

NOTICE OF PENDENCY OF CLASS ACTION AND PROPOSED SETTLEMENT

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA, SAN JOSE DIVISION

QUESTIONS? CALL 1-888-768-2056 OR VISIT WWW.DISCOUNTSETTLEMENT.COM.

A settlement has been reached in a class action about the advertising of certain Dell-branded products sold through Dell's Home & Home Office website.

A court authorized this Notice. This is not a solicitation from a lawyer.

- A settlement has been proposed in a class action lawsuit and you may be a member of the settlement class. If the settlement is approved, Class Members who submit a valid claim form will be entitled to a Cash Benefit of \$50 in the form of a check.
- The settlement class consists of all individuals and entities in California who purchased a Dell-branded product identified below and advertised with an instant-off discount online from Dell's Home & Home Office segment during the time frame listed for that product:

Form	Model	Start Purchase Date	End Purchase Date
Desktop	Dimension B110	November 1, 2005	November 30, 2006
Desktop	Dimension C521	September 1, 2006	May 5, 2007
Desktop	Dimension E310	November 1, 2005	October 31, 2006
Desktop	Dimension E510	November 1, 2005	October 31, 2006
Desktop	Dimension E520	September 1, 2006	May 3, 2007
Desktop	Dimension E521	September 1, 2006	May 5, 2007
Desktop	Dimension E521n	September 1, 2006	June 25, 2007
Desktop	Precision 670	November 1, 2005	June 30, 2006
Desktop	Precision 690	April 1, 2007	January 31, 2008
Notebook	Inspiron 14(1420)	May 1, 2007	June 25, 2007
Notebook	Inspiron 1420n	May 1, 2007	June 26, 2007
Notebook	Inspiron 1501	September 1, 2006	June 25, 2007
Notebook	Inspiron 1520	June 1, 2007	June 25, 2007
Notebook	Inspiron 1521	June 1, 2007	June 25, 2007
Notebook	Inspiron 1720	June 1, 2007	June 25, 2007
Notebook	Inspiron 1721	June 1, 2007	June 25, 2007
Notebook	Inspiron 2200	October 1, 2005	January 31, 2006
Notebook	Inspiron 6000	November 1, 2005	March 31, 2006
Notebook	Inspiron 600m	November 1, 2005	March 31, 2006
Notebook	Inspiron 700m	November 1, 2005	March 31, 2006
Notebook	Inspiron 710m	February 1, 2006	August 31, 2006
Notebook	Inspiron 9300	November 1, 2005	March 31, 2006
Notebook	Inspiron B120	November 1, 2005	May 31, 2006
Notebook	Inspiron B130	December 1, 2005	January 31, 2007
Notebook	Inspiron E1405	March 1, 2006	June 28, 2007
Notebook	Inspiron E1505	March 1, 2006	June 28, 2007
Notebook	Inspiron E1705	March 1, 2006	June 28, 2007

- Not included in the settlement class are individuals and entities who purchased an above-listed product on a listed date without an instant-off discount (e.g. those who paid the full list price, were eligible for or received a mail-in-rebate, or received advertised free hardware or upgraded hardware included in the purchase price without an instant-off discount).
- Your legal rights are affected whether you act or not. Read this notice carefully.

<u>YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT</u>	
What are Your Options?	
DO NOTHING	Get no \$50 Cash Benefit. Release your claims against Dell.
SUBMIT A CLAIM FORM	To be eligible for the \$50 Cash Benefit, you must submit a valid claim form by October 28, 2011 .
OPT OUT	Exclude yourself from the settlement. Get no relief, but retain your rights against Dell.
OBJECT	Remain in the class and write to the Court about why you don't like the Settlement.
GO TO A HEARING	Ask to speak in Court about the fairness of the Settlement.

- These legal rights and options—and the deadlines to exercise them—are explained in this notice.
- A Court still has to decide whether to approve the Settlement. If the Settlement is approved and becomes “final,” payments will be provided to class members who make valid claims.

QUESTIONS? CALL 1-888-768-2056 OR VISIT WWW.DISCOUNTSETTLEMENT.COM.

