’t receive any benefits from the Settlements. If you don’t exclude yourself, you can submit objections about the Settlements.

Your written Exclusion Form or objections must be postmarked by **Month Day, Year**. Please visit the Settlement website for detailed information on how to submit a valid Exclusion Form or objection.

The Court will hold a hearing on **Month 00, 2013, at x:xx x.m.** to consider whether to approve the Settlements. You or your own lawyer may ask to appear and speak at the hearing.

**This notice is only a summary. For detailed information:
Call 1-866-621-4153 or Visit www.EBooksAGSettlements.com**

Settlement ID Number:

Credit recipients - Postcards

5. 2nd Postcard—Credit is ready

Automatic Credit Is Ready For Use

In Month Year, you received a postcard from us informing you that you were eligible for an automatic credit in your [Retailer] account. The credit results from Settlements reached with certain publishers in an antitrust lawsuit filed by the State Attorneys General about the price of electronic books (“E-books”). If you did not receive that postcard, please call 1-866-621-4153.

We are happy to inform you that the Court in charge of this case has approved the Settlements, and you have an automatic credit in your [Retailer] account. You can use your credit online to purchase print or E-books, regardless of publisher. If your account does not reflect this credit, contact [Retailer]’s customer service.

This credit is valid for one year. If you have not used your credit within 90 days of the expiration of the credit, you will receive a postcard reminding you that it is still available.

If you have any questions about the Settlements, please visit the Settlement Website at www.EBooksAGSettlements.com.

Credit recipients - Postcards

6. 3rd Postcard—Reminder about Credit

Automatic Credit Will Expire In 90 Days

You have previously received postcards from us informing you that you were eligible for an automatic credit in your [Retailer] account and that your credit was ready for use. The credit results from Settlements reached with certain publishers in an antitrust lawsuit filed by the State Attorneys General about the price of electronic books (“E-books”). For more information about the Settlements, please visit the Settlement Website at www.EBooksAGSettlements.com.

Our records indicate that your credit will expire in 90 days, on Month Day, Year. You can use this credit to purchase any print or E-book, regardless of publisher. You will not be able to use your credit after it expires.

If you have any questions about your credit, please contact [Retailer]’s customer service.

Notices from Retailers offering Checks

1. 1st Email—General email about Settlements

Benefits from an Attorney General E-books Settlement Fund

Para una notificación en Español, llamar o visitar nuestro website.

Records indicate that you are eligible for a payment from Settlements reached by the State Attorneys General with E-book publishers Hachette, HarperCollins and Simon & Schuster. The Settlements resolve an antitrust lawsuit about the price of electronic books (“E-books”). [Retailer] has not been sued. It is providing this notice as a service to its customers.

What the Settlements Provide

The Settlements create a \$69 million fund for payments to consumers who purchased qualifying E-books from April 1, 2010 through May 21, 2012. If the Court approves the Settlements, eligible consumers like you will receive automatic checks. The amount of your payment has been determined based on the qualifying E-book purchases identified by [Retailer] in your E-reader account.

How to Receive your Benefit

Because you are pre-qualified, you do not need to do anything to receive your check. It will be sent to you automatically, and you will receive another email letting you know when it’s been mailed. (You may receive more than one notice from different retailers.)

Your Other Rights

You can choose to exclude yourself from the Settlements and keep your right to sue on your own. If you exclude yourself, you can’t receive any benefits from the Settlements. If you don’t exclude yourself, you can submit objections about the Settlements.

Your written Exclusion Form or objections must be postmarked by **Month Day, Year**. Please visit the Settlement website for detailed information on how to submit a valid Exclusion Form or objection.

The Court will hold a hearing on **Month 00, 2013, at x:xx x.m.** to consider whether to approve the Settlements. You or your own lawyer may ask to appear and speak at the hearing.

**For more detailed information:
Call 1-866-621-4153 or Visit www.EbooksAGSettlements.com**

Settlement ID Number:

Check recipients - Emails

2. 2nd Email—Check is ready

Your Check Is Ready To Be Mailed

On Month Day, Year, you received an email from us informing you that you were eligible for a check as a result of Settlements reached with certain publishers in an antitrust lawsuit filed by the State Attorneys General about the price of electronic books (“E-books”). If you did not receive that email, you can read about the Settlements at www.EbooksAGSettlements.com.

We are happy to inform you that the Court in charge of this case has approved the Settlements, and you will receive a check in the next 30 days.

If you have not received your check in 30 days, please call 1-866-621-4153 or email info@EbooksAGSettlements.com.

Your check is valid for one year from the date of distribution. You will receive an email within 90 days of the expiration of the check, reminding you to cash the check.

If you have any questions about the check, please visit the Settlement Website ([link to the website](#)).

Check recipients - Emails

3. 3rd Email—Reminder about Check

Check Must Be Cashed In 90 Days

You have previously received emails from us informing you that you would be issued a check. The check results from Settlements reached with certain publishers in an antitrust lawsuit filed by the State Attorneys General about the price of electronic books (“E-books”). For more information about the Settlements, please visit www.EbooksAGSettlements.com.

