

**UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT MICHIGAN
SOUTHERN DIVISION**

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| IN RE: AUTOMOTIVE PARTS ANTITRUST LITIGATION | : | No. 12-md-02311 |
| | : | Hon. Marianne O. Battani |
| In Re: Heater Control Panels | : | Case No. 2:12-cv-00403 |
| In Re: Occupant Safety Systems | : | Case No. 2:12-cv-00603 |
| In Re: Switches | : | Case No. 2:13-cv-01303 |
| In Re: Ignition Coils | : | Case No. 2:13-cv-01403 |
| In Re: Steering Angle Sensors | : | Case No. 2:13-cv-01603 |
| In Re: Electric Powered Steering Assemblies | : | Case No. 2:13-cv-01903 |
| In Re: Fuel Injection Systems | : | Case No. 2:13-cv-02203 |
| In Re: Valve Timing Control Devices | : | Case No. 2:13-cv-02503 |
| In Re: Air Conditioning Systems | : | Case No. 2:13-cv-02703 |
| In Re: Automotive Constant Velocity Joint Boot Products | : | Case No. 2:14-cv-02903 |
| In Re: Automotive Hoses | : | Case No. 2:15-cv-03203 |
| In Re: Shock Absorbers | : | Case No. 2:15-cv-03303 |
| In Re: Body Sealing Products | : | Case No. 2:16-cv-03403 |
| In Re: Interior Trim Products | : | Case No. 2:16-cv-03503 |
| In Re: Automotive Brake Hoses | : | Case No. 2:16-cv-03603 |
| In Re: Exhaust Systems | : | Case No. 2:16-cv-03703 |
| In Re: Ceramic Substrates | : | Case No. 2:16-cv-03803 |
| In Re: Power Window Switches | : | Case No. 2:16-cv-03903 |
| In Re: Automotive Steel Tubes | : | Case No. 2:16-cv-04003 |
| In Re: Side-Door Latches | : | Case No. 2:17-cv-04303 |
| THIS DOCUMENT RELATES TO: | : | |
| End-Payor Actions | : | |

**END-PAYOR PLAINTIFFS' UNOPPOSED MOTION FOR AN ORDER APPROVING
THE PROPOSED FURTHER REVISED PLAN OF ALLOCATION AND FOR
AUTHORIZATION TO DISSEMINATE SUPPLEMENTAL NOTICE TO THE
SETTLEMENT CLASSES**

Pursuant to Federal Rule of Civil Procedure (“Rule”) 23, End-Payor Plaintiffs (“EPPs”) respectfully move for an order approving the proposed further revised Plan of Allocation (“Plan of Allocation”) and for authorization to disseminate the proposed supplemental notice (“Supplemental Notice”) to the Settlement Classes.¹

On August 2, 2019, in connection with the Round 4 Settlements, the Court granted EPPs’ Second Amended Unopposed Motion for Authorization to Disseminate July 2019 Notice to the End-Payor Plaintiff Settlement Classes (*see, e.g.*, ECF Nos. 167 (motion), 168 (order)).² The Court also preliminarily approved the Plan of Allocation set forth therein (ECF No. 168).

On October 30, 2019, EPPs filed a Motion for Orders Granting Final Approval of the Round 4 Settlements and Approving the Plan of Allocation (*see, e.g.*, ECF No. 171). As to final approval of settlements, the Court should grant final approval of the Round 4 Settlements because they meet all the requirements for approval under Fed. R. Civ. P. 23(e), are fair, reasonable, and adequate, and no objection has been made to any of them. Two objections, since withdrawn, were made to the proposed plan of allocation, but these objections provided no basis to disapprove the settlements because the settlements are separate and apart from the Plan of Allocation. 2 McLaughlin on Class Actions § 6:23 (16th ed. 2019) (stating that “[b]ecause court approval of a settlement as fair, reasonable and adequate is conceptually distinct from the approval of a proposed plan of allocation . . . courts frequently approve them separately,” and further noting that courts frequently approve partial settlements without a plan of allocation and stating that “[a] court also may properly enter final orders and judgments explicitly providing that their effectiveness shall

¹ Unless otherwise defined, capitalized terms shall have the meaning ascribed to them in EPPs’ Second Amended Unopposed Motion for Authorization to Disseminate July 2019 Notice to the End-Payor Plaintiff Settlement Classes (*see, e.g.*, Case No. 2:16-cv-03703, ECF No. 166).

² All ECF references are to *Exhaust Systems*, Case No. 2:16-cv-03703, unless otherwise noted.

not be conditioned on the resolution of any appeal relating solely to the plan of allocation”); *see also* 3 Alba Conte & Herbert B. Newberg, *Newberg on Class Actions* § 8.32 (4th ed. 2002) (noting that “it is not necessary for the settlement distribution formula to specify precisely the amount that each class member may expect to recover”).

As to approval of the Plan of Allocation, the Court should approve the revised proposed Plan of Allocation described in this motion in lieu of the one previously submitted (*see, e.g.*, ECF No. 167, 171). EPPs request that the Court approve the further revised Plan of Allocation as soon as practicable, and before the December 31, 2019 claims filing deadline.

EPPs propose to revise the Plan of Allocation preliminarily approved by the Court based on questions and comments received from potential Settlement Class members and in consultation with EPPs’ notice provider, Kinsella Media, LLC (“Kinsella”), and settlement claims administrator, Epiq Class Action & Claims Solutions, Inc. (“Epiq”). The proposed revisions would allow Settlement Class members who purchased or leased a new Vehicle or purchased a replacement Automotive Part in a damages state to share in the Net Settlement Funds even if the individual resided in, or the business had its principal place of business in, a non-damages state at the time of such purchase or lease. EPPs expect these proposed revisions to enlarge the number of claims and qualifying purchases.

EPPs further propose that the deadline for Settlement Class members to submit claims be extended to March 16, 2020, and the Supplemental Notice be disseminated to advise the Settlement Classes of the modification to the Plan of Allocation and of the new claims deadline.

In support of this motion, EPPs rely on the accompanying memorandum of law and the supporting declarations and exhibits, the Motion for Orders Granting Final Approval of the Round 4 Settlements and Approving the Plan of Allocation (*see, e.g.*, ECF No. 171), and the Second

Amended Unopposed Motion for Authorization to Disseminate July 2019 Notice to the End-Payor Plaintiff Settlement Classes (*see, e.g.*, ECF No. 167), all of which are incorporated by reference herein.

The Round 4 Settling Defendants do not oppose the relief sought in this Motion.

Dated: December 10, 2019

Respectfully submitted,

/s/ Marc M. Seltzer

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STATEMENT OF THE ISSUES PRESENTED

1. Should the Court approve the further revised Plan of Allocation described in detail below that allows Settlement Class members to submit claims to share in the monetary recovery provided by a settlement based on their place of purchase or lease *in addition to* their state of residence or principal place of business at the time of such purchase or lease?

Answer: Yes. The Further Revised Plan of Allocation, which is unopposed by the Round 4 Settling Defendants and is further supported by the EPPs' notice provider, settlement claims administrator, and by Settlement Class Counsel, is fair and reasonable under the circumstances of the settlements and is substantially similar to the Plans of Allocation previously approved by this Court.

2. Should the Court approve the Supplemental Notice described in detail below?

Answer: Yes. The proposed EPP Supplemental Notice program is designed to inform potential Settlement Class members who would likely benefit from the Further Revised Plan of Allocation's broadened eligibility about the proposed revisions to the Plan of Allocation.

3. Should the Court approve the proposed schedule for the Supplemental Notice, including the extended deadline for claims submissions?

Answer: Yes. The proposed schedule provides additional time for the settlement class members to submit claims without causing unreasonable delay in the claims administration process.

STATEMENT OF CONTROLLING OR MOST APPROPRIATE AUTHORITIES

In re Cathode Ray Tube (CRT) Antitrust Litig., No. C-07-5944-SC, 2016 WL 3763382 (N.D. Cal. Feb. 29, 2016).

In re Flonase Antitrust Litig., 815 F. Supp. 2d 867 (E.D. Pa. 2011).

In re Packaged Ice Antitrust Litig., 2011 WL 6178891 (E.D. Mich. Dec. 12, 2011).

In re Polyurethane Foam Antitrust Litig., 2015 WL 4459636 (N.D. Ohio Jul. 21, 2015).

In re Relafen Antitrust Litig., 221 F.R.D. 260 (D. Mass. 2004).

In re Suboxone (Buprenorphine Hydrochloride and Naloxone) Antitrust Litig., 64 F. Supp. 3d 665 (E.D. Pa. 2014).

In re Wellbutrin XL Antitrust Litig., No. 08-2433, 2011 WL 3563835 (E.D. Pa. Aug. 15, 2011).

Sheet Metal Workers Local 441 Health & Welfare Plan v. GlaxoSmithKline, PLC, 737 F. Supp. 2d 380 (E.D. Pa. 2010).

I. INTRODUCTION

EPPs respectfully submit this Memorandum of Law in support of their Unopposed Motion for an Order Approving the Proposed Further Revised Plan of Allocation and for Authorization to Disseminate Supplemental Notice to the Settlement Classes. The proposed revisions to the Plan of Allocation and the proposed dissemination of Supplemental Notice to potential Settlement Class members is designed to allow more individuals and businesses to share in the Net Settlement Funds. At this time, EPPs have nearly completed and are on track to complete the Court-approved comprehensive notice program of the Round 4 Settlements to potential Settlement Class members consistent with the July 2019 Notice Program and Notice Forms (together, “July 2019 Notice”) with the assistance of Kinsella and Epiq, as with the prior notice programs in *In re Automotive Parts Antitrust Litigation* (“Auto Parts”). To enable potential Settlement Class members to review the Plan of Allocation and submit claims, EPPs propose the following schedule for the Supplemental Notice:

January 13, 2020: Latest date to begin issuing Supplemental Notice to potential members of the Settlement Classes.

February 24, 2020: Complete issuing Supplemental Notice to potential members of the Settlement Classes and file proof with the Court reflecting that the Supplemental Notice plan was implemented.

March 16, 2020: New deadline for claim submissions (currently December 31, 2019).

To meet this proposed schedule, EPPs respectfully request that the Court grant this Motion by December 31, 2019. Kinsella has informed EPPs that if the Court does not approve this motion by December 31, 2019, then EPPs may be required to propose new dates in order for Supplemental Notice to meet media deadlines. *See* Ex. 1, Decl. of Shannon R. Wheatman, Ph.D., on Supplemental Notice Program (“Wheatman Decl.”) at ¶ 7. Additionally, the claims filing period

will have to be re-opened after having closed (as opposed to merely being extended) if Court approval has not been provided by December 31, 2019.

The Court initially scheduled a Fairness Hearing for the Round 4 Settlements on December 10, 2019 (*see, e.g.*, ECF No. 168). That hearing has now been continued to March 18, 2020 (*see, e.g.*, ECF. No. 178). It is respectfully submitted that the Court should grant final approval of the Round 4 Settlements because the settlements meet all standards for approval under Fed. R. Civ. P. 23(e) are fair, reasonable and adequate and separate and apart from the Plan of Allocation. 2 McLaughlin on Class Actions § 6:23 (16th ed. 2019) (stating that “[b]ecause court approval of a settlement as fair, reasonable and adequate is conceptually distinct from the approval of a proposed plan of allocation . . . courts frequently approve them separately” and further noting that courts frequently approve partial settlements without a plan of allocation and stating that “[a] court also may properly enter final orders and judgments explicitly providing that their effectiveness shall not be conditioned on the resolution of any appeal relating solely to the plan of allocation”); 3 Alba Conte & Herbert B. Newberg, *Newberg on Class Actions* § 8.32 (4th ed. 2002) (noting that “it is not necessary for the settlement distribution formula to specify precisely the amount that each class member may expect to recover”); *see also, e.g., Griffin v. Flagstar Bancorp, Inc.*, No. 2:10-CV-10610, 2013 WL 6511860, at *3-7 (E.D. Mich. Dec. 12, 2013) (analyzing final approval of class action settlement and plan of allocation separately); *In re Lorazepam & Clorazepate Antitrust Litig.*, 205 F.R.D. 369, 375-81 (D.D.C. 2002) (same); *In re WorldCom, Inc. Sec. Litig.*, 388 F. Supp. 2d 319, 350 & n.45 (S.D.N.Y. 2005) (addressing objections to a plan of allocation as distinct from objections to a settlement); *In re Processed Egg Prod. Antitrust Litig.*, 302 F.R.D. 339, 362 (E.D. Pa. 2014) (granting final approval of class action settlement and instructing plaintiffs to “separately apply to the Court to approve a final plan of allocation

following settlement approval”). Regarding approval of the Plan of Allocation, it is respectfully submitted that the Court should approve the revised Plan of Allocation set forth herein in lieu of the one previously submitted (*see, e.g.*, ECF No. 168, 171), which makes only one substantive change, namely, to allow settlement class members to submit claims based on places where their purchases of or leases took place in addition to their places of residence or, for businesses, their principle place of business. EPPs request that the Court approve the further revised Plan of Allocation as soon as practicable. Another objection and opt out period is unnecessary given that the operative Long Form Notice informed the settlement class that: “With the approval of the Court, notice of any subsequent settlements and related matters may be given only on the website” (*see e.g.*, ECF Nos. 167-6 (Long Form Notice, Question 29 (“Will I Get Money After the Trials?”)); 168 (order approving Long Form Notice)).