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BASIC INFORMATION

1. Why did the Court issue this notice?

The Court issued this notice because you have a right to know about a proposed Settlement in the class action lawsuit regarding purchases of certain Dell-branded products advertised with instant-off discounts online through Dell's Home & Home Office segment during certain time periods. You also have a right to know about all of your options before the Court decides whether to approve the Settlement. The Settlement calls for payments to be made to Class Members who submit valid claim forms. To determine if you are a class member, please refer to the "Settlement Class" definition in question 8, below.

Judge Ronald M. Whyte of the Federal District Court for the Northern District of California is in charge of this case, called Brazil, et al. v. Dell Inc., et al., Case Number 5:07-cv-01700-RMW. The people who sued on behalf of themselves and a class of Dell computer purchasers (here, Chad Brazil and Steven Seick) are called the Plaintiffs or Class Representatives and the company they sued, Dell Inc., is the Defendant.

2. What is this lawsuit about?

The Plaintiffs said that Dell acted deceptively in its Home & Home Office segment's online advertising of the prices for certain Dell-branded products during certain time frames. Plaintiffs allege that Dell advertised false instant-off discounts from represented former prices.

Dell denies wrongdoing or liability of any kind associated with the claims brought by the Plaintiffs, and has agreed to settle the case for the sole purpose of avoiding the uncertainties, expenses, and time of further litigation.

3. Why is there a Settlement?

The Court did not decide in favor of the Plaintiffs or the Defendants. Instead, both sides agreed to a Settlement. That way, they avoid the risk and expense of a trial, and the people affected will get compensation sooner than they could have if the case went to trial. The Class Representatives and their attorneys think the Settlement is best for all Class Members.

THE SETTLEMENT

4. What does the Settlement provide?

Under the Settlement, Dell will provide a \$50 Cash Benefit to each class member who submits a valid claim form. Class members may go to www.discountsettlement.com and follow the instructions there to submit a claim form online. Or, they may request a claim form from the Independent Claims Administrator at the telephone number or address in question 11, below. Claim forms must be submitted online or mailed to the Independent Claims Administrator and postmarked by **October 28, 2011**. Further instructions are found in question 12, below.

While Dell denies that it engaged in any deceptive advertising or violated any law, it acknowledges as part of the Settlement that it changed its methodology for consumer online advertising in response to issues raised by Plaintiffs.

Pursuant to the settlement, Dell has selected Analytics, Inc. as the Independent Claims Administrator ("ICA") to handle claims. The ICA and Class Counsel will be available to handle Class Member questions concerning the settlement and the claims process. Dell will pay the ICA's notice and administration costs separately from monies paid to Class Members.

As part of the settlement, the parties have also agreed that, subject to the Court's final approval, the Plaintiffs shall be entitled to seek service awards of \$5,000 each in recognition of the amount of time and effort they expended in acting as Class Representatives. The parties also agreed that, subject to the Court's final approval, Class Counsel shall be entitled to seek an award of attorneys' fees and costs of up to \$7,000,000. The payment of service awards and attorneys' fees and costs is also separate from the payment to Class Members. Dell agreed not to oppose service awards up to \$5,000 for each Class Representative and attorneys' fees and costs up to \$7,000,000.

5. Can Dell withdraw from the Settlement?

Yes. The settlement allows Dell to withdraw from the Settlement up until the time that the Settlement is approved by the Court and any appeals are complete if three percent or more of potential Class Members opt out of the settlement.

The complete terms of the settlement are included in the Settlement Agreement, which is available at www.discountsettlement.com.

6. How much would my payment be?

Class Members who submit valid claim forms will receive a \$50 Cash Benefit (in the form of a check).

7. Can I opt out of the Settlement?

Yes. If you are a Class Member, you may exclude yourself from this case by sending a letter to the Independent Claims Administrator at the following address, postmarked by **September 28, 2011**:

Discount Settlement Claims Administrator
c/o Analytics, Inc.
P.O. Box 2002
Chanhassen, MN 55317-2002

Your letter must include the following:

- (a) Your full name and address;
- (b) A statement that you are a Class Member;
- (c) Your signature; and
- (d) A clear statement that you wish to be excluded from the Class.

If a Class Member's exclusion, or opt-out, request does not comply with these requirements, the Class Member will be bound by the terms of the Settlement Agreement.

If you exclude yourself from the Class, you will not be eligible to participate in any aspect of the Settlement.

