

**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 Sean F. Cox
IN RE: EXHAUST SYSTEMS CASES	:	
THIS DOCUMENT RELATES TO: DIRECT PURCHASER ACTIONS	:	2:16-cv-03701-SFC-RSW 2:16-cv-13968-SFC-RSW 2:18-cv-12166-SFC-RSW

**SETTLEMENT CLASS COUNSEL’S REPORT ON DISSEMINATION
OF NOTICE OF PROPOSED SETTLEMENTS WITH THE BOSAL,
EBERSPÄCHER, FAURECIA, MERITOR, AND TENNECO
DEFENDANTS AND CLASS MEMBERS’ RESPONSE**

Settlement Class Counsel submit the following report concerning the dissemination of notice pursuant to this Court’s Order dated July 24, 2020 (2:16-cv-03701, ECF No. 87) (the “Notice Order”), and Settlement Class members’ response to the notice program. As described more fully below, notice was mailed to 10,928 potential Settlement Class members and published in accordance with the Notice Order. No objections were filed to any of the proposed settlements, to the proposed plan for distribution of settlement funds, or to Settlement Class Counsel’s requests for an award of attorneys’ fees and reimbursement of litigation costs and expenses, and service awards to the Class Representatives. Three requests for exclusion from one or more of the settlements were submitted. As a result of these exclusion requests, the Faurecia settlement amount has been reduced to \$1,575,000, and the Meritor settlement amount has been reduced to \$797,579.

Settlement Class Counsel respectfully submit that the complete absence of objections and the small number of opt-outs militate strongly in favor of approval of the proposed settlements,

the proposed plan for distribution of settlement funds, and the requests for attorneys' fees and litigation costs and expenses and service awards.

I. DISSEMINATION OF NOTICE TO THE CLASSES

Pursuant to the Court's Notice Order, on August 14, 2020, Epiq Class Action & Claims Solutions, Inc. ("Epiq"), the Notice and Claims Administrator retained by Direct Purchaser Plaintiffs, mailed 10,928 copies of the Notice of Proposed Settlements of Direct Purchaser Class Action with the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants and Hearing on Settlement Approval and Related Matters, and Claim Form (the "Notice") to potential Settlement Class members by first class mail, postage prepaid. Declaration of Angie Birdsell, Project Manager for Epiq. Exhibit 1 at ¶ 6. Epiq also re-mailed returned notices for which updated addresses were obtained. *Id.* at ¶ 7. In addition, a copy of the Notice was (and remains) posted online at www.AutoPartsAntitrustLitigation.com/Exhaust, a website dedicated to this litigation. *Id.* at ¶ 9.

Also, in accordance with the Notice Order, Summary Notice of Proposed Settlements of Direct Purchaser Class Action with the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants and Hearing on Settlement Approval and Related Matters (the "Summary Notice") was published in *Automotive News* on August 24, 2020. *Id.* at ¶ 8. Additionally, an online banner notice appeared for a 21-day period on www.AutoNews.com, the digital version of *Automotive News*, and an Informational Press Release was issued nationwide on August 24, 2020 via PR Newswire's "Auto Wire," which targets auto industry trade publications. *Id.*

Notice to the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Settlement Classes under Fed. R. Civ. P. 23 has, therefore, been provided as ordered by the Court.

II. ABSENCE OF OBJECTIONS TO THE PROPOSED SETTLEMENTS, THE PROPOSED DISTRIBUTION PLAN, AND REQUESTS FOR AN AWARD OF ATTORNEYS' FEES AND EXPENSES AND SERVICE AWARDS

The Notice advised that any objection to the proposed settlements, the proposed plan for distribution of settlement funds, or Settlement Class Counsel's requests for an award of attorneys' fees and litigation costs and expenses and service awards to the Class Representatives had to be filed with the Clerk by October 5, 2020, with copies mailed to Settlement Class Counsel and to counsel for the Settling Defendants.

As of the date of the filing of this Report, no objection to any of the proposed settlements, the distribution plan, the fee and expense request or the service award request has been filed with the Court or received by Settlement Class Counsel.

III. REQUESTS FOR EXCLUSION

The Notice further advised that requests for exclusion from the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes had to be mailed to Settlement Class Counsel and to counsel for the Settling Defendants, postmarked no later than October 5, 2020. As of this date, Settlement Class Counsel have received three requests for exclusion from one or more of the proposed settlements.¹

As set forth in the Memorandum in Support of Direct Purchaser Plaintiffs' Motion for Final Approval of Proposed Settlements with the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants and Proposed Plan for Distribution of Settlement Funds (the "Final Approval Brief") (2:16-cv-03701, ECF No. 91), and the Notice, the \$1,850,000 Eberspächer settlement, the

¹ Settlement Class Counsel received two requests for exclusion from each of the Bosal, Eberspächer and Tenneco Settlement Classes, three requests for exclusion from the Faurecia Settlement Class, and one request for exclusion from the Meritor Settlement Class. The entities that requested exclusion are set forth in Exhibit 2 and the Settlement Classes from which they opted out are reflected in Exhibit 3.

\$1,900,000 Faurecia settlement, and the \$1,000,000 Meritor settlement were subject to reduction due to requests for exclusion. As a result of the requests for exclusion, the Faurecia settlement amount has been reduced to \$1,575,000 and the Meritor settlement amount has been reduced to \$797,579.²

Settlement Class Counsel respectfully submit that, for the reasons set forth in the Final Approval Brief, each of the proposed settlements is fair, reasonable and adequate under the relevant criteria, and warrants final approval.

IV. THE REACTION OF MEMBERS OF THE SETTLEMENT CLASSES SUPPORTS APPROVAL OF THE SETTLEMENTS, THE PROPOSED PLAN FOR DISTRIBUTION, AND THE REQUESTS FOR AN AWARD OF FEES AND EXPENSES AND SERVICE AWARDS

The reaction of the class has been recognized repeatedly by courts within this Circuit and elsewhere as a factor in evaluating the fairness, reasonableness, and adequacy of a proposed settlement. *See, e.g., Sheick v. Auto. Component Carrier LLC*, No. 2:09-cv-14429, 2010 WL 4136958, at *22 (E.D. Mich. Oct. 18, 2010) (“scarcity of objections – relative to the number of class members overall – indicates broad support for the settlement among Class Members.”); *In re Cardizem CD Antitrust Litig.*, 218 F.R.D. 508, 527 (E.D. Mich. 2003) (“That the overwhelming majority of class members have elected to remain in the Settlement Class, without objection, constitutes the ‘reaction of the class,’ as a whole, and demonstrates that the Settlement is ‘fair, reasonable, and adequate.’”); *In re Delphi Corp. Sec., Deriv. & “ERISA” Litig.*, 248 F.R.D. 483, 499 (E.D. Mich. 2008) (small number of opt-outs or objections is indicative of the adequacy of the settlement).

² The requests for exclusion did not result in any reduction of the Eberspächer settlement amount.

Individual notice of the proposed settlements was mailed to 10,928 potential Settlement Class members identified by Defendants, and a copy of the Notice was (and remains) posted online at www.AutoPartsAntitrustLitigation.com/Exhaust. The Summary Notice was published in *Automotive News* on August 24, 2020, and on that same day an Informational Press Release was issued nationwide via PR Newswire's "Auto Wire." Additionally, an online banner notice appeared over a 21-day period on www.AutoNews.com, the digital version of *Automotive News*. The low number of opt-outs and total absence of objections militates strongly in favor of approval of the proposed settlements, the proposed plan for distribution of settlement funds, and the requests for attorneys' fees and reimbursement of litigation costs and expenses and service awards.

V. REQUEST FOR AN AWARD OF ATTORNEYS' FEES

As of August 14, 2020, Settlement Class Counsel's lodestar, based upon historical rates, was \$2,589,348.25. Direct Purchaser Plaintiffs' Memorandum in Support of Motion for an Award of Attorney's Fees, Litigation Costs and Expenses, and Service Awards to the Class Representatives, at 11 (the "Fee Brief") (2:16-cv-03701, ECF No. 92). Since that date, Plaintiffs' Counsel have continued their efforts on behalf of the Settlement Classes by, among other things, drafting the final settlement approval submissions and overseeing the dissemination of notice to members of the Settlement Classes in accordance with the Notice Order. As a result of this continued effort, as of September 30, 2020, Settlement Class Counsel's combined lodestar was \$2,685,871.75. Were the Court to award a fee of 30% of the combined Bosal, Eberspächer, Faurecia, Meritor, and Tenneco settlement proceeds of \$13,270,579, the multiplier on the more current lodestar would be approximately 1.48.

VI. CONCLUSION

Based upon the foregoing, and for the reasons set forth in Direct Purchaser Plaintiffs' Final Approval Brief and Fee Brief, it is respectfully requested that the Court grant final approval of the proposed Bosal, Eberspächer, Faurecia, Meritor, and Tenneco settlements, the proposed plan for distribution of settlement funds, and the requests for attorneys' fees and litigation costs and expenses and service awards to the Class Representatives.

DATED: October 26, 2020

Respectfully submitted,

/s/David H. Fink

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Interim Co-Lead Class Counsel and Settlement Class Co-Lead Counsel

CERTIFICATE OF SERVICE

I hereby certify that on October 26, 2020, I electronically filed the foregoing paper with the Clerk of the court using the ECF system, which will send notification of such filing to all counsel of record registered for electronic filing.