This email is to remind you that the check must be cashed by Month Day, Year. If you have not cashed your check, please do so as soon as possible.

If you have not received your check, please call 1-866-621-4153 immediately.

If you have any questions about your check, please call 1-866-621-4153 or visit the Settlement Website.

Check recipients - Postcards

4. 1st Postcard—General postcard about the Settlements

Benefits from an Attorney General E-books Settlement Fund

Para una notificación en Español, llamar o visitar nuestro website.

Records indicate that you are eligible for a payment from Settlements reached by the State Attorneys General with E-book publishers Hachette, HarperCollins and Simon & Schuster. The Settlements resolve an antitrust lawsuit about the price of electronic books (“E-books”). [Retailer] has not been sued. It is providing this notice as a service to its customers.

What the Settlements Provide

The Settlements create a \$69 million fund for payments to consumers who purchased qualifying E-books from April 1, 2010 through May 21, 2012. If the Court approves the Settlements, eligible consumers like you will receive automatic checks. The amount of your payment has been determined based on the qualifying E-book purchases identified by [Retailer] in your E-reader account.

How to Receive your Benefit

Because you are pre-qualified, you do not need to do anything to receive your check. It will be sent to you automatically, and you will receive another postcard letting you know when it’s been mailed. (You may receive more than one notice from different retailers.)

Your Other Rights

You can choose to exclude yourself from the Settlements and keep your right to sue on your own. If you exclude yourself, you can’t receive any benefits from the Settlements. If you don’t exclude yourself, you can submit objections about the Settlements.

Your written Exclusion Form or objections must be postmarked by **Month Day, Year**. Please visit the Settlement website for detailed information on how to submit a valid Exclusion Form or objection.

The Court will hold a hearing on **Month 00, 2013, at x:xx x.m.** to consider whether to approve the Settlements. You or your own lawyer may ask to appear and speak at the hearing.

**For more detailed information:
Call 1-866-621-4153 or Visit www.EbooksAGSettlements.com**

Settlement ID Number:

Check recipients - Postcards

5. 2nd Postcard—Check is ready to be mailed

Your Check Is Ready To Be Mailed

In Month, Year, you received a postcard from us informing you that you were eligible for a check as a result of Settlements reached with certain publishers in an antitrust lawsuit filed by the State Attorneys General about the price of electronic books (“E-books”). If you did not receive that postcard please call 1-866-621-4153.

We are happy to inform you that the Court in charge of this case has approved the Settlements, and within the next 30 days you will receive a check in the amount of \$XX.XX.

If you have not received your check in 30 days, please call 1-866-621-4153 or email info@EbooksAGSettlements.com.

Your check is valid for one year from the date of distribution. You will receive a postcard within 90 days of the expiration of the check, reminding you to cash the check.

If you have any questions about the check, please visit the Settlement Website at www.EBooksAGSettlements.com.

Check recipients - Postcards

6. 3rd Postcard—Reminder about Check

Check Must Be Cashed In 90 Days

You have previously received postcards from us informing you that you would be issued a check. The check results from Settlements reached with certain publishers in an antitrust lawsuit filed by the State Attorneys General about the price of electronic books (“E-books”). For more information about the Settlements, please visit the Settlement Website, www.EBooksAGSettlements.com.

This postcard is to remind you that the check must be cashed by Month Day, Year. If you have not cashed your check, please do so as soon as possible.

If you have not received your check, please call 1-866-621-4153 immediately.

If you have any questions about your check, please call 1-866-621-4153 or visit the Settlement Website.

Notices to Google Customers

1. 1st Email—General email about Settlements

Benefits from an Attorney General E-books Settlement Fund

Para una notificación en Español, llamar o visitar nuestro website.

Records indicate that you may be eligible for a payment from Settlements reached by the State Attorneys General with E-book publishers Hachette, HarperCollins and Simon & Schuster. The Settlements resolve an antitrust lawsuit about the price of electronic books (“E-books”). Google has not been sued. It is providing this notice as a service to its customers.

What the Settlements Provide

The Settlements create a \$69 million fund for payments to consumers who purchased qualifying E-books from April 1, 2010 through May 21, 2012. If the Court approves the Settlements, eligible consumers like you will be able to file a claim to receive a payment. The amount of your payment will be determined based on the number of qualifying E-books you have purchased from Google.

How to Receive your Benefit

In order to receive a payment from the Settlements, you will need to submit a Claim Form. You can file a claim either online or by mail. Further information on how to file a claim is available at the Settlement Website, www.EBooksAGSettlements.com. Claim Forms must be postmarked by **Month Day, Year**. (You may receive more than one notice from different retailers which may or may not require you to file a Claim Form.) To complete your Claim Form, you will need your unique Settlement ID number listed at the bottom of this email.

Your Other Rights

You can choose to exclude yourself from the Settlements and keep your right to sue on your own. If you exclude yourself, you can't receive any benefits from the Settlements. If you don't exclude yourself, you can submit objections about the Settlements.

Your written Exclusion Form or objections must be postmarked by **Month Day, Year**. Please visit the Settlement website for detailed information on how to submit a valid Exclusion Form or objection.