WHO IS IN THE SETTLEMENT

To see if you can get benefits from this Settlement, you first have to determine if you are a Class Member.

8. How do I know if I am part of the Settlement?

The Court has decided that everyone who fits this description is a Class Member:

All individuals and entities in California who purchased a Dell-branded product identified below and advertised with an instant-off discount online from Dell's Home & Home Office segment during the time frame listed for that product:

Form	Model	Start Purchase Date	End Purchase Date
Desktop	Dimension B110	November 1, 2005	November 30, 2006
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Notebook	Inspiron E1505	March 1, 2006	June 28, 2007
Notebook	Inspiron E1705	March 1, 2006	June 28, 2007

Individuals and entities who purchased an above-listed product on a listed date without an instant-off discount (e.g. those who paid the full list price, were eligible for or received a mail-in-rebate, or received advertised free hardware or upgraded hardware included in the purchase price without an instant-off discount) are not part of the Settlement Class.

9. Are there exceptions to being included?

Yes. Excluded from the Class are: (1) Dell, any entity in which Dell has a controlling interest, and its legal representatives, officers, directors, employees, assigns and successors; (2) retailers, wholesalers, and other individuals or entities that purchased listed Dell products for resale; (3) the United States government and any agency or instrumentality thereof; (4) the judge to whom this case is assigned and any member of the judge's immediate family; and (5) persons who timely and validly opt to exclude themselves from the Settlement Class.

10. Are businesses included?

Yes. However, retailers, wholesalers, and other individuals or entities may *not* receive a settlement benefit related to any computer that they purchased for resale.

11. I'm still not sure I'm included.

If you are not sure whether you are included, you can get help by calling toll free 1-888-768-2056, visiting www.discountsettlement.com, or writing with questions to Discount Settlement Claims Administrator, c/o Analytics, Inc., P.O. Box 2002, Chanhassen, MN 55317-2002.

HOW TO GET A PAYMENT

12. How can I get a payment?

To receive the \$50 Cash Benefit, you must submit a valid claim form. You may submit a claim form online at www.discountsettlement.com or request a claim form from the ICA at the telephone number or address in question 11 above.

To be valid, a claim form must be submitted online or mailed to the Independent Claims Administrator and be postmarked by **October 28, 2011**, and must properly identify the customer as a Class Member, provide his/her current mailing address, and confirm that the Class Member purchased a Dell-branded product during the class period pursuant to an instant-off discount.

Claim forms will not be accepted if submitted online or postmarked after **October 28, 2011**.

13. When would I get my payment?

You will be paid shortly after (and if) the court approves the Settlement and there is a Final Order and Judgment in the lawsuit. The Court will hold a hearing on October 28, 2011 to decide whether to approve the Settlement. (See "The Court's Fairness Hearing" on page 7.) If there is an appeal, you will not be paid until after any appeal is favorably resolved.

CLASS COUNSEL

14. Do I have a lawyer in this case?

The Court appointed Chad Brazil and Steven Seick as Class Representatives. The Court appointed the following law firms and/or organizations to represent you as Class Counsel: Lief Cabraser Heimann & Bernstein and the Law Offices of Angelo Salvatore Parise. Their contact information is below:

ATTORNEYS

Counsel for the Class:

LIEFF CABRASER HEIMANN & BERNSTEIN
Michael W. Sobol
275 Battery St., 29th Floor
San Francisco, CA 94111-3343
(415) 956-1000
msobol@lchb.com

LAW OFFICES OF ANGELO SALVATORE PARISE
Daniel M. Hattis
16870 West Bernardo Dr., Suite 400
San Diego, CA 92127
(858) 674-6660
dhattis@pariselaw.com

You do not have to pay Class Counsel. If you want to be represented by your own lawyer, you may hire one at your own expense to “appear” for you in Court.

OBJECTING TO THE SETTLEMENT

If you are a Class Member and have not excluded yourself from the Class, you can tell the Court that you don’t agree with the Settlement and/or Class Counsel’s application for an award of attorneys’ fees and costs and/or service awards to the Class Representatives. The Court’s determination of whether to approve the Settlement is separate from its award of attorneys’ fees and service awards.