II. THE PROPOSED PLAN OF ALLOCATION

The Court previously granted final approval of the plan of allocation in connection with each of the Rounds 1, 2, and 3 settlements. *See, e.g.*, Order Granting Amended Motion for Approval of Plan of Allocation of Settlement Proceeds (*see, e.g.*, Master File No. 2:12-md-02311, ECF No. 1473); Order Approving EPPs’ Plan of Allocation of the Settlements (*Wire Harness Systems*, Case No. 2:12-cv-00103, ECF No. 577); Order Granting Final Approval To the Round 3 Settlements (*Wire Harness Systems*, Case No. 2:13-cv-00103, ECF No. 628) (referencing approved plan of allocation). On July 30, 2019, EPPs proposed a Plan of Allocation in connection with the Round 4 Settlements that was substantively similar to the prior approved Plans of Allocation and would apply to all prior settlement rounds, except the Plan of Allocation would distribute a minimum payment amount of \$100 per claimant to encourage the submission of claims and more broadly distribute the benefits of the settlements (*see, e.g.*, ECF No. 167). This Court

preliminarily approved this Plan of Allocation in connection with the July 2019 Notice (*see, e.g.*, ECF No. 168).

Based on questions and comments received from potential Settlement Class members and in consultation with Kinsella and Epiq, EPPs now propose to further revise the Plan of Allocation to allow Settlement Class members who purchased or leased a new Vehicle or purchased a replacement Automotive Part in a damages state to be entitled to share in the Net Settlement Funds. *See* Ex. 2, Declaration of Marc M. Seltzer in Support of End-Payor Plaintiffs' Unopposed Motion for an Order Approving the Proposed Further Revised Plan of Allocation and for Authorization to Disseminate Supplemental Notice to the Settlement Classes, at Ex. A ("Plan of Allocation"). Pursuant to the finally approved Plans of Allocation in connection with the Rounds 1, 2, and 3 settlements and the preliminarily approved Plan of Allocation in connection with the Round 4 Settlements, individuals and businesses would be entitled to share in the Net Settlement Funds only if they resided in or, if a business, their principal place of business was located in, a damages state at the time of such purchase or lease. Under the revised Plan of Allocation described in this motion, Settlement Class members would be able to seek to share in the monetary recovery provided by a settlement based on their place of purchase or lease *in addition to* their state of residence or principal place of business at the time of such purchase or lease. For example:

- An individual who resided in Washington (a non-damages state) when she purchased a new Vehicle in Oregon (a damages state) would, under the revised Plan of Allocation, be entitled to share in the Net Settlement Funds based on the place of purchase.
- A business that had its principal place of business in Georgia (a non-damages state) when it leased a new Vehicle in Florida (a damages state) would likewise, under the revised Plan of Allocation, be entitled to share in the Net Settlement Funds based on where the lease transaction occurred.
- An individual who resided in Rhode Island (a damages state) when he leased a new Vehicle in New York (a damages state) would still be entitled to share in the Net Settlement Funds based on either state of residence or the place of lease.

- A business that had its principal place of business in Nevada (a damages state) when it purchased a new Vehicle in California (a damages state) would still be entitled to share in the Net Settlement Funds based on either principal place of business or place of purchase.
- A business that had its principal place of business in Louisiana (a non-damages state) when it purchased a new Vehicle in Texas (a non-damages state) would still not be entitled to share in the Net Settlement Funds based on either principal place of business or place of purchase.

As noted in the Wheatman Declaration, the inclusion of the place of purchase or lease would allow more Settlement Class members to share in the settlement funds and the Supplemental Notice would notify potential Settlement Class members of this broadened eligibility to share in the settlement funds. Wheatman Decl. ¶ 6.

Further, the revised Plan of Allocation would expressly require potential Settlement Class members who file claims based on their place of purchase or lease to provide satisfactory evidence demonstrating the purchase or lease took place in a damages state. Plan of Allocation at p. 3.

As set forth in the Plan of Allocation, EPPs seek to extend the deadline for the submission of Claim Forms from December 31, 2019 to March 16, 2020. *Id.* at p. 5. This would provide an additional 63 days (with the dissemination of supplemental notice starting on January 13, 2020) for Kinsella and Epiq to issue Supplemental Notice and for potential Settlement Class members to be notified of this modification to the plan and to submit Claim Forms. The proposed extended deadline assumes the Court approves this motion by December 31, 2019. Wheatman Decl. ¶ 7. If the Court does not approve this motion by that date, the claims filing period will have to be re-opened after having closed (as opposed to merely being extended). EPPs may also need to establish new dates for Supplemental Notice to meet media deadlines. *Id.*

III. THE COURT SHOULD APPROVE THE PROPOSED PLAN OF ALLOCATION

The Court should approve the inclusion of the place of purchase or lease in the Plan of Allocation because it is consistent with the rule followed in some jurisdictions that would allow a

claimant, at his or her option, to invoke state antitrust laws favorable to the claimant based on the laws of the state in which the injury was sustained. *See In re Relafen Antitrust Litig.*, 221 F.R.D. 260, 276–77 (D. Mass. 2004). Furthermore, courts overseeing antitrust actions may, under the facts and circumstances of a particular case, apply choice-of-law principles to conclude that the place of injury is the place of purchase, which may or may not be the purchaser’s home state. *See, e.g., In re Flonase Antitrust Litig.*, 815 F. Supp. 2d 867 (E.D. Pa. 2011) (holding that the law of the “purchase state” may be applied); *In re Wellbutrin XL Antitrust Litig.*, No. 08–2433, 2011 WL 3563835, at *6-7 (E.D. Pa. Aug. 15, 2011) (“The statutory language of the laws at issue here contain no prohibitions that would indicate that a state has a policy of only covering transactions that involve in-state citizens, rather than in-state transactions.”); *Sheet Metal Workers Local 441 Health & Welfare Plan v. GlaxoSmithKline, PLC*, 737 F. Supp. 2d 380, 390–93 (E.D. Pa.2010); *In re Suboxone (Buprenorphine Hydrochloride and Naloxone) Antitrust Litig.*, 64 F.Supp.3d 665 (E.D. Pa. Dec. 3, 2014) (purchaser could sue under either the law of the home state or of the purchase state, whichever was more favorable to the claimant).

Furthermore, under choice of law principles applicable to the facts and circumstances of a particular case, a resident of a state that does not provide a damages remedy to indirect purchasers who made purchases in a “non-repealer” or “non-damages” state may properly invoke the more favorable antitrust laws of the state where the defendant resides or is engaged in conduct that violated the laws of the state where the conduct took place. In appropriate circumstances, based on applicable choice-of-law rules, the laws of a single “repealer” state may also be applied on a nationwide basis to all purchasers, regardless of where they reside or where they made their purchases. *See In re Qualcomm Antitrust Litig.*, 292 F. Supp. 3d 948, 977-980 (N.D. Cal. 2017).

This Court previously approved a similar request by Automobile Dealership Plaintiffs (“ADPs”) to allow for consideration of “new vehicles and parts purchased for sale in the non-repealed states for allocation purposes.” *See, e.g.,* Order on Auto Dealers’ Motion Regarding Claim Allocations for Dealerships Operating in Different States, Case No. 2:13-cv-02002-MOB, ECF No. 83 (Aug. 21, 2017). Specifically, the Court allowed claims by dealer groups (e.g., those headquartered in a repealer state but which also have operations in non-repealer states) for vehicles and parts purchased in non-repealer states and concluded that this allocation plan was fair, reasonable, and adequate. *Id.* The Court additionally, as part of the same order, authorized ADPs “to provide supplemental notice concerning this order to eligible dealership claimants who submitted timely claims in the Automobile Dealership settlements” and provided 30 additional days for those dealerships to provide information about “new vehicle acquisitions or sales in non-repealer states.” *Id.* The current request is similar in concept to enlarge the number and extent of qualifying claims and is based on the same governing law. Based on the same reasoning, it too should be approved.

The Court should also approve the inclusion of the place of purchase or lease because the Plan of Allocation remains substantively similar to the prior approved plans of allocation and would apply to all prior settlement rounds. *See, e.g., In re Cathode Ray Tube (CRT) Antitrust Litig.*, No. C-07-5944-SC, 2016 WL 3763382, at *12 (N.D. Cal. Feb. 29, 2016) (noting that “*de minimis* adjustments to a settlement allocation plan do not typically raise fairness or due process concerns, or require extensive additional procedures” in part because “[s]ettlement approval routinely involves such issues” and approving changes involving re-allocation of approximately \$2.8 million), *report and recommendation adopted in part*, No. C-07-5944 JST, 2016 WL 3648478 (N.D. Cal. July 7, 2016), *dismissed sub nom. In re Cathode Ray Tube (CRT) Antitrust Litig.*, No.

16-16368, 2017 WL 3468376 (9th Cir. Mar. 2, 2017); *Law v. Nat'l Collegiate Athletic Ass'n*, 108 F. Supp. 2d 1193, 1196, 1200 (D. Kan. 2000) (approving a revised plan of allocation after noting that “[f]or practical purposes, the class-wide plan of allocation cannot account for every individual circumstance” and noting that “[m]ost of the objections to the revised plan of allocation either have been previously resolved or raise issues that were vigorously litigated at earlier stages of the litigation”).

As outlined above, the only substantive revisions to the Plan of Allocation are the inclusion of the place of purchase or lease and the requirement that individuals and businesses who file claims based on their place of purchase or lease provide satisfactory evidence demonstrating the purchase or lease took place in a damages state. Plan of Allocation at pp. 1-3. EPPs propose to include the place of purchase or lease based on questions and comments received from potential Settlement Class members and in consultation with Kinsella and Epiq. The inclusion of the place of purchase or lease broadens eligibility, enabling more Settlement Class members to share in the settlement funds, and likewise responds to the Court’s prior concern that the number of claims already filed was fewer than hoped for. *See* Fairness Hr’g Tr. at 8:25-10:6, Master File No. 2:12-md-2311, ECF No. 1937) (Aug. 1, 2018) (noting among other things that the low number of claims filed as of last summer “just didn’t ring well with me”). As the Plan of Allocation is substantially similar to the prior approved Plans of Allocation, EPPs request that the Court approve it.

It is well-settled that “a Plan of Allocation need not be, and cannot be, perfect.” *In re Cendant Corp. Sec. Litig.*, 109 F. Supp. 2d 235, 272 (D.N.J. 2000), *aff’d*, 264 F.3d 201 (3d Cir. 2001), *cert. denied*, 535 U.S. 929 (2002); *see also Meredith Corp. v. SESAC, LLC*, 87 F. Supp. 3d 650, 667 (S.D.N.Y. 2015) (“As many courts have held, a plan of allocation need not be perfect. Instead, “[a]n allocation formula need only have a reasonable, rational basis, particularly if

recommended by experienced and competent class counsel.” (internal quotations omitted)). Although the satisfaction of everyone is generally unobtainable, *In re Warfarin Sodium Antitrust Litigation*, 212 F.R.D. 231, 258 (E.D. Del. 2002), *aff’d*, 391 F.3d 516, 534 (3d Cir. 2004), a plan of allocation should strive to obtain a delicate balance between precision and administrative convenience, *see, e.g., Sullivan v. DB Investments, Inc.*, 667 F.3d 273, 326 (3d Cir. 2011). This plan does just that.

Given the continuance of the Fairness Hearing scheduled on December 10, 2019 to March 18, 2020, EPPs ask for approval of the revised Plan of Allocation and approval of the related supplemental notice program on the papers prior to the current claims filing deadline of December 31, 2019. This requested relief is unopposed.

IV. THE PROPOSED SUPPLEMENTAL NOTICE

As EPPs have provided comprehensive notice to potential Settlement Class members pursuant to the July 2019 Notice and prior notice programs, EPPs propose Supplemental Notice to inform potential Settlement Class members about the revisions to the Plan of Allocation. The proposed Supplemental Notice will notify the Settlement Classes about revisions to the Plan of Allocation. The Court previously determined the prior notice programs in *Auto Parts* satisfied due process and complied with Rule 23, including the July 2019 Notice. Wheatman Decl. ¶ 6. With this Motion, EPPs submit a plan for Supplemental Notice and the proposed notice materials for the Court’s approval. *See* Wheatman Decl. ¶¶ 8-18 and exhibits attached thereto.

The Supplemental Notice would be substantially similar to prior notice in *Auto Parts*, except it notifies class members that the place of purchase or lease may also be a basis to share in the Settlement Funds; requires that individuals and businesses who file claims based on their place of purchase or lease provide satisfactory evidence demonstrating the purchase or lease took place in; and extends the deadline for the submission of Claim Forms. In order to inform potential

Settlement Class members who would likely benefit from the Plan of Allocation's broadened eligibility, EPPs propose the following elements for the Supplemental Notice based on the experience of EPPs, Kinsella, and Epiq in *Auto Parts*:

1. Run ads targeted to those located in non-damages states and who previously visited the settlement website;
2. Email those (or mail a postcard to those) who began a claim form but did not complete it;
3. Mail postcards to fleet purchasers;
4. Email or mail postcards to those who previously registered or filed a claim on the settlement website (www.autopartsclass.com); and
5. Email, call, or mail all third-party filers and fleet purchasers who filed a claim and, to the extent practicable, all those who inquired with Epiq about whether the place of purchase, residence, or principal place of business were relevant criteria in determining eligibility.