The Court will hold a hearing on **Month 00, 2013, at x:xx x.m.** to consider whether to approve the Settlements. You or your own lawyer may ask to appear and speak at the hearing.

**For more detailed information:
Call 1-866-621-4153 or Visit www.EbooksAGSettlements.com**

2. 2nd Email—Claim processed, check is ready

Your Check Is Ready To Be Mailed

You filed a claim as part of the Settlements reached with certain publishers in an antitrust lawsuit filed by the State Attorneys General about the price of electronic books (“E-books”). We are happy to inform you that the Court in charge of this case has approved the Settlements, your claim has been processed, and you will receive a check in the next 30 days in the amount of \$XX.XX.

If you have not received your check in 30 days, please call 1-866-621-4153 or email info@ebooksagsettlements.com.

Your check is valid for one year from the date of distribution. You will receive an email within 90 days of the expiration of the check, reminding you to cash the check.

If you have any questions about the check or your claim, please visit the Settlement Website ([link to the website](#)).

3. 3rd Email—Reminder about Check

Check Must Be Cashed In 90 Days

You previously received an email from us informing you that you would be issued a check. The check results from Settlements reached with certain publishers in an antitrust lawsuit filed by the State Attorneys General about the price of electronic books (“E-books”). For more information about the Settlements, please visit www.EbooksAGSettlements.com.

This email is to remind you that the check must be cashed by Month Day, Year. If you have not cashed your check, please do so as soon as possible.

If you have not received your check, please call 1-866-621-4153 immediately.

If you have any questions about your check, please call 1-866-621-4153 or visit the Settlement Website.

4. 1st Postcard—General postcard about the Settlements

Benefits from an Attorney General E-books Settlement Fund

Para una notificación en Español, llamar o visitar nuestro website.

Records indicate that you may be eligible for a payment from Settlements reached by the State Attorneys General with E-book publishers Hachette, HarperCollins and Simon & Schuster. The Settlements resolve an antitrust lawsuit about the price of electronic books (“E-books”). [Retailer] has not been sued. It is providing this notice as a service to its customers.

What the Settlements Provide

The Settlements create a \$69 million fund for payments to consumers who purchased qualifying E-books from April 1, 2010 through May 21, 2012. If the Court approves the Settlements, eligible consumers like you will be able to file a claim to receive a payment. The amount of your payment will be determined based on the number of qualifying E-books you have purchased from [Retailer].

How to Receive your Benefit

In order to receive payment from the Settlements, you will need to submit a Claim Form. You can file a claim either online or by mail. Further information on how to file a claim is available at the Settlement Website, www.EBooksAGSettlements.com. Claim Forms must be postmarked by Month Day, Year. (You may receive more than one notice from different retailers which may or may not require you to file a Claim Form.)

Your Other Rights

You can choose to exclude yourself from the Settlements and keep your right to sue on your own. If you exclude yourself, you can't receive any benefits from the Settlements. If you don't exclude yourself, you can submit objections about the Settlements.

Your written Exclusion Form or objections must be postmarked by Month Day, Year. Please visit the Settlement website for detailed information on how to submit a valid Exclusion Form or objection.

The Court will hold a hearing on **Month 00, 2013, at x:xx x.m.** to consider whether to approve the Settlements. You or your own lawyer may ask to appear and speak at the hearing.

**For more detailed information:
Call 1-866-621-4153 or Visit www.EbooksAGSettlements.com**

5. 2nd Postcard—Claim processed, check is ready

Your Check Is Ready To Be Mailed

You filed a claim as part of the Settlements reached with certain publishers in an antitrust lawsuit filed by the State Attorneys General about the price of electronic books (“E-books”). If you did not receive that postcard, you can read about the Settlements at www.EBooksAGSettlements.com.

We are happy to inform you that the Court in charge of this case has approved the Settlements, your claim has been processed, and you will receive a check in the amount of \$XX.XX. If you have not received your check in 30 days, please call 1-866-621-4153 or email info@EbooksAGSettlements.com.

Your check is valid for one year from the date of distribution. You will receive a postcard within 90 days of the expiration of the check, reminding you to cash the check.

If you have any questions about the check or your claim, please visit the Settlement Website, www.EBooksAGSettlements.com.

6. 3rd Postcard—Reminder about Check

Check Must Be Cashed In 90 Days

You previously received a postcard from us informing you that you would be issued a check. The check results from Settlements reached with certain publishers in an antitrust lawsuit filed by the State Attorneys General about the price of electronic books (“E-books”). For more information about the Settlements, please visit the Settlement Website, www.EBooksAGSettlements.com.

This postcard is to remind you that the check must be cashed by Month Day, Year. If you have not cashed your check, please do so as soon as possible.

If you have not received your check, please call 1-866-621-4153 immediately.

If you have any questions about your check, please call 1-866-621-4153 or visit the Settlement Website.

