

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

IN RE AUTOMOTIVE PARTS ANTITRUST LITIGATION	CASE NO. 12-MD-02311 HON. MARIANNE O. BATTANI
In Re: RADIATORS	
THIS RELATES TO: DIRECT PURCHASER ACTIONS	Case No. 2:13-cv-01001-MOB-MKM Case No. 2:17-cv-13147-MOB-MKM

**SETTLEMENT CLASS COUNSEL’S REPORT ON DISSEMINATION
OF NOTICE OF PROPOSED SETTLEMENTS WITH THE MITSUBA, DENSO,
CALSONIC AND T.RAD DEFENDANTS AND CLASS MEMBERS’ RESPONSE**

Settlement Class Counsel submit the following report concerning the dissemination of notice pursuant to this Court's Order dated June 6, 2019 (2:13-cv-01001, ECF No. 56) (the “Notice Order”), and Settlement Class members’ response to the notice program. As described more fully below, notice was mailed to 492 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 incentive payments to the Class Representatives. 13 requests for exclusion from one or more of the settlements were submitted. None of the proposed settlements are subject to rescission as a result of the requests for exclusion.

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 incentive payments.

I. DISSEMINATION OF NOTICE TO THE CLASSES

Pursuant to the Court's Notice Order, on June 27, 2019, Epiq Class Action & Claims Solutions, Inc. ("Epiq"), the Notice and Claims Administrator retained by Direct Purchaser Plaintiff, mailed 492 copies of the Notice of Proposed Settlements of Direct Purchaser Class Action with the MITSUBA, DENSO, Calsonic, and T.RAD Defendants and Hearing on Final 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/radiators, a website dedicated to this litigation. *Id.* at ¶ 9.

Also, in accordance with the Notice Order, the Summary Notice of Proposed Settlements of Direct Purchaser Class Action with MITSUBA, DENSO, Calsonic, and T.RAD Defendants and Hearing on Settlement Approval and Related Matters ("Summary Notice") was published in *Automotive News* on July 1, 2019. *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 July 1, 2019 via PR Newswire's "Auto Wire," which targets auto industry trade publications. *Id.*

Notice to the MITSUBA, DENSO, Calsonic, and T.RAD 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 INCENTIVE PAYMENTS

The Notice advised that any objection to the proposed settlements, the proposed plan for distribution of settlement funds, 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 had to be filed with the Clerk by August 16, 2019, 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, or to the fee and expense request or the incentive payment 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 MITSUBA, DENSO, Calsonic, and T.RAD Settlement Classes had to be mailed to Settlement Class Counsel and to counsel for the Settling Defendants, postmarked no later than August 16, 2019. As of this date, Settlement Class Counsel have received 13 requests for exclusion from one or more of the proposed settlements.¹ None of the proposed settlements are subject to rescission as a result of the requests for exclusion.

Settlement Class Counsel respectfully submit that, for the reasons set forth in the Memorandum in Support of Direct Purchaser Plaintiffs' Motion for Final Approval of Proposed Settlements with the MITSUBA, DENSO, Calsonic, and T.RAD Defendants and Proposed Plan

¹ Settlement Class Counsel received 13 requests for exclusion from the DENSO Settlement Class, 7 requests for exclusion from the MITSUBA Settlement Class, 5 requests for exclusion from the T.RAD Settlement Class, and 4 requests for exclusion from the Calsonic 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.

for Distribution of Settlement Funds (the “Final Approval Brief”) (2:13-cv-01001, ECF No. 58), 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 INCENTIVE PAYMENTS

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).

Individual notice of the proposed settlements was mailed to 492 potential Settlement Class members identified by Defendants, and a copy of the Notice was (and remains) posted on-line at www.autopartsantitrustlitigation.com/radiators. The Summary Notice was published in *Automotive News* on July 1, 2019, 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 incentive payments.