Wheatman Decl. ¶¶ 8-14. Epiq would also update the EPP class settlement website and continue to maintain the toll-free number and post office box for potential members of the Settlement Classes who have specific requests or questions. *Id.* ¶¶ 25-18.

EPPs would continue to use the same Long Form Notice approved by the Court (*see, e.g.*, ECF Nos. 167-6 (Long Form Notice); 168 (order)) but update it to inform potential Settlement Class members of expanded eligibility based on place of purchase and of the need to provide satisfactory evidence of purchases or leases if claims are based on place of purchase or lease. *See* Ex. A to the Wheatman Decl.

Likewise, EPPs would continue to use the same Claim Form approved by the Court (*see, e.g.*, ECF No. 167-8) but will update it to be consistent with the Plan of Allocation. *See* Ex. H to the Wheatman Decl. Specifically, under "Section II: Purchase/Lease Claims Section," EPPs would

revise the column titled “State of Residence or Principal Place of Business at Time of Purchase or Lease” to “State of Purchase, Residence, or Principal Place of Business at Time of Purchase or Lease.” *Id.* Under “Section III: Replacement Part Claims Section[.]” EPPs would revise the column titled “State of Residence or Principal Place of Business at Time of Purchase or Lease” to “State of Purchase, Residence, or Principal Place of Business at Time of Purchase.” *Id.* This would allow potential Settlement Class members to input either (a) their state of residence/principal place of business at the time of purchase or lease or (b) their state of purchase, depending on which would make their claim eligible for payment. EPPs would also add a footnote next to the above title, explaining, “Please select the state of your purchase or lease, the state of your residence (if you are an individual), or the state of your principal place of business (if you are a business).” *Id.* This would enable potential Settlement Class members to input an eligible state if either (their state of residency/principal place of business at time of purchase or lease or their state of purchase would make their purchase eligible for payment. *Id.*

Finally, EPPs would extend the deadline for the submission of Claim Forms from December 31, 2019 to March 16, 2020 in all notice materials for the Supplemental Notice. As stated, *supra*, the proposed extended deadline presumes the Court approves this motion by December 31, 2019, but may need to move this deadline if the Court does not approve this motion by that date. Wheatman Decl. ¶ 7.

V. THE PROPOSED SUPPLEMENTAL NOTICE SCHEDULE

Assuming the Court grants this motion by December 31, 2019, and as outlined in the Proposed Order submitted herewith, EPPs propose the following notice schedule:

January 13, 2020: Latest date to begin issuing Supplemental Notice to potential Settlement Class members:

1. Kinsella will run banner ads targeted to those located in non-damages states and who previously visited the settlement website;
2. Epiq will email those (or mail a postcard to those) who began a claim form but did not complete it;
3. Epiq will mail postcards to fleet purchasers;
4. Epiq will email or mail postcards to those who previously registered or filed a claim on the settlement website (www.autopartsclass.com); and
5. Epiq will email, call, or mail all third-party filers and fleet purchasers who filed a claim and, to the extent practicable, all those who inquired with Epiq about whether the place of purchase, residence, or principal place of business were relevant criteria in determining eligibility.

February 24, 2020: Complete issuing Supplemental Notice to potential Settlement Class members. By February 24, 2020, EPPs will file an affidavit/declaration on behalf of Kinsella and Epiq reflecting that they implemented the Supplemental Notice plan.

March 16, 2020: New deadline for claim submissions.

This proposed schedule will provide time for the Court to consider this motion, for Kinsella and Epiq to complete Supplemental Notice, and for Settlement Class members to be notified of the revised Plan of Allocation and submit claims.

VI. THE COURT SHOULD APPROVE THE PROPOSED SUPPLEMENTAL NOTICE TO THE JULY 2019 NOTICE, WHICH THE COURT FOUND SATISFIES RULE 23 AND DUE PROCESS

EPPs seek approval of the proposed form and content of the Supplemental Notice, including the Long Form Notice, which are substantially similar to the notice materials approved by the Court in connection with the Round 4 Settlements (*see, e.g.*, ECF Nos. 167 (motion), 168 (order)). Rule 23(e)(1) requires that notice of the settlement of a class action be given “in a

reasonable manner to all class members who would be bound by the proposal,” and Rule 23(c)(2)(B) provides that in any class certified under Rule 23(b)(3) “the court must direct to class members the best notice that is practicable under the circumstances, including individual notice to all members who can be identified through reasonable effort.” The Court found that EPPs’ July 2019 Notice met these requirements. This Supplemental Notice to the July 2019 Notice would simply provide potential Settlement Class members with additional opportunities to be notified of the settlements and broadened eligibility as well as more time to file a claim to share in the Settlement Fund.

As indicated in EPPs’ Second Amended Unopposed Motion for Authorization to Disseminate July 2019 Notice to the End-Payor Plaintiff Settlement Classes (*see, e.g.*, ECF No. 167), which this Court granted (*see, e.g.*, ECF No. 168), the information required by Rule 23(c)(2)(B) must be set forth “clearly and concisely . . . in plain, easily understood language” in the notice. Fed. R. Civ. P. 23(c)(2)(B). The Court determined the July 2019 Notice satisfied this Rule. EPPs would only revise the Long Form Notice to provide information regarding eligibility based on place of purchase or lease, the need for satisfactory evidence demonstrating the purchase or lease took place in a damages state if eligibility is based on place of purchase or lease, and the extended claims deadline. Despite the broadened eligibility, the other details regarding the Plan of Allocation in the Long Form Notice do not need to be revised because the Long Form Notice already provides as follows: “Payments will be based on a number of factors, including at least the number of valid claims filed by all members of the Settlement Class in question and the number of (1) qualifying new vehicles purchased or leased or (2) qualifying replacement parts purchased.” *See* Wheatman Decl., Ex. A, Question 13 (“How Much Money Can I Get?”). This statement remains true even with broadened eligibility.

Furthermore, in EPPs' Second Amended Unopposed Motion for Authorization to Disseminate July 2019 Notice to the End-Payor Plaintiff Settlement Classes (*see, e.g.*, ECF No. 167), which this Court granted (*see, e.g.*, ECF No. 168), EPPs stated that the July 2019 Notice would be disseminated in a "reasonable manner to all class members who [will] be bound by the proposal" and will provide for the "best notice that is practicable under the circumstances, including individual notice to all members who can be identified through reasonable effort," as required by Rules 23(e)(1) and 23(c)(2)(B) (*see, e.g.*, ECF Nos. 167, 168). All the elements of the July 2019 Notice are set forth in that motion. The July 2019 Notice program provided the best notice practicable under the circumstances, including individual notice. The Supplemental Notice would only enhance the July 2019 Notice by providing additional notice, additional eligibility, and addition time to file claims. EPPs believe the Supplemental Notice to further stimulate the filing of claims.

VII. CONCLUSION

For the foregoing reasons, EPPs request that the Court issue an order (i) as soon as practicable approving the further revised Plan of Allocation; (ii) approving the Supplemental Notice, including the Long Form Notice and Claim Form, and authorizing the dissemination thereof to potential Settlement Class members; and (iii) approving the proposed schedule for the Supplemental Notice, including the extension of the deadline for claim submissions from December 31, 2019 to March 16, 2020.

Dated: December 10, 2019

Respectfully submitted,

/s/ Marc M. Seltzer

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Steven G. Sklaver

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CERTIFICATE OF SERVICE

I hereby certify that on December 10, 2019, I caused a true and correct copy of the foregoing document to be filed and served electronically via the ECF system.

Dated: December 10, 2019

Respectfully submitted,

/s/ Marc M. Seltzer

Marc M. Seltzer

EXHIBIT 1

UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

| | | |
|---|---|--------------------------|
| IN RE: AUTOMOTIVE PARTS ANTITRUST LITIGATION | : | No. 12-md-02311 |
| | : | Hon. Marianne O. Battani |
| In Re: Heater Control Panels | : | Case No. 2:12-cv-00403 |
| In Re: Occupant Safety Systems | : | Case No. 2:12-cv-00603 |
| In Re: Switches | : | Case No. 2:13-cv-01303 |
| In Re: Ignition Coils | : | Case No. 2:13-cv-01403 |
| In Re: Steering Angle Sensors | : | Case No. 2:13-cv-01603 |
| In Re: Electric Powered Steering Assemblies | : | Case No. 2:13-cv-01903 |
| In Re: Fuel Injection Systems | : | Case No. 2:13-cv-02203 |
| In Re: Valve Timing Control Devices | : | Case No. 2:13-cv-02503 |
| In Re: Air Conditioning Systems | : | Case No. 2:13-cv-02703 |
| In Re: Automotive Constant Velocity Joint Boot Products | : | Case No. 2:14-cv-02903 |
| In Re: Automotive Hoses | : | Case No. 2:15-cv-03203 |
| In Re: Shock Absorbers | : | Case No. 2:15-cv-03303 |
| In Re: Body Sealing Products | : | Case No. 2:16-cv-03403 |
| In Re: Interior Trim Products | : | Case No. 2:16-cv-03503 |
| In Re: Automotive Brake Hoses | : | Case No. 2:16-cv-03603 |
| In Re: Exhaust Systems | : | Case No. 2:16-cv-03703 |
| In Re: Ceramic Substrates | : | Case No. 2:16-cv-03803 |
| In Re: Power Window Switches | : | Case No. 2:16-cv-03903 |
| In Re: Automotive Steel Tubes | : | Case No. 2:16-cv-04003 |
| In Re: Side-Door Latches | : | Case No. 2:17-cv-04303 |
| | : | |
| | : | |
| THIS DOCUMENT RELATES TO: | : | |
| End-Payor Actions | : | |
| | : | |

**DECLARATION OF SHANNON R. WHEATMAN, PH.D. ON
SUPPLEMENTAL NOTICE PROGRAM**

I, Shannon R. Wheatman, being duly sworn, hereby declare as follows:

1. I am president of Kinsella Media, LLC (“Kinsella”), an advertising and notification consulting firm in Washington, D.C. specializing in the design and implementation of notification programs. My business address is 2101 L Street, NW Suite 800, Washington, D.C. 20037. My

telephone number is (202) 686-4111. For more details on my involvement in this litigation, please see the Declaration of Shannon R. Wheatman, Ph.D. on Adequacy of Notice and Notice Plan (*e.g.*, Case No. 2:16-cv-03703, ECF No. 167-3) at ¶¶ 1-5.

2. In the above-referenced matter, *In re: Automotive Parts Antitrust Litigation*, I was asked to design a supplemental notice plan to inform Settlement Class Members about changes to the Plan of Allocation.

3. This declaration will describe the notices (the “Supplemental Notice” or “Supplemental Notices”) and supplemental notice plan (the “Supplemental Notice Plan”) (collectively referred to as the “Supplemental Notice Program”) proposed here to inform Settlement Class Members that the Plan of Allocation has changed, which may affect their decision to file a claim in *In re: Automotive Parts Antitrust Litigation*.

SUPPLEMENTAL NOTICE PROGRAM

4. Kinsella proposes implementing a Supplemental Notice Program to inform Settlement Class Members that the Plan of Allocation has changed, and they may now be eligible to file a claim.

5. Settlement Class Members will receive information about the changes to the Plan of Allocation through individual notice and online media.

6. It is my opinion that only Supplemental Notice is required to notify Settlement Class Members about these changes in lieu of a comprehensive notice program. As these changes will allow more Settlement Class Members to file a claim to recover monetary damages and potentially share in the Settlement funds, only supplemental notice is necessary. The Court found that the previous notice programs in this litigation satisfied due process and complied with Federal Rule of Civil Procedure 23. Potential Settlement Class Members had the opportunity to see due

process notice and were informed about the Settlements through individual notice and publication notice in national magazines, digital and social media, and earned media. The Supplemental Notice offers potential Settlement Class Members additional opportunities to be notified of the Settlements and the broadened eligibility.

7. The claims deadline should be extended to provide time for Settlement Class Members (who previously were not eligible) to be notified of the changes and file claims. The proposed extended claims deadline of March 16, 2020 is based on the assumption the Court approves the Motion to Disseminate Supplemental Notice by December 31, 2019. This assumes that Supplemental Notice would be fully disseminated no later than late February 2020. Kinsella will file an affidavit/declaration reflecting that the Supplemental Notice Program was implemented by February 24, 2020. If there is a delay in that approval, then that delay may require pushing back the dates.

8. The Supplemental Notice consists of the following:

Individual Notice

9. The Settlement Administrator, Epiq, will send an email or mailed notice to those individuals who previously registered to receive updates about the Settlements or who filed a claim. Potential Settlement Class Members who provided a valid email address will receive an email that notifies them about the changes to the Plan of Allocation and directs them to visit the website to read additional information and file a claim (if they haven't already) or to file a supplemental claim if they have additional qualifying vehicles that they did not include in their initial claim. Epiq will mail a postcard to Potential Settlement Class Members who provided only a mailing address.

10. Epiq will contact via email, phone, or, as a last resort, mail a list of businesses and

third-party claims filers who may have business clients and any individuals (to the extent practicable) who were previously informed that they were not eligible to file a claim or inquired if the place of purchase, residence, or principal place of business was relevant for eligibility to file a claim. They will be told and asked to inform their clients and others who may have been affected about the changes to the Plan of Allocation.