SECOND Supplemental

APPENDIX

H

Exhibit B

If You Bought an E-book You Could Get a Payment from a \$69 Million Settlement Fund

- Three Settlements have been reached with certain publishers in an antitrust lawsuit filed by State Attorneys General about the price of electronic books (“E-books”).
- The lawsuit claims there was a conspiracy involving three of the nation’s top publishers and others to fix and raise retail prices of E-books. These three publishers have agreed to settle the lawsuit. A separate lawsuit with similar claims continues against two other publishers and Apple, Inc.
- If you purchased one or more E-books from April 1, 2010 through May 21, 2012 that were published by any of the five Publishers listed in Question 2 below, you may be eligible for a partial refund of the purchase price.
- The Settling Publishers deny they did anything wrong, but have agreed to settle to avoid the cost and risk of a trial.
- Your legal rights are affected whether you act or don’t act. Read this notice carefully.

YOUR LEGAL RIGHTS AND OPTIONS IN THESE SETTLEMENTS	
GET A PAYMENT	Depending on the retailer through which you bought your E-book(s), you may be eligible for an <i>automatic</i> credit or check payment or you may need to file a claim to receive a check. (See Question 12.)
OBJECT	Write to the Court if you do not like one or more of the Settlements. (See Question 17.)
GO TO THE HEARING	Ask to speak in Court about your opinions. (See Question 21.)
EXCLUDE YOURSELF	Exclude yourself from one or more of the Settlements. Get no benefit from any Settlement from which you exclude yourself. (See Question 14.)
DO NOTHING	Depending on the retailer through which you bought your E-book(s), you will get an automatic credit or check, or you will get no payment. (See Question 22.)

- These rights and options – **and the deadlines to exercise them** – are explained in this notice.
- The Court in charge of this case has preliminarily approved the Settlements but still has to decide whether to finally approve the Settlements. Benefits will be provided if the Court approves the Settlements. Please be patient.

WHAT THIS NOTICE CONTAINS

BASIC INFORMATION

Page 3

1. What is this lawsuit about?
2. Who are the Publishers?
3. Why are there Settlements?

WHO IS INCLUDED IN THE SETTLEMENTS

Page 3

4. How do I know if I am part of the Settlements?
5. What is an E-book?
6. What is an imprint?
7. How can I tell if my E-book purchases are included in the Settlements?
8. What if I'm still not sure if the Settlements include my E-book purchase(s)?
9. Why are the Attorneys General involved?

THE SETTLEMENTS' BENEFITS

Page 4

10. What do the Settlements provide?
11. How much will my payment be?
12. What do I have to do to get my payment?
13. When will I get a payment?

EXCLUDING YOURSELF FROM THE SETTLEMENTS

Page 6

14. How do I exclude myself from the Settlements?
15. If I exclude myself from a Settlement, can I still get benefits from that Settlement?
16. If I exclude myself from a Settlement, can I sue the Settling Publishers separately?

OBJECTING OR COMMENTING ON THE SETTLEMENTS

Page 7

17. How do I object or comment?
18. What's the difference between objecting and excluding?

THE COURT'S FINAL APPROVAL HEARING

Page 8

19. When and where will the Court decide whether to approve the Settlements?
20. Do I have to come to the hearing?
21. May I speak at the hearing?

IF YOU DO NOTHING

Page 9

22. What happens if I do nothing at all?

ADDITIONAL INFORMATION

Page 9

23. How do I get more information?

BASIC INFORMATION

1. What is this lawsuit about?

The antitrust lawsuit was filed by Attorneys General of 49 states, the District of Columbia and five U.S. territories and commonwealths, and claims there was a conspiracy involving three of the nation's top publishers and others to fix and raise retail prices of E-books.

These three Publishers ("Settling Publishers") have agreed to settle the lawsuit. The Settling Publishers deny they have done anything wrong but have agreed to settle to avoid the cost and risk of trial. The case is in the U.S. District Court for the Southern District of New York. It is called *Texas, et al. v. Hachette Book Group, et al.*, Case No.12-cv-6625. ("Et alia." is a Latin phrase that means "and others.") This Court has preliminarily approved the proposed Settlements and will consider whether to grant final approval on Month Day, Year. (See Question 19.)

A separate case continues against two additional Publishers ("Non-Settling Publishers") and Apple, Inc. This separate case is called *Texas, et al. v. Penguin Group, (USA) Inc., et al.*, Case No. 12-cv-03394, and is scheduled to go to trial in 2013, in the U.S. District Court for the Southern District of New York.

2. Who are the Publishers?

There are five publishers who, as a group, are referred to in this Notice as "Publishers".

The Settling Publishers are the following publishers:

- Hachette Book Group, Inc. ("Hachette");
- HarperCollins Publishers LLC ("HarperCollins"); and
- Simon & Schuster, Inc. and Simon & Schuster Digital Sales, Inc. ("Simon & Schuster").

The Non-Settling Publishers are the following publishers:

- Penguin Group (USA) Inc. ("Penguin"); and
- Holtzbrinck Publishers, LLC, known as Macmillan ("Macmillan").

