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18 *Co-Lead Counsel for Direct Purchaser Plaintiffs*

19 **UNITED STATES DISTRICT COURT**
20 **NORTHERN DISTRICT OF CALIFORNIA**
OAKLAND DIVISION

21 IN RE: LITHIUM ION BATTERIES
22 ANTITRUST LITIGATION

Case No. 13-md-02420-YGR
MDL No. 2420

23
24 This Document Relates to:
25 *All Direct Purchaser Actions*

**DECLARATION OF CARL N.
HAMMARSKJOLD IN SUPPORT OF
MOTION FOR ORDER AUTHORIZING
DISTRIBUTION OF SETTLEMENT
FUNDS AND IN OPPOSITION TO
SPRINT COMMUNICATIONS, INC.'S
CROSS-MOTION**

Date: [Vacated]
Time: n/a
Judge: Hon. Yvonne Gonzalez Rogers
28 Courtroom: 1

1 I, Carl N. Hammarskjold, declare:

2 1. I am an associate at the law firm of Berman Tabacco. I submit this declaration in
3 support of Direct Purchaser Plaintiffs’ Motion for Order Authorizing Distribution of Settlement
4 Funds and in opposition to Sprint Communications, Inc.’s Cross-Motion. I am a member in
5 good standing of the bar of the state of California and admitted to practice in the Northern
6 District of California. The following statements are based on my personal knowledge, and if
7 called on to do so, I could and would testify competently thereto.

8 2. When needed, I and my counterparts at the other Co-Lead Counsel firms assisted
9 Epiq Class Actions & Claims Solutions, Inc., the Settlement Administrator in this case
10 (“Settlement Administrator”), with the audit performed on the top 75 claims (“High-Value Claim
11 Audit”). Sprint Communications, Inc. (“Sprint”) was one of the claimants subject to the High-
12 Value Claim Audit.

13 3. On June 25, 2019, the Settlement Administrator contacted the Co-Lead Counsel
14 firms about an issue involving Sprint. The Settlement Administrator told us that the original data
15 provided by Sprint to third-party filer, Kent Recovery Services (“KRS” or “Kent”), showed that
16 a percentage of Sprint’s total claimed purchases was from an entity identified as Kyocera, rather
17 than defendant SANYO, as originally claimed. The Settlement Administrator asked us to
18 confirm their determination that Sprint purchases from Kyocera should not be eligible for
19 recovery.

20 4. The Settlement Administrator provided me with all the documentation submitted
21 by Kent to support Sprint’s claimed purchase values, which I and paralegals at my direction
22 analyzed.

23 5. This analysis showed that in the spreadsheet submitted by Kent entitled “Kent
24 Analysis – Sprint Communications – Final,” the sum of the “total spend” by vendors listed on
25 the tab entitled “Original Client Data” reflected the purchases from Kyocera, LG, and from
26 Samsung.

27 6. Another tab on the same spreadsheet entitled “Kent Analysis – Spend by Year”
28 showed identical amounts corresponding to LG and Samsung, but the purchases attributed to

1 Kyocera in the client data had been relabeled by Kent as purchases from SANYO. Neither the
2 spreadsheet nor any other piece of documentation submitted by Sprint explained this
3 discrepancy.

4 7. Co-Lead Counsel are counsel for a class of Direct Purchaser Plaintiffs who
5 asserted and settled a federal antitrust claim against Defendants based on Direct Purchaser
6 Plaintiffs' purchases made directly from a Defendant, including Defendants' divisions,
7 subsidiaries, and affiliates.

8 8. At no time was Kyocera ever a Defendant in the direct purchaser action.

9 9. Shortly after receiving the Sprint file from the Settlement Administrator, and
10 ascertaining that Kent had relabeled Sprint's purchases from Kyocera as purchases from
11 SANYO, I directed a paralegal at my firm to research and investigate any possible corporate
12 relationship between Kyocera and SANYO that would enable the Settlement Administrator to
13 approve Sprint's purchases from Kyocera. I reviewed the resulting research.

14 10. Attached hereto as Exhibit A is an excerpt from a true and correct copy of
15 Kyocera Corporation's Report of Foreign Private Issue on Form 6-K ("Form 6-K") filed with the
16 U.S. Securities and Exchange Commission ("SEC") on June 6, 2008, with highlighting applied,
17 which a paralegal, at my direction, downloaded from the Internet. The full document is publicly
18 available at <https://www.sec.gov/Archives/edgar/data/57083/000119312508129181/d6k.htm>.

