

SUPERIOR COURT FOR THE STATE OF CALIFORNIA
FOR THE CITY AND COUNTY OF SAN FRANCISCO

KENDALL GEWALT, Individually and On
Behalf of All Others Similarly Situated,

Plaintiffs,

v.

AT&T SERVICES, INC., SBC INTERNET
SERVICES, INC., MODUSLINK
CORPORATION, AT&T INTELLECTUAL
PROPERTY MANAGEMENT, INC., AT&T
INTELLECTUAL PROPERTY
MARKETING, INC., and DOES 6-100,

Defendants.

Case No. CGC-07-469792

LONG-FORM NOTICE

If you purchased a digital subscriber line (“DSL”) modem from AT&T with a mail-in rebate offer between December 5, 2003 and December 20, 2010, you could be entitled to benefits under a class action settlement.

Hon. Richard A. Kramer, San Francisco Superior Court, authorized this notice.

This is not a solicitation from a lawyer.

- **If you send in a claim form, and the claims administrator determines that you have a valid claim, the settlement will provide you with either:**
 - **a check equal to the cost paid for the modem plus 10% if you timely mailed the rebate claim form to AT&T and did not receive the rebate; or**
 - **a check equal to 10% of the cost paid for the modem if you received a rebate but not within twelve (12) weeks of submitting the rebate form.**
- To qualify, you must not exclude yourself from the Settlement.
- Your legal rights are affected whether you act or don’t act. Please read this notice carefully.

QUESTIONS? CALL TOLL-FREE 1-800-300-9381 OR VISIT WWW.ATTMODEMREBATESSETTLEMENT.COM

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT:	
TIMELY SUBMIT A CLAIM FORM	The only way to get a check under the settlement as described above.
EXCLUDE YOURSELF	You will not get a check under the settlement. This is the only option that allows you ever to be part of any other lawsuit against AT&T Services, Inc., SBC Internet Services, Inc., AT&T Intellectual Property Management, Inc., AT&T Intellectual Property Marketing, Inc. (collectively, “AT&T”), or ModusLink Corporation (together with AT&T, “Defendants”) relating to the claims in this Litigation.
OBJECT	Write to the Claims Administrator about why you don’t like the settlement.
GO TO A HEARING	Ask to speak in Court about the fairness of the settlement.
DO NOTHING	You will not get a check under the settlement, and you will give up your rights to sue Defendants relating to the claims in this Litigation.

- These rights and options—**and the deadlines to exercise them**—are explained in this notice.
- The Court in charge of this case still has to decide whether to approve the settlement. If you submit a valid claim form, you will receive your check if the Court approves the settlement and after any appeals are resolved. Please be patient.

BASIC INFORMATION

1. Why am I receiving this Notice?

This notice is intended to provide information about a class action settlement to all purchasers of a digital subscriber line (“DSL”) modem from AT&T for use with their DSL service in the State of California with a mail-in rebate offer who did not receive a rebate within twelve (12) weeks of submitting the rebate claim form. This notice explains the lawsuit, the settlement, your legal rights, what benefits are available, who is eligible for them, and how to get them.

The Court in charge of the case is the California Superior Court located in San Francisco, California, and the case is known as *Gewalt v. AT&T Services, Inc.*, Case No. CGC-07-469792. Judge Richard A. Kramer is presiding over the case. Kendall Gewalt is called the Plaintiff, and the companies she has sued, AT&T Services, Inc., SBC Internet Services, Inc., AT&T Intellectual Property Management, Inc., AT&T Intellectual Property Marketing, Inc. (collectively, “AT&T”), and ModusLink Corporation, are called the Defendants.

The Court ordered this notice to be sent by first-class mail to all potential class members to provide additional information about a proposed settlement of this class action lawsuit, and to explain their options, before the Court decides whether to approve the settlement. If the Court approves the settlement, and after objections and any appeals are resolved, you may be entitled to obtain the benefits the settlement provides.

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2. What is this lawsuit about?