11. Epiq will mail a postcard to the same list of fleet companies to whom it previously mailed notice in connection with the Round 4 Settlements.

12. Additionally, Epiq will send an email (or mail a postcard) to potential Settlement Class Members who provided contact information when they started, but did not complete, the online claim form.

Online Media

13. In addition to the aforementioned individual notice, the Supplemental Notice Program includes targeted Internet advertising to provide potential Settlement Class Members with additional opportunities to learn about the revised Plan of Allocation. This type of advertising allows a banner ad to reach a specific audience across different ad networks and publisher websites.

14. Banner ads will be targeted to reach individuals, located in one of the 20 non-damage states, who previously visited the Settlements' website.

OTHER

15. Epiq will update the website, www.AutoPartsClass.com, to enable potential Settlement Class Members to get current information on the revised Plan of Allocation.

16. Epiq will update the claim form, so affected Settlement Class Members are aware they can file a claim.

17. Epiq will maintain the post office box that allows potential Settlement Class

Members to contact the Settlement Administrator by mail with any specific requests or questions.

18. Epiq will update the IVR recording on the toll-free helpline to enable potential Settlement Class Members to get current information on the revised Plan of Allocation.

19. The supplemental notice documents are attached hereto as Exhibits A through H.

CONCLUSION

20. In my opinion, the Supplemental Notice Program will provide Settlement Class Members information about the changes to the Plan of Allocation that may affect their decision to file a claim.

21. It is my opinion that the modifications to the Plan of Allocation do not impact the efficacy of the July 2019 Notice Program (and previous notice programs), and the Supplemental Notice Program will provide adequate notice about the revised Plan of Allocation.

I declare under penalty of perjury that the foregoing is true and correct. Executed in Souderton, P.A. this 9th day of December 2019.



Shannon R. Wheatman, Ph.D.

EXHIBIT A

If You Bought or Leased a New Vehicle or Bought Certain Replacement Parts for a Vehicle in the U.S. Since 1990

You Could Receive \$100 or More From Settlements Totaling Over \$1.2 Billion

Claims Deadline Extended to March 16, 2020

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

- Please read this Notice and the Settlement Agreements available at www.AutoPartsClass.com carefully. Your legal rights may be affected whether you act or don't act. This Notice is a summary, and it is not intended to, and does not, include all the specific details of each Settlement Agreement. To obtain more specific details concerning the Settlements, please read the Settlement Agreements.
- Separate lawsuits claiming that Defendants in each lawsuit entered into unlawful agreements that artificially raised the prices of certain component parts of qualifying new vehicles (described in Question 8 below) have been settled with 73 Defendants and their affiliates ("Settling Defendants"). Previously, settlements with 56 of the Settling Defendants ("Round 1 Settlements" totaling approximately \$225 million, "Round 2 Settlements" totaling approximately \$379 million, and "Round 3 Settlements" totaling approximately \$433 million) received final Court approval. Now, additional settlements totaling approximately \$184 million have been reached with 17 Settling Defendants. These Settling Defendants are called the "Round 4 Settling Defendants," and the settlements with them are called the "Round 4 Settlements." This Notice will give you details of those proposed Round 4 Settlements and your rights in these lawsuits.
- Generally, you are included in the Settlement Classes for the Round 4 Settlements if, at any time between 1990 and 2019, depending upon the component part, you: (1) bought or leased a qualifying new vehicle in the U.S. (not for resale) or (2) indirectly purchased a qualifying vehicle replacement part (not for resale). Indirectly means you bought the vehicle replacement part from someone other than the manufacturer of the part. To find out if your vehicle qualifies, go to www.AutoPartsClass.com.
- As more fully described in Question 8 below, the Round 4 Settling Defendants have agreed to pay approximately \$184 million to be made available to members of the Settlement Classes who purchased or leased a qualifying new vehicle or purchased a qualifying vehicle replacement part in, or while residing in, the District of Columbia or one or more of the following States: Arizona, Arkansas, California, Florida, Hawaii, Iowa, Kansas, Maine, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Mexico, New York, North Carolina, North Dakota, Oregon, Rhode Island, South Carolina, South Dakota, Tennessee, Utah, Vermont, West Virginia, and Wisconsin. You may have seen a prior notice stating that members of the Settlement Classes may be entitled to monetary recovery only if they made the purchase or lease transaction while residing (or having their principal place of business) in the District of Columbia or one of the listed states. Please note that the prior information is replaced by this notice.
- With the exception of the Reorganized TK Holdings Trust ("TKH") and Delphi Technologies PLC and Delphi Powertrain Systems, LLC (together "Delphi"), the Round 4 Settlements also include provisions requiring the Round 4 Settling Defendants' cooperation in the ongoing litigations. With the exception of Toyota Gosei and TKH, the Round 4 Settling Defendants have also agreed not to engage in the specified conduct that is the subject of the lawsuits for a period of two years from a specified date.

Your Legal Rights and Options

| | | |
|-----------------------|---|----------------|
| SUBMIT A CLAIM | The only way to get a payment. You will be able to submit a claim for payment from the Settlements in Rounds 1 through 4 (as applicable). If you already filed a claim in the Round 1, 2, or 3 Settlements, you do not need to submit another claim for those vehicles or replacement parts. You should also submit a claim if you have additional vehicles or replacement parts to report. | March 16, 2020 |
|-----------------------|---|----------------|

| | |
|-------------------|--|
| DO NOTHING | You will be included in the Settlement Classes for the Round 4 Settlements and are eligible to file a claim for a payment (if you qualify). If you do not file a claim for a payment by the deadline, you will not receive a payment from the Settlements. |
|-------------------|--|

- These rights and options – and the deadlines to exercise them – are explained in this Notice.
- The Court will consider granting final approval of the Round 4 Settlements on March 18, 2020. Please check the Settlement website, www.AutoPartsClass.com, for updates. Payments will only be made if the Court approves the Round 4 Settlements and the revised Plan of Allocation, and after any appeals are resolved.

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Questions? Call 1-877-940-5043 or Visit www.AutoPartsClass.com

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BASIC INFORMATION

1. WHY IS THERE A NOTICE?

This Notice is to inform you about the Round 4 Settlements reached in some of the pending cases that are included in this litigation.

The Court in charge is the United States District Court for the Eastern District of Michigan. This litigation is known as *In re: Automotive Parts Antitrust Litigation*. Within this litigation there are several different lawsuits. The people who sued are called the “Plaintiffs.” The companies they sued are called the “Defendants.”

Previously, you may have received notice about the Round 1 Settlements, Round 2 Settlements, and Round 3 Settlements that were reached with 11, 12, and 33 Defendants, respectively. The Round 1 Settlements received final approval from the Court, as amended, on August 9, 2016. The Round 2 Settlements received final approval from the Court on July 10, 2017. The Round 3 Settlements received final approval from the Court on November 7, 2018.

Round 4 Settlements have been reached with 17 Defendants, so that is why there is another Notice. This Notice explains the lawsuits, proposed Round 4 Settlements, the revised Plan of Allocation, and your legal rights, including the ability to file a claim to receive a payment (if eligible).

2. WHAT ARE THESE LAWSUITS ABOUT?

Each lawsuit claims that the Defendants in that lawsuit agreed to unlawfully raise the price of a certain kind of vehicle component part. (For example, one lawsuit is called *In re: Radiators*, and the affected product is radiators.) As a result of the alleged agreements by Defendants, consumers and businesses who purchased or leased qualifying new vehicles (not for resale) containing those parts or who indirectly purchased qualifying replacement parts (not for resale) from the Defendants may have paid more than they should have. Although the Round 4 Settling Defendants have agreed to settle, they do not agree that they engaged in any wrongdoing or are liable or owe any money or benefits to Plaintiffs. The Court has not decided who is right.

3. WHO ARE THE ROUND 4 SETTLING DEFENDANTS?

The Round 4 Settling Defendants are:

1. Brose SchlieBsysteme GmbH & Co. Kommanditgesellschaft and Brose North America (together, “Brose”),
2. Corning International Kabushiki Kaisha and Corning Incorporated (together, “Corning”),
3. Delphi Technologies PLC and Delphi Powertrain Systems, LLC (together, “Delphi”),
4. Green Tokai Co., LTD. (“Green Tokai”),
5. Keihin Corporation and Keihin North America, Inc. (together, “Keihin”),

Questions? Call 1-877-940-5043 or Visit www.AutoPartsClass.com

6. KYB Corporation (f/k/a Kayaba Industry Co. Ltd) and KYB Americas Corporation (together, “KYB”),
7. Maruyasu Industries Co., Ltd. and Curtis Maruyasu America, Inc. (together, “Maruyasu”),
8. Meritor, Inc. f/k/a ArvinMeritor, Inc. (“ArvinMeritor”),
9. Mikuni Corporation (“Mikuni”),
10. Mitsubishi Heavy Industries America, Inc. and Mitsubishi Heavy Industries Climate Control, Inc. (collectively, “Mitsubishi”),
11. Panasonic Corporation and Panasonic Corporation of North America (together, “Panasonic”),¹
12. Sanoh Industrial Co., Ltd. and Sanoh America, Inc. (collectively, “Sanoh”),
13. Showa Corporation and American Showa, Inc. (collectively, “Showa”),
14. Reorganized TK Holdings Trust (“TKH”),
15. Tokai Rika Co., Ltd. and TRAM, Inc. d/b/a Tokai Rika U.S.A. Inc. (together, “Tokai Rika”),²
16. Toyo Denso Co., Ltd. and Weastec, Inc. (together, “Toyo Denso”), and
17. Toyoda Gosei Co., Ltd.; Toyoda Gosei North America Corporation; TG Kentucky, LLC; TG Missouri Corp.; and TG Fluid Systems USA Corporation (collectively, “Toyoda Gosei”).

4. HAVE THERE BEEN ANY OTHER SETTLEMENTS RELATED TO THIS LAWSUIT?

Yes. The following companies previously agreed to the Round 1 Settlements in the lawsuits:

1. Autoliv, Inc.; Autoliv ASP, Inc.; Autoliv B.V. & Co. KG; Autoliv Safety Technology, Inc.; and Autoliv Japan Ltd.,
2. Fujikura, Ltd. and Fujikura Automotive America LLC,
3. Hitachi Automotive Systems, Ltd. (partial settlement),
4. Kyungshin-Lear Sales and Engineering, LLC,
5. Lear Corporation,
6. Nippon Seiki Co., Ltd.; N.S. International, Ltd.; and New Sabina Industries, Inc.,
7. Panasonic Corporation and Panasonic Corporation of North America (partial settlement),
8. Sumitomo Electric Industries, Ltd.; Sumitomo Wiring Systems, Ltd.; Sumitomo Electric Wiring Systems, Inc. (incorporating K&S Wiring Systems, Inc.); and Sumitomo Wiring Systems (U.S.A.) Inc.,
9. T.RAD Co., Ltd. and T.RAD North America, Inc.,
10. TRW Deutschland Holding GmbH and TRW Automotive Holdings Corporation (now known as “ZF TRW Automotive Holdings Corp.”), and
11. Yazaki Corporation and Yazaki North America, Incorporated.

The following companies previously agreed to the Round 2 Settlements in the lawsuits:

¹ Previously, Panasonic settled lawsuits related to HID Ballasts, Switches, and Steering Angle Sensors.

² Previously, Tokai Rika settled lawsuits related to Wire Harnesses.

1. Aisin Seiki Co., Ltd. and Aisin Automotive Casting, LLC,
2. DENSO Corporation; DENSO International America, Inc.; DENSO International Korea Corporation; DENSO Korea Automotive Corporation; DENSO Automotive Deutschland GmbH; ASMO Co., Ltd.; ASMO North America, LLC; ASMO Greenville of North Carolina, Inc.; and ASMO Manufacturing, Inc.,
3. Furukawa Electric Co., Ltd. and American Furukawa, Inc.,
4. G.S. Electech, Inc.; G.S. Wiring Systems Inc.; and G.S.W. Manufacturing, Inc.,
5. LEONI Wiring Systems, Inc. and Leonische Holding Inc.,
6. Mitsubishi Electric Corporation; Mitsubishi Electric US Holdings, Inc.; and Mitsubishi Electric Automotive America, Inc.,
7. NSK Ltd.; NSK Americas, Inc.; NSK Steering Systems Co., Ltd.; and NSK Steering Systems America, Inc.,
8. Omron Automotive Electronics Co. Ltd.,
9. Schaeffler Group USA Inc.,
10. Sumitomo Riko Co. Ltd. and DTR Industries, Inc.,
11. Tokai Rika Co., Ltd. and TRAM, Inc. d/b/a Tokai Rika U.S.A. Inc., and
12. Valeo Japan Co., Ltd. on behalf of itself and Valeo Inc.; Valeo Electrical Systems, Inc.; and Valeo Climate Control Corp.