3. Why are there Settlements?

The Court has not decided in favor of either side. The Attorneys General who brought the antitrust lawsuit think the Settlements are best for everyone who is affected. The Settling Publishers deny that they did anything wrong but have agreed to Settlements to avoid the time, expense, and uncertainty associated with continuing the case.

WHO IS INCLUDED IN THE SETTLEMENTS?

4. How do I know if I am part of the Settlements?

You are included in the Settlements if:

1. You purchased an E-book that was published by one of the Publishers (all of the Publishers publish books under many different names, called imprints, See Question 6), **and**
2. Your purchase was made from April 1, 2010 through May 21, 2012, **and**

3. You were a resident of 1) a state other than Minnesota, 2) the District of Columbia, or 3) one of the five U.S. Territories and Commonwealths at the time of purchase. The billing address of the credit card you used to buy the included E-book(s) will be used to determine your residency.

Certain people or entities are not included in the Settlements, as follows:

1. Residents of Minnesota are not eligible to recover anything under the Settlements because the Minnesota Attorney General chose not to participate.
2. Residents of countries other than the United States and its territories and commonwealths are not included in the Settlements.
3. Only individuals are included. Business, governments, libraries, non-profits, and other entities are not included.
4. Rental E-books, free E-books, and E-books received as gifts are not included. (Only purchasers are included in the Settlements. If you received an E-book as a gift, you are not included. The person who purchased it for you may be included.)

5. What is an E-book?

In these Settlements, an E-book is an electronically formatted book designed to be read on a computer, a handheld device (including an e-reader or tablet), or other electronic device capable of visually displaying books. In these Settlements, an E-book is not an audio book.

6. What is an imprint?

Many of the Publishers have imprints or divisions within their companies that publish E-books that are included in the Settlements. For example, Simon & Schuster has the imprint Wall Street Journal Books. So, if you purchased one or more E-books from April 1, 2010 through May 21, 2012 that were published by any of the Publishers (including their divisions), you may be eligible for a payment or account credit. For a full list of all Publishers and their imprints, and instructions on how to determine which E-books you have purchased and which company published a particular E-book, please visit www.EBooksAGSettlements.com.

7. How can I tell if my E-book purchases are included in the Settlements?

If you received a notice by email or postcard, you purchased at least one qualifying E-book and are included in the Settlements. Your purchases are based on the records of the retailer(s) through which you bought your E-book(s). (See Question 12 for how to get a payment.)

If you did not receive a notice, but think you may be included, you can research your purchases and the publishers of those E-books to determine whether you should file a Claim Form. More information on how to do so is available at www.EBooksAGSettlements.com.

8. What if I'm still not sure the Settlements include my E-book purchase(s)?

If you are still unsure if the Settlements include your E-book purchase(s), please visit www.EBooksAGSettlements.com, email info@EBooksAGSettlements.com, or call 1-866-621-4153.

9. Why are the Attorneys General involved?

The Attorneys General of 49 states, the District of Columbia and the five U.S. territories and commonwealths filed this lawsuit. These Attorneys General made claims on behalf of their residents under federal antitrust law based on their authority to bring lawsuits on behalf of their citizens.

THE SETTLEMENTS' BENEFITS

10. What do the Settlements provide?

The Settling Publishers have agreed to pay \$69.04 million into a fund to pay customers who purchased E-books published by any of the five Publishers. This money will be distributed if the Court approves the Settlements. The specific contributions to the Settlement Fund are as follows:

PUBLISHER	AMOUNT
Hachette	\$31.71 million
HarperCollins	\$19.58 million
Simon & Schuster	\$17.75 million

The Attorneys General worked with an expert economist who estimated that the amount of damages caused by the three Settling Publishers is approximately \$136 million. The Settlements equal \$69.04 million, which is approximately 51% of the damages estimated by the Attorney Generals' expert. The Settling Publishers believe that damages, if any, were substantially smaller than the amount calculated by the Attorneys General.

If you bought one or more E-books that are included in the Settlements, you will be eligible for a credit or check representing part of your purchase price for each qualifying E-book.

The Settlements also include agreements by the Settling Publishers to:

- End certain agreements relating to the sale of E-books that were entered into prior to April 11, 2012;
- Not place restrictions on retailers' ability to offer discounts on E-books for two years;
- Not share sensitive competitive information with each other for five years;
- Comply with antitrust laws and requirements, including the Department of Justice's Final Judgment in a federal case about the same matters at issue in this Attorneys General lawsuit;
- Train appropriate people in their companies about antitrust laws and regulations; and
- Comply with other related orders of the Court regarding antitrust issues or anticompetitive conduct.

The Settlements also pay attorney fees and expenses incurred by the Attorneys General. Funds to pay these amounts do not come out of the money that will be used to pay consumers.

A separate lawsuit against the two Non-Settling Publishers and Apple, Inc. continues and is set for trial in 2013. Your rights against the Non-Settling Publishers and Apple in the separate suit are not affected by any action you take in these Settlements. You do not need to exclude yourself from these Settlements to retain your rights against the Non-Settling Publishers and Apple in the separate suit.