By: /s/ Nathan J. Fink
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EXHIBIT 1

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

	:	
In Re: AUTOMOTIVE PARTS	:	2:12-md-02311
ANTITRUST LITIGATION	:	HONORABLE SEAN F. COX
	:	
In Re: EXHAUST SYSTEMS	:	
	:	
	:	2:16-cv-03701-SFC-RSW
	:	2:16-cv-13968-SFC-RSW
	:	2:18-cv-12166-SFC-RSW
THIS RELATES TO:	:	
ALL DIRECT PURCHASER ACTIONS	:	
	:	

**DECLARATION OF ANGIE BIRDELL RE DISSEMINATION OF NOTICE TO THE
DIRECT PURCHASER BOSAL, EBERSPÄCHER, FAURECIA, MERITOR, AND TENNECO
CLASSES**

I, Angie Birdsell, hereby declare as follows:

1. I am a Project Manager for Epiq Class Action & Claims Solutions, Inc. ("Epiq"), the Settlement Administrator in the above-captioned case. I am familiar with the actions taken by Epiq with respect to the proposed settlements reached in this case between the Direct Purchaser Plaintiffs and the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants, as well as the corresponding Class Notice program. This declaration is based upon my personal knowledge and information provided by Defendants' counsel, Plaintiffs' counsel, and employees and staff under my supervision and is accurate and truthful to the best of my knowledge.

2. Epiq was established in 1968 as a client services and data processing company. Epiq has been administering bankruptcies since 1985 and settlements since 1993, including settlements of class actions, mass tort litigations, Securities and Exchange Commission enforcement actions, Federal Trade Commission disgorgement actions, insurance disputes, bankruptcies, and other major litigation.

3. Epiq has administered more than 1,000 settlements, including some of the largest and most complex cases ever settled. Epiq's class action case administration services include: coordination of all notice requirements; design of direct-mail notices; establishment and implementation of notice fulfillment services; coordination with the United States Postal Service ("USPS"); notice website development and maintenance; dedicated telephone lines with recorded information and/or telephone agents; receipt and processing of opt-outs; claims database management; claim adjudication; funds management; and award calculations and distribution services. Epiq works with the settling parties, the Court, and the Class Members in a neutral facilitation role to implement settlement administration services based on the negotiated terms of a settlement.

OVERVIEW OF EPIQ'S RESPONSIBILITIES AS THE SETTLEMENT ADMINISTRATOR

4. Epiq's responsibilities included the following:
 - a. Printing the Court-approved Direct Purchaser Class Notice and Claim Form ("Claim Package") to be sent to putative Class Members;
 - b. Searching the National Change of Address ("NCOA") database for updated addresses, if any, for putative Class Members;
 - c. Mailing the Claim Package by USPS First-class mail to putative Class Members;
 - d. Causing the Summary Publication Notice to be placed in one edition of *Automotive News*, accompanied by an online banner ad that ran for 21 days on www.AutoNews.com;
 - e. Issuing an informational press release via *PR Newswire*;
 - f. Maintaining a toll-free telephone number with customer service telephone agents and an option to request a call back if reached during non-business hours;
 - g. Maintaining an informational website that provides the public access to pertinent documents and settlement information.

CLASS NOTICE

5. In preparation for mailing the Claim Package, Epiq received lists of potential Settlement Class members from Settlement Class Counsel. Epiq then submitted the names and addresses of those potential Class Members to cross-reference with the NCOA database for updated address information. By eliminating duplicate records and invalid mailing addresses, Epiq refined the database to include 10,928 names and addresses of potential Class Members.

6. On August 14, 2020, Epiq mailed the Claim Packages by first class mail, postage prepaid, to the 10,928 potential Class Members. A copy of the Claim Package is attached hereto as Exhibit A.

7. As of October 19, 2020, Epiq has received a total of 859 Claim Packages returned by the U.S. Postal Service as undeliverable and has re-mailed 482 Claim Packages to potential Class Members. As of October 19, 2020, there are 377 Claim Packages that remain undeliverable.

PUBLICATION NOTICE

8. Epiq caused the publication of the Summary Publication Notice in one edition of *Automotive News* on August 24, 2020, which was accompanied by an online banner ad that ran for a 21-day period on *www.AutoNews.com*, the digital version of *Automotive News*. An Informational Press Release was issued via PR Newswire's "Auto Wire" on August 24, 2020. Confirmation of the publication and copies of the Summary Publication Notice as it appeared in *Automotive News*, the banner ad from *www.AutoNews.com*, and the Informational Notice are attached hereto as Exhibit B.

SETTLEMENT WEBSITE

9. On August 14, 2020, Epiq updated portions of the public settlement website to provide Direct Purchase Class Members with information related to the proposed settlements. The domain name for the website is *www.AutoPartsAntitrustLitigation.com/Exhaust*. The website provides general case

information and links to important documents, including the Settlement Agreements, the Notice and Claim Form, and other documents related to the settlements.

10. As of October 19, 2020, there have been 501 views and 181 unique visitors to the settlement website.

REQUESTS FOR EXCLUSION

11. Class Members could request exclusion from the Settlement Classes, so long as they did so by submitting a request in writing that was postmarked by October 5, 2020. As of October 19, 2020, Epiq has received 2 requests for exclusion from the Bosal Settlement Class, 2 requests for exclusion from the Eberspächer Settlement Class, 3 requests for exclusion from the Faurecia Settlement Class, 1 request for exclusion from the Meritor Settlement Class, and 2 requests for exclusion from the Tenneco Settlement Class.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on this 22nd day of October, 2020 in Portland, Oregon.



Angie Birdsell
Project Manager, Client Services | Epiq

EXHIBIT A

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 Sean F. Cox
IN RE: EXHAUST SYSTEMS CASES	
THIS DOCUMENT RELATES TO: ALL DIRECT PURCHASER CASES	<u>2:16-cv-03701-SFC-RSW</u> <u>2:16-cv-13968-SFC-RSW</u> <u>2:18-cv-12166-SFC-RSW</u>

NOTICE

NOTICE OF PROPOSED SETTLEMENTS OF DIRECT PURCHASER CLASS ACTION WITH BOSAL, EBERSPÄCHER, FAURECIA, MERITOR, AND TENNECO DEFENDANTS, AND HEARING ON:

- (1) APPROVAL OF PROPOSED SETTLEMENTS;**
- (2) PLAN OF DISTRIBUTION OF THE SETTLEMENT FUND; AND**
- (3) MOTION OF SETTLEMENT CLASS COUNSEL FOR AWARD OF ATTORNEYS’ FEES AND REIMBURSEMENT OF LITIGATION COSTS AND EXPENSES, AND INCENTIVE PAYMENTS TO THE CLASS REPRESENTATIVES**

TO: ALL INDIVIDUALS AND ENTITIES THAT PURCHASED AUTOMOTIVE EXHAUST SYSTEMS IN THE UNITED STATES DIRECTLY FROM DEFENDANTS (OR THEIR SUBSIDIARIES OR AFFILIATES) FROM JANUARY 1, 2002 THROUGH FEBRUARY 12, 2018.

PLEASE READ THIS NOTICE CAREFULLY. YOUR LEGAL RIGHTS MAY BE AFFECTED BY LITIGATION NOW PENDING IN THIS COURT.

WHAT IS THE PURPOSE OF THIS NOTICE AND WHY WAS IT SENT TO ME?

This Notice is given pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Eastern District of Michigan, Southern Division (the “Court”). The purpose of this Notice is to inform you of a hearing before the Court to consider:

- (1) Proposed settlements with Defendants: Bosal Industries-Georgia, Inc. and Bosal USA, Inc. (collectively, the “Bosal” Defendants); Eberspächer Exhaust Technology GmbH & Co. KG and Eberspächer North America, Inc. (collectively, the “Eberspächer Defendants”); Faurecia Emissions Control Technologies, USA, LLC and Faurecia Exhaust Systems, Inc. (collectively, the “Faurecia Defendants”); Meritor, Inc. f/k/a ArvinMeritor (the “Meritor Defendant”); and Tenneco Inc., Tenneco Automotive Operating Co., Inc., and Tenneco GmbH (collectively, the “Tenneco Defendants”) (all Defendants referenced in this paragraph are collectively referred to as the “Settling Defendants”);
- (2) A proposed plan of distribution of the Bosal, Eberspächer, Faurecia, Meritor and Tenneco settlement proceeds to Settlement Class members and a proposed Claim Form that you may submit in order to share in the settlement proceeds; and
- (3) Settlement Class Counsel’s motion for an award of attorneys’ fees and reimbursement of litigation costs and expenses, and incentive payments to the Class Representatives.

This Notice provides information concerning the proposed settlements, the proposed plan of distribution, and the motion for attorneys’ fees and reimbursement of litigation costs and expenses, and incentive payments. The Notice also advises you of your rights to: participate in the settlement claims process; exclude yourself from any or all of the Settlement Classes; and object to the terms of the proposed settlements, the plan of distribution, and the requests for fees, costs and expenses, and incentive payments to the Class Representatives in connection with the Court hearing on these matters.

BACKGROUND

Plaintiffs have reached settlements with the Bosal Defendants, the Eberspächer Defendants, the Faurecia Defendants, the Meritor Defendants, and the Tenneco Defendants totaling \$13,798,000. Under the terms of the proposed settlements, Bosal will pay \$48,000 (the “Bosal Settlement Fund”), Eberspächer will pay \$1,850,000 (the “Eberspächer Settlement Fund”), Faurecia will pay \$1,900,000 (the “Faurecia Settlement Fund”), Meritor will pay \$1,000,000 (the “Meritor Settlement Fund”), and Tenneco will pay \$9,000,000 (the “Tenneco Settlement Fund”) (the five settlement funds are collectively referred to as the “Automotive Exhaust Systems Settlement Fund”). The Court has preliminarily approved each of these settlements.