15. How do I tell the Court that I don’t like the Settlement?

To object, you must send your objection to the Court and the attorneys for both sides. Be sure to include the full name of the case and the case number (Brazil, et al. v. Dell Inc., et al., Case Number 5:07-cv-01700-RMW), your name, address, telephone number, signature, information reasonably identifying yourself as a class member, and the reasons why you object to the Settlement. Send a copy of your objection to all three of the addresses listed below. Your objection must be postmarked no later than **September 28, 2011**.

COURT

Clerk of the Court
United States District Court
for the Northern District of
California, San Jose Division
Robert F. Peckham Federal
Building
280 South 1st Street
San Jose, CA 95113

ATTORNEYS

Counsel for the Class:
LIEFF CABRASER HEIMANN
& BERNSTEIN
Michael W. Sobol
275 Battery St., 29th Floor
San Francisco, CA 94111-3343
(415) 956-1000
msobol@lchb.com

ATTORNEYS

Counsel for Dell:
REEVES & BRIGHTWELL LLP
Sinead O’Carroll
221 W. 6th Street, Suite 1000
Austin, TX 78701
(512) 334-4500
socarroll@reevesbrightwell.com

THE COURT’S FAIRNESS 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. You may also appear at the hearing through an attorney of your own choosing, whom you hire at your own expense.

16. When and where will the Court decide whether to approve the Settlement?

The Court has scheduled a Fairness Hearing at 9:00 a.m. on **October 28, 2011** at the Robert F. Peckham Federal Building, 280 South 1st Street, San Jose, CA 95113. At this hearing, the Court will consider whether the Settlement is fair, reasonable, and adequate. If there are objections, the Court will consider them. The Court will listen to people who have asked to speak at the hearing. After the hearing, the Court will make its decision. We do not know how long this will take.

17. What else will be decided after the hearing?

At the Fairness Hearing, Class Counsel will ask the Court to approve payment of their fees and costs described above. The Court will also consider the request for service awards to the Class Representatives.

If the Court approves the Settlement, Dell and related entities will be released from any legal claims brought by Class Members related to the claims in this case, with the exception of personal injury or wrongful death claims.

18. Do I have to come to the hearing?

No. Class Counsel will answer questions that the Court may have, but you are welcome to come to the hearing at your own expense. If you send an objection, you don't have to come to Court to talk about it. You may also pay your own lawyer to attend, but it's not necessary.

19. May I speak at the hearing?

If you object to the Settlement and you have not excluded yourself from the Class, you may ask the Court for permission to speak at the Fairness Hearing. To do so, you must include a "Notice of Intention to Appear" with your written Objection sent to the addresses listed above in question 15. The Notice of Intention to Appear should be on a separate sheet of paper with the full name of the case and the case number (Brazil, et al. v. Dell Inc., et al., Case Number 5:07-cv-01700-RMW), your name, address, telephone number, and signature. You may send your Notice of Intention to Appear in the same envelope as your Objection to the Settlement.

IF YOU DO NOTHING

20. What happens if I do nothing at all?

If you do nothing, you will not get a payment from this Settlement. To be eligible to receive a cash benefit, you need to submit a valid claim form by **October 28, 2011**. If you do not exclude yourself from the Class as outlined in question 7 above, you cannot sue Dell or related entities with claims that relate to those in this case.

GETTING MORE INFORMATION

21. Are there more details about the Settlement?

Yes. This notice summarizes the proposed Settlement. More details are in a longer Settlement Agreement that you can get at www.discountsettlement.com, by calling 1-888-768-2056, or by writing to: Discount Settlement Claims Administrator, c/o Analytics, Inc., P.O. Box 2002, Chanhassen, MN 55317-2002.

22. How do I get more information?

If you have questions, visit www.discountsettlement.com, call toll free 1-888-768-2056, or write to Discount Settlement Claims Administrator, c/o Analytics, Inc., P.O. Box 2002, Chanhassen, MN 55317-2002.

PLEASE DO NOT CALL OR DIRECT ANY INQUIRIES TO THE COURT.

KEY DATES

Deadline to send a letter clearly stating that you wish to be excluded from the Class	Must be postmarked or received by September 28, 2011
Deadline to send a letter stating that you object to this proposed Settlement	Must be postmarked or received by September 28, 2011
Court's Fairness Hearing	October 28, 2011
Deadline to send in a claim form	Must be postmarked or submitted on-line by October 28, 2011