V. REQUEST FOR AN AWARD OF ATTORNEYS' FEES

As of June 30, 2019, Plaintiff's Counsels' lodestar, based upon historical rates, was \$1,861,666.40. Direct Purchaser Plaintiff's Memorandum in Support of Their Motion for an Award of Attorney's Fees and Litigation Costs and Expenses and an Incentive Payment to the Class Representatives, at 9 (the "Fee Brief") (2:13-cv-01001, ECF No. 59). 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 August 31, 2019, Plaintiff's Counsels' combined lodestar was \$1,914,133.15. Were the Court to award a fee of 30% of the combined MITSUBA, DENSO, Calsonic, and T.RAD settlement proceeds of \$6,240,956, less litigation expenses of \$62,699.17, the multiplier on the more current lodestar would be approximately .97.

VI. CONCLUSION

Based upon the foregoing, and for the reasons set forth in Direct Purchaser Plaintiff's Final Approval Brief and Fee Brief, it is respectfully requested that the Court grant final approval of the proposed MITSUBA, DENSO, Calsonic, and T.RAD settlements, the proposed plan for distribution of settlement funds, and the requests for attorneys' fees and litigation costs and expenses, and incentive awards to the Class Representatives.

DATED: September 20, 2019

Respectfully submitted,

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

CERTIFICATE OF SERVICE

I hereby certify that on September 20, 2019, 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	:	
ANTITRUST LITIGATION	:	12-MD-02311
	:	Honorable Marianne O. Battani
	:	
IN RE: RADIATORS	:	
	:	
THIS RELATES TO:	:	2:13-CV-01001-MOB-MKM
ALL DIRECT PURCHASER CASES	:	2:17-CV-13147-MOB-MKM
	:	

**DECLARATION OF ANGIE BIRDSSELL RE DISSEMINATION OF NOTICE TO THE
DIRECT PURCHASER MITSUBA, DENSO, CALSONIC AND T.RAD SETTLEMENT
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 MITSUBA, DENSO, Calsonic, and T.RAD 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 492 names and addresses of potential Class Members.

6. On June 27, 2019, Epiq mailed the Claim Package by first class mail, postage prepaid, to the 492 potential Class Members. A copy of the Claim Package is attached hereto as Exhibit A.

7. As of September 13, 2019, Epiq has received a total of 61 Claim Packages returned by the U.S. Postal Service as undeliverable and has remailed 20 Claim Packages to those records. As of September 13, 2019, there are 41 records that remain undeliverable.

PUBLICATION NOTICE

8. Epiq caused the publication of the Summary Publication Notice in one edition of *Automotive News* on July 1, 2019, 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 July 1, 2019. 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

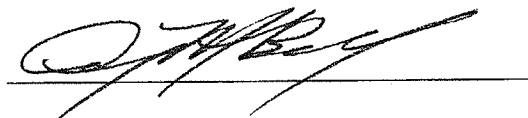
9. On June 27, 2019, Epiq updated portions of the public settlement website to provide Direct Purchase Class Members with information related to the proposed settlements. The domain name for the website is *www.AutoPartsAntitrustLitigation.com/Radiators*. The website provides general case information and links to important documents, including the Settlement Agreements, the Notice and Claim Form, and other documents related to the settlements.

10. As of September 13, 2019, there have been 2,330 page views and 492 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 August 16, 2019. As of September 13, 2019, Epiq has received 7 requests for exclusion from the MITSUBA Settlement Class, 13 requests for exclusion from the DENSO Settlement Class, 4 requests for exclusion from the Calsonic Settlement Class, and 5 requests for exclusion from the T.Rad 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 16th day of September, 2019 in Beaverton, 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

CASE NO. 12-MD-02311

HON. MARIANNE O. BATTANI

IN RE: RADIATORS

THIS RELATES TO:

