

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

In re: AUTOMOTIVE PARTS ANTITRUST LITIGATION	Master File No. 12-md-02311 Honorable Marianne O. Battani
In re: ALTERNATORS	
THIS DOCUMENT RELATES TO: ALL DIRECT PURCHASER ACTIONS	2:13-cv-00701-MOB-MKM 2:15-cv-11828-MOB-MKM 2:15-cv-13634-MOB-MKM

**ORDER AUTHORIZING DISSEMINATION OF
NOTICE TO THE DIRECT PURCHASER MITSUBISHI
ELECTRIC, HIAMS AND DENSO SETTLEMENT CLASSES**

Upon consideration of the Direct Purchaser Plaintiffs' Motion for an Order Authorizing Dissemination of Notice to the MITSUBISHI ELECTRIC, HIAMS and DENSO Direct Purchaser Settlement Classes (the "Motion"), and supporting memorandum (the "Notice Memorandum"), it is hereby ORDERED as follows:

1. The Motion is hereby **GRANTED**.
2. By Order of this Court dated September 24, 2018 (2:13-cv-00701, Doc. No. 72), the Court preliminarily approved a Settlement Agreement between the Direct Purchaser Plaintiffs and Defendants Mitsubishi Electric Corporation, Mitsubishi Electric US Holdings, Inc., and Mitsubishi Electric Automotive America, Inc. (collectively, the "MITSUBISHI ELECTRIC Defendants") and certified for purposes of the settlement a Direct Purchaser MITSUBISHI ELECTRIC Settlement Class (the "MITSUBISHI ELECTRIC Settlement Class"). The

MITSUBISHI ELECTRIC Settlement Class shall receive notice in accordance with the terms of this Order.

3. By Order of this Court dated September 24, 2018 (2:13-cv-00701, Doc. No. 73), the Court preliminarily approved a Settlement Agreement between the Direct Purchaser Plaintiffs and Defendant Hitachi Automotive Systems, Ltd. (“HIAMS”) for HIAMS, Hitachi, Ltd. and Hitachi Automotive Systems Americas, Inc. (collectively, the “HIAMS Defendants”) and certified for purposes of the settlement a Direct Purchaser HIAMS Settlement Class (the “HIAMS Settlement Class”). The HIAMS Settlement Class shall receive notice in accordance with the terms of this Order.

4. By Order of this Court dated April 24, 2019 (2:13-cv-00701, Doc. No. 83), as amended May 23, 2019 (Doc. No. 87), the Court preliminarily approved a Settlement Agreement between the Direct Purchaser Plaintiffs and the following DENSO entities: DENSO Corporation, DENSO International America, Inc., DENSO Korea Corporation (f/k/a separately as DENSO International Korea Corporation and DENSO Korea Automotive Corporation), DENSO Automotive Deutschland GmbH, DENSO Products and Services Americas, Inc. (f/k/a DENSO Sales California, Inc.), ASMO Co., Ltd., ASMO North America, LLC, ASMO Greenville of North Carolina, Inc. and ASMO Manufacturing, Inc. (collectively, the “DENSO Defendants”) and certified for purposes of the settlement a Direct Purchaser DENSO Settlement Class (the “DENSO Settlement Class”). The DENSO Settlement Class shall receive notice in accordance with the terms of this Order.

5. The Court approves the form and content of (a) the Notice of Proposed Settlements of Direct Purchaser Class Action with the MITSUBISHI ELECTRIC, HIAMS, and DENSO Defendants and Hearing on Settlement Approval and Related Matters, and Claim Form (the

“Notice”), attached as Exhibit 1 to the Notice Memorandum; and (b) the Summary Notice of Proposed Settlements of Direct Purchaser Class Action with the MITSUBISHI ELECTRIC, HIAMS and DENSO Defendants and Hearing on Settlement Approval and Related Matters (the “Summary Notice”), attached as Exhibit 2 to the Notice Memorandum; and (c) the Informational Press Release (“Press Release”), attached as Exhibit 3 to the Notice Memorandum.