The Plaintiff in this lawsuit claims that AT&T and its vendor, ModusLink, deceptively advertised and failed to honor their promises to rebate the price of modems that were purchased by customers in conjunction with DSL service in the State of California from AT&T. Defendants deny all allegations and have asserted many defenses to these claims. The settlement is not an admission of wrongdoing or an indication that any law was violated.

3. Why is this a class action?

In a class action, one or more people, called Class Representatives (in this case, Kendall Gewalt), sue on behalf of people who allegedly have similar claims. All of these people are a Class, and each of the individuals who are included in this group are referred to as Class Members. One court resolves the issues for all Class Members, except for those who exclude themselves from the Class. San Francisco Superior Court Judge Richard A. Kramer is in charge of this class action.

4. Why is there a settlement?

The Court did not decide in favor of Plaintiffs or Defendants. Instead, both sides agreed to a settlement. That way they avoid the cost of a trial and settlement benefits go to the Class Members. The Class Representative and the attorneys for the Class think the settlement is best for the Class Members.

WHO IS IN THE SETTLEMENT

To determine if you will obtain the benefits from this settlement, you first must determine whether you are a Class Member.

5. How do I know if I am part of the settlement?

You are a “Class Member” if, during the period December 5, 2003 to December 20, 2010, you were a person or entity who purchased a DSL modem from AT&T for use with DSL service in the State of California, submitted a rebate claim in connection with the purchase of the DSL modem, and were not paid a rebate within twelve (12) weeks of submitting your rebate claim form.

6. Are there exceptions to being included?

The Class does *not* include any persons or entities who validly request exclusion from the Class.

THE SETTLEMENT BENEFITS—WHAT YOU GET

7. What benefits does the settlement provide?

The proposed settlement must be approved by the Court. Even if it is approved by the Court, there can still be appeals. The settlement will become final only if it is approved by the Court and any appeals are resolved in favor of the settlement. The date the settlement becomes final is called the

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Effective Date. The benefits described below will be provided to Class Members only after the Effective Date.

Under the terms of the proposed settlement, if you mail in the attached Claim Form and the Claims Administrator determines that you have a valid claim, you will receive either:

- (a) a check equal to the cost paid for the modem plus 10% if you mailed the rebate claim form to AT&T and did not receive the rebate or an equivalent credit; or
- (b) a check equal to 10% of the cost paid for the modem if you did not receive the rebate or credit from AT&T within twelve (12) weeks of submitting your rebate claim.

8. What can I get from the settlement?

I mailed in my rebate claim form, and I never received a rebate from AT&T.	I received a rebate from AT&T for the modem, but I did not receive the rebate within 12 weeks of submitting the rebate claim
Check equal to the cost paid for the modem plus 10%.	Check equal to 10% of the cost paid for the modem.

HOW YOU GET A CHECK—SUBMITTING A CLAIM FORM

9. How can I get a check under the settlement?

To qualify for a check under the settlement, you must send in a Claim Form. A Claim Form, including instructions on how to make a claim, is attached to this Notice.

You must read the instructions carefully, fill out the form, and mail it to the Claims Administrator at ATT Modem Rebate Settlement, c/o The Garden City Group, Inc., P.O. Box 9705, Dublin, OH 43017-5605. You may also submit a Claim Form online by visiting the website www.attmodemrebatesettlement.com. You will be required to certify that you meet the eligibility requirements set forth in the Claim Form. To be valid, the Claim Form must be submitted before the end of the Claims Period on March 22, 2011. **If you fail to submit your Claim Form by March 22, 2011, your claim will be rejected, and you will have waived all rights to receive any benefits under this settlement.**

Once the settlement becomes final, and all appeals are resolved, the validity of all claims will be determined. If your claim contains any deficiencies, you will have an opportunity to correct any such deficiencies. If your claim is found to be valid, and you were eligible to receive a rebate from AT&T for your DSL modem, you will automatically receive a check equal to the cost of the modem plus 10%. If your claim has been found to be valid, and you received a rebate from AT&T for your DSL

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modem but not within 12 weeks of submitting your rebate claim, you will automatically receive a check equal to 10% of the cost paid for the modem.