As discussed below: the Eberspächer Settlement Agreement is subject to rescission or reduction based upon requests for exclusion by members of the Eberspächer Settlement Class; the Faurecia settlement amount is subject to reduction based upon requests for exclusion by members of the Faurecia Settlement Class; and the Meritor Settlement Agreement is subject to rescission or reduction based upon requests for exclusion by members of the Meritor Settlement Class.

This litigation, and the proposed settlements, are part of coordinated legal proceedings involving a number of parts used in motor vehicles. This litigation and the proposed settlements relate solely to Automotive Exhaust Systems purchased in the United States **directly** from a Defendant, or its subsidiaries or affiliates. The term “Automotive Exhaust Systems” refers to “one or more of the following: “manifolds, flex pipes, catalytic converters, converters, diesel oxidation catalysts, diesel particulate filters, oxygen sensors, isolators, gaskets, clamps, resonator assemblies, pipe accessories, mufflers, muffler assemblies, and tubes. An exhaust system has a ‘hot end,’ which is the part of the exhaust system that is mounted to the engine (generally comprising the manifold and/or catalytic converter) and a ‘cold end,’ which is the part of the exhaust system that is mounted to the underbody of the car (and contains, for example, the muffler, pipes and/or the catalytic converter).”

These proposed settlements do not relate to, and have no effect upon, cases involving any product other than Automotive Exhaust Systems.

If you are a member of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes (defined below), you have the rights and options summarized here:

- You may remain in any or all of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes and be eligible to share in the proceeds of, and be bound by the terms of, those settlements in which you elect to remain;
- You may exclude yourself from any or all of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes, in which case you will **not** be bound by any settlement from which you exclude yourself and will **not** be eligible to share in the proceeds of that settlement;
- If you remain in the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes, you may object to that proposed settlement, to the proposed plan of distribution of the Automotive Exhaust Systems Settlement Fund, or to Settlement Class Counsel’s requests for an award of attorneys’ fees and reimbursement of litigation costs and expenses, and incentive payments to the Class Representatives. You may also appear at the hearing where the Court will consider these matters;
- You may enter an appearance in the litigation through your own counsel at your own expense; and
- Any Settlement Class member who wishes to participate in the distribution of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Funds must complete and submit a copy of the Claim Form **on or before November 21, 2020**.

WHO IS IN THE SETTLEMENT CLASSES?

The Court has provisionally certified a Direct Purchaser Bosal Settlement Class (the “Bosal Settlement Class”), a Direct Purchaser Eberspächer Settlement Class (the “Eberspächer Settlement Class”), a Direct Purchaser Faurecia Settlement Class (the “Faurecia Settlement Class”), a Direct Purchaser Meritor Settlement Class (the “Meritor Settlement Class”), and a Direct Purchaser Tenneco Settlement Class (the “Tenneco Settlement Class”) for the purpose of disseminating notice of the proposed Bosal, Eberspächer, Faurecia, Meritor, and Tenneco settlements.

The Bosal, Eberspächer, Meritor, and Tenneco Settlement Classes are defined as follows:

All individuals and entities who purchased Automotive Exhaust Systems in the United States directly from Defendants (or their subsidiaries or affiliates) from January 1, 2002 through February 12, 2018. Excluded from the Settlement Class are Defendants, their present and former parent companies, subsidiaries, and affiliates, federal governmental entities and instrumentalities of the federal government, and states and their subdivisions, agencies and instrumentalities.

For purposes of the Eberspächer, Meritor, and Tenneco Settlement Class definition set forth above, the following entities are Defendants: Bosal Industries-Georgia, Inc.; Bosal Nederland, B.V.; Bosal USA, Inc.; Eberspächer Exhaust Technology GmbH & Co. KG; Eberspächer North America, Inc.; Faurecia Emissions Control Technologies, USA, LLC; Faurecia SA; Faurecia Exhaust Systems, Inc.; Friedrich Boysen GmbH & Co. KG; Meritor, Inc. f/k/a ArvinMeritor; Tenneco Automotive Operating Co., Inc.; Tenneco GmbH; and Tenneco Inc.

For purposes of the Bosal Settlement Class definition set forth above, the following entities are Defendants: Tenneco Inc.; Tenneco Automotive Operating Co., Inc.; Tenneco GmbH; Bosal Industries-Georgia, Inc.; Bosal USA, Inc.; Friedrich Boysen GmbH & Co. KG; Eberspächer Exhaust Technology GmbH & Co. KG; Eberspächer North America, Inc.; Faurecia SA; Faurecia Emissions Control Technologies, USA, LLC; Faurecia Exhaust Systems, Inc.; and Meritor, Inc. f/k/a ArvinMeritor.

The Faurecia Settlement Class is defined as follows:

All persons and entities that purchased Automotive Exhaust Systems in the United States directly from a Defendant (or any of a Defendant's subsidiaries or affiliates) from January 1, 2002 through February 12, 2018. Excluded from the Settlement Class are Defendants, their present and former parent companies, subsidiaries, and affiliates, federal governmental entities and instrumentalities of the federal government, and states and their subdivisions, agencies and instrumentalities.

For purposes of the Faurecia Settlement Class definition set forth above, the following entities are Defendants: Bosal Industries-Georgia, Inc.; Bosal Nederland, B.V.; Bosal USA, Inc.; Eberspächer Exhaust Technology GmbH & Co. KG; Eberspächer North America, Inc.; Faurecia Emissions Control Technologies, USA, LLC; Faurecia Exhaust Systems, Inc.; Friedrich Boysen GmbH & Co. KG; Meritor, Inc. f/k/a ArvinMeritor; Tenneco Automotive Operating Co., Inc.; Tenneco GmbH; and Tenneco Inc.

Plaintiffs Manny's Auto Supply, Inc. and Irving Levine Automotive Distributors, Inc. have been appointed by the Court to serve as "Class Representatives" for the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Settlement Classes.

The Court has appointed the law firms of Freed Kanner London & Millen LLC, Kohn, Swift & Graf, P.C., Preti, Flaherty, Beliveau & Pachios LLP, and Spector Roseman & Kodroff, P.C. to serve as "Co-Lead Settlement Class Counsel" for the Settlement Classes.

WHAT IS THIS LITIGATION ABOUT?

In November 2016 and July 2018, Plaintiffs filed class action complaints against Defendants on behalf of direct purchasers of "Automotive Exhaust Systems." Plaintiffs allege that Defendants conspired to raise, fix, maintain, and stabilize prices, rig bids, and allocate markets and customers for Automotive Exhaust Systems sold in the United States in violation of federal antitrust laws. Plaintiffs further allege that as a result of the conspiracy, they and other direct purchasers of Automotive Exhaust Systems were injured by paying more for those products than they would have paid in the absence of the alleged illegal conduct.

Defendants deny Plaintiffs' allegations and liability and have asserted defenses to Plaintiffs' claims. Defendants have agreed to settle this matter to avoid the expense and burden of further litigation. The Court has not issued any

findings or rulings with respect to the merits of Plaintiffs' claims or Defendants' defenses. Certain Boysen entities were originally named as defendants in this litigation but have been dismissed. Thus, these settlements, if approved by the Court, will fully resolve Plaintiffs' claims in this litigation.

WHAT RELIEF DO THE PROPOSED SETTLEMENTS PROVIDE?

Plaintiffs, on behalf of the Bosal Settlement Class, entered into a settlement with Bosal on June 2, 2020, under which the Bosal Defendants agreed to pay \$48,000.

Plaintiffs, on behalf of the Eberspächer Settlement Class, entered into a settlement agreement with the Eberspächer Defendants on January 8, 2019 (the "Eberspächer Settlement Agreement"), under which the Eberspächer Defendants have agreed to pay \$1,850,000. The Eberspächer Settlement Agreement gives Eberspächer the right to withdraw from the settlement, or to reduce the amount of the settlement to no less than \$1,110,000, based upon requests for exclusion by members of the Eberspächer Settlement Class.

Plaintiffs, on behalf of the Faurecia Settlement Class, entered into a settlement agreement with the Faurecia Defendants on May 17, 2018 (the "Faurecia Settlement Agreement"), under which the Faurecia Defendants agreed to pay \$1,900,000. The Faurecia Settlement Agreement gives Faurecia the right to reduce the amount of the settlement to no less than \$1,575,000, based upon requests for exclusion by members of the Faurecia Settlement Class.

Plaintiffs, on behalf of the Meritor Settlement Class, entered into a settlement with Meritor on October 30, 2019, under which the Meritor Defendant agreed to pay \$1,000,000. The Meritor Settlement Agreement gives Meritor the right to withdraw from the settlement, or to reduce the amount of the settlement to no less than \$500,000, based upon requests for exclusion by members of the Meritor Settlement Class.

Plaintiffs, on behalf of the Tenneco Settlement Class, entered into a settlement with Tenneco on February 12, 2018, under which the Tenneco Defendants agreed to pay \$9,000,000.

As part of their respective settlements, the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants have each agreed to provide specified cooperation with Settlement Class Counsel in the prosecution of claims against any remaining Defendant, should the need for such cooperation arise.