6. The Court finds that the mailing of the Notice and publication of the Summary Notice and Press Release, in the manner set forth herein constitutes the best notice that is practicable under the circumstances and is valid, due and sufficient notice to all persons entitled thereto and complies fully with the requirements of Federal Rule of Civil Procedure 23 and the due process requirements of the Constitution of the United States.

7. On or before June 27, 2019, the Notice, in substantially the same form as Exhibit 1 to the Notice Memorandum, shall be mailed by first class mail, postage prepaid, to all potential members of the MITSUBISHI ELECTRIC, HIAMS and DENSO Settlement Classes identified by Defendants. The Notice shall also be provided to all persons who request it in response to the Summary Notice. In addition, a copy of the Notice shall be posted on the Internet at www.autopartsantitrustlitigation.com, the website dedicated to this litigation.

8. On or before July 5, 2019, Settlement Class Counsel shall cause the Summary Notice, in substantially the same form as Exhibit 2 to the Notice Memorandum, to be published in one edition of *Automotive News*. Additionally, an online banner notice will appear over a 21-day period on www.AutoNews.com, the digital version of *Automotive News*. To supplement the notice program further, the Press Release will be issued nationwide via PR Newswire’s “Auto Wire,” which targets auto industry trade publications.

9. On or before July 26, 2019, Settlement Class Counsel shall file with the Court their motion or motions for: final approval of the proposed settlements with the MITSUBISHI ELECTRIC, HIAMS and DENSO Defendants; approval of a proposed plan of distribution of the settlement funds; an award of attorneys' fees and expenses; and incentive payments to the Class Representatives.

10. All requests for exclusion from any of the MITSUBISHI ELECTRIC, HIAMS and DENSO Settlement Classes must be in writing, postmarked no later than August 16, 2019, and must otherwise comply with the requirements set forth in the Notice. Requests for exclusion must be sent to Settlement Class Counsel, counsel for Settling Defendants, and to an address specific to the Alternators Direct Purchaser Antitrust Litigation. The address for each recipient is listed in the Notice.

11. Any objection by any member of the MITSUBISHI ELECTRIC, HIAMS, or DENSO Settlement Classes to any of those proposed settlements, or to the proposed plan of distribution, the requests for attorneys' fees and expenses, or to incentive payments to the Class Representatives, must be in writing, must be filed with the Clerk of Court and postmarked no later than August 16, 2019, and must otherwise comply with the instructions set forth in the Notice. Objections must be sent to the Clerk of the Court, Settlement Class Counsel, and counsel for the Settling Defendants. The address for each recipient is listed in the Notice.

12. At least ten (10) days before the date fixed by this Court for the Fairness Hearing, Settlement Class Counsel shall file with the Court affidavits or declarations of the person under whose general direction the mailing and posting of the Notice, and publication of the Summary Notice and Press Release, were made, showing that mailing, posting and publication were made in accordance with this Order.

13. The Court will hold a Fairness Hearing on October 3, 2019, at 11:00 a.m., at the Theodore Levin U.S. Courthouse, 231 West Lafayette Blvd., Detroit, MI, 48226, Courtroom 252 (or such other courtroom as may be assigned for the hearing), to determine whether to approve: (1) the proposed MITSUBISHI ELECTRIC, HIAMS and DENSO Settlements; (2) the proposed plan of distribution of the settlement funds; (3) Settlement Class Counsel's request for an award of attorneys' fees and litigation costs and expenses; and (4) the request for incentive payments to the Class Representatives. Any Settlement Class member who follows the procedure set forth in the Notice may appear and be heard at this hearing. The Fairness Hearing may be rescheduled, adjourned or continued, and the courtroom assigned for the hearing may be changed, without further notice to the Settlement Classes.

14. Any Settlement Class member who wishes to participate in the distribution of the MITSUBISHI ELECTRIC, HIAMS and DENSO settlement funds must submit a Claim Form in accordance with the instructions therein. Any Claim Form submitted electronically must be submitted on or before October 11, 2019. Any Claim Form submitted via mail must be postmarked on or before October 11, 2019.

IT IS SO ORDERED.

s/Marianne O. Battani
HON. MARIANNE O. BATTANI
UNITED STATES DISTRICT JUDGE

Date: June 6, 2019