2:13-cv-01001-MOB-MKM

ALL DIRECT PURCHASER ACTIONS

2:17-cv-13147-MOB-MKM

NOTICE

NOTICE OF PROPOSED SETTLEMENTS OF DIRECT PURCHASER CLASS ACTION WITH MITSUBA, DENSO, CALSONIC AND T.RAD 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 PAYMENT TO THE CLASS REPRESENTATIVE.**

TO: ALL INDIVIDUALS AND ENTITIES THAT PURCHASED RADIATORS IN THE UNITED STATES DIRECTLY FROM DEFENDANTS (OR THEIR SUBSIDIARIES, AFFILIATES OR JOINT VENTURES) FROM JANUARY 1, 1998 THROUGH AUGUST 14, 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 (a) Defendants MITSUBA Corporation and American Mitsuba Corporation (collectively, the "MITSUBA Defendants"), (b) Defendants 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 & 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"), (c) Defendants Calsonic Kansei Corporation and CalsonicKansei North America, Inc. (collectively, the "Calsonic Defendants"), and (d) Defendants T.RAD Co., Ltd. and T.RAD North America Inc. (collectively, the "T.RAD Defendants") (all Defendants referenced in this paragraph are collectively referred to as the "Settling Defendants");
- (2) A proposed plan of distribution of MITSUBA, DENSO, Calsonic and T.RAD 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 an incentive payment to the Class Representative.

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 an incentive payment. 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 payment to the Class Representative in connection with the Court hearing on these matters.

BACKGROUND

Plaintiff has reached settlements with the MITSUBA Defendants, the DENSO Defendants, the Calsonic Defendants and the T.RAD Defendants totaling \$6,240,956. Under the terms of the proposed settlements, MITSUBA will pay a total of \$2,060,956 (the "MITSUBA Settlement Fund"), DENSO will pay a total of \$100,000 (the "DENSO Settlement Fund"), Calsonic will pay a total of \$1,980,000 (the "Calsonic Settlement Fund"), and T.RAD will pay a total of \$2,100,000 (the "T.RAD Settlement Fund") (the four settlement funds are collectively referred to as the "Radiators Settlement Fund"). As discussed below, the MITSUBA, Calsonic and T.RAD settlements are all subject to rescission based upon valid and timely requests for exclusion by members of the MITSUBA, Calsonic and T.RAD Settlement Classes.

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 Radiators purchased in the United States **directly** from a Defendant, or depending on the specific settlement agreement, its parents, subsidiaries, affiliates or joint ventures. The meaning of the term "Radiators" is defined in each settlement agreement, but generally includes devices that help to prevent automotive vehicles from overheating and includes radiator fans. These proposed settlements do not relate to, and have no effect upon, cases involving any product other than Radiators.

If you are a member of the MITSUBA, DENSO, Calsonic or T.RAD Settlement Classes (defined below), you have the rights and options summarized here:

- You may remain in any or all of the MITSUBA, DENSO, Calsonic or T.RAD 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 MITSUBA, DENSO, Calsonic or T.RAD 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 any of the MITSUBA, DENSO, Calsonic or T.RAD Settlement Classes, you may object to that proposed settlement, to the proposed plan of distribution of the Radiators Settlement Fund, or to Settlement Class Counsel's request for an award of attorneys' fees and reimbursement of litigation costs and expenses, and an incentive payment to the Class Representative. 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 MITSUBA, DENSO, Calsonic and T.RAD Settlement Funds must complete and submit a copy of the Claim Form on or before **October 18, 2019**.

WHO IS IN THE SETTLEMENT CLASSES?

The Court has provisionally certified a Direct Purchaser MITSUBA Settlement Class ("MITSUBA Settlement Class"), Direct Purchaser DENSO Settlement Class (the "DENSO Settlement Class"), Direct Purchaser Calsonic Settlement Class (the "Calsonic Settlement Class"), and Direct Purchaser T.RAD Settlement Class (the "T.RAD Settlement Class") for the purpose of disseminating notice of the proposed MITSUBA, DENSO, Calsonic and T.RAD settlements.