11. How much will my payment be?

At this time, it is unknown exactly how much of the Settlement Fund a purchaser of E-books will receive. The Attorneys General have submitted a “plan of distribution,” which is a plan to divide the Settlement Fund among consumers. The Court will determine whether to approve this plan when considering final approval of the Settlements. If the Court approves the plan of distribution, it will be posted on the Settlement Website.

The amount of your credit or check will be affected by how many qualifying E-books you purchased. There will be three levels of payments, based on categories of books. While the exact amount to be paid per E-book in each category is not yet finalized, the best estimates of payments for each E-book you purchased are as follows:

- **New York Times bestsellers:** \$1.32 per E-book. These include titles that were New York Times bestsellers at any time, irrespective of when you purchased the E-book.
- **“Frontlist” titles:** \$0.36 per E-book. These E-books include any titles that were not *New York Times* bestsellers that you bought on or before the first anniversary of their initial publication date.
- **“Backlist” titles:** \$0.25 per E-book. These E-books include any titles that were not *New York Times* bestsellers that you bought after the first anniversary of the initial publication date.

In some cases with certain retailers, data may not be available to determine into which of these categories an E-book falls. In those cases, a blended rate will be used to calculate your payment.

12. What do I have to do to get my payment?

What you must do to get a payment depends on the retailer(s) through which you bought qualifying E-books.

- E-book purchases through **Amazon, Barnes & Noble, Kobo, or Apple:** You received or will receive an email notice from the retailer. You will receive a credit in your account automatically if the Court approves the Settlements. You have the option of receiving a check if you do not want to receive an automatic credit in your account.
- E-book purchases through **Sony:** You received or will receive an email notice from Sony. You will receive a check automatically if the Court approves the Settlements.
- E-book purchases through **Google:** You received or will receive an email notice from Google. You must file a Claim Form, and on the Claim Form you must enter your Settlement ID number from the Google email in order to request a payment. If the Court approves the Settlements, your payment amount will be calculated and a check will be mailed to you. You can complete a Claim Form online at www.EBooksAGSettlements.com. Or, you may complete and mail a hard copy Claim Form. You may download the hard copy Claim Form at www.EBooksAGSettlements.com or request it by emailing info@EBooksAGSettlements.com or calling 1-866-621-4153.
- E-book purchases through **any other retailer not listed above:** You must file a Claim Form detailing your purchases, in order to receive a check. You can complete a Claim Form online at www.EBooksAGSettlements.com. Or, you may complete and mail a hard copy Claim Form. You may download the hard copy Claim Form at www.EBooksAGSettlements.com or request it by emailing info@EBooksAGSettlements.com or calling 1-866-621-4153.

If you bought qualifying E-books through Amazon, Barnes & Noble, Kobo, Apple, Sony, or Google, but you have not received an email informing you about the Settlements, please call 1-866-621-4153 or email info@EBooksAGSettlements.com.

The retailers that are providing notice or any account credit are doing so voluntarily for your convenience. No retailers have been sued in this case.

13. When will I get a payment?

Payments will be distributed if the Court grants final approval to the Settlements and after any appeals are resolved. If the Court approves the Settlements after a hearing on Month 00, 2013, there may be appeals. We don't know how much time it could take to resolve any appeals that may be filed.

EXCLUDING YOURSELF FROM THE SETTLEMENTS

If you don't want money from one or more of the Settlements, then you must take steps to get out of the Settlement(s). This is called excluding yourself or "opting out."

14. How do I exclude myself from the Settlements?

To exclude yourself from a Settlement, you **must** complete an Exclusion Form, which is available at www.EBooksAGSettlements.com or by calling 1-866-621-4153. You must complete, print, sign, and mail the completed Exclusion Form, postmarked no later than Month Day, Year to the Settlement Administrator at the following address:

E-books AG Settlements Exclusions
PO Box 2825
Faribault, MN 55021-8630

15. If I exclude myself from a Settlement, can I still get benefits from that Settlement?

No. You will not get any benefits from a Settlement if you exclude yourself from that Settlement. You can exclude yourself from a Settlement with one Settling Publisher, however, and participate in the Settlements with the other Settling Publishers.

For each Settlement you opt out of, your Settlement Payment will be reduced by a certain percentage:

- If you opt out of the Hachette Settlement, your Settlement Payment will be reduced by 46%.
- If you opt out of the HarperCollins Settlement, your Settlement Payment will be reduced by 28%.
- If you opt out of the Simon & Schuster Settlement, your Settlement Payment will be reduced by 26%.

16. If I exclude myself from a Settlement, can I sue the Settling Publishers separately?

If you exclude yourself, you can sue the Settling Publishers about the issues related to this case. If you do not exclude yourself, you give up your right to sue the Settling Publishers about the issues related to this case.

If you exclude yourself from these Settlements you may still participate in the separate lawsuit against the Non-Settling Publishers and Apple.