The following companies previously agreed to the Round 3 Settlements in the lawsuits:

1. Aisan Industry Co., Ltd.; Franklin Precision Industry, Inc.; Aisan Corporation of America; and Hyundam Industrial Co., Ltd.,
2. ALPHA Corporation and Alpha Technology Corporation,
3. Alps Electric Co., Ltd.; Alps Electric (North America), Inc.; and Alps Automotive Inc.,
4. Robert Bosch GmbH and Robert Bosch LLC ,
5. Bridgestone Corporation and Bridgestone APM Company,
6. Calsonic Kansei Corporation and Calsonic Kansei North America, Inc.,
7. Chiyoda Manufacturing Corporation and Chiyoda USA Corporation,
8. Continental Automotive Electronics LLC; Continental Automotive Korea Ltd; and Continental Automotive Systems, Inc.,
9. Diamond Electric Mfg. Co., Ltd. and Diamond Electric Mfg. Corporation,
10. Eberspächer Exhaust Technology GmbH & Co. KG and Eberspächer North America Inc.,
11. Faurecia Abgastechnik GmbH; Faurecia Systèmes d'Échappement; Faurecia Emissions Control Technologies, USA, LLC; and Faurecia Emissions Control Systems, N.A. LLC f/k/a Faurecia Exhaust Systems, Inc.,
12. Hitachi Automotive Systems, Ltd.,
13. Hitachi Metals, Ltd.; Hitachi Cable America Inc.; and Hitachi Metals America, Ltd.,
14. INOAC Corporation; INOAC Group North America, LLC; and INOAC USA Inc.,
15. JTEKT Corporation; JTEKT Automotive North America, Inc.; and JTEKT North America Corp. (formerly d/b/a Koyo Corporation of U.S.A.),
16. Kiekert AG and Kiekert U.S.A., Inc.,
17. Koito Manufacturing Co., Ltd. and North American Lighting, Inc.,
18. MAHLE Behr GmbH & Co. KG and MAHLE Behr USA Inc.,
19. MITSUBA Corporation and American Mitsuba Corporation,

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20. Nachi-Fujikoshi Corp. and Nachi America Inc.,
21. NGK Insulators, Ltd. and NGK Automotive Ceramics USA, Inc.,
22. NGK Spark Plug Co., Ltd. and NGK Spark Plugs (U.S.A.), Inc.,
23. Nishikawa Rubber Company, Ltd.,
24. NTN Corporation and NTN USA Corporation,
25. Sanden Automotive Components Corporation; Sanden Automotive Climate Systems Corporation; and Sanden International (U.S.A.) Inc.,
26. SKF USA Inc.,
27. Stanley Electric Co., Ltd.; Stanley Electric U.S. Co., Inc.; and II Stanley Co., Inc.,
28. Tenneco Inc.; Tenneco GmbH; and Tenneco Automotive Operating Co., Inc.,
29. Toyo Tire & Rubber Co. Ltd.; Toyo Tire North America OE Sales LLC; and Toyo Automotive Parts (U.S.A.), Inc.,
30. Usui Kokusai Sangyo Kaisha, Ltd. and Usui International Corporation,
31. Valeo S.A.,
32. Yamada Manufacturing Co. Ltd. and Yamada North America, Inc., and
33. Yamashita Rubber Co., Ltd. and YUSA Corporation.

The Court has given final approval to the Round 1 Settlements. *See* Amended Opinion and Order Granting Final Approval to the Round 1 Settlements (August 9, 2016) (available on www.AutoPartsClass.com, under the “Court Documents” tab, in the “Final Approval” section).

The Court has also given final approval to the Round 2 Settlements. *See* Order Granting Final Approval to the Round 2 Settlements (July 10, 2017) (available on www.AutoPartsClass.com, under the “Court Documents” tab, in the “Final Approval” section).

The Court has given final approval to the Round 3 Settlements. *See* Order Granting Final Approval to the Round 3 Settlements (November 7, 2018) (available on www.AutoPartsClass.com, under the “Court Documents” tab, in the “Final Approval” section).

The Court will consider granting final approval of the Round 4 Settlements on March 18, 2020.

More information about these Settlements and updates are available at www.AutoPartsClass.com.

5. WHO ARE THE NON-SETTLING DEFENDANTS?

The only Non-Settling Defendants remaining are Bosal USA, Inc. and Bosal Industries-Georgia, Inc. (together “Bosal”) with respect to the sale of Exhaust Systems.

6. WHAT VEHICLE PARTS ARE INCLUDED?

The Round 4 Settlements generally include the vehicle component parts listed below. The specific definitions of the vehicle component parts are available in each Settlement Agreement. Each of those Settlement Agreements, and the related Complaints, are accessible on www.AutoPartsClass.com or can be obtained by calling 1-877-940-5043.

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- **Air Conditioning Systems** are systems that cool the interior environment of a vehicle and are part of a vehicle's thermal system. Air Conditioning Systems, whether sold together or separately, include one or more of the following: automotive compressors, condensers, HVAC units (typically consisting of a blower motor, actuators, flaps, evaporator, heater core, and filter embedded in a plastic housing), control panels, sensors, and associated hoses and pipes.
- **Automotive Brake Hoses** are flexible hoses that carry brake fluid through the hydraulic brake system of an automobile.
- **Automotive Constant-Velocity-Joint Boot Products** are composed of rubber or plastic and are used to cover the constant-velocity-joints of an automobile to protect the joints from contaminants.
- **Automotive Hoses** are flexible tubes used to convey liquid and air in vehicles. Automotive Hoses include low-pressure rubber hoses used in automobile engine compartments and plastic and resin tubes used in vehicle engine compartments and fuel tank modules.
- **Automotive Steel Tubes** are used in fuel distribution, braking, and other automotive systems. Automotive Steel Tubes are sometimes divided into two categories: chassis tubes and engine parts. Chassis tubes, such as brake and fuel tubes, tend to be located in the body of a vehicle. Engine parts, such as fuel injection rails, oil level tubes, and oil strainer tubes, are associated with the function of a vehicle's engine.
- **Body Sealing Products** are automotive body sealing parts. They are typically made of rubber and trim the doors, hoods, and compartments of vehicles. Body Sealing Products keep noise, debris, rainwater, and wind from entering the vehicle and control vehicle vibration. In some instances, they also serve as a design element. Body Sealing Products include body-side opening seals, door-side weather-stripping, glass-run channels, trunk lids, and other rubber sealings.
- **Ceramic Substrates** are uncoated ceramic monoliths with fine honeycomb structures that, after coating with a mix of metal and other chemicals, are incorporated into automotive catalytic converters.
- **Exhaust Systems** are systems of piping and other parts that convey noxious exhaust gases away from the passenger compartment and reduces the level of pollutants and engine exhaust noise emitted. An Exhaust System includes one or more of the following components: manifold, flex pipes, catalytic converter, oxygen sensor, isolator/gasket/clamps, resonator assemblies/pipe accessories, and muffler/muffler assemblies. An Exhaust System has a "hot end," which is the part of the Exhaust System that is mounted to the engine, which is generally comprised of a manifold and catalytic converter, and a "cold end," which is the part of the Exhaust System that is mounted to the underbody of the car, which generally contains a muffler, pipes, and possibly a catalytic converter.
- **Electronic Powered Steering Assemblies** which are defined to include electric power steering motors, provide electric power to assist the driver to more easily steer the automobile. Electronic Powered Steering Assemblies link the steering wheel to the tires, and include the column, intermediate shaft, electronic control unit, but do not include the steering wheel or tires. "Pinion-Assist Type Electronic Powered Steering Assemblies" provide power to the steering gear pinion shaft from electric motors to assist the driver to more easily steer the automobile. Pinion-Assist

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Type Electronic Powered Steering Assemblies include an electronic control unit and link the steering wheel to the tires, but do not include the column, intermediate shaft, steering wheel or tires. Electronic Powered Steering Assemblies include Pinion-Assist Type Electronic Powered Steering Assemblies as well as all component parts of the assemblies, including the steering column, intermediate shaft, electronic control unit, and electric power steering motors (but not the steering wheel or tires).

- **Fuel Injection Systems** admit fuel or a fuel/air mixture into vehicle engine cylinders. Fuel Injection Systems can also be sold as part of a broader system, such as an engine management system, or as separate components. Fuel Injection Systems include one or more of the following parts: injectors, high pressure pumps, rail assemblies, feed lines, engine electronic control units, fuel pumps and fuel pump modules, manifold absolute pressure sensors, pressure regulators, pulsation dampers, purge control valves, air flow meters, and electronic throttle bodies.
- **Heater Control Panels** are either mechanical or electrical devices that control the temperature of the interior environment of a vehicle. Heater Control Panels can be either manual (referred to as low-grade) or automatic (referred to as high-grade) and are located in the center console, back seat, or rear cabin of an automobile.
- **Ignition Coils** release electric energy to ignite the fuel/air mixture in cylinders.
- **Interior Trim Products** are automotive plastic interior trim parts. They do not include the main bodies of instrument panels and typically consist of molded trim parts made from plastics, polymers, elastomers, and/or resins manufactured and/or sold for installation in automobile interiors, including console boxes, assist grips, registers, center cluster panels, glove boxes, and glove box doors, meter cluster hoods, switch hole covers, and lower panel covers and boxes.
- **Occupant Safety Systems** are comprised of the parts in an automotive vehicle that protect drivers and passengers from bodily harm. Occupant Safety Systems include one or more of the following: seat belts, air bags, steering wheels or steering systems, and safety electronic systems.
- **Power Window Switches** are switches that raise or lower a vehicle's electric windows.
- **Side-Door Latches** secure an automotive door to a vehicle body and may be locked to prevent unauthorized access to a vehicle. Included in the Settlement are "Latch Minimodules," which include the Door Latch and all of the related mechanical operating components, including the electric lock function.
- **Shock Absorbers** are part of the suspension system on automobiles. They absorb and dissipate energy to help cushion vehicles on uneven roads, leading to improved ride quality and vehicle handling. Shock Absorbers are also called "dampers."
- **Steering Angle Sensors** detect the angle of the vehicle's direction and send signals to a vehicle computer, which in turn controls the vehicle stability during turns. Steering Angle Sensors are installed on the steering column of a vehicle and may be connected to part of a combination switch.
- **Switches** include one or more of the following: steering wheel switch (installed in the steering wheel), used to control functions within the vehicle; turn switch (installed behind the steering

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wheel), used to signal a left or right turn and control hi/lo beam selection; wiper switch (installed behind the steering wheel), used to activate the vehicle’s windshield wipers; combination switch, a combination of the turn and wiper switches as one unit, sold together as a pair; and door courtesy switch (installed in the door frame), which activates the light inside the vehicle when the door opens.

- **Valve Timing Control Devices** control the opening/closing timing of the intake valve and exhaustive valve according to driving conditions and are part of the engine management system of the automotive market. Valve Timing Control Devices may also be referred to as “variable valve timing” systems.

7. WHY ARE THESE CLASS ACTIONS?

In class actions, one or more individuals or companies called the “class representatives” sue on behalf of themselves and other people with similar claims in the specific class action. All of these individuals or companies together are the “Class” or “Class members.” In these Class actions, there are more than fifty Class representatives. In a class action, one court may resolve the issues for all Class members, except for those who exclude themselves from the Class.

WHO IS INCLUDED IN THE CLASSES

8. HOW DO I KNOW IF I MAY BE INCLUDED IN THE ROUND 4 SETTLEMENT CLASSES?

Generally, you may be included in one or more of the Round 4 Settlement Classes if, at any time from 1990 to 2019, you: (1) bought or leased a qualifying new vehicle in the U.S. (not for resale), or (2) paid to replace one or more of the qualifying vehicle parts listed in Question 6 above (not for resale). In general, qualifying vehicles include new four-wheeled passenger automobiles, vans, sports utility vehicles, crossovers, and pickup trucks.

The specific definition of the vehicles, as well as the definition of who is included in the Round 4 Settlement Classes, is set forth in each Settlement Agreement. Each of those Settlement Agreements, and the related Complaints, are accessible at www.AutoPartsClass.com or can be obtained by calling 1-877-940-5043.

You will also be able to obtain additional information to learn whether you are a member of one or more of the Round 1, Round 2, Round 3, or Round 4 Settlement Classes by visiting www.AutoPartsClass.com and providing details regarding your purchase or lease of a new vehicle or your purchase of a replacement part, calling 1-877-940-5043, or sending an email to info@AutoPartsClass.com.