The MITSUBA Settlement Class is defined as follows:

All individuals and entities who purchased Radiators in the United States directly from one or more Defendants (or their subsidiaries, affiliates, or joint-ventures) from January 1, 1998 through August 14, 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 MITSUBA Settlement Class definition set forth above, the following entities are Defendants: Calsonic Kansei Corporation; CalsonicKansei North America, Inc.; T.RAD Co., Ltd.; T.RAD North America, Inc.; MITSUBA Corporation; and American Mitsuba Corporation.

The DENSO Settlement Class is defined as follows:

All individuals and entities who purchased Radiators in the United States directly from one or more Defendant(s) (or their subsidiaries, affiliates, or joint ventures) from January 1, 1998 through August 14, 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 DENSO Settlement Class definition set forth above, the Defendants are: Calsonic Kansei Corporation; CalsonicKansei North America, Inc.; DENSO Corporation; DENSO International America, Inc.; Japan Climate Systems Co., Ltd.; MITSUBA Corporation; American Mitsuba Corporation; Sanden Corporation; T.RAD Co., Ltd.; T.RAD North America, Inc.; Valeo S.A.; and any of their parents, subsidiaries, and affiliates.

The Calsonic Settlement Class is defined as follows:

All individuals and entities who purchased Radiators in the United States directly from any of the Defendants (or their subsidiaries, affiliates, joint ventures, or entities of which they are the ultimate parent) from January 1, 1998 through August 14, 2018. Excluded from the Settlement Class are Defendants, their present and former parent companies, subsidiaries, and affiliates, federal government entities and instrumentalities of the federal government, and states and their subdivisions, agencies, and instrumentalities.

The T.RAD Settlement Class is defined as follows:

All individuals and entities who purchased Radiators in the United States directly from Defendants (or their subsidiaries or affiliates) from January 1, 1998 through August 14, 2018. Excluded from the Settlement Class are Defendants, their present and former parent companies, subsidiaries, and affiliates, federal government entities and instrumentalities of the federal government, and states and their subdivisions, agencies and instrumentalities.

For purposes of the Calsonic and T.RAD Settlement Class definitions set forth above, the following entities are Defendants: Calsonic Kansei Corporation; CalsonicKansei North America, Inc.; T.RAD Co., Ltd.; T.RAD North America, Inc.; MITSUBA Corporation and American Mitsuba Corporation; and DENSO Corporation and DENSO International America, Inc.

Plaintiff Irving Levine Automotive Distributors, Inc. has been appointed by the Court to serve as "Class Representative" for the MITSUBA, DENSO, Calsonic and T.RAD 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 "Settlement Class Counsel" for the Settlement Classes.

WHAT IS THIS LITIGATION ABOUT?

In September 2017, Plaintiff filed a class action lawsuit against Defendants on behalf of a class of direct purchasers of Radiators, alleging that Defendants conspired to raise, fix, maintain, and stabilize prices, rig bids, and allocate the supply of Radiators sold in the United States, in violation of federal antitrust laws. Plaintiff further alleges that as a result of the conspiracy, it and other direct purchasers of Radiators were injured by paying more than they would have paid in the absence of the alleged illegal conduct.

The Settling Defendants deny Plaintiff's allegations and liability and have asserted defenses to Plaintiff's claims. The Settling 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 Plaintiff's claims or the Settling Defendants' defenses. These settlements, if approved by the Court, will fully resolve Plaintiff's claims in this litigation.

WHAT RELIEF DO THE PROPOSED SETTLEMENTS PROVIDE?

Plaintiff, on behalf of the MITSUBA Settlement Class, entered into a settlement agreement with the MITSUBA Defendants on August 14, 2018 (the "MITSUBA Settlement Agreement"), in which the MITSUBA Defendants have agreed to pay \$2,060,956. The MITSUBA Settlement Agreement gives MITSUBA and Plaintiff the right to withdraw from the settlement based upon valid and timely requests for exclusion by MITSUBA Settlement Class members.