OBJECTING TO THE SETTLEMENTS

17. How do I object?

If you have not excluded yourself from a Settlement, you may object to any aspect of that Settlement, including the plan of distribution. To object, you must submit a letter that includes the following:

- Your name, address, and telephone number;
- A statement saying that you object to the Settlement(s) in *Texas, et al. v. Hachette Book Group, et al.*, Case No. 12-cv-6625;
- The Settling Publisher's name for each of the Settlements you are objecting to (Hachette, HarperCollins, and/or Simon & Schuster);
- The reasons you object to the Settlement(s), along with any supporting materials;
- Proof that you are an Eligible E-book Purchaser by providing a) your unique ID number found in your email or postcard notice of the Settlements, or b) names of books purchased, purchase date, and retailer; and
- Your signature.

You must submit your objection, postmarked no later than **Month Day, Year**, to these two addresses:

Clerk of Court U.S. District Court for the Southern District of New York 500 Pearl Street, New York, New York 10007-1312	E-books AG Settlements Objections, P.O. Box 2825 Faribault, MN 55021-8630
--	---

18. What's the difference between objecting and excluding?

Objecting is simply telling the Court that you don't like something about the Settlement(s). You can object to a Settlement only if you do not exclude yourself from that Settlement. Excluding yourself from a Settlement is telling the Court that you don't want to be part of the Settlement. If you exclude yourself from a Settlement, you have no basis to object to the Settlement because it no longer affects you.

THE COURT'S FINAL APPROVAL HEARING

The Court will hold a hearing to decide whether to approve the Settlements, including payments to consumers and to the states. You may attend, but you don't have to do so.

19. When and where will the Court decide whether to approve the Settlements

The Court will hold a final approval hearing at XX:00 x.m. on **Month Day, Year**, at the U.S. District Court for the Southern District of New York, located at 500 Pearl Street, New York, New York. The hearing may be moved to a different date or time without additional notice, so it is a good idea to check the website, www.EBooksAGSettlements.com.

At this hearing the Court will consider whether each Settlement is fair, reasonable, and adequate. If there are objections, the Court will consider them at this time. After the hearing, the Court will decide whether to approve the Settlements. The Court's decision may be appealed. We do not know how long these decisions will take. Please be patient.

20. Do I have to come to the hearing?

No. The Attorneys General will answer questions the Court may have. But, you may come at your own

expense. If you send an objection, you don't have to come to Court to talk about it. As long as you submitted your written objection on time, to the proper address, the Court will consider it. You may also pay your own lawyer to attend, but it's not necessary.

21. May I speak at the hearing?

Yes. You may appear at the hearing, either on your own, or through an attorney you hire, to present any evidence or argument that the Court decides is proper and relevant. To appear, you must file a Notice of Appearance. Your Notice of Appearance must include:

- Your name, address, and telephone number;
- A statement saying that you are filing a Notice of Appearance to speak at the Final Approval Hearing in *Texas, et al. v. Hachette Book Group, et al.*, Case No. 12-cv-6625;
- An explanation of what you want to speak about;
- An attachment with any supporting documentation; and
- Your signature.

You must mail your Notice of Appearance, postmarked no later than **Month Day, Year**, to these two addresses:

Clerk of Court U.S. District Court for the Southern District of New York 500 Pearl Street, New York, New York 10007-1312	E-books AG Settlements PO Box 2825 Faribault, MN 55021-8630
--	---

IF YOU DO NOTHING

22. What happens if I do nothing at all?

What happens if you do nothing depends on the retailer(s) through which you bought E-books.

- If you bought qualifying E-books through **Amazon, Barnes & Noble, Kobo, or Apple**: You will receive a credit in your account automatically if the Court approves the Settlements. (*See* Question 12.)
- If you bought qualifying E-books through **Sony**: You will receive a check automatically if the Court approves the Settlements. (*See* Question 12.)
- If you bought qualifying E-books through **any other retailer not listed above**: You will not receive any benefits from the Settlements unless you file a Claim Form. (*See* Question 12.)

ADDITIONAL INFORMATION

23. How do I get more information?

The notice summarizes the proposed Settlements. More details are in the Settlement Agreements. You can get a copy of the Settlement Agreements at www.EBooksAGSettlements.com. You may also write with questions to E-books AG Settlements Administrator, P.O. Box 2825, Faribault, MN 55021 or call 1-866-621-4153.

UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

IN RE ELECTRONIC BOOKS ANTITRUST)
LITIGATION)

No. 11-md-02293 (DLC)
ECF Case

This Document Relates to:

THE STATE OF TEXAS, et. al.,)

Plaintiffs,)

Civil Action No. 12-cv-6625

v.)

HACHETTE BOOK GROUP, INC., et. al.,)

Defendants.)
_____)

**SECOND SUPPLEMENTAL MEMORANDUM IN SUPPORT OF PLAINTIFF STATES'
MOTION FOR PRELIMINARY APPROVAL OF SETTLEMENTS
AND PROPOSED CONSUMER NOTICE AND DISTRIBUTION PLANS**

On August 29, 2012, Plaintiff States filed their Notice of Motion for Preliminary Approval of Settlements and Proposed Consumer Notice and Distribution Plans, together with a Memorandum in Support of that Motion ("Memorandum in Support"). Attached to the Memorandum in Support were numerous Appendices. On September 13, 2012, several of the original Appendices were revised and two new appendices were added to the Plaintiff States' First Supplemental Memorandum in Support. Several of the Appendices have again been revised and corrected. Attached to this Second Supplemental Memorandum in Support are the following Second Supplemental Appendices:

- 1) Second Supplemental Appendix H (Notice Plan): Exhibits A, B, & D
- 2) Second Supplemental Appendix J (Proposed Order)

- 3) Second Supplemental Appendix K (Claim Form) (New)
- 4) Second Supplemental Appendix L (Exclusion Form) (New)

All other Appendices remain as attached to the original filed Memorandum in Support or as attached to the First Supplemental Memorandum in Support.