A separate Settlement Class has been preliminarily approved by the Court in each of the following cases settled by the Round 4 Settling Defendants and their affiliates. The time period covered by the Round 4 Settlements for each of the Settlement Classes is provided below:

| Defendant | Time Period Starts | Time Period Ends | Auto Part(s) Cases |
|-----------|--------------------|------------------|--------------------|
| Brose | January 1, 2004 | June 14, 2018 | Side-Door Latches |

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| Defendant | Time Period Starts | Time Period Ends | Auto Part(s) Cases |
|------------------|---------------------------|-------------------------|---|
| Corning | January 1, 1990 | January 11, 2018 | Ceramic Substrates |
| Delphi | January 1, 2000 | June 21, 2019 | Ignition Coils |
| Green Tokai | January 1, 2000 | September 6, 2018 | Body Sealing Products |
| Keihin | January 1, 2000 | May 22, 2018 | Fuel Injection Systems |
| KYB | January 1, 1995 | November 6, 2018 | Shock Absorbers |
| Maruyasu | January 1, 2000 | October 15, 2018 | Fuel Injection Systems |
| | December 1, 2003 | October 15, 2018 | Automotive Steel Tubes |
| Meritor | January 1, 2002 | June 5, 2018 | Exhaust Systems |
| Mikuni | January 1, 2000 | June 18, 2019 | Fuel Injection Systems Valve Timing Control Devices |
| Mitsubishi | May 1, 1999 | June 15, 2018 | Air Conditioning Systems |
| Panasonic | May 1, 1999 | March 11, 2019 | Air Conditioning Systems |
| Sanoh | December 1, 2003 | April 10, 2019 | Automotive Steel Tubes |
| Showa | January 1, 2005 | July 10, 2019 | Electronic Powered Steering Assemblies |
| | January 1, 1995 | July 10, 2019 | Shock Absorbers |
| TKH | January 1, 2003 | November 27, 2018 | Occupant Safety Systems |
| Tokai Rika | January 1, 2000 | March 23, 2018 | Heater Control Panels |
| | January 1, 2003 | March 23, 2018 | Occupant Safety Systems |
| | September 1, 2003 | March 23, 2018 | Steering Angle Sensors |
| | September 1, 2003 | March 23, 2018 | Switches |

Questions? Call 1-877-940-5043 or Visit www.AutoPartsClass.com

| Defendant | Time Period Starts | Time Period Ends | Auto Part(s) Cases |
|------------------|---------------------------|-------------------------|--|
| Toyo Denso | January 1, 2000 | April 30, 2018 | Ignition Coils |
| | January 1, 2003 | April 30, 2018 | Power Window Switches |
| Toyota Gosei | February 1, 2004 | July 20, 2018 | Automotive Brake Hoses |
| | May 1, 2003 | July 20, 2018 | Automotive Hoses |
| | January 1, 2000 | July 20, 2018 | Body Sealing Products |
| | January 1, 2006 | July 20, 2018 | Automotive Constant-Velocity-Joint Boot Products |
| | June 1, 2004 | July 20, 2018 | Interior Trim Products |
| | January 1, 2003 | July 20, 2018 | Occupant Safety Systems |

Payments to members of the Settlement Classes only will be made if the Court approves the Round 4 Settlements and after any appeals from such approval are resolved and in accordance with the proposed revised Plan of Allocation to distribute the Net Settlement Funds (*see* Question 13).

These cases are proceeding as class actions seeking monetary recovery for consumers and businesses in 30 states and the District of Columbia and for nationwide injunctive relief to stop the Defendants’ alleged illegal behavior and prevent this behavior from happening in the future (*see* Question 15).

Purchasers or lessees of qualifying new vehicles or indirect purchasers of any of the replacement parts listed in Question 6 may be members of the Settlement Classes entitled to monetary recovery. Only those members of the Settlement Classes who, during the relevant time periods listed above, purchased or leased a vehicle or purchased a replacement part in, or while (1) residing in or (2) as to businesses, having the principal place of business located in, the District of Columbia or the states listed below will be entitled to share in the monetary recovery. Those states are: Arizona, Arkansas, California, Florida, Hawaii, Iowa, Kansas, Maine, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Mexico, New York, North Carolina, North Dakota, Oregon, Rhode Island, South Carolina, South Dakota, Tennessee, Utah, Vermont, West Virginia, and Wisconsin. You may have seen a prior notice that indicated that members of the Settlement Classes may be entitled to monetary recovery only if they made the purchase or lease transaction while residing (or having their principal place of business) in the District of Columbia or one of the listed states. Please note that the prior information is superseded by this notice.

Questions? Call 1-877-940-5043 or Visit www.AutoPartsClass.com

9. WHO IS NOT INCLUDED IN THE SETTLEMENT CLASSES?

The Settlement Classes do not include:

- Any of the Defendants, their parent companies, subsidiaries, and affiliates;
- Any co-conspirators;
- Federal government entities and instrumentalities;
- States and their political subdivisions, agencies, and instrumentalities; and
- All persons who purchased their vehicle parts directly from the Defendants or for resale.

10. WHY ARE THE LAWSUITS CONTINUING IF THERE ARE SETTLEMENTS?

The Round 4 Settlements have been reached with the Round 4 Settling Defendants (listed in Question 3) as specified in the individual Settlement Agreements. The lawsuits will continue against the defendants who have not settled (“Non-Settling Defendants”).

Additional money may become available in the future as a result of a trial or future Settlements. Alternatively, the litigation may be resolved in favor of the Non-Settling Defendants, and no additional money may become available. There is no guarantee as to what will happen.

Please visit www.AutoPartsClass.com for more information or to file a claim.

THE ROUND 4 SETTLEMENTS’ BENEFITS

11. WHAT DO THE ROUND 4 SETTLEMENTS PROVIDE?

The Round 4 Settlements totaling approximately \$184 million are now being presented to the Court for approval. The Court has already approved the Round 1 Settlements, totaling approximately \$225 million; the Round 2 Settlements, totaling approximately \$379 million; and the Round 3 Settlements, totaling approximately \$433 million. Together, the Round 1 through 4 Settlement Funds total approximately \$1.2 billion. After deduction of attorneys’ fees, incentive awards, notice and claims administration costs, and litigation expenses, as approved by the Court, the Net Settlement Funds will be available for distribution to members of the Settlement Classes who timely file valid claims.

The Round 4 Settlements also include non-monetary relief (*see* Question 15), including cooperation from the Settling Defendants (with the exception of TKH and Delphi) as well as agreements by these Settling Defendants (with the exception of Toyoda Gosei and TKH) not to engage in the conduct that is the subject of the lawsuits, as more fully described in the proposed Final Judgments that are available on the Settlement website www.AutoPartsClass.com.

The Settlement Funds are allocated to the relevant vehicle component cases as follows:

Questions? Call 1-877-940-5043 or Visit www.AutoPartsClass.com

| Auto Parts Round 4 Settlements and Settlement Funds | | |
|--|-----------------------------------|------------------------|
| Automotive Parts Case | Round 4 Settling Defendant | Settlement Fund |
| Air Conditioning Systems | Mitsubishi Heavy | \$6,840,000.00 |
| | Panasonic | \$760,000.00 |
| Automotive Brake Hoses | Toyoda Gosei | \$659,456.20 |
| Automotive Hoses | Toyoda Gosei | \$5,428,166.52 |
| Body Sealing Products | Green Tokai | \$950,000.00 |
| | Toyoda Gosei | \$27,148,653.36 |
| Ceramic Substrates | Corning | \$26,600,000.00 |
| Automotive Constant-Velocity-Joint Boot Products | Toyoda Gosei | \$716,505.10 |
| Electronic Powered Steering Assemblies | Showa | \$4,133,735.39 |
| Exhaust Systems | ArvinMeritor | \$760,000.00 |
| Fuel Injection Systems | Keihin | \$836,000.00 |
| | Maruyasu | \$108,699.85 |
| | Mikuni | \$2,675,200.00 |
| Heater Control Panels | Tokai Rika | \$1,366,578.08 |
| Ignition Coils | Delphi | \$760,000.00 |
| | Toyo Denso | \$760,000.00 |
| Interior Trim Products | Toyoda Gosei | \$5,089,493.68 |
| Side-Door Latches | Brose | \$2,280,000.00 |

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| Auto Parts Round 4 Settlements and Settlement Funds | | |
|--|-----------------------------------|------------------------------|
| Automotive Parts Case | Round 4 Settling Defendant | Settlement Fund |
| Occupant Safety Systems | TKH | \$53,200,000.00 ³ |
| | Tokai Rika | \$28,745,447.27 |
| | Toyoda Gosei | \$5,797,725.14 |
| Power Window Switches | Toyo Denso | \$4,408,000.00 |
| Shock Absorbers | KYB | \$28,880,000.00 |
| | Showa | \$9,926,264.61 |
| Automotive Steel Tubes | Maruyasu | \$5,211,300.15 |
| | Sanoh | \$8,360,000.00 |
| Steering Angle Sensors | Tokai Rika | \$677,714.01 |
| Switches | Tokai Rika | \$3,410,260.64 |
| Valve Timing Control Devices | Mikuni | \$668,800.00 |
| Total (excluding TKH) | | \$183,958,000.00 |

Any interest earned will be added to each of the Settlement Funds. More details about the Round 4 Settlements are provided in the Round 4 Settlement Agreements, available at www.AutoPartsClass.com.

HOW TO GET BENEFITS

12. HOW DO I SUBMIT A CLAIM?

You may be entitled to a portion of the Settlement Funds when a distribution is made to members of the Settlement Classes. If you excluded or exclude yourself from any of the Settlement Classes in the Round 1 through Round 4 Settlements, you will not receive a payment from those funds.

³ Class Members have a \$53,200,000 authorized claim against TKH in bankruptcy proceeding, but they can expect to receive only a small fraction of this amount for distribution to the Class. For this reason, the authorized claim amount is not included in the total settlement amount listed above. The Class representatives have also reached a settlement with Takata Corp. in Japanese insolvency proceedings. The settlement provides for a payment of 25,000,000 Japanese Yen (equivalent to approximately \$220,000). This settlement as a formal matter is with the Class representatives only, but the proceeds of the settlement will be paid to the same group of purchasers included in the Settlement Class agreed to based on the settlement agreement with Takata Corp.’s U.S. subsidiary, TKH.

Questions? Call 1-877-940-5043 or Visit www.AutoPartsClass.com

However, you will be required to submit a Claim Form to be eligible to receive a payment from any of the Settlement Funds. Claims may be submitted online at www.AutoPartsClass.com or by printing and mailing your completed form postmarked by **March 16, 2020** to:

Auto Parts Settlements
P.O. Box 10163
Dublin, OH 43017-3163

You may also call 1-877-940-5043, write the Settlement Administrator at the address above, email info@AutoPartsClass.com, or visit www.AutoPartsClass.com to obtain a Claim Form and to request assistance in filing a claim.

You need to submit satisfactory evidence (*e.g.* purchase records) for vehicles you purchased or leased, or replacement parts you purchased, if you seek to share in the monetary recovery provided by a settlement based on the place of purchase or lease.

If you submit a Claim Form at the Settlement website, you will receive future notifications containing additional important information, including information about any future settlements.

13. HOW MUCH MONEY CAN I GET?

At this time, it is estimated that each member of the Settlement Classes who submits a valid claim will receive a payment of at least \$100. The minimum payment is per claimant and not per vehicle. However, the actual amount of your recovery will be determined by the revised Plan of Allocation, the terms of which are posted at www.AutoPartsClass.com.

The Court previously approved a Plan of Allocation to distribute the Net Settlement Funds from the earlier settlements. However, Settlement Class Counsel is proposing that the Court approve a revised Plan of Allocation that will apply to all the Settlements from Round 1 through Round 4.

The Settlement Administrator will calculate in accordance with the proposed revised Plan of Allocation the amounts awarded to each Class Member who files a valid claim. Below is a summary of how claims will be paid:

- Each claimant will be paid a minimum of \$100 from the Net Settlement Funds.
- Claims exceeding \$100 will be paid \$100 plus a pro rata (or proportional) share of the remaining applicable Net Settlement Funds as determined separately for each automotive part (after paying all of the \$100 minimum payments).
- If the Net Settlement Funds are insufficient to allow a minimum payment of \$100 to each claimant, the amount to be paid to each claimant will be adjusted based on a pro rata basis.

The pro rata portion of the payment amount will be based on a ratio consisting of the claimant's total number of vehicles purchased or leased or replacement parts purchased, and the total number of vehicles purchased or leased and replacement parts purchased by other claimants. Claims based on vehicles containing automotive parts that were allegedly specifically targeted by Defendants' alleged collusive conduct will receive more money.

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Payments will be based on a number of factors, including at least the number of valid claims filed by all members of the Settlement Class in question and the number of (1) qualifying new vehicles purchased or leased or (2) qualifying replacement parts purchased. It is possible that any money remaining after claims are paid will be distributed to charities, governmental entities, or other beneficiaries approved by the Court. No matter how many claims are filed, no money will be returned to the Settling Defendants after the Court finally approves the Round 4 Settlements.

In order to receive a payment from any of the Settlements (Round 1 through Round 4), you will need to file a valid Claim Form (*see* Question 12). If you already submitted a Claim Form, you do not need to file another claim for that specific vehicle or replacement part. However, if you purchased additional vehicles or replacement parts, which were not mentioned in your previous Claim Form, you should file a new Claim Form for the additional vehicles or replacement parts.

14. WHEN WILL I GET A PAYMENT?

Payments may be distributed to members of the Settlement Classes after: (1) the Court grants final approval to the Round 4 Settlements; (2) any appeals from such approvals are resolved (appeals can take several years to conclude); (3) the claims administration process is completed; and (4) the Court approves the allocation of the Net Settlement Funds.

15. WHAT IS THE NON-MONETARY RELIEF?

With the exception of Toyoda Gosei and TKH, the Round 4 Settling Defendants have agreed not to engage in certain specified conduct that would violate the antitrust laws that are at issue in these lawsuits for a period of two years. Additionally, all of the Round 4 Settling Defendants except TKH and Delphi will cooperate with the Class representatives in their ongoing litigation against the Non-Settling Defendants.