Plaintiff, on behalf of the DENSO Settlement Class, entered into a settlement agreement with the DENSO Defendants on February 4, 2019 (the "DENSO Settlement Agreement"), in which the DENSO Defendants have agreed to pay \$100,000.

Plaintiff, on behalf of the Calsonic Settlement Class, entered into a settlement agreement with the Calsonic Defendants on February 28, 2019 (the "Calsonic Settlement Agreement"), in which the Calsonic Defendants have agreed to pay \$1,980,000. The Calsonic Settlement Agreement gives Calsonic the right to withdraw from the settlement based upon valid and timely requests for exclusion by Calsonic Settlement Class members.

Plaintiff, on behalf of the T.RAD Settlement Class, entered into a settlement agreement with the T.RAD Defendants on March 4, 2019 (the "T.RAD Settlement Agreement"), in which the T.RAD Defendants have agreed to pay \$2,100,000. The T.RAD Settlement Agreement gives T.RAD the right to withdraw from the settlement based upon valid and timely requests for exclusion by T.RAD Settlement Class members.

As part of the settlement agreements described above, the MITSUBA, DENSO, Calsonic and T.RAD Defendants have all agreed to cooperate with Settlement Class Counsel with respect to the prosecution of claims against any remaining Defendants.

This Notice is only a summary of the terms of the proposed settlements. The MITSUBA, DENSO, Calsonic and T.RAD Settlement Agreements contain other important provisions, including the release of certain claims against the MITSUBA, DENSO, Calsonic and T.RAD 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 on-line at www.AutoPartsAntitrustLitigation.com/Radiators. 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 MITSUBA, DENSO, Calsonic or T.RAD 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 Representative and by Settlement Class Counsel. If you remain in any of the MITSUBA, DENSO, Calsonic or T.RAD 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 Radiators 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 an incentive payment to the Class Representative (the "Net Radiators 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. Any Claim Form submitted electronically must be submitted **on or before October 18, 2019**. Any Claim Form submitted via mail must be **postmarked on or before October 18, 2019**.

The Net Radiators Settlement Fund will be distributed *pro rata* to all Claimants based upon their **direct** purchases of Radiators 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 Radiators in the United States directly from any Defendant (or its parents, affiliates, subsidiaries or joint ventures) during the period from January 1, 1998 through August 14, 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 four 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 August 16, 2019**, to Settlement Class Counsel, and to counsel for Settling Defendants, at the addresses set forth below, and to the following address:

Settlement Administrator
Radiators Direct Purchaser Antitrust Litigation
P.O. Box 5270
Portland, OR 97208-5270

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 parent, affiliate, subsidiary or joint venture) from which you purchased Radiators during the Class Period for the Settlement Class from which you seek exclusion, the Radiators purchased during the Class Period, and the dollar amount of your purchases. If you validly exclude yourself from any or all of the four 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 INCENTIVE PAYMENT

The Court has appointed the law firms identified above as Settlement Class Counsel. These law firms, 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 Radiators Settlement Fund.

Settlement Class Counsel will also request an incentive payment to Plaintiff Irving Levine Automotive Distributors, Inc., which was appointed by the Court to serve as Class Representative for the Settlement Classes, in the total amount of \$25,000.