You will not be eligible for a check if your claim is found to be invalid.

10. When would I get my check?

You will receive a check after your claim is validated and after the settlement becomes final. The Court will hold a hearing on April 8, 2011 at 1:30 p.m., to decide whether to approve the settlement. If the Court approves the settlement, there may be appeals of that decision. The appeal process can take time, perhaps more than a year. Please be patient.

Once any appeals are resolved and the settlement becomes final, class members who submitted valid claims and are eligible for a check will receive the check within thirty (30) days of the Effective Date.

11. What am I giving up to get a check or to stay in the Class?

Unless you exclude yourself according to the procedure set forth below, you are staying in the Class, and that means that you can't sue, continue to sue, or be part of any other lawsuit against AT&T and/or ModusLink relating to the legal issues in this Litigation. It also means that all of the Court's orders will apply to you and legally bind you. Whether or not you make a claim for a check you will be legally bound by the Court's orders.

EXCLUDING YOURSELF FROM THE SETTLEMENT

If you don't want a check under this settlement, and you want to keep the right to sue or continue to sue AT&T and/or ModusLink about the legal issues in this Litigation on your own, then you must take steps to get out of the Class. This is called excluding yourself—and is sometimes referred to as opting out.

12. How do I get out of the settlement?

To exclude yourself from the settlement, you must send a letter by mail saying that you want to be excluded from *Gewalt v. AT&T Services, Inc.*, San Francisco Superior Court Case No. CGC-07-469792. Be sure to include your name, address, telephone number, and your signature. You must mail your exclusion request, postmarked on or before March 22, 2011, to ATT Modem Rebate Settlement, c/o The Garden City Group, Inc., P.O. Box 9705, Dublin, OH 43017-5605.

You cannot exclude yourself by phone, fax or e-mail. If you ask to be excluded, you will not be entitled to any check provided for in the settlement, and you cannot object to the settlement. You will not be legally bound by anything that happens in this lawsuit. You may be able to sue (or continue to sue) AT&T and/or ModusLink in the future about the legal issues in this case on your own.

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13. If I don't exclude myself, can I sue AT&T and/or ModusLink for the same thing later?

No. Unless you exclude yourself, you give up the right to sue the Defendants for the claims that this settlement resolves. You must exclude yourself from *this* Class to pursue your own lawsuit. Remember, your exclusion request must be postmarked on or before March 22, 2011.

14. If I exclude myself, can I get any benefits from this settlement?

No. If you exclude yourself, do not send in a Claim Form to request a check. But, you may sue, continue to sue, or be part of a different lawsuit against AT&T and/or ModusLink about the legal issues in this case.

THE LAWYERS REPRESENTING YOU

15. Do I have a lawyer in this case?

The Class is represented in this case by Schubert Jonckheer & Kolbe LLP, which is located in San Francisco, California. You will not be charged for these lawyers. If you want to be represented by your own lawyer, you may hire one at your own expense.

16. How will the lawyers be paid?

Plaintiff's Counsel will ask the Court for attorneys' fees up to \$895,000 and expenses up to \$25,000, and a payment of \$12,500 for the Class Representative. AT&T will separately pay the fees and expenses that the Court awards. These amounts will not come out of any funds for payments to Class Members. Defendants have agreed not to oppose these fees and expenses up to these amounts. AT&T shall pay the costs to administer the settlement.

OBJECTING TO THE SETTLEMENT

You can tell the Court that you don't agree with the settlement or some part of it.