This Notice is only a summary of the terms of the proposed settlements. The Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Settlement Agreements contain other important provisions, including the release of certain claims against the Settling Defendants (and companies and people affiliated with them). For the complete terms of the settlements, you are referred to the settlement agreements, which are on file with the Clerk of Court and are available online at www.AutoPartsAntitrustLitigation.com/Exhaust. The proposed settlements must receive final approval by the Court to become effective.

If you wish to object to the approval of any of the settlements, you may do so, but only in accordance with the procedures set forth below. If you do not object to a settlement, you do not need to take any action at this time to indicate your support for, or lack of objection to, that settlement.

HOW DO I REMAIN IN THE SETTLEMENT CLASSES AND WHAT HAPPENS IF I DO?

If you are a member of any of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes as defined above, you will automatically remain in that Settlement Class unless you elect to be excluded. If you wish to remain in a Settlement Class, you do not need to take any action at this time with respect to that Settlement Class and your interests will be represented by the Class Representatives and by Settlement Class Counsel. If you remain in any of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes and the proposed settlement with that Defendant is approved and becomes effective, you will be bound by its terms, including the release provisions, whether or not you receive a share of the settlement proceeds attributable to that settlement.

You will have no responsibility to individually pay attorneys' fees or expenses. Any such fees and expenses will be paid solely from amounts obtained from the Defendants, whether by settlement or judgment, and must be approved by the Court after notice to you and a hearing. If you choose, you may also have your own attorney enter an appearance on your behalf and at your expense.

HOW WILL THE SETTLEMENT FUNDS BE DISTRIBUTED?

The Automotive Exhaust Systems Settlement Fund, with accrued interest, less any amounts approved by the Court for payment of attorneys' fees, litigation and settlement administration costs and expenses, and incentive payments to the Class Representatives (the "Net Automotive Exhaust Systems Settlement Fund"), will be distributed among the members of the Settlement Classes who complete and timely submit a copy of the Claim Form that is included with this Notice, **postmarked on or before November 21, 2020**.

The Net Automotive Exhaust Systems Settlement Fund will be distributed *pro rata* to all Claimants based upon their **direct** purchases in the United States from Defendants during the applicable Class Period. The distribution will take place as soon as practicable after review, determination, and audit of the Claim Forms by the Settlement Administrator and approval by the Court of the Settlement Administrator's recommendations as to the amounts to be paid to the Claimants.

Do not dispose of any document that reflects your purchases of Automotive Exhaust Systems in the United States directly from any Defendant (or its subsidiaries or affiliates) during the period from January 1, 2002 through February 12, 2018. You may need those documents to complete and substantiate your Claim Form, which will be subject to inquiry and verification.

WHAT IF I DO NOT WANT TO REMAIN IN ONE OR MORE OF THE SETTLEMENT CLASSES?

You may exclude yourself from any or all of the five Settlement Classes. If you wish to exclude yourself from any or all of the Settlement Classes, you must send a request for exclusion, in writing, by certified mail, return receipt requested, **postmarked no later than October 5, 2020**, to Co-Lead Settlement Class Counsel, and to counsel for the Settling Defendants, at the addresses set forth below, and to the following address:

Automotive Exhaust Systems Direct Purchaser Antitrust Litigation
P.O. Box 3058
Portland, OR 97208-3058

Your request for exclusion must identify the Settlement Class or Classes from which you are seeking exclusion and must include the full name and address of the purchaser (including any predecessor or successor entities and any trade names). You are also requested to identify the Defendant(s) (or subsidiary or affiliate) from which you purchased Automotive Exhaust Systems during the Class Period for the Settlement Class from which you seek exclusion, the Automotive Exhaust Systems purchased during the Class Period, and the dollar amount of your purchases. If you validly exclude yourself from any or all of the Settlement Classes, you will not be bound by any decision concerning the Settlement Class or Classes from which you exclude yourself and you may pursue individually any claims you may have against that Defendant (at your own expense), but you will not be eligible to share in the settlement proceeds attributable to that Defendant.

REQUEST FOR ATTORNEYS' FEES AND EXPENSES, AND AN INCENTIVE PAYMENT

Settlement Class Counsel, together with other firms that have worked on this litigation, will file a petition for an award of attorneys' fees and reimbursement of their costs and expenses in prosecuting the case. The request of Settlement Class Counsel for attorneys' fees will not exceed 30 percent (30%) of the Automotive Exhaust Systems Settlement Fund.

Settlement Class Counsel will also request incentive payments to Plaintiffs Manny's Auto Supply, Inc. and Irving Levine Automotive Distributors, Inc., which were appointed by the Court to serve as Class Representatives for the Settlement Classes, in the amount of \$25,000 each.

The application for attorneys' fees and litigation costs and expenses and incentive payments will be filed on or before September 14, 2020. If you remain a member of any of the Settlement Classes and you wish to object to the requests for fees and expenses or incentive payments, you must do so in writing in accordance with the procedures for objections set forth below. If you do not oppose any of these requests, you do not need to take any action in that regard.

WHEN WILL THE COURT CONSIDER THESE MATTERS AND HOW CAN I TELL THE COURT WHAT I THINK ABOUT THE SETTLEMENTS?

The Court will hold a hearing on November 5, 2020, at 2:00 p.m., at the Theodore Levin United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, Courtroom 817 (or such other courtroom as may be assigned for the hearing), to determine whether to approve: the proposed Bosal, Eberspächer, Faurecia, Meritor, and Tenneco settlements; the proposed plan of distribution of the Automotive Exhaust Systems Settlement Fund; and Settlement Class Counsel's requests for an award of attorneys' fees and reimbursement of litigation costs and expenses, and incentive payments. If the Court believes that it is appropriate, the hearing may be conducted remotely by telephone or other electronic means. If the Court determines to hold the hearing remotely, Settlement Class Counsel shall post that information on the website devoted to the direct purchaser litigation (www.AutoPartsAntitrustLitigation.com/Exhaust) and provide any Settlement Class member that has informed the Court that it intends to participate at the hearing the information required to do so remotely. The Fairness Hearing may be rescheduled, continued or adjourned, and the courtroom assigned for the hearing may be changed, without further notice to you.

If you remain a member of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes and you wish to object to that proposed settlement, or to the proposed plan of distribution of the Automotive Exhaust Systems Settlement Fund, or to Settlement Class Counsel's requests for an award of attorneys' fees and reimbursement of litigation costs and expenses, and incentive payments, you must do so in writing and at your own expense. Any such objection must include the caption of this litigation, specify which settlement(s) are being objected to, must be signed, and must be **filed no later than October 5, 2020**, with the Clerk of Court, United States District Court for the Eastern District of Michigan, Southern Division, Theodore Levin United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, and mailed to the following counsel, **postmarked no later than October 5, 2020**:

Steven A. Kanner
FREED KANNER LONDON
& MILLEN LLC
2201 Waukegan Road, Suite 130
Bannockburn, IL 60015
Telephone: (224) 632-4500

Joseph C. Kohn
KOHN, SWIFT & GRAF, P.C.
1600 Market Street, Suite 2500
Philadelphia, PA 19103
Telephone: (215) 238-1700

Gregory P. Hansel
PRÉTI, FLAHERTY, BELIVEAU
& PACHIOS LLP
One City Center, P.O. Box 9546
Portland, ME 04112-9546
Telephone: (207) 791-3000

Eugene A. Spector
SPECTOR ROSEMAN & KODROFF, P.C.
Two Commerce Square
2001 Market Street, Suite 3420
Philadelphia, PA 19103
Telephone: (215) 496-0300

Co-Lead Counsel for the Direct Purchaser Settlement Classes

Gary J. Mouw
VARNUM LLP
333 Bridge Street NW
Grand Rapids, MI 49504
Telephone: (616) 336-6000

Counsel for the Bosal Defendants

Michael F. Tubach
O'MELVENY & MYERS LLP
Two Embarcadero Center
Suite 2800
San Francisco, CA 94111
Telephone: (415) 984-8876

Counsel for the Eberspächer Defendants

Jeremy J. Calsyn
CLEARY GOTTLIEB STEEN & HAMILTON LLP
2000 Pennsylvania Avenue, NW
Washington, DC 20006
Telephone: (202) 974-1500

Counsel for the Faurecia Defendants

Amy B. Manning
MCGUIRE WOODS LLP
77 West Wacker Drive
Suite 4100
Chicago, IL 60601-1818
Telephone: (312) 750-8904

Counsel for the Meritor Defendant

James H. Mutchnik
KIRKLAND & ELLIS LLP
300 North LaSalle
Chicago, IL 60654
Telephone: (312) 862-2350

Counsel for the Tenneco Defendants

If you do not object to any of the proposed settlements, or to the related matters set forth above, you do not need to appear at the hearing or take any other action at this time. **You must, however, complete and timely submit a Claim Form if you wish to share in the distribution of the Automotive Exhaust Systems Settlement Fund.**

WHAT SHOULD I DO IF I WANT ADDITIONAL INFORMATION OR IF MY ADDRESS CHANGES?

If this Notice reached you at an address other than the one on the mailing label, or if your address changes, please send your correct address to: Automotive Exhaust Systems Direct Purchaser Antitrust Litigation, P.O. Box 3058, Portland, OR 97208-3058.