The application for attorneys' fees and litigation costs and expenses and an incentive payment will be filed on or before July 26, 2019. After that date, the petition for attorneys' fees will be available for your review on the settlement website at www.AutoPartsAntitrustLitigation.com/Radiators. If you remain a member of any of the four Settlement Classes and you wish to object to the requests for fees and expenses or an incentive payment, 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 October 3, 2019, at 11:00 a.m., at the Theodore Levin United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, Courtroom 252 (or such other courtroom as may be assigned for the hearing), to determine whether to approve: the proposed MITSUBA, DENSO, Calsonic and T.RAD settlements; the proposed plan of distribution of the Radiators Settlement Fund; and Settlement Class Counsel's requests for an award of attorneys' fees and reimbursement of litigation costs and expenses and an incentive payment. The 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 any of the MITSUBA, DENSO, Calsonic or T.RAD Settlement Classes and you wish to object to that proposed settlement, or to the proposed plan of distribution of the Radiators Settlement Fund, or to Settlement Class Counsel's requests for an award of attorneys' fees and reimbursement of litigation costs and expenses, and an incentive payment, you must do so in writing and at your own expense. Any such objection must include the caption of this litigation, must be signed, and must be **filed no later than August 16, 2019**, 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 August 16, 2019**:

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
PRETI, 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

Rachel S. Brass
GIBSON, DUNN & CRUTCHER LLP
555 Mission Street, Suite 3000
San Francisco, CA 94105
Telephone: (415) 393-8200

Counsel for the MITSUBA Defendants

Steven F. Cherry
WILMER CUTLER PICKERING
HALE AND DORR LLP
1875 Pennsylvania Avenue, NW
Washington, DC 20006
Telephone: (202) 663-6000

Counsel for the DENSO Defendants

Steven A. Reiss
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153
Telephone: (212) 310-8000

Counsel for the Calsonic Defendants

Peter L. Simmons
FRIED, FRANK, HARRIS, SHRIVER &
JACOBSON LLP
One New York Plaza
New York, NY 10004
Telephone: (212) 859-8455

Counsel for the T.RAD 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 Radiators 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: Radiators Direct Purchaser Antitrust Litigation, P.O. Box 5270, Portland, OR 97208-5270.

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/Radiators. Questions concerning the proposed MITSUBA, DENSO, Calsonic and/or T.RAD settlements, this Notice, or the litigation may be directed to any of the Settlement Class Counsel identified above.

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

Dated: June 27, 2019

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
In Re: RADIATORS
THIS RELATES TO: ALL DIRECT PURCHASER ACTIONS

CASE NO. 12-MD-02311
HON. MARIANNE O. BATTANI

2:13-cv-01001-MOB-MKM
2:17-cv-13147-MOB-MKM

**IMPORTANT NOTICE TO PURCHASERS OF RADIATORS
PLEASE READ THIS ENTIRE DOCUMENT CAREFULLY**

**YOU MUST COMPLETE AND SUBMIT A CLAIM FORM, POSTMARKED ON OR BEFORE
OCTOBER 18, 2019 TO BE ELIGIBLE TO SHARE IN THE DISTRIBUTION OF THE PROCEEDS OF
SETTLEMENTS WITH THE MITSUBA, DENSO, CALSONIC and T.RAD DEFENDANTS**

INSTRUCTIONS FOR COMPLETING A CLAIM FORM

If you are a **direct** purchaser of Radiators (and you have remained in any or all of the MITSUBA, DENSO, Calsonic or T.RAD Settlement Classes), you may be entitled to share in the distribution of the proceeds of settlements with those Defendants (the "Radiators Settlement Fund"). To receive your share of the Radiators 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 MITSUBA, DENSO, Calsonic or T.RAD 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, 1998 through August 14, 2018 (the "Class Period"), you purchased Radiators in the United States **directly** from one or more of the following companies (including their parents (for DENSO Settlement Class), subsidiaries, affiliates, and joint ventures (for DENSO, MITSUBA and Calsonic Settlement Classes)): (1) American Mitsuba Corporation; (2) Calsonic Kansei Corporation; (3) CalsonicKansei North America, Inc.; (4) DENSO Corporation; (5) DENSO International America, Inc.; (6) Japan Climate Systems Co., Ltd.; (7) MITSUBA Corporation; (8) T.RAD Co., Ltd.; (9) T.RAD North America, Inc.; (10) Sanden Corporation; and (11) Valeo S.A.