REMAINING IN THE CLASSES

16. WHAT HAPPENS IF I REMAIN IN THE SETTLEMENT CLASSES?

If the Round 4 Settlements become final, you will give up your right to sue these Settling Defendants on your own for the claims described in the Settlement Agreements unless you excluded yourself from one or more of the Settlement Classes. You also will be bound by any decisions by the Court relating to any Round 4 Settlements from which you did not exclude yourself.

In return for paying the Settlement amounts and providing the non-monetary benefits, the Round 4 Settling Defendants (and certain related entities defined in the Settlement Agreements) will be released from claims relating to the alleged conduct involving the vehicle parts identified in the Settlement Agreements. The Round 4 Settlement Agreements describe the released claims in detail, so read them carefully since those releases will be binding on you if the Court approves these Settlements. If you have any questions, you can talk to Class Counsel listed in Question 18

Questions? Call 1-877-940-5043 or Visit www.AutoPartsClass.com

for free, or you can, of course, talk to your own lawyer (at your own expense). The Round 4 Settlement Agreements and the specific releases are available at www.AutoPartsClass.com.

17. HOW DO I GET OUT OF THE SETTLEMENT CLASSES?

The deadline to request exclusion from the Round 4 Settlements has passed. If your request was not received by or on **November 19, 2019**, you can no longer request to be excluded.

THE LAWYERS REPRESENTING YOU

18. DO I HAVE A LAWYER REPRESENTING ME?

The Court has appointed the following law firms as Class Counsel to represent you and all other members of the Classes:

| | | |
|---|--|---|
| Adam Zapala Cotchett, Pitre, & McCarthy, LLP 840 Malcolm Road Burlingame, CA 94010 | Hollis Salzman Robins Kaplan LLP 399 Park Avenue Suite 3600 New York, NY 10022 | Marc M. Seltzer Susman Godfrey L.L.P. 1900 Avenue of the Stars Suite 1400 Los Angeles, CA 90067 |
|---|--|---|

You will not be charged for contacting these lawyers. If you want to be represented by your own lawyer, you may hire one at your own expense.

19. HOW WILL THE LAWYERS BE PAID?

At the Final Fairness Hearing, Class Counsel may ask the Court (a) to award incentive awards to named Plaintiffs, (b) to reimburse Class Counsel for certain costs and expenses, and (c) for attorneys' fees based on their services in this litigation, not to exceed 22% of the approximately \$184 million in additional Settlement Funds resulting from the Round 4 Settlements after deducting reimbursable litigation costs, incentive awards, and expenses. Any payment to the attorneys will be subject to Court approval, and the Court may award less than the requested amount. The attorneys' fees, costs, incentive awards, and litigation expenses that the Court orders, plus the costs to administer the Round 4 Settlements, will come out of the Settlement Funds. Class Counsel may seek additional attorneys' fees, costs, and expenses from any additional Settlements or recoveries obtained in the future.

Class Counsel's motion for fees, costs, and expenses is available at www.AutoPartsClass.com.

OBJECTING TO THE ROUND 4 SETTLEMENTS

20. HOW DO I OBJECT TO OR COMMENT ON THE ROUND 4 SETTLEMENTS?

The deadline to object to (a) one or more of the Round 4 Settlements, (b) the revised Plan of Allocation as it applies to members of any of the Settlement Classes (in Rounds 1 through 4), or

Questions? Call 1-877-940-5043 or Visit www.AutoPartsClass.com

(c) the motion by Class Counsel for attorneys' fees, costs, and incentive awards as it applies to members of the Round 4 Settlement Classes has passed. If your objection or comment letter was not received by or on **November 19, 2019**, you can no longer object.

You will not have an opportunity to speak at the Court's hearing unless you submitted a complete, valid, and timely written objection and requested the opportunity to speak at the Fairness Hearing.

THE FINAL FAIRNESS HEARING

The Court will hold a hearing to decide whether to approve the Plan of Allocation, Round 4 Settlements and any requests by Settlement Class Counsel for fees, costs, expenses, and Class representative incentive awards. You may attend, but you do not have to do so. The Court may hold another hearing on the Plan of Allocation without additional notice, so check www.AutoPartsClass.com or call 1-877-940-5043 for current information.

21. WHEN AND WHERE WILL THE COURT DECIDE WHETHER TO APPROVE THE ROUND 4 SETTLEMENTS?

The Court will hold a Final Fairness Hearing at **3:00 p.m.** on **March 18, 2020**, at the United States Courthouse, 231 W. Lafayette Blvd, Detroit, MI 48226, Room 250. The hearing may be moved to a different date or time without additional notice, so check www.AutoPartsClass.com or call 1-877-940-5043 for current information. At this hearing, the Court will consider whether the Round 4 Settlements and the revised Plan of Allocation are fair, reasonable, and adequate. If there are objections or comments, the Court will consider them at that time and may listen to people who have asked to speak at the hearing. The Court may also decide how much to pay Class Counsel. At or after the hearing, the Court will decide whether to approve the Round 4 Settlements.

22. DO I HAVE TO ATTEND THE HEARING?

No. Class Counsel will answer any questions the Court may have. But you are welcome to attend at your expense. If you sent an objection or comment, you do not have to come to Court to talk about it. As long as you mailed your complete and valid written objection on time, the Court will consider it. You may also hire your own lawyer at your own expense to attend on your behalf, but you are not required to do so.

23. MAY I SPEAK AT THE HEARING?

If you sent an objection or comment on the Round 4 Settlements, revised Plan of Allocation, or motion for attorney's fees, costs, and incentive awards, you may have the right to speak at the Final Fairness Hearing as determined by the Court. You cannot speak at the hearing if you did not submit a timely written objection or comment. You cannot speak at the hearing if you excluded yourself from that specific Settlement Class.

Questions? Call 1-877-940-5043 or Visit www.AutoPartsClass.com

THE TRIALS

24. WHEN AND WHERE WILL THE TRIALS AGAINST THE NON-SETTLING DEFENDANTS TAKE PLACE?

If the remaining case is not dismissed or settled, the Plaintiffs will have to prove their claims against the Non-Settling Defendants at trial. Trial dates and locations have not yet been set.

At the trial, a decision will be reached about whether the Plaintiffs or the Non-Settling Defendants are right about the claims in the lawsuits. There is no guarantee that the Plaintiffs will win any money or other benefits for members of the Classes at trial.

25. WHAT ARE THE PLAINTIFFS ASKING FOR FROM THE NON-SETTLING DEFENDANTS?

The Class representatives are asking for money for members of the Settlement Classes in the District of Columbia and 30 states listed in Question 8 above from Non-Settling Defendants. The Class representatives are also seeking a nationwide court order to prohibit the Non-Settling Defendants from engaging in the alleged behavior that is the subject of the lawsuits.

26. WILL I GET MONEY AFTER THE TRIALS?

If the Plaintiffs obtain money or benefits as a result of a trial or settlement with the Non-Settling Defendants, then members of the classes in question will be notified about how to ask for a share or what their other options are at that time. That information will be available at www.AutoPartsClass.com. With the approval of the Court, notice of any subsequent settlements and related matters may be given only on the website. These things are not known right now.

GET MORE INFORMATION

27. HOW DO I GET MORE INFORMATION?

This Notice summarizes the Round 4 Settlements. More details are in the Round 4 Settlement Agreements. You can view or get copies of the Settlement Agreements and more information about all the Settlements at www.AutoPartsClass.com. In addition, the full proposed revised Plan of Allocation is available at www.AutoPartsClass.com. You also may write with questions to Auto Parts Settlements, P.O. Box 10163, Dublin, OH 43017-3163, send an email to info@AutoPartsClass.com, or call the toll-free number, 1-877-940-5043. If you file a claim, you will be notified of any future settlements and other information concerning these cases.

Questions? Call 1-877-940-5043 or Visit www.AutoPartsClass.com

EXHIBIT B

Subject line: Update: Auto Parts Settlements

**IMPORTANT UPDATE ABOUT
AUTO PARTS SETTLEMENTS**

**You May Now be Able to Claim Money
File Your Claim by March 16, 2020**

If you bought or leased a new vehicle or bought replacement parts in one of 30 states or the District of Columbia, you could get \$100 or more. **The Plan of Allocation has changed, and eligibility to claim money is no longer based solely on where you resided or had your principal place of business when you made your purchase (or lease).**

If you already filed a claim, you do not need to file one again for the same vehicle or part to get a payment. You should file an additional claim if you have new vehicles or parts to report.

Click on the link below for more information or to file a claim online.

FILE A CLAIM

EXHIBIT C

Important Update About Auto Parts Settlements

File Your Claim by March 16, 2020

If you bought or leased a new vehicle or bought replacement parts in one of 30 states or the District of Columbia, you could get \$100 or more. **The Plan of Allocation has changed, and eligibility to claim money is no longer based solely on where you resided or had your principal place of business when you made your purchase (or lease).**

If you already filed a claim, you do not need to file one again for the same vehicle or part to get a payment. You should file an additional claim if you have new vehicles or parts to report.

Go to www.AutoPartsClass.com for more information or to file a claim online. You can also file a claim by mail.

For More Info or a Claim Form:

www.AutoPartsClass.com 1-877-940-5043 info@AutoPartsClass.com

Automotive Parts Settlements
P.O. Box 10163
Dublin, OH 43017-3163

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Update: You May Now Be Able to Claim Money in Auto Parts Settlements

NAME
ADDRESS
CITY STATE ZIP
CODE

EXHIBIT D

**Update: You Could Now Get \$100 or More
from Auto Parts Settlements**
Deadline Extended to March 16, 2020

The Plan of Allocation in the Auto Parts Settlements has changed. If you bought or leased new vehicles or bought replacement parts in one of 30 states or the District of Columbia, you could get \$100 or more. Eligibility to claim money is **no longer based solely on where a business had its principal place of business at the time of purchase (or lease)**. Please share this information with others who may be affected.

Go to www.AutoPartsClass.com for more information or to file a claim online. You can also file a claim by mail. The deadline to file a claim is now **March 16, 2020**. If you already filed a claim, you do not need to file one again for the same vehicles or parts to get a payment. You should file an additional claim if you have new vehicles or parts to report.

For More Info or a Claim Form:

www.AutoPartsClass.com 1-877-940-5043 info@AutoPartsClass.com

Automotive Parts Settlements
P.O. Box 10163
Dublin, OH 43017-3163

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Update in Auto Parts Settlements

Your Business May Now Be Able to Claim Money

NAME
ADDRESS
CITY STATE ZIP
CODE

EXHIBIT E

Subject line: Important Update About Your Auto Parts Claim

**FINISH YOUR AUTO PARTS CLAIM
You May Now be Able to Claim Money**

Deadline extended to March 16, 2020

Complete your Auto Parts claim online before it's too late! If you bought or leased a new vehicle or bought replacement parts in one of 30 states or the District of Columbia, you could get \$100 or more. The Plan of Allocation has changed, and **eligibility to claim money is no longer based solely on where you resided or had your principal place of business when you made your purchase (or lease).**

Click on the link below for more information and to finish your claim now. Save time by entering your registration number: XXXX

FILE A CLAIM

EXHIBIT F

Finish Your Auto Parts Claim

Deadline Extended to March 16, 2020

Complete your Auto Parts claim before it's too late! If you bought or leased a new vehicle or bought replacement parts in one of 30 states or the District of Columbia, you could get \$100 or more. The Plan of Allocation has changed, and eligibility to claim money is **no longer based solely on where you resided or had your principal place of business when you made your purchase (or lease).**

Go to www.AutoPartsClass.com for more information and to finish your claim online. Save time by entering your registration number found on the front of this postcard. You can also file a claim by mail.

For More Info or a Claim Form:

www.AutoPartsClass.com 1-877-940-5043 info@AutoPartsClass.com

Automotive Parts Settlements
P.O. Box 10163
Dublin, OH 43017-3163

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Update: You May Now Be Able to Claim Money in Auto Parts Settlements

Registration Number: XXXXXXXX

NAME
ADDRESS
CITY STATE ZIP
CODE

EXHIBIT G

Banner Ad Text for Retargeting:

Come Back – Things Have Changed
Auto Parts Settlement

**Owned or Leased
a Vehicle?**



Get \$100+ [File a Claim](#)

Come Back – Things Have Changed
Auto Parts Settlement

**Claim money even if you did
not reside in the place of
purchase (or lease)**



Get \$100+ [File a Claim](#)

EXHIBIT H

Auto Parts Settlements
P.O. Box 10163
Dublin, OH 43017-3163
Toll-Free: 1-877-940-5043



AUTO PARTS CLASS CLAIM FORM

TO SUBMIT A CLAIM FOR PAYMENT:

- 1.) Complete all information below.
- 2.) You **must** provide your name and contact information.
- 3.) All information is subject to verification for accuracy by the Settlement Administrator.
- 4.) You **must** confirm that the information you provide is true and correct by signing the Claim Form. Unsigned Claim Forms will be denied.
- 5.) Submit the completed Claim Form to the Settlement Administrator listed below. You may go to www.AutoPartsClass.com to submit your claim online, or you may transmit the Claim Form to:

Auto Parts Settlements
P.O. Box 10163
Dublin, OH 43017-3163

- 6.) If your contact information changes, please contact the Settlement Administrator at the address above to update your contact information.
- 7.) In order for your claim to be eligible for consideration to receive monetary damages, you must indicate that the state of your purchase or lease, the state of your residence (if you are an individual), or the state of your principal place of business (if you are a business) was in one of the following 30 states or the District of Columbia: Arizona, Arkansas, California, Florida, Hawaii, Iowa, Kansas, Maine, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Mexico, New York, North Carolina, North Dakota, Oregon, Rhode Island, South Carolina, South Dakota, Tennessee, Utah, Vermont, West Virginia, and Wisconsin.