Dated: September 13, 2012

Respectfully submitted,

STATE OF TEXAS
GREG ABBOTT, ATTORNEY GENERAL

DANIEL HODGE
First Assistant Attorney General
JOHN B. SCOTT
Deputy Attorney General for Civil Litigation
JOHN T. PRUD'HOMME
Chief, Consumer Protection Division
KIM VAN WINKLE
Section Chief, Antitrust Section
Consumer Protection Division
GABRIEL R GERVEY
Assistant Attorney General

BY: _____
Rebecca Fisher
Senior Assistant Attorney General
P.O. Box 12548
Austin, Texas 78711-2548
Phone (512) 463-1265
Rebecca.Fisher@texasattorneygeneral.gov

ATTORNEYS FOR THE STATE OF TEXAS
LIAISON COUNSEL FOR PLAINTIFF STATES

SECOND Supplemental

APPENDIX

H

Exhibit D

If You Bought an E-book You Could Get a Payment from a \$69 Million Settlement Fund

Three Settlements have been reached with certain publishers in an antitrust lawsuit filed by State Attorneys General about the prices of electronic books (“E-books”). The lawsuit claims there was a conspiracy involving three of the nation’s top publishers and others to fix and raise retail prices of E-books. These publishers have agreed to settle the lawsuit (“Settling Publishers”) but deny they did anything wrong. A separate lawsuit with similar claims continues against two other Publishers and Apple, Inc.

Who is Included in the Settlements?

You are included in the Settlements if:

1. You purchased an E-book that was published by Hachette, HarperCollins, Simon & Schuster, Penguin, or Macmillan (as well as all other names under which these publishers also publish E-books), **and**
2. The purchase was made from April 1, 2010 through May 21, 2012, **and**
3. You were a resident of 1) a state other than Minnesota, 2) the District of Columbia, or 3) one of the five U.S. Territories and Commonwealths at the time of purchase.

If you would like to review a full list of the publishers included, please visit www.EBooksAGSettlements.com.

What Do the Settlements Provide?

The Settling Publishers will contribute \$69.04 million into a Settlement Fund that will be distributed if the Court approves the Settlements. The Settlements also include agreements by the Settling Publishers to comply with antitrust laws, and certain orders of the Court and the U.S. Department of Justice.

If you purchased one or more qualifying E-books, depending on the retailer through which you purchased your E-books, you are eligible to:

- Receive an *automatic* credit into your E-book retailer account, unless you ask for a check,
- Receive an *automatic* check, or
- File a Claim Form to receive a check.

The Court must still approve the Attorneys’ General plan to distribute the Settlement Fund. While the exact amount of payments per E-book is not yet known, there will be three levels of payments, based on categories of books. While the exact amount to be paid per E-book in each category is not yet finalized, the best estimates of payments for each E-book you purchased are as follows:

- ***New York Times* bestsellers:** \$1.32 per E-book. These include titles that were *New York Times* bestsellers at any time, irrespective of when you purchased the E-book.
- **“Frontlist” titles:** \$0.36 per E-book. These include any titles that were not *New York Times* bestsellers that you bought on or before the first anniversary of their initial publication date.
- **“Backlist” titles:** \$0.25 per E-book. These include any titles that were not *New York Times* bestsellers that you bought after the first anniversary of their initial publication date.

How to Get Benefits?

If you have received notice by email or postcard that you are entitled to an automatic credit or check, you do not need to do anything to receive your payment. You will receive future communications about your credit or check. If you have not received notice, you should call 1-866-621-4153 or visit www.EBooksAGSettlements.com to learn more about the Settlements and decide whether to file a Claim Form. Claim Forms must be postmarked by **Month Day, Year**.

Your Other Rights

You can choose to exclude yourself from the Settlements. The exclusion must be in writing and postmarked by **Month Day, Year**. If you exclude yourself, you will not receive a credit or check. If you do not exclude yourself from a Settlement, you will not be able to sue the Settling Publishers for any claims at issue in this case. If you stay

in a Settlement, you may object to it in writing, postmarked by **Month Day, Year**. The Detailed Notice explains how to exclude yourself or object, and an Exclusion Form is available online or by mail. The Court will hold a hearing on **Month 00, 2013, at x:xx x.m.** to consider whether to approve the Settlements. You or your own lawyer may ask to appear and speak at the hearing.

**This notice is only a summary. For detailed information:
Call 1-866-621-4153 or Visit www.EBooksAGSettlements.com**