The meaning of the term "Radiators" is defined in each settlement agreement, but generally includes devices that help to prevent automotive vehicles from overheating and include radiator fans.

Submission of Claim: If you are submitting a paper Claim Form, the 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 October 18, 2019**. Paper Claim Forms should be addressed to:

Settlement Administrator
Radiators Direct Purchaser Antitrust Litigation
PO Box 5270
Portland, OR 97208-5270

Claim Forms may also be submitted electronically via the settlement website, www.AutoPartsAntitrustLitigation.com/Radiators. If you submit an electronic Claim Form you will be given a submission confirmation number and the ability to provide a digital version of the Schedule of Purchases. Electronic Claim Forms must be **submitted no later than October 18, 2019**.

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.

A Claim Form received by the Settlement Administrator shall be deemed to have been submitted (1) when it is submitted online, or (2) when it is posted, if it is addressed in accordance with the above instructions and mailed by **October 18, 2019**, and a postmark is indicated on the envelope. In all other cases, the Claim Form shall be deemed to have been submitted when it is actually received by the Settlement Administrator.

Please note that it will take a significant amount of time to process 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. Accurate claims processing takes a significant amount of time. Thank you for your patience.

**REMINDER: YOU MAY SUBMIT YOUR CLAIM ELECTRONICALLY AT
WWW.AUTOPARTSANTITRUSTLITIGATION.COM/RADIATORS**

Photocopies of Form: A claim may be submitted on 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/Radiators.

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 Radiators, 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 RADIATORS IN THE UNITED STATES DIRECTLY FROM ONE OR MORE OF THE COMPANIES LISTED ABOVE UNDER THE "ELIGIBILITY" HEADING DURING THE PERIOD FROM JANUARY 1, 1998 TO AUGUST 14, 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, 1998 through August 14, 2018) in which you directly purchased Radiators 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-Radiators.com, or by calling 1-877-670-0866.

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 Radiators in the United States from any of the listed companies during the period from January 1, 1998 through August 14, 2018. As part of the claims administration process, you may be required to verify certain information about your Radiators 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 Radiators. You may be asked to submit purchase records to verify your claim.

Confirmation of Receipt of Claim: The receipt of paper 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. If you submit an electronic Claim Form through the settlement website you will receive a confirmation code.

Assistance: If you have any questions concerning this Claim Form or need additional copies, contact the Settlement Administrator at: Radiators Direct Purchaser Antitrust Litigation P.O. Box 5270, Portland, OR 97208-5270, via email at info@AutoPartsAntitrustLitigation-Radiators.com, or by calling 1-877-670-0866. 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.

CLAIM FORM

I. IDENTITY OF CLAIMANT

Please indicate whether the person filing this claim is a direct filer or a third party filer (select only one):

- Direct Filer** (you, or your company, made the direct purchases of Radiators during the Class Period)
- Third Party Filer** (you, or your company, are authorized to file this claim on behalf of the claimant listed below)

If you selected "**Direct Filer**," please indicate your (the claimant's) name and contact information in Section II ("Claimant Information"). Then, skip Section III, and proceed directly to Section IV.

If you selected "**Third Party Filer**," please indicate the claimant's name and contact information in Section II ("Claimant Information"). Then, please provide your filer information in Section III ("Third Party Filer Information"), before proceeding to Section IV. Please note: If you selected "**Third Party Filer**," correspondences concerning this claim will be directed to the contact person provided in "Third Party Filer Information."

II. CLAIMANT INFORMATION

Claimant Name (Individual or Entity):

[Grid for Claimant Name]

Address 1:

[Grid for Address 1]

Address 2:

[Grid for Address 2]

City:

[Grid for City]

State:

[Grid for State]

ZIP Code:

[Grid for ZIP Code]

Country:

[Grid for Country]

Contact Person:

[Grid for Contact