No documentation is required at this time, but please hold on to any documents that you have. The Settlement Administrator will contact you if additional information is needed.



SECTION I: CLAIMANT CONTACT INFORMATION

Name:

Address:

City:

State:

Zip:

Telephone Number:

Email Address:

Are you filing a claim for a business?

Yes No

SECTION II: PURCHASE/LEASE CLAIMS SECTION

Are you making a claim for the purchase or lease of a new vehicle?

Yes No

How many vehicles are you claiming?

For each vehicle for which you are making a claim, please complete a row in the table below and provide all of the requested information (attach additional sheets if needed). **You can submit a claim even if you do not know your VIN.**

| Vehicle Year | Vehicle Make | Vehicle Model | VIN (Vehicle Identification Number) | State of Purchase, Residence, or Principal Place of Business at Time of Purchase or Lease* | Estimated Date of Purchase or Lease | Purchase or Lease? |
|--------------|--------------|---------------|-------------------------------------|--|-------------------------------------|--------------------|
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |

* Please select the state of your purchase or lease, the state of your residence (if you are an individual), or the state of your principal place of business (if you are a business).

To determine if your vehicle is included in the Settlements, please visit www.AutoPartsClass.com or contact the toll-free number below. Please note that additional vehicles may be identified at a later date.

If you need additional space to record more entries, you may attach additional sheets. Please be sure to include all of the information requested in the table above on any additional sheets that you attach.

To view Garden City Group, LLC's Privacy Notice, please visit <http://www.choosegcg.com/privacy>

QUESTIONS? VISIT WWW.AUTOPARTSCCLASS.COM OR CALL TOLL-FREE 1-877-940-5043

EXHIBIT 2

**UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT MICHIGAN
SOUTHERN DIVISION**

| | | |
|---|---|--------------------------|
| IN RE: AUTOMOTIVE PARTS ANTITRUST LITIGATION | : | No. 12-md-02311 |
| | : | Hon. Marianne O. Battani |
| In Re: Heater Control Panels | : | Case No. 2:12-cv-00403 |
| In Re: Occupant Safety Systems | : | Case No. 2:12-cv-00603 |
| In Re: Switches | : | Case No. 2:13-cv-01303 |
| In Re: Ignition Coils | : | Case No. 2:13-cv-01403 |
| In Re: Steering Angle Sensors | : | Case No. 2:13-cv-01603 |
| In Re: Electric Powered Steering Assemblies | : | Case No. 2:13-cv-01903 |
| In Re: Fuel Injection Systems | : | Case No. 2:13-cv-02203 |
| In Re: Valve Timing Control Devices | : | Case No. 2:13-cv-02503 |
| In Re: Air Conditioning Systems | : | Case No. 2:13-cv-02703 |
| In Re: Automotive Constant Velocity Joint Boot Products | : | Case No. 2:14-cv-02903 |
| In Re: Automotive Hoses | : | Case No. 2:15-cv-03203 |
| In Re: Shock Absorbers | : | Case No. 2:15-cv-03303 |
| In Re: Body Sealing Products | : | Case No. 2:16-cv-03403 |
| In Re: Interior Trim Products | : | Case No. 2:16-cv-03503 |
| In Re: Automotive Brake Hoses | : | Case No. 2:16-cv-03603 |
| In Re: Exhaust Systems | : | Case No. 2:16-cv-03703 |
| In Re: Ceramic Substrates | : | Case No. 2:16-cv-03803 |
| In Re: Power Window Switches | : | Case No. 2:16-cv-03903 |
| In Re: Automotive Steel Tubes | : | Case No. 2:16-cv-04003 |
| In Re: Side-Door Latches | : | Case No. 2:17-cv-04303 |
| THIS DOCUMENT RELATES TO: | : | |
| End-Payor Actions | : | |

**DECLARATION OF MARC M. SELTZER IN SUPPORT OF END-PAYOR
PLAINTIFFS' UNOPPOSED MOTION FOR AN ORDER APPROVING THE
PROPOSED FURTHER REVISED PLAN OF ALLOCATION AND FOR
AUTHORIZATION TO DISSEMINATE SUPPLEMENTAL NOTICE TO THE
SETTLEMENT CLASSES**

I, Marc M. Seltzer, hereby declare as follows:

1. I am a partner at the law firm of Susman Godfrey L.L.P., Interim Co-Lead Counsel for the End-Payor Plaintiff Classes, and a member of the Bar of this Court. I submit this declaration in support of End-Payor Plaintiffs' Unopposed Motion for an Order Approving the Proposed Further Revised Plan of Allocation and for Authorization to Disseminate Supplemental Notice to the Settlement Classes.

2. Attached as Exhibit A is a copy of End-Payor Plaintiffs' proposed further revised Plan of Allocation.

I declare under penalty of perjury under the laws of the United States, pursuant to 28 U.S.C. § 1746, that the foregoing is true and correct.

Executed in Los Angeles, California on December 10, 2019.

/s/ Marc M. Seltzer
Marc M. Seltzer

EXHIBIT A

**PROPOSED FURTHER REVISED PLAN OF ALLOCATION AND DISTRIBUTION
OF THE AUTOMOTIVE PARTS SETTLEMENT FUNDS**

The Net Settlement Funds, *i.e.*, the total Settlement Funds, less all taxes, class notice and claim administration expenses and attorney's fees and costs awarded by the Court to Class Counsel, will be distributed to qualifying claimants who are members of one or more of the Automotive Parts Settlement Classes and who submit timely and valid Claim Forms and whose Claims are allowed by the Court ("Authorized Claimants"). The distribution will take place after the following: (1) final approval of settlements by the Court and/or final judgment in each Automotive Parts case and the expiration of any period for further review or appeal of the Court's orders of approval and/or final judgments or the resolution of any such review or appeal; (2) receipt of Claim Forms by the Claims Administrator; (3) review of the Claim Forms by the Claims Administrator and the determination of the amounts recommended to be paid to Authorized Claimants; and (4) approval by the Court of the Claims Administrator's recommendations as to the amounts to be paid to Authorized Claimants.

Distribution of the Net Settlement Funds will be based on Authorized Claimants' indirect purchase of Automotive Parts manufactured by the respective Settling Defendants and their alleged co-conspirators (as defined and listed below) contained in any new four-wheeled passenger automobile, light truck, pickup truck, crossover, van, mini-van, or sport utility vehicle (the "Vehicles") purchased or leased (not for resale) during Class Periods applicable to the Settlements relating to such Automotive Parts and the indirect purchase (not for resale) of any replacement Automotive Parts. As to individuals, only those Settlement Class Members who purchased or leased a new Vehicle or purchased a replacement Automotive Part in the states listed below, or purchased or leased a new Vehicle or purchased a replacement Automotive Part while residing in the states listed below, will be entitled to share in the Net Settlement Funds. As to businesses,

only those Settlement Class Members who purchased or leased a new Vehicle or purchased a replacement Automotive Part in the states listed below, or had their principal place of business at the time of such purchase or lease in the states listed below, will be entitled to share in the Net Settlement Funds. If you indirectly purchased Automotive Parts in years other than those included in the Class Periods applicable to the settlements relating to those Automotive Parts, you will not be entitled to recover with respect to those purchases. If you did not indirectly purchase, or purchased for resale, any Automotive Parts during the applicable time periods or in any of the states listed below you will not be entitled to share in any of the Net Settlement Funds.

Persons or entities who purchased or leased a new Vehicle or purchased a replacement Automotive Part at any time during the applicable Class Periods can submit a claim providing the following information in their Claim Forms:

1. The make, model, model year, and VIN number of the new Vehicle you purchased or leased.
2. The date you purchased or leased the new Vehicle.
3. For individuals, the state in which you resided at the time you purchased or leased the new Vehicle or the state in which you purchased or leased the new Vehicle. For businesses, the state where your principal place of business was located at the time you purchased or leased the new Vehicle or the state where you purchased or leased the new Vehicle.
4. For individuals, if you indirectly purchased any replacement Automotive Parts, you must specify the type of Automotive Part you purchased, the date of purchase, and the state in which you resided at the time of purchase or the state in which you purchased the Automotive Part. For businesses, you must specify the type of Automotive Part you

purchased, the date of purchase, and the state where your principal place of business was located at the time of purchase or the state in which you purchased the Automotive Part.

5. If you seek to share in the monetary recovery provided by a settlement based on the place of purchase or lease, you shall be required to provide satisfactory evidence demonstrating the purchase or lease took place, or that you resided or had your principal place of business, in the states listed below.

Please note you may also be required to provide documentary proof of or additional information regarding your purchase or lease of a qualifying new Vehicle or replacement Automotive Part.

The Claims Administrator will use the information you provide in your Claim Form regarding the Vehicle you purchased or leased to determine whether your Vehicle contains one or more of the Automotive Parts. Information about which Vehicles contain the Automotive Parts that are the subject of the Settlements is available for review at the *Automotive Parts Antitrust Litigation* website, which may be found at www.autopartsclass.com. That information may be supplemented from time to time and will also be available for review at the *Automotive Parts Antitrust Litigation* website. You should consult that website for information about whether your purchase or lease of a new Vehicle, or purchase of a replacement Automotive Part, qualifies you to share in one or more of the Net Settlement Funds.

Authorized Claimants will share and share alike on a *pro rata* basis in the Net Settlement Funds established for each Settlement Class of which they are members based on their Allowed Claim Amounts, subject to the Minimum Payment Amount. Under the Plan of Allocation, each Authorized Claimant shall be paid the percentage of the Net Settlement Fund established with

respect to a particular Settlement Class that each Authorized Claimant's Allowed Claim Amount bears to the total of the Allowed Claim Amounts of all Authorized Claimants with respect to the same Settlement Class. The Allowed Claim Amount for a particular Automotive Part based on the purchase or lease of a new Vehicle that contains the Automotive Part in question will be calculated based on the number of such Vehicles that you purchased or leased. The Allowed Claim Amount for a particular replacement Automotive Part will similarly be based on the number of such parts that you purchased.

This *pro rata* allocation will be modified by initially distributing \$100 (the Minimum Payment Amount) to all Authorized Claimants, and then distributing the remaining funds to Authorized Claimants on a classwide basis whose weighted *pro rata* allocation exceeds \$100 (subject to their being sufficient funds for each Authorized Claimant to receive at least \$100). If the net settlement funds are insufficient to allow a minimum payment of \$100 to each Authorized Claimant, the amount to be paid to all Authorized Claimants shall be adjusted so that claimants share in the net settlement funds on a *pro rata* basis based on the amounts of their respective net allowed claim amounts.

For purposes of this Plan of Allocation, Allowed Claim Amounts for each Authorized Claimant will be determined separately for each Automotive Part. With respect to the specific Vehicles containing Automotive Parts which were allegedly targeted by the collusive conduct of Defendants, the per vehicle Allowed Claim Amounts for the purchase or lease of such Vehicle makes, models and years will be weighted at four times the Allowed Claim Amount for other Vehicles. This weighting reflects Class Counsel's determination based on information obtained by Class Counsel during discovery as well as the cooperation provided by the Settling Defendants. Although all persons who purchased or leased new Vehicles not for resale were affected by the

conspiracy and are therefore members of one or more classes, some class members were more affected than others, which is reflected in this weighting.

Please note that submission of a Claim Form does not necessarily assure the right to payment out of the Net Settlement Funds. The Court may deny, in whole or in part, any claim if it determines that the claimant is excluded from the definition of the Settlement Classes or if there are legal or equitable grounds for the rejection of such claim.

Payment pursuant to the Plan of Allocation shall be conclusive against all Authorized Claimants. No person shall have any claim against Class Counsel, the Settling Parties, or the Claims Administrator or any other person designated by Class Counsel based on distributions made substantially in accordance with the Plan of Allocation, or further orders of the Court.

All Class Members who fail to complete and submit a valid and timely Claim Form shall be barred from participating in distributions from the Net Settlement Funds (unless otherwise ordered by the Court), but otherwise shall be bound by all of the terms of the settlements, including the terms of the judgments entered and the releases given pursuant to the settlements. The deadline for the submission of Claim Forms is **March 16, 2020**. Class Counsel will apply to the Court to extend the deadline to submit claims in this litigation. You should check the *Automotive Parts Antitrust Litigation* website for updated information regarding the submission of Claim Forms. Please note that the Court may modify the Plan of Allocation without further notice to the classes. Any such modifications will be described in subsequent postings on the *Automotive Parts Antitrust Litigation* website (www.autopartsclass.com).

States of Damages Eligibility

Damages are available to members of the Settlement Classes who purchased or leased a qualifying new vehicle or purchased a qualifying vehicle replacement Automotive Part in, or while

residing in or having their principal place of business in, the District of Columbia or one or more of the following States: Arizona, Arkansas, California, Florida, Hawaii, Iowa, Kansas, Maine, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Mexico, New York, North Carolina, North Dakota, Oregon, Rhode Island, South Carolina, South Dakota, Tennessee, Utah, Vermont, West Virginia, and Wisconsin.