The Settlement Agreements, Complaints, and other public documents filed in this litigation are available for review during normal business hours at the offices of the Clerk of Court, United States District Court for the Eastern District of Michigan, Southern Division,

Theodore Levin United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, and through the Court's Public Access to Court Electronic Records (PACER) system after registration and payment of a modest fee. Copies of the Settlement Agreements and certain other documents relevant to this litigation are available at www.AutoPartsAntitrustLitigation.com/Exhaust. Questions concerning the proposed Bosal, Eberspächer, Faurecia, Meritor, and Tenneco settlements, this Notice, or the litigation may be directed to any of the Co-Lead Settlement Class Counsel identified above.

Please do not contact the Clerk of the Court or the Judge.

Dated: July 24, 2020

BY ORDER OF:

The United States District Court for the Eastern
District of Michigan, Southern Division

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 Sean F. Cox
IN RE: EXHAUST SYSTEMS CASES	
THIS DOCUMENT RELATES TO: ALL DIRECT PURCHASER CASES	2:16-cv-03701-SFC-RSW 2:16-cv-13968-SFC-RSW 2:18-cv-12166-SFC-RSW

IMPORTANT NOTICE TO PURCHASERS OF AUTOMOTIVE EXHAUST SYSTEMS
PLEASE READ THIS ENTIRE DOCUMENT CAREFULLY

YOU MUST COMPLETE AND SUBMIT A CLAIM FORM, POSTMARKED ON OR
BEFORE NOVEMBER 21, 2020, TO BE ELIGIBLE TO SHARE IN THE DISTRIBUTION OF
THE PROCEEDS OF SETTLEMENTS WITH THE BOSAL, EBERSPÄCHER,
FAURECIA, MERITOR, AND TENNECO DEFENDANTS

INSTRUCTIONS FOR COMPLETING A CLAIM FORM

If you are a **direct** purchaser of Automotive Exhaust Systems (and you have remained in any or all of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes), you may be entitled to share in the distribution of the proceeds of settlements with those Defendants (the “Settlement Fund”). To receive your share of the Settlement Fund, you or a person you have authorized to act on your behalf must submit a timely and valid Claim Form in accordance with the instructions set forth herein.

Please note that if you have chosen to be excluded from any of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes you may not participate in the distribution of the settlement funds attributable to the settlement with that Defendant.

Eligibility: You are eligible to submit a claim seeking to share in the distribution of the Settlement Fund if, during the period from January 1, 2002 through February 12, 2018 (the “Class Period”), you purchased Automotive Exhaust Systems in the United States **directly** from one or more of the following companies (including their subsidiaries and affiliates): (1) Bosal Industries-Georgia, Inc.; (2) Bosal Nederland, B.V.; (3) Bosal USA, Inc.; (4) Eberspächer Exhaust Technology GmbH & Co. KG; (5) Eberspächer North America, Inc.; (6) Faurecia Emissions Control Technologies, USA, LLC; (7) Faurecia SA; (8) Faurecia Exhaust Systems, Inc.; (9) Friedrich Boysen GmbH & Co. KG; (10) Meritor, Inc. f/k/a ArvinMeritor; (11) Tenneco Automotive Operating Co., Inc.; (12) Tenneco GmbH; and (13) Tenneco Inc.

The term “Automotive Exhaust Systems” refers to “manifolds, flex pipes, catalytic converters, converters, diesel oxidation catalysts, diesel particulate filters, oxygen sensors, isolators, gaskets, clamps, resonator assemblies, pipe accessories, mufflers, muffler assemblies, and tubes. An exhaust system has a ‘hot end,’ which is the part of the exhaust system that is mounted to the engine (generally comprising the manifold and/or catalytic converter) and a ‘cold end,’ which is the part of the exhaust system that is mounted to the underbody of the car (and contains, for example, the muffler, pipes and/or the catalytic converter).”

Submission of Claim: Each Claim Form must be signed and verified by the claimant or a person authorized to act on behalf of the claimant, and must be **postmarked no later than November 21, 2020**. Claim Forms should be addressed to:

Settlement Administrator
Automotive Exhaust Systems Direct Purchaser Antitrust Litigation
PO Box 3058
Portland, OR 97208-3058

Do **not** send your Claim Form to the Court or to any of the parties or their counsel. If you receive multiple copies of the Claim Form, complete only one Claim Form covering all of your qualifying purchases. Do not submit more than one claim, and do not submit duplicate claims.

Please note that it will take a significant amount of time to process accurately all of the Claim Forms and to administer the Settlement Fund. This work will be completed as promptly as time permits, given the need to review each Claim Form. Thank you for your patience.

Photocopies of Form: A claim may be submitted using a photocopy of the Claim Form. Other forms, or altered versions of the Claim Form, will not be accepted. Additional copies of the Claim Form may be requested from the Settlement Administrator or obtained at the settlement website www.AutoPartsAntitrustLitigation.com/Exhaust.

Completion and Support of Claim: Please type or neatly print all requested information. Failure to complete all parts of the Claim Form may result in denial of the claim, delay its processing, or otherwise adversely affect the claim. All information submitted in a Claim Form is subject to further inquiry and verification. The Settlement Administrator may ask you to provide supporting information. Failure to provide requested information also might delay, adversely affect, or result in denial of the claim.

The Claim Form asks for certain information relating to your purchases of Automotive Exhaust Systems, a description of available documentation that supports your claimed purchases, and summary totals of your purchases from each Defendant and for each year during the class period.

**ONLY INCLUDE IN YOUR CLAIM FORM PURCHASES OF AUTOMOTIVE EXHAUST SYSTEMS
IN THE UNITED STATES *DIRECTLY* FROM ONE OR MORE OF THE COMPANIES LISTED
ABOVE UNDER THE “ELIGIBILITY” HEADING DURING THE PERIOD FROM JANUARY 1, 2002
THROUGH FEBRUARY 12, 2018**

INDIRECT PURCHASES ARE NOT ELIGIBLE.

Schedule of Purchases: General Worksheet: Please fill out the Schedule of Purchases: General Worksheet with the company names, the quantity of products purchased, and purchase totals for each year of the Class Period (January 1, 2002 through February 12, 2018) in which you directly purchased Automotive Exhaust Systems in the United States. If you have questions regarding the completion of the Schedule of Purchases, please contact the Settlement Administrator via email at info@AutoPartsAntitrustLitigation-Exhaust.com, or by calling 1-888-891-8810.

Claims of Separate Entities: Each corporation, trust, or other business entity making a claim must submit its claim on a separate Claim Form.

Taxpayer Identification Number: A Claim Form is not complete without the federal taxpayer identification number of the claimant.

Keep a copy: You should keep a copy of your completed Claim Form for your records. You should also retain all of your documents and records relating to **direct** purchases of Automotive Exhaust Systems in the United States from any of the listed companies during the period from January 1, 2002 through February 12, 2018. As part of the claims administration process, you may be required to verify certain information about your Automotive Exhaust Systems purchases such as the quantity of product(s) purchased, the type of products purchased, the dollar amount(s), the date(s) of the purchases, and the company(ies) from which you **directly** purchased the Automotive Exhaust Systems. You may be asked to submit purchase records to verify your claim.

Confirmation of Receipt of Claim: The receipt of Claim Forms will **not** be confirmed or acknowledged automatically by the Settlement Administrator. If you wish to have confirmation that your Claim Form has been received, send it by certified mail, return receipt requested.

Assistance: If you have any questions concerning this Claim Form or need additional copies, contact the Settlement Administrator at: Automotive Exhaust Systems Direct Purchaser Antitrust Litigation, PO Box 3058, Portland, OR 97208-3058, via email at info@AutoPartsAntitrustLitigation-Exhaust.com, or by calling 1-888-891-8810. You may also contact your own attorney or other person to assist you, at your own expense.

NOTICE REGARDING SOLICITATIONS FROM CLAIMS ASSISTANCE COMPANIES: THERE ARE COMPANIES THAT CONTACT CLASS MEMBERS TO OFFER ASSISTANCE IN FILING A CLAIM IN EXCHANGE FOR A PORTION OF ANY SETTLEMENT FUNDS THE CLASS MEMBER MAY RECOVER. THESE COMPANIES ARE NOT AFFILIATED WITH PLAINTIFF OR DEFENDANTS OR THEIR COUNSEL, AND YOU DO NOT NEED TO USE THEM TO FILE A CLAIM.

III. THIRD-PARTY FILER INFORMATION

Only complete this section if you selected “Third Party Filer” at the start of Section I. Please note: As a Third Party Filer, you are required to provide supporting documents demonstrating the authorization to file on behalf of the claimant. If no documentation is provided upon submission of this claim, the Settlement Administrator will request the documentation prior to completion of processing.

Filer Entity (if applicable):
[Grid of 25 empty boxes]

Address 1:
[Grid of 25 empty boxes]

Address 2:
[Grid of 25 empty boxes]

City: [Grid of 15 empty boxes] State: [Grid of 2 empty boxes] ZIP Code: [Grid of 5 empty boxes]

Country:
[Grid of 25 empty boxes]

Contact Person:
[Grid of 25 empty boxes]

Contact Person Email Address:
[Grid of 25 empty boxes]

Contact Person Phone Number:
[Grid of 3 empty boxes] - [Grid of 3 empty boxes] - [Grid of 4 empty boxes]

PLEASE PROMPTLY NOTIFY THE SETTLEMENT ADMINISTRATOR OF ANY CHANGE IN THE INFORMATION SET FORTH ABOVE.