19 11. Attached hereto as Exhibit B is an excerpt from a true and correct copy of
20 Panasonic Corporation's Registration Statement on Form F-4 filed with the SEC on October 1,
21 2010, with highlighting applied, which a paralegal, at my direction, downloaded from the
22 Internet. The full document is publicly available at
23 <https://www.sec.gov/Archives/edgar/data/63271/000119312510221474/df4.htm>.

24 12. From these documents I learned that in April 2008, SANYO spun off its mobile
25 phone business and Kyocera acquired SANYO's phone business. Based on my review, I
26 concluded that SANYO did not acquire Kyocera, and the two companies did not merge. I
27 concluded that, for purposes of direct-purchaser eligibility, Kyocera was not a division,
28 subsidiary, or affiliate of SANYO.

1 13. Accordingly, I saw no evidence to overrule the Settlement Administrator's
2 determination that Sprint's purchases from Kyocera were not direct purchases and therefore
3 these purchases were ineligible for recovery from the Direct Purchaser Plaintiffs' settlement
4 funds. I presented these findings to the Co-Lead Counsel firms and, on July 30, 2019, we
5 informed the Settlement Administrator that we agreed with the assessment that purchases from
6 Kyocera should be identified as ineligible.

7 14. On or about March 18, 2020, the Settlement Administrator notified me that Kent,
8 after receiving Sprint's determination letter, had identified as Sprint's vendor, with respect to
9 post-April 1, 2008 purchases, a heretofore unidentified entity named Kyocera Sanyo Telecom.
10 On March 18, 2020, I directed a paralegal at my firm to research and investigate any possible
11 corporate relationship between Kyocera Sanyo Telecom and SANYO that would enable the
12 Settlement Administrator to approve Sprint's purchases from Kyocera. I reviewed the resulting
13 research.

14 15. Attached hereto as Exhibit C is an excerpt from a true and correct copy of
15 Kyocera Corporation's Form 6-K filed with the SEC on August 22, 2008, with highlighting
16 applied, which a paralegal, at my direction, downloaded from the Internet. The full document is
17 publicly available at
18 <https://www.sec.gov/Archives/edgar/data/57083/000119312508182526/d6k.htm>.

19 16. Attached hereto as Exhibit D is a true and correct copy of Defendants Kyocera
20 International, Inc., Kyocera Wireless Corporation, and Kyocera Communications, Inc. (f/k/a
21 Kyocera Sanyo Telecom, Inc.)'s Combined Rule 7.1 Disclosure Statement, dated May 14, 2009,
22 with highlighting applied, which I downloaded from the Internet. This document was filed on
23 May 14, 2009 in *ITT Manufacturing Enterprises, Inc. v. Cellco Partnership, et al.*, Case No.
24 1:09-cv-00190-LPS (D. Del.), and bears ECF No. 38.

25 17. From these documents I learned that Kyocera Sanyo Telecom was a wholly
26 owned subsidiary of Kyocera International, Inc. I also learned that Kyocera Sanyo Telecom
27 became Kyocera Communications, Inc. on April 1, 2009. This additional information did not
28

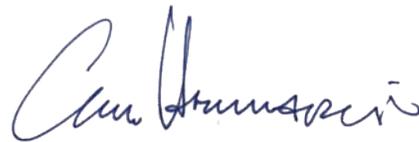
1 change my conclusion that Sprint's records of purchases from Kyocera did not reflect direct
2 purchases from SANYO.

3 18. Attached hereto as Exhibit E is an excerpt from a true and correct copy of
4 Kyocera Corporation's Annual Report on Form 20-F for the fiscal year ended March 31, 2002
5 filed with the SEC on September 24, 2002, with highlighting applied, which a paralegal, at my
6 direction, downloaded from the Internet. The full document is publicly available at
7 <https://global.kyocera.com/ir/library/pdf/20-f/fy02.pdf>.

8 19. Attached hereto as Exhibit F is an excerpt from a true and correct copy of the
9 User Guide to the Sanyo Vero telephone by Kyocera, with highlighting applied, which I
10 downloaded from the Internet. This document is available from Sprint's website at
11 https://support.sprint.com/global/pdf/user_guides/sanyo/vero/vero_by_sanyo_ug.pdf.