17. How do I tell the Court that I don't like the settlement?

If you're a Class Member, you can object to the settlement if you don't like any part of it. You can give reasons why you think the Court should not approve it. The Court will consider your views. To object, you must send a letter stating your objection to: ATT Modem Rebate Settlement, c/o The Garden City Group, Inc., P.O. Box 9705, Dublin, OH 43017-5605. Be sure to include your name, address, telephone number, your signature, and provide a detailed statement of each objection, including the grounds for each objection. The objection and any supporting papers must also be mailed to each of the lawyers listed below by March 22, 2011.

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PLAINTIFF'S COUNSEL:

Miranda P. Kolbe
Schubert Jonckheer & Kolbe LLP
3 Embarcadero Center, Suite 1650
San Francisco, CA 94111

COUNSEL FOR AT&T:

Walid S. Abdul-Rahim
AT&T Services, Inc. Legal Department
525 Market Street, Suite 2005
San Francisco, California 94105

COUNSEL FOR MODUSLINK:

Daniel P. Tighe
Greisinger, Tighe & Maffei, LLP
176 Federal Street
Boston, Massachusetts 02110

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

Objecting is simply telling the Court that you don't like something about the settlement. You can object only if you stay in the Class. Excluding yourself is telling the Court that you don't want to be part of the Class. If you exclude yourself, you have no basis to object, because the case no longer affects you.

THE COURT'S APPROVAL HEARING

The Court will hold a hearing to decide whether to approve the settlement. You may attend, and you may ask to speak, but you don't have to.

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

The Court will hold a Final Approval Hearing on April 8, 2011 at 1:30 p.m. at the Superior Court for the County of San Francisco, located at Department 304, 400 McAllister Street, San Francisco, California 94102. At this hearing, the Court will consider whether the settlement is fair, reasonable, and adequate. If there are objections, the Court will consider them. Judge Kramer will listen to people who have asked to speak at the hearing. The Court may also consider how much to pay Plaintiff's Counsel and the amount of the incentive payment to the Class Representative. After the hearing, the Court will consider whether to approve the settlement. We do not know how long this decision will take.

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20. Do I have to come to the hearing?

No. Plaintiff's Counsel will answer questions Judge Kramer may have. But you are welcome to 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 your written objection was received on time, the Court will consider it. You may also pay your own lawyer to attend, but it's not required. Finally, you may seek to intervene in the action, but it is not required.

21. May I speak at the hearing?

You may ask the Court for permission to speak at the Final Hearing. To do so, you must send a letter saying that it is your "Notice of Intention to Appear" in "*Gewalt v. AT&T Services, Inc.*, San Francisco Superior Court Case No. CGC-07-469792" to ATT Modem Rebate Settlement, c/o The Garden City Group, Inc., P.O. Box 9705, Dublin, OH 43017-5605. Be sure to include your name, address, telephone number, and your signature. Your Notice of Intention to Appear must also be received by the lawyers listed in response to question 17 no later than March 22, 2011. You cannot speak at the hearing if you excluded yourself, or if you do not send in a Notice of Intention to Appear.

IF YOU DO NOTHING

22. What happens if I do nothing at all?

If you do nothing, you'll get no benefit from this settlement. But, unless you exclude yourself, you won't be able to start a lawsuit, continue with a lawsuit, or be part of any other lawsuit against either AT&T or ModusLink about the legal issues in this case.

GETTING MORE INFORMATION

23. Are there more details about the settlement?

This notice summarizes the proposed settlement. More details are in a Settlement Agreement that is available at www.attmodemrebatesettlement.com. In addition, the Settlement Agreement, along with the pleadings and other documents relating to the case, are available at the San Francisco Superior Court, and may be examined on the Court's website located at <http://www.sfgov.org>.

24. How do I get more information?

You may write to the Claims Administrator at ATT Modem Rebate Settlement, c/o The Garden City Group, Inc., P.O. Box 9705, Dublin, OH 43017-5605, or to Plaintiff's Counsel, Miranda P. Kolbe, Schubert Jonckheer & Kolbe LLP, Three Embarcadero Center, Suite 1650, San Francisco, CA 94111.

Questions may not be directed to the Court. Please do not contact AT&T regarding this case or the Settlement.

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