IV. PURCHASES

On the attached Schedule of Purchases: General Worksheet, list the total amount of **direct** purchases of Automotive Exhaust Systems in the United States from each company listed in the “**Eligibility**” section above for each year during the period from January 1, 2002 through February 12, 2018.

The purchase amounts must be the net amounts paid after deducting any discounts, rebates, price reductions, taxes, or delivery and freight charges, and must be provided in United States dollar (USD) currency. Purchases from companies that are not listed above, or are in non-USD currency, should not be included.

When records are available to allow you to calculate and document the dollar amount of your purchases, you must base your purchase information on these records.

When records are not available, you may submit purchase information based on estimates. Estimates can be based on extrapolation from similar circumstances in analogous contexts in the same year (for which you have documentation), or extrapolation from the same or nearly the same circumstances, but in other years (for which you have documentation), or from reports of actual or estimated vehicle production and your records or estimates of the value of Automotive Exhaust Systems content per vehicle. For example, if you have no records allowing you to calculate your purchases in 2004, you may calculate those purchases by using available records dated as close to that year as possible (e.g., 2003 or 2005), adjusting for appropriate volume differences and any inflationary unit costs.

Please note that your claim is subject to audit by the Settlement Administrator and you may, at a later time, be required to provide copies of some or all of the underlying documentation supporting your claim. If you submit your purchase information based on estimates, or sales data and trends, you may be required to explain how you calculated the estimated purchases, and you may be required to provide the documents you used as a basis for your estimates. Accordingly, you should retain your documentation until this litigation has been concluded and the claims review process has been completed.

Here, provide a brief description of the documents (e.g., invoices, purchase journals, accounts payable journals, etc.) or estimation methods used to calculate your claimed purchases:

FAILURE TO COMPLY WITH THE ABOVE INSTRUCTIONS REGARDING PURCHASES MAY RESULT IN A DELAY PROCESSING YOUR CLAIM.

V. EXCLUSION FROM SETTLEMENT CLASS

Identify the Settlement Class(es), if any, from which you excluded yourself. If you have not excluded yourself from any of the Settlement Classes, mark "None" and proceed to Section VI:

- Bosal Eberspächer Faurecia Meritor Tenneco None

Please note, this does not constitute a formal request for exclusion. In order to formally request exclusion, if you have not already done so, please refer to the instructions provided in the Notice of Proposed Settlements with Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants.

VI. SUBSTITUTE FORM W-9 AND CERTIFICATION

Each claimant must provide the following tax information, required by the IRS. If the correct information is not provided, a portion of any payment that the claimant may be entitled to receive from the Settlement Fund may be withheld for tax purposes.

Claimant's federal taxpayer identification number is:

										OR						
Employer Identification Number (for corporations, trusts, etc.)											Social Security Number (for individuals)					

Business Name **OR** Name of taxpayer whose identification number is written above:

--

I certify that the above federal taxpayer identification number is correct, that the taxpayer is **NOT** subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code, that the taxpayer is a U.S. person or entity, and that the taxpayer is exempt from FATCA reporting.

NOTE: If you have been notified by the I.R.S. that you are subject to backup withholding, please strike out the word **“NOT”** in the previous sentence. Instructions regarding IRS Form W-9 are available at the Internal Revenue Service website at <http://www.irs.gov>.

THE INTERNAL REVENUE SERVICE DOES NOT REQUIRE YOUR CONSENT TO ANY PROVISION OF THIS DOCUMENT OTHER THAN THE CERTIFICATIONS REQUIRED TO AVOID BACKUP WITHHOLDING.

I, _____, declare under penalty of perjury that the information contained in this Claim Form is true and correct to the best of my knowledge and belief, that I am authorized to sign and submit this claim on behalf of the claimant, that the specific purchases of Automotive Exhaust Systems listed were made by the claimant **directly** from the companies listed, that the claimant is a member of one or more of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Classes and has not requested exclusion from all of those Settlement Classes, that this claim is the only claim being submitted by the claimant, that the claimant does not know of any other claim being submitted for the same purchases, that the claimant has not transferred or assigned its claims, and that I have read the accompanying Instructions and the Notice of Proposed Settlements with the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants. Claimant submits to the exclusive jurisdiction of the United States District Court for the Eastern District of Michigan for the purpose of investigation or discovery (if necessary) with respect to this claim and any proceeding or dispute arising out of or relating to this claim. The filing of a false claim is a violation of the criminal laws of the United States and may subject the violator to criminal penalties.

Date:

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MM DD YYYY

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Signature

--

Printed Name

--

Title of position (If claimant is not an individual)

SCHEDULE OF PURCHASES: GENERAL WORKSHEET

Please fill out the charts on both sides (front and back) of the Schedule of Purchases: General Worksheet, listing the quantity of products purchased and purchase totals for each Defendant (including their subsidiaries and affiliates) and year of the Class Period (January 1, 2002 through February 12, 2018) in which you directly purchased Automotive Exhaust Systems in the United States. If you have questions regarding the completion of the Schedule of Purchases, please contact the Settlement Administrator via email at info@AutoPartsAntitrustLitigation-Exhaust.com, or by calling 1-888-891-8810.

Year Purchased	Bosal Defendants ¹		Eberspächer Defendants ²		Faurecia Defendants ³	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
2002		(\$)		(\$)		(\$)
2003		(\$)		(\$)		(\$)
2004		(\$)		(\$)		(\$)
2005		(\$)		(\$)		(\$)
2006		(\$)		(\$)		(\$)
2007		(\$)		(\$)		(\$)
2008		(\$)		(\$)		(\$)

List the quantity of products purchased and dollar amount of **direct purchases** of Automotive Exhaust Systems from each of the Defendants for each year during the class period. The purchase amounts must be the net amounts paid after deducting any discounts, rebates, taxes, delivery and freight charges. **INDIRECT PURCHASES ARE NOT ELIGIBLE.**

¹ Bosal Industries-Georgia, Inc., Bosal Nederland, B.V., and Bosal USA, Inc.

² Eberspächer Exhaust Technology GmbH & Co. KG and Eberspächer North America, Inc.

³ Faurecia Emissions Control Technologies, USA, LLC, Faurecia SA, and Faurecia Exhaust Systems, Inc.

Year Purchased (cont.)	Bosal Defendants		Eberspächer Defendants		Faurecia Defendants	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
2009		(\$)		(\$)		(\$)
2010		(\$)		(\$)		(\$)
2011		(\$)		(\$)		(\$)
2012		(\$)		(\$)		(\$)
2013		(\$)		(\$)		(\$)
2014		(\$)		(\$)		(\$)
2015		(\$)		(\$)		(\$)
2016		(\$)		(\$)		(\$)
2017		(\$)		(\$)		(\$)
1/1/2018 through 2/12/2018		(\$)		(\$)		(\$)
TOTAL AMOUNT PURCHASED (Required)		(\$)		(\$)		(\$)

SCHEDULE OF PURCHASES: GENERAL WORKSHEET

Please fill out the charts on both sides (front and back) of the Schedule of Purchases: General Worksheet, listing the quantity of products purchased and purchase totals for each Defendant (including their subsidiaries and affiliates) and year of the Class Period (January 1, 2002 through February 12, 2018) in which you directly purchased Automotive Exhaust Systems in the United States. If you have questions regarding the completion of the Schedule of Purchases, please contact the Settlement Administrator via email at info@AutoPartsAntitrustLitigation-Exhaust.com, or by calling 1-888-891-8810.

Year Purchased	Boysen Defendant ⁴		Meritor Defendant ⁵		Tenneco Defendants ⁶	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
2002		(\$)		(\$)		(\$)
2003		(\$)		(\$)		(\$)
2004		(\$)		(\$)		(\$)
2005		(\$)		(\$)		(\$)
2006		(\$)		(\$)		(\$)
2007		(\$)		(\$)		(\$)
2008		(\$)		(\$)		(\$)

List the quantity of products purchased and dollar amount of **direct purchases** of Automotive Exhaust Systems from each of the Defendants for each year during the class period. The purchase amounts must be the net amounts paid after deducting any discounts, rebates, taxes, delivery and freight charges. **INDIRECT PURCHASES ARE NOT ELIGIBLE.**

⁴ Friedrich Boysen GmbH & Co. KG.

⁵ Meritor, Inc. f/k/a ArvinMeritor.

⁶ Tenneco Automotive Operating Co., Inc., Tenneco GmbH, and Tenneco Inc.