12 I declare under penalty of perjury that the foregoing is true and correct.

13 Executed on April 16, 2020 at San Francisco, California.

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17 Carl N. Hammarskjold

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Exhibit A

[Table of Contents](#)

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549

Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934

For the month of June 2008

Commission File Number: 1-07952

KYOCERA CORPORATION

6 Takeda Tobadono-cho, Fushimi-ku,
Kyoto 612-8501, Japan

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:
Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Registration S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Registration S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b); 82-

[Table of Contents](#)**4. Notes to per share information**

| | | | |
|------------------------------------|---------|---|----------|
| (1) Stockholders' equity per share | | ¥ | 7,659.72 |
| (2) Earnings per share | | | |
| | Basic | ¥ | 566.58 |
| | Diluted | ¥ | 565.80 |

5. Notes to significant subsequent events

[Acquisition of Mobile Phone Related Business of SANYO Electric Co., Ltd.]

Kyocera Corporation acquired the spun-off mobile phone related business, including related assets acquired and liabilities assumed from SANYO Electric Co., Ltd. (SANYO) on April 1, 2008.

(1) Name of acquired company, reason for the acquisition, description of the acquired business, name of the selling party, effective dates, legal structure of corporate consolidation and name of the company after consolidation and ratio of voting rights acquired:

(i) Reason for corporate acquisition:

Kyocera views the communication equipment related business, including mobile phones, PHS and wireless communication systems, as one of its core businesses which will aim to establish a highly profitable Company. Through this acquisition, Kyocera seeks to acquire the customer base of SANYO in Japan and North America, and expand the size of its businesses as well as integrate SANYO's development capabilities and design technologies with Kyocera's management resources in order to succeed over the competition in a very competitive industry.

(ii) Name of the selling party: SANYO

(iii) Substance of business acquired: Development, manufacture and sale of mobile phones, PHS and wireless communication systems, etc.

(iv) Effective date of corporate acquisition: April 1, 2008

(v) Legal structure of corporate the acquisition:

The acquisition was completed principally by means of a corporate split, Kyocera Corporation being the acquiring corporation.

(2) Purchase price consideration related to the acquired corporation or acquired business and related breakdown. In case shares are issued for the acquisition as a part of the purchase consideration, exchange ratio by type, if applicable, related calculation method, number of exchanged shares and related value. Indicate whether or not the acquisition cost is calculated based on the share prices as at the exchange date.

(i) Acquisition costs and breakdown thereof:

Not yet determined, as the purchase price allocation calculations and the valuation of the identifiable assets and liabilities are under review.

(ii) Distribution of shares:

There was no exchange of shares on this acquisition.

(3) Amount of positive or negative goodwill taking place, cause therefor, method of depreciation and depreciation period:

Not yet determined, as the purchase price allocation calculations and the valuation of the identifiable assets and liabilities are under review.

(4) Breakdown and amounts of assets acquired and liabilities assumed at the acquisition date:

Not yet determined, as the purchase price allocation calculations and the valuation of the identifiable assets and liabilities are under review.

Exhibit B

F-4 1 df4.htm FORM F-4

[Table of Contents](#)

As filed with the Securities and Exchange Commission on October 1, 2010

Registration No. 333-

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form F-4
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

PANASONIC KABUSHIKI KAISHA

(Exact name of Registrant as specified in its charter)

PANASONIC CORPORATION

(Translation of Registrant's name into English)

Japan
 (State or other jurisdiction of
 incorporation or organization)

3651
 (Primary Standard Industrial
 Classification Code Number)

Not Applicable
 (I.R.S. Employer
 Identification No.)

**1006, Oaza Kadoma,
 Kadoma City, Osaka 571-8501
 Japan**

+81-6-6908-1121

(Address, including zip code, and telephone number, including area code, or registrant's principal executive offices)

**Panasonic Finance (America), Inc.
 1 Rockefeller Plaza, Suite 1001
 New York, NY 10020-2002, U.S.A.
 212-698-1360**

(Name, address, including Zip code, and telephone number, including area code, of agent for service)

Copies to:
**Izumi Akai, Esq.
 Sullivan & Cromwell LLP
 Otemachi First Square
 5-1, Otemachi 1-chome
 Chiyoda-ku, Tokyo 100-0004
 Japan**

Approximate date of commencement of proposed sale to the public: As soon as practicable after this Registration Statement becomes effective and the consummation of the Share Exchange described herein.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. _____

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. _____

If applicable, place an X in the box to designate the appropriate rule provision relied upon in conducting this transaction:

Exchange Act Rule 13e-4(i) (Cross-Border Issuer Tender Offer)

Exchange Act Rule 14d-1(d) (Cross-Border Third-Party Tender Offer)

CALCULATION OF REGISTRATION FEE

| Title of Each Class of Securities to be Registered | Proposed Maximum Aggregate Offering Price | Amount of Registration Fee |
|--|---|----------------------------|
| Shares of Common Stock of Panasonic | \$235,726,705 (1)(2) | \$16,808 (1)(2) |

- (1) Calculated based on the minimum number of shares of common stock that the registrant currently expects to allocate to SANYO Electric Co., Ltd. shareholders resident in the United States in connection with the share exchange described in this registration statement. The shares to be allocated in connection with the share exchange outside the United States are not registered under this registration statement. Additional information on the shares to be registered, including the maximum number of shares of common stock that the registrant expects to allocate to SANYO Electric Co., Ltd. shareholders resident in the United States, will be included in subsequent amendments to this registration statement following the determination of the share exchange ratio.
- (2) Estimated solely for the purpose of calculating the registration fee pursuant to Rule 457(f)(1) and Rule 457(c) of the Securities Act, based on the average of the high and low trading prices of SANYO Electric Co., Ltd. common stock on the Tokyo Stock Exchange on September 24, 2010 after conversion into U.S. dollars based on the Foreign Exchange Rate released by the Bank of Japan as in effect on such date.

The Registrant hereby amends this Registration Statement on such date or dates as may be necessary to delay its effective date until the Registrant shall file a further amendment which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933 or until this Registration Statement shall become effective on such date as the Commission, acting pursuant to said Section 8(a), may determine.

[Table of Contents](#)

SANYO Electric Co., Ltd. and Subsidiaries
Notes to Consolidated Financial Statements—(Continued)

VIE that could potentially be significant to the VIE. ASU2009-17 has been adopted by SANYO in the first quarter beginning on April 1, 2010. SANYO does not expect that the adoption of ASU2009-17 will have any impact on its consolidated results of operations and financial position.

In October 2009, FASB issued ASU2009-13, "Multiple-Deliverable Revenue Arrangements," an update to ASC605, "Revenue Recognition" (former EITF 00-21 "Revenue Arrangements with Multiple Deliverables"). ASU2009-13 modifies the criteria for separating consideration under multiple deliverable arrangements and requires allocation of the overall consideration to each deliverable using the estimated selling price in the absence of vendor-specific objective evidence or third party evidence of selling price for deliverables. ASU2009-13 eliminate the residual method of revenue allocation and require revenue to be allocated using the relative selling price method. ASU2009-13 should be applied on a prospective basis for revenue arrangements entered into or materially modified in fiscal years beginning on or after June 15, 2010, with early adoption permitted. SANYO is currently evaluating the effect of adoption of ASU2009-13 on its consolidated results of operations and financial position.

In October 2009, FASB issued ASU2009-14, "Certain Revenue Arrangements That Include Software Elements," an update to ASC985 "Software" (former AICPA Statement of Position 97-2 "Software Revenue Recognition" and related guidances). ASU2009-14 modifies the scope of the software revenue recognition guidance to exclude from its requirements non-software components of tangible products and software components of tangible products that are sold, licensed, or leased with tangible products when the software components and non-software components of the tangible product function together to deliver the tangible product's essential functionality. ASU2009-14 should be applied on a prospective basis for revenue arrangements entered into or materially modified in fiscal years beginning on or after June 15, 2010, with early adoption permitted. SANYO is currently evaluating the effect of adoption of ASU2009-14 on its consolidated results of operations and financial position.

Subsequent Events

SANYO has evaluated subsequent events that have occurred subsequent to the financial statement reporting date through the original financial statement issuance date of June 23, 2010 and has determined that there are no events to disclose.

Additionally, SANYO has evaluated subsequent events that have occurred subsequent to June 23, 2010 through the financial statement issuance date of October 1, 2010 and has disclosed subsequent events in Note 25.

3 DISCONTINUED OPERATIONS

To accelerate emphasis and concentration of investments based on the group-wide strategies, on January 21, 2008 SANYO entered into a definitive agreement with Kyocera Corporation to sell its mobile phone business. The sale of the business unit to Kyocera Corporation was completed by way of a spin-off on April 1, 2008. The consideration for the sale of the business was 43,671 million yen, and the gain from the sale of the business was 33,695 million yen.

In accordance with ASC205 (SFAS No.144), operating results of its mobile phone business are presented separately as discontinued operations in the consolidated statements of operations. The cash flows attributable to the discontinued operations are not presented separately from the cash flows attributable to the continuing operations in the consolidated statements of cash flows. In addition, gain from the sale of the business is included in 43,596 million yen of proceeds from sale of business in the consolidated statements of cash flows.

Exhibit C

[Table of Contents](#)

FORM 6-K
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

**Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934**

For the month of August 2008

Commission File Number: 1-07952

KYOCERA CORPORATION

**6 Takeda Tobadono-cho, Fushimi-ku,
Kyoto 612-8501, Japan**

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Registration S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Registration S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b); 82- .

[Table of Contents](#)**Information on Kyocera Corporation and its Consolidated Subsidiaries****Item 1. Summary of Kyocera Corporation and its Consolidated Subsidiaries****1. Selected Financial Data (Unaudited)**

| Periods | Three months ended June 30, 2008 | Year ended March 31, 2008 |
|--|---|------------------------------|
| | (Yen in millions, except per share amounts and employees) | |
| Net sales | 331,758 | 1,290,436 |
| Income before income taxes | 36,905 | 174,842 |
| Net income | 21,962 | 107,244 |
| Stockholders' equity | 1,498,242 | 1,451,165 |
| Total assets | 2,078,635 | 1,976,746 |
| Stockholders' equity per share | 7,903.51 | 7,659.72 |
| Earnings per share—Basic | 115.89 | 566.58 |
| Earnings per share—Diluted | 115.82 | 565.80 |
| Stockholders' equity to total assets (%) | 72.1 | 73.4 |
| Cash flows from operating activities | 40,638 | 196,935 |
| Cash flows from investing activities | (173,240) | 14,894 |
| Cash flows from financing activities | (12,151) | (28,071) |
| Cash and cash equivalents at end of period | 311,681 | 447,586 |
| Number of employees | 69,676 | 66,496 |

Note:

- The consolidated financial information is in conformity with accounting principles generally accepted in the United States of America.
The consolidated financial information is expressed rounding off to millions of yen.
- Earnings per share amounts are computed based on Statement of Financial Accounting Standards No. 128, "Earnings per Share."
- Consumption taxes and local consumption taxes are not included in net sales.

2. Business Overview

The consolidated financial information of Kyocera Corporation and its consolidated subsidiaries (Kyocera) is prepared in conformity with accounting principles generally accepted in the United States of America. The scope of consolidation and application of equity method are also in accordance with accounting principles generally accepted in the United States of America. The descriptions in "Item 2. Business Results" and "Item 3. Equipment and Facilities" are also made as well.

As of June 30, 2008, Kyocera consists of a parent company, 175 consolidated subsidiaries, two non-consolidated subsidiaries accounted for by the equity method and nine affiliates accounted for by the equity method. Kyocera categorizes its operations into seven reporting segments: (1) Fine Ceramic Parts Group, (2) Semiconductor Parts Group, (3) Applied Ceramic Products Group, (4) Electronic Device Group, (5) Telecommunications Equipment Group, (6) Information Equipment Group, and (7) Others.

During the three months ended June 30, 2008, there was no change in Kyocera's principal businesses, and there were changes in subsidiaries as follows:

Telecommunications Equipment Group

On April 1, 2008, Kyocera acquired the mobile phone related business of SANYO Electronic Co., Ltd. (SANYO). As a result of this acquisition, Kyocera Telecom Equipment (Malaysia) Sdn. Bhd., a manufacturing company located in Malaysia, and Kyocera SANYO Telecom, Inc., a sales company of mobile phone handsets located in the United States of America, are newly consolidated by Kyocera.

Table of Contents

3. Scope of Consolidation and Application of the Equity Method

As set forth in the above "Item 2. Business Overview", the following two companies are consolidated by Kyocera.

| <u>Name</u> | <u>Country of Incorporation</u> | <u>Capital in Thousands</u> | <u>Percentage held by Kyocera</u> | <u>Main Business</u> |
|--|---------------------------------|-----------------------------|-----------------------------------|---|
| Kyocera Telecom Equipment (Malaysia) Sdn. Bhd. | Malaysia | MYR 28,000 | 100.00% | Manufacture of telecommunications equipment |
| Kyocera SANYO Telecom, Inc. | United States | US\$ 10,000 | 100.00% | Sale of telecommunications equipment |

4. Employees of Kyocera Corporation and its consolidated subsidiaries

Number of employees of Kyocera Corporation and its consolidated subsidiaries by reporting segments is as follows:

| <u>Number of Employees</u> | <u>As of June 30, 2008</u> |
|------------------------------------|----------------------------|
| Fine Ceramic Parts Group | 3,700 |
| Semiconductor Parts Group | 9,881 |
| Applied Ceramic Products Group | 6,588 |
| Electronic Device Group | 23,607 |
| Telecommunications Equipment Group | 6,114 |
| Information Equipment Group | 13,128 |
| Others | 4,887 |
| Corporate | 1,771 |
| Total | <u>69,676</u> |

Note: In the three months ended June 30, 2008, the number of employees increased by 3,180 due mainly to an increase in employees in the Telecommunications Equipment Group as a result of the acquisition of the mobile phone related business of SANYO.

Number of employees of Kyocera Corporation is as follows:

| <u>Number of Employees</u> | <u>As of June 30, 2008</u> |
|----------------------------|----------------------------|
| Kyocera Corporation | 14,006 |

Note: In the three months ended June 30, 2008, the number of employees increased by 878 due mainly to an increase in employees as a result of the acquisition of the mobile phone related business of SANYO.

Exhibit D

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

ITT MANUFACTURING ENTERPRISES,
INC., (a Delaware corporation),

Plaintiff,

v.

CELLCO PARTNERSHIP (d/b/a Verizon
Wireless), LG ELECTRONICS, INC., LG
ELECTRONICS International, INC., and LG
MOBILECOMM U.S.A., INC., MOTOROLA,
INC., KYOCERA CORPORATION,
KYOCERA INTERNATIONAL, INC.,
KYOCERA WIRELESS CORP., and
KYOCERA SANYO TELECOM, INC.,
QUALCOMM INC., NOKIA CORPORATION,
AND NOKIA, INC.,

Defendants.

C.A. No. 09-190-JJF

**DEFENDANTS KYOCERA INTERNATIONAL, INC., KYOCERA WIRELESS
CORPORATION, AND KYOCERA COMMUNICATIONS, INC. (f/k/a KYOCERA
SANYO TELECOM, INC.)’S COMBINED RULE 7.1 DISCLOSURE STATEMENT**

Pursuant to Fed. R. Civ. P. 7.1, defendants Kyocera International, Inc., Kyocera Wireless Corporation, and Kyocera Sanyo Telecom, Inc. (now known as Kyocera Communications, Inc.) by and through its undersigned attorneys, state as follows:

1. The parent corporation of Kyocera Wireless Corporation is Kyocera International, Inc.
2. No other corporation owns 10% or more of the stock of Kyocera Wireless Corporation.

3. Kyocera Sanyo Telecom, Inc. became Kyocera Communications, Inc. as of April 1, 2009.

4. The parent corporation of Kyocera Sanyo Telecom, Inc. was Kyocera International, Inc. The parent corporation of Kyocera Communications, Inc. is Kyocera International, Inc.

5. No other corporation owned 10% or more of the stock of Defendant Kyocera Sanyo Telecom, Inc. or owns 10% or more of the stock of Kyocera Communications, Inc.

6. The parent corporation of Kyocera International, Inc. is Kyocera Corporation, a publicly-traded Japanese entity.

7. No other corporation owns 10% or more of the stock of Kyocera International, Inc.

YOUNG CONAWAY STARGATT & TAYLOR, LLP



OF COUNSEL:

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Frank C. Cimino, Jr.
DeAnna D. Allen
Robert L. Kinder
Matthew B. Weinstein
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John W. Shaw (No. 3362)
1000 West Street
Brandywine Building, 17th Floor
Wilmington, DE 19801
(302) 571-6600
jshaw@ycst.com

*Attorneys for Kyocera International, Inc.,
Kyocera Wireless Corporation, and Kyocera
Communications, Inc. (f/k/a Kyocera Sanyo
Telecom, Inc.)*

Dated: May 14, 2009

Exhibit E

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 20-F

REGISTRATION STATEMENT PURSUANT TO SECTION 12(b) OR 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934

OR

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended March 31, 2002

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number: 1-7952

Kyocera Kabushiki Kaisha

(Exact name of Registrant as specified in its charter)

Kyocera Corporation

(Translation of Registrant's name into English)

6, Takeda, Tobadono-cho, Fushimi-ku,

Kyoto, Japan 612-8501

Japan

(Jurisdiction of incorporation or organization)

(Address of principal executive offices)

Securities registered or to be registered pursuant to Section 12(b) of the Act.

| <u>Title of Each Class</u> | <u>Name of Each Exchange On Which Registered</u> |
|-------------------------------------|--|
| American Depositary Shares ("ADSs") | New York Stock Exchange |
| Common Stock ("Shares")* | New York Stock Exchange |

*Not for trading, but only in connection with the registration of the ADSs.

Securities registered or to be registered pursuant to Section 12(g) of the Act.

None

(Title of Class)

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act.

None

(Title of Class)

Indicate the number of outstanding shares of each of the issuer's classes of capital or common stock as of the close of the period covered by the annual report.

As of March 31, 2002, 189,041,518 shares of common stock were outstanding, comprised of 184,784,806 Shares and 4,256,712 ADSs (equivalent to 4,256,712 Shares).

Indicate by check mark whether the Registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No

Indicate by check mark which financial statement item the Registrant has elected to follow.

Item 17 Item 18 X

Item 4. Information on the Company

A. History and Development of the Company

The Company is a joint stock corporation that was incorporated under the laws of Japan in 1959 with the name Kyoto Ceramic Kabushiki Kaisha. The name of the Company was changed to Kyocera Kabushiki Kaisha (or Kyocera Corporation) in 1982. Our corporate headquarters is at 6 Takeda Tobadono-cho, Fushimi-ku, Kyoto 612-8501, Japan. Our telephone number is +81-75-604-3500.

Our business originally consisted of the manufacture of ceramic parts for electronic equipment. In the 1960's, we moved into the design and production of fine ceramic parts, ceramic integrated circuit ("IC") packages, and electronic components. In the 1970s, we began to produce ceramic cutting tools, ceramics for medical and dental uses, recrystallized jewelry and solar energy products.

In the 1980's we diversified into new strategic fields. In 1982, we merged with Cybernet Electronics Corporation, a communications equipment maker in which we had made an equity investment three years earlier. We expanded into another new business field through the acquisition of Yashica Co., Ltd., a camera and camera lens manufacturer, and played a leading role in the establishment of DDI Corporation (now KDDI Corporation ("KDDI")), which has become one of Japan's leading providers of telecommunications services. In 1989, we gained a presence in the electronic connector market through our acquisition of Elco Corporation.

In the 1990's, we strengthened our position as an internationally integrated electronic components manufacturer with our 1990 acquisition of AVX Corporation ("AVX"), a maker of capacitors and other passive electronic components.

In 2000, we further enhanced our position as a market leader in telecommunications and information equipment. In February 2000, we acquired the consumer code division multiple access (CDMA) mobile phone handset business of QUALCOMM Inc. to create our United States subsidiary Kyocera Wireless Corp ("KWC"). In April 2000, we invested ¥12,000 million in Kyocera Mita Corporation ("KMC"), a manufacturer of copiers and other document imaging equipment, to transform it into a wholly-owned subsidiary and we merged our ECOSYS printer operations into KMC in October 2000 to create a single document solutions business. Following approval by the Osaka District Court on March 5, 2002, Kyocera Mita Corporation implemented its ten years rehabilitation plan seven years ahead of schedule. This enabled the integration of Kyocera's remaining printer business and the merger of Kyocera Mita Hirakata, which produces information equipment, into the Kyocera Mita Corporation, in order to further enhance management of our document solutions business by creating a unified business structure.

With the aim of becoming a truly global enterprise, we have been expanding production at Chinese manufacturing bases and making inroads into the local Chinese market. In December 2001, to become a leader in the CDMA-protocol mobile handset market in China, we established a local joint venture, Kyocera Zhenhua Communication Equipment Co., Ltd ("KZC"), in Guiyang, China, for the development, manufacture, sale and after-sales servicing of telecommunications equipment. KZC commenced production of CDMA handsets for the Chinese market in January 2002. In September 2001, we also completed a facility at Shilong, Dongguan, Guangdong, China mainly for the production of information equipment and optical instruments.

Restructuring initiatives at overseas subsidiaries included reorganization of operating bases, personnel reductions and inventory write-down. Additional moves included personnel rearrangements designed to optimize the efficiency of the Company's manufacturing bases in Japan as well as ongoing efforts to expand production in China.

B. Business Overview

Overview

We are engaged in numerous high-tech fields, including electronics, telecommunications, metal processing, automotive components, medical and dental implants, solar energy and IT solutions, services and networks. Our manufacturing and distribution operations are conducted worldwide. We currently have 128 subsidiaries and 11 affiliates outside Japan and 23 subsidiaries and seven affiliates in Japan. Our customers include individuals, corporations, governments and governmental agencies. For information on our sales by category of activity, see "Results of Operations" under Item 5.A. of this Form 20-F. For information on our sales by geographic area and product segment, see "Sales and Distribution".

Business Strategy

Kyocera's business strategy aims to promote "high-value-added diversification" to be a creative company that continues to grow. To achieve this goal, we seek to expand sales and enhance profitability of our Equipment Group and to enhance profitability of our Components Group (Fine Ceramics Group and Electronic Device Group) through structural reforms. In the Equipment Group, we seek to expand our telecommunications equipment business to achieve market leadership in business fields such as the development, manufacture, sale and after-sale servicing of CDMA handset and personal handyphone system (PHS)-related equipment, in addition to developing a highly profitable document solutions business. In the Components Group, we seek to reform our production structure, strengthen new product development and improve AVX's business performance. In addition, we seek to expand production and develop new markets in China, including for automotive, digital consumer electronics and solar energy products.

In order to achieve our growth, we are now focusing on businesses that support telecommunications and information processing, environmental protection and the quality of life areas. Approximately 82% of our revenue for fiscal 2002 was derived from products related to telecommunications and information-processing. These range from end-user offerings, such as wireless phones and office machines, to network products, such as electronic and fiber-optic components, semiconductor parts and wireless local loop ("WLL") systems.

Our material technologies have great potential in environmental protection. Advanced crystal-processing expertise has made us a leading producer of solar cells and solar electric generation systems. Our pollution-reducing ceramic engine parts, film-less digital cameras and cartridge-free page printers further reflect our commitment to the environment and the well-being of future generations.

To enhance the quality of life, we have developed electronic and structural components for the medical industry. As the average life expectancy increases, we are striving to improve the quality of life through the manufacture of products such as BIOCERAM medical and dental implants, recrystallized gemstones, high-quality cameras, Internet-capable wireless handsets, and even telecommunications and multimedia services.

commenced full-scale production of timing devices in Shanghai, in addition to production of ceramic capacitors commenced there in January 2001, to supply future demand for electronic components used in telecommunications and information equipment.

U.S.-based AVX, which manufactures ceramic and tantalum capacitors for telecommunications and computing equipment, is an important part of our strategy in the Electronic Device Group. With its global manufacturing and sales network, AVX is a major contributor to our sales worldwide.

(c) Equipment Group

i. Telecommunications equipment:

This product sub-category includes cellular telephones and PHS related products such as handsets and public relay stations. These products are produced mainly for KDDI and KDDI's subsidiaries, as well as for other Asian and U.S. telecommunications companies. KDDI is a telecommunications service company which we established in 1984 as an affiliated company when the telecommunications business, which had previously been monopolized by a national telephone company, was opened to private companies. KDDI is engaged in providing long distance and international telephone services, cellular service, and PHS services through subsidiaries.

One of our major areas in the telecommunications equipment segment is cellular handsets. We plan to become a leading producer of CDMA handsets. This technology has become one of the fastest growing mobile phone protocols. In February 2000, we acquired the consumer CDMA mobile phone handset business of QUALCOMM Inc. for ¥23,225 million to create our United States subsidiary KWC. In a separate related transaction in June 2000, KWC acquired additional assets for ¥3,158 million. To date we have been focusing on improving the profitability of KWC and have made strides toward this goal. In addition to KWC, our principal manufacturing, sales and development bases also include SK Teletch Co., Ltd., our joint venture with SK Telecom in South Korea; and Kyocera Corporation in Japan, which collaborates closely with KDDI. In addition to these three production companies, in December 2001, we established another local joint venture in Guiyang, China, called Kyocera Zhenhua Communication Equipment, Co., Ltd., for the development, manufacture, sale and after-sales servicing of telecommunications equipment. This joint venture commenced production of CDMA-protocol mobile phone handsets for the Chinese market in January 2002.

ii. Information Equipment:

The major products in this sub-category comprise page printers marketed under the name "ECOSYS", which are based on cartridge-free technology.

In April 2000, KMC, which manufactures photocopiers and printers, joined the Kyocera Group and became one of our wholly-owned subsidiaries. The Company's ECOSYS printer unit has now been merged into KMC, enabling us to build a unified presence in the document solutions business. Further synergy has resulted from the merger of our respective printer and copier sales operations. In addition, we are reducing costs by consolidating development and manufacturing facilities, both in Japan and overseas, and by building copiers and printers on common engines and components. We have also strengthened our product lines. In July 2001 KMC introduced the ECOSYS FS-1000+, a new, economical, 10 page-per-minute model designed primarily for the medium-speed,

Exhibit F

User Guide

SANYO Vero™ by KYOCERA

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