Year Purchased (cont.)	Boysen Defendant		Meritor Defendant		Tenneco Defendants	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
2009		(\$)		(\$)		(\$)
2010		(\$)		(\$)		(\$)
2011		(\$)		(\$)		(\$)
2012		(\$)		(\$)		(\$)
2013		(\$)		(\$)		(\$)
2014		(\$)		(\$)		(\$)
2015		(\$)		(\$)		(\$)
2016		(\$)		(\$)		(\$)
2017		(\$)		(\$)		(\$)
1/1/2018 through 2/12/2018		(\$)		(\$)		(\$)
TOTAL AMOUNT PURCHASED (Required)		(\$)		(\$)		(\$)

EXHIBIT B

CONFIRMATION OF PUBLICATION

IN THE MATTER OF: *Auto Parts – Exhaust Systems*

I, Kathleen Komraus, hereby certify that

(a) I am the Media & Design Manager at Epiq Class Action & Claims Solutions, a noticing administrator, and;

(b) The Notice of which the annexed is a copy was published in the following publications on the following date:

8.24.2020 – Automotive News

8.24.2020 – PR Newswire’s Auto Wire

(c) Banner advertisements are appearing on the following digital properties on the following dates:

8.24.2020 – 9.13.2020 – Automotive News (AutoNews.com)

X *Kathleen Komraus*

(Signature)

Media & Design Manager

(Title)

LEGAL NOTICE

IF YOU PURCHASED AUTOMOTIVE EXHAUST SYSTEMS IN THE UNITED STATES DIRECTLY FROM ANY OF THE ENTITIES IDENTIFIED BELOW FROM JANUARY 1, 2002 THROUGH FEBRUARY 12, 2018, YOUR LEGAL RIGHTS MAY BE AFFECTED BY PROPOSED SETTLEMENTS WITH THE BOSAL, EBERSPÄCHER, FAURECIA, MERITOR, AND TENNECO DEFENDANTS

Proposed settlements totaling \$13.79 million have been reached in *In re Automotive Parts Antitrust Litigation*, Master File No.12-md-02311, 2:16-cv-03701 (E.D. Mich.), 2:16-cv-13968 (E.D. Mich.), 2:18-cv-12166 (E.D. Mich.), with the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants (collectively, the "Settling Defendants").

What is the lawsuit about? This class action is part of coordinated legal proceedings involving Automotive Exhaust Systems purchased in the United States directly from a Defendant (as defined below). These proceedings do not relate to, and have no effect upon, cases involving any other product.

The term "Automotive Exhaust Systems" refers to one or more of the following: manifolds, flex pipes, catalytic converters, converters, diesel oxidation catalysts, diesel particulate filters, oxygen sensors, isolators, gaskets, clamps, resonator assemblies, pipe accessories, mufflers, muffler assemblies, and tubes. An exhaust system has a 'hot end,' which is the part of the exhaust system that is mounted to the engine (generally comprising the manifold and/or catalytic converter) and a 'cold end,' which is the part of the exhaust system that is mounted to the underbody of the car (and contains, for example, the muffler, pipes and/or the catalytic converter).

Direct Purchaser Plaintiffs allege that Defendants conspired to raise, fix, maintain, and stabilize prices, rig bids, and allocate markets and customers for Automotive Exhaust Systems sold in the United States in violation of federal antitrust laws. Plaintiffs further claim that as a result of the alleged conspiracy, they and other direct purchasers of Automotive Exhaust Systems were injured by paying more for those products than they would have paid in the absence of the alleged illegal conduct. Defendants deny Plaintiffs' allegations and liability and have asserted defenses to Plaintiffs' claims. Defendants have agreed to settle this matter to avoid the expense and burden of further litigation.

Plaintiffs have reached settlements with the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants totaling \$13,798,000. Under the terms of the proposed settlements, Bosal will pay \$48,000, Eberspächer will pay \$1,850,000, Faurecia will pay \$1,900,000, Meritor will pay \$1,000,000, and Tenneco will pay \$9,000,000 (the five settlement funds are collectively referred to as the "Automotive Exhaust Systems Settlement Fund").

Who is included? The Court has preliminarily approved each of the five proposed settlements, and has provisionally certified the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Settlement Classes. You are a member of one or more of these Settlement Classes if you purchased Automotive Exhaust Systems in the United States directly from any of the following entities (or their subsidiaries or affiliates) during the period from January 1, 2002 through February 12, 2018: Bosal Industries-Georgia, Inc.; Bosal Nederland, B.V.; Bosal USA, Inc.; Eberspächer Exhaust Technology GmbH & Co. KG; Eberspächer North America, Inc.; Faurecia Emissions Control Technologies, USA, LLC; Faurecia SA; Faurecia Exhaust Systems, Inc.; Friedrich Boysen GmbH & Co. KG; Meritor, Inc. f/k/a ArvinMeritor; Tenneco Automotive Operating Co., Inc.; Tenneco GmbH; and Tenneco Inc.

Plaintiffs Manny's Auto Supply, Inc. and Irving Levine Automotive Distributors, Inc. have been appointed by the Court to serve as "Class Representatives" for the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Settlement Classes. The Court has appointed the law firms of Freed Kanner London & Millen LLC, Kohn, Swift & Graf, P.C., Preti, Flaherty, Beliveau & Pachios LLP, and Spector Roseman & Kodroff, P.C. to serve as "Co-Lead Settlement Class Counsel" for the Settlement Classes.

A Notice of Proposed Settlements and Claim Form (the "Notice") was mailed to potential Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Settlement Class members on or about August 14, 2020. The Notice describes the litigation and options available to Settlement Class members with respect to the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco settlements in more detail. If you did not receive the Notice you may obtain a copy on the internet at www.AutoPartsAntitrustLitigation.com/Exhaust, or by calling or writing to any of the following Co-Lead Settlement Class Counsel:

- Gregory P. Hansel
PRETI, FLAHERTY, BELIVEAU & PACHIOS LLP
One City Center, P.O. Box 9546
Portland, ME 04112-9546
Telephone: (207) 791-3000
- Joseph C. Kohn
KOHNSWIFT & GRAF, P.C.
1600 Market Street, Suite 2500
Philadelphia, PA 19103
Telephone: (215) 238-1700

Steven A. Kanner
FREED KANNER LONDON & MILLEN LLC
2201 Waukegan Road, Suite 130
Bannockburn, IL 60015
Telephone: (224) 632-4500

Eugene A. Spector
SPECTOR ROSEMAN & KODROFF, P.C.
Two Commerce Square
2001 Market Street, Suite 3420
Philadelphia, PA 19103
Telephone: (215) 496-0300

What do the settlements provide? The Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants have agreed to pay a total of \$13,798,000 to settle the Class Members' claims against them. As described in more detail in the Notice: the Eberspächer Settlement Agreement is subject to rescission or reduction based upon requests for exclusion by members of the Eberspächer Settlement Class; the Faurecia settlement amount is subject to reduction based upon requests for exclusion by members of the Faurecia Settlement Class; and the Meritor Settlement Agreement is subject to rescission or reduction based upon requests for exclusion by members of the Meritor Settlement Class. As part of their respective settlements, the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants have each agreed to provide specified cooperation with Settlement Class Counsel in the prosecution of claims against any remaining Defendant, should the need for such cooperation arise.

Your rights may be affected. If you are a member of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes you will automatically remain a member of those Settlement Classes unless you elect to be excluded. If you wish to remain in a Settlement Class, you do not need to take any action at this time and your interests will be represented by the Class Representatives and by Settlement Class Counsel. **In order to share in the proceeds of any of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco settlements, however, you must complete and timely submit a copy of the Claim Form that was mailed to potential Settlement Class members along with the Notice, postmarked on or before November 21, 2020.**

If you wish to exclude yourself from any of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes (or all of them), you must send a request for exclusion, in writing, by certified mail, return receipt requested, postmarked no later than October 5, 2020, in accordance with the procedures set forth in the Notice. If you validly exclude yourself from any of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes (or all of them), you will not be bound by any decision concerning that settlement class and you can pursue individually any claims you may have against that Defendant (at your own expense), but you will not be eligible to share in the settlement proceeds attributable to that Defendant.

If you remain a member of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes, you have the right to object to that proposed settlement, or to the proposed plan of distribution of the Automotive Exhaust Systems Settlement Fund, or to Settlement Class Counsel's requests for an award of attorneys' fees and litigation costs and expenses, and incentive payments to the Class Representatives, by following the procedures set forth in the Notice. **Your objection must be filed no later than October 5, 2020.**

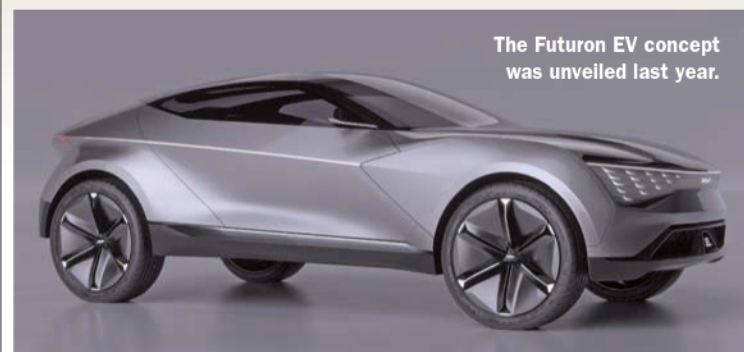
The Court has scheduled a hearing on November 5, 2020, to consider whether to approve: the proposed settlements; the proposed plan of distribution of settlement funds; and Settlement Class Counsel's requests for an award of attorneys' fees and litigation costs and expenses, and incentive payments to the Class Representatives. If the Court believes that it is appropriate, the hearing may be conducted remotely by telephone or other electronic means. If the Court determines to hold the hearing remotely, Settlement Class Counsel will post that information on the website devoted to the direct purchaser litigation (www.AutoPartsAntitrustLitigation.com/Exhaust) and provide any class member that has informed the Court that it intends to participate the information required to do so remotely. The hearing may be continued without further notice to you.

If you believe you are a member of any of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco Settlement Classes, you are urged to obtain a copy of the Notice, which explains your rights regarding the settlements and related matters.

If you have questions concerning this litigation, you may contact any of the Settlement Class Counsel identified above. **Do not contact the Clerk of the Court or the Judge.**

Dated: August 24, 2020
BY ORDER OF:
The United States District Court for the Eastern District of Michigan, Southern Division

future product pipeline



The Futuron EV concept was unveiled last year.

KIA

continued from Page 19

K5: Formerly the Optima, the mid-size sedan has been redesigned and renamed to be consistent with the product in other markets. The new-generation K5 is more stylish than the outgoing Optima on the outside and on the inside. New mechanicals include a choice of two turbo-charged engines and available awd for the first time. A freshen should come at the midcycle point in 2023. There are no current plans for a K5 hybrid or plug-in hybrid for the U.S.

Stinger: New for the 2018 model year, the sports sedan has been positive for Kia's image, if not a sales leader. The rear-wheel-drive sedan, with awd as an option, gets a freshen this year for 2021. Kia said this month that changes include revised front and rear lighting, new alloy wheels and new color options. The Stinger also gets improved interior materials and infotainment touch screen.

For North America, a new exterior Black Package is available, featuring matte black 19-inch wheels, a new rear wing for the trunk lid and blacked-out mirror caps and side fender trim. A Stinger redesign should come in 2022.

Cadenza: One of the brand's best-kept secrets is this large sedan that feels like a luxury vehicle at a budget price. A redesign should come in 2022 if the slow-selling sedan remains in the U.S. Until then, it was freshened for the 2020 model year with new exterior design touches, including a new hood and grille, new headlamps, revised front and rear fascias and a more plush interior with a 12.3-inch infotainment touch screen.

K900: Redesigned for the 2019 model year, the Cadenza's larger sibling shares a chassis with the Genesis G90 flagship sedan, and that car underwent a heavy freshen for the 2020 model year. The low-volume K900, which notched only 150 sales in the first seven months of the year, could get its own freshen in 2021.

Seltos: The new subcompact crossover arrived in showrooms in February, offering a roomy interior, good looks, solid mechanicals and strong sales of 18,582 through July. One base model comes with awd standard, while another base model comes with front-wheel drive and more equipment for \$23,110 including shipping. An optional turbo-charged engine and near-luxury interior can push the Seltos closer to \$30,000. A freshen should come in 2022.

Niro: The eco-friendly crossover that looks mostly like a wagon comes with either a hybrid or full-electric drivetrain. It was freshened for the 2020 model year with sharper exterior lines and improved cabin materi-

als. The Niro EV delivers a respectable 239 miles of range, along with fast-charging capability. It remains Kia's only EV offering in the U.S. for now.

Sportage: The compact crossover was freshened for the 2020 model year with more aggressive front and rear fascias, new wheel options and a bigger infotainment screen. The closely related Hyundai Tucson is undergoing a full redesign next year, and the Sportage is expected to follow in 2022. Both crossovers are expected to have hybrid drivetrains as an option, joining an increasingly competitive hybrid market.

Sorento: A completely redesigned fourth-generation Sorento was presented in March with boxy SUV styling that echoed the new Telluride. The redesigned Sorento is bigger than the outgoing model and packs more technology and upscale materials. Kia has said the European-spec model will have a hybrid version but has not confirmed that option for the U.S. Look for more news on that point when Kia presents the North America version of the crossover.

Telluride: New for the 2020 model year, the large crossover carries over for 2021 with minor changes. A freshen should come in 2022. Later this year, an optional Nightfall Edition is available in eight exterior colors, with black radiator grille, black wheels, gloss-black exterior trim pieces, black Kia logos, headlamps with black inner bezel and body-color door handles.

Sedona: Kia has just unveiled a fourth-generation version of the minivan in the Korean market, where it is known as the Carnival, revealing a major redesign. The Sedona now looks more like an SUV, with a longer, flatter hood and a boxy overall shape. Pictures teased by Kia show a simplified interior design but with luxury-car materials.

The 2021 Sedona goes on sale in Korea this year, followed by global markets. Kia Motors America has not revealed the minivan's U.S. arrival date but it could arrive early next year. The Sedona "remains an important part of our lineup," Kia said. The new generation would be in line for a freshen in 2024.

EVs: Kia's plan for 11 EVs by 2025 includes a new product next year riding on the company's first dedicated global battery-electric platform. The vehicle is expected to be a compact-to-midsize crossover similar to Hyundai's planned Ioniq 5, announced in August. Spy photos show what appears to be the Kia version of the EV still covered to hide its styling elements. Motor1.com reported that spy photos of the new Kia indicate a model that is similar to the Genesis version. Kia presented an electric concept car called the Imagine in 2018 as a four-door crossover and its Futuron EV concept last year. **AN**

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SEE P. 31

Settlements Reached with Automotive Exhaust Systems Manufacturers in Price Fixing Class Action Lawsuit

NEWS PROVIDED BY

United States District Court for the Eastern District of Michigan Southern Division →

Aug 24, 2020, 08:00 ET

DETROIT, Aug. 24, 2020 /PRNewswire/ -- Freed Kanner London & Millen LLC; Kohn, Swift & Graf, P.C.; Preti, Flaherty, Beliveau & Pachios, LLP; and Spector Roseman & Kodroff, P.C. ("Settlement Class Counsel") announce that the United States District Court for the Eastern District of Michigan, Southern Division ("Court") has approved the following announcement of proposed class action settlements with the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants. The lawsuit claimed that Defendants conspired to raise, fix, maintain, and stabilize prices, rig bids, and allocate markets and customers for Automotive Exhaust Systems sold in the United States in violation of federal antitrust laws.

The settlements affect those who purchased Automotive Exhaust Systems in the United States from January 1, 2002 through February 12, 2018 directly from any of the following entities (or their subsidiaries or affiliates): Bosal Industries-Georgia, Inc.; Bosal Nederland, B.V.; Bosal USA, Inc.; Eberspächer Exhaust Technology GmbH & Co. KG; Eberspächer North America, Inc.; Faurecia Emissions Control Technologies, USA, LLC; Faurecia SA; Faurecia Exhaust Systems, Inc.; Friedrich Boysen GmbH & Co. KG; Meritor, Inc. f/k/a ArvinMeritor; Tenneco Automotive Operating Co., Inc.; Tenneco GmbH; and Tenneco Inc.

A hearing will be held on **November 5, 2020, at 2:00 p.m.**, before the Honorable Sean F. Cox, United States District Judge, at the Theodore Levin United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, Courtroom 817 (or such other courtroom as may be assigned for the hearing), for the purpose of determining: (1) whether the proposed settlements with the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco Defendants totaling \$13,798,000 should be approved by the Court as fair, reasonable and adequate; (2) whether the Court should approve the proposed plan of distribution of the settlement proceeds to members of the settlement classes; and (3) whether the Court should approve Settlement Class Counsel's requests for an award of attorneys' fees, reimbursement of litigation costs and expenses, and incentive payments to the Class Representatives.

A Notice of Proposed Settlements (the "Notice") was mailed to potential Settlement Class members on or about August 14, 2020. The Notice describes the litigation and options available to Settlement Class members with respect to the Bosal, Eberspächer, Faurecia, Meritor, and Tenneco settlements in more detail. The Notice also explains what steps a Class Member must take to: (1) remain in the settlement classes and file a Claim Form to share in the settlement proceeds; (2) object to the settlements; or (3) request exclusion from the settlement classes. The Notice and other important documents related to the settlements can be accessed at www.AutoPartsAntitrustLitigation.com/Exhaust, or

Case 3:16-cv-03701-SFC-MKM-EGF No. 95-1 filed 10/26/30 PageID:1779 Page 28 of 30
by calling 1-888-871-8810 or writing to Automotive Exhaust Systems Direct Purchase Antitrust Litigation, P.O. Box 3058, Portland, OR 97208-3058. Those who believe they may be a member of any of the Bosal, Eberspächer, Faurecia, Meritor, or Tenneco settlement classes, are urged to obtain a copy of the Notice.

SOURCE United States District Court for the Eastern District of Michigan Southern Division

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\$13,798,000 in Direct Purchaser Settlements reached with Automotive Exhaust Systems Manufacturers in Price Fixing Class Action Lawsuit



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EXHIBIT 2

EXHIBIT 2

AUTOMOTIVE PARTS ANTITRUST LITIGATION, CASE NO. 12-MD-02311, EXHAUST SYSTEMS, 2:16-cv-03701-SFC-RSW, 2:16-cv-13968-SFC-RSW, 2:18-cv-12166-SFC-RSW

REQUESTS FOR EXCLUSION FROM THE DIRECT PURCHASER SETTLEMENT CLASSES

<p>FORD Ford Motor Company and all of its wholly owned divisions, subsidiaries and affiliates</p> <p>GENERAL MOTORS General Motors LLC (“GM”), General Motors Company, and General Motors Holdings LLC, along with all their subsidiaries (in which GM directly or indirectly owns 50% or more of the voting rights) and majority-owned affiliates</p> <p>Volkswagen Volkswagen Group of America, Inc., Volkswagen group of America Chattanooga Operations LLC and each of its divisions, business units, subsidiaries, affiliates, parents, and predecessors and successors in interest</p>	
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EXHIBIT 3

Exhibit 3

AUTOMOTIVE PARTS ANTITRUST LITIGATION, CASE NO. 12-MD-02311

EXHAUST SYSTEMS, 2:16-cv-03701-SFC-RSW, 2:16-cv-13968-SFC-RSW, 2:18-cv-12166-SFC-RSW

Requests for Exclusion

Class Member	Bosal	Eberspacher	Faurecia	Meritor	Tenneco
General Motors LLC	x		x		x
Volkswagen Group of America, Inc.		x	x		
Ford Motor Company	x	x	x	x	x

X = Requested Exclusion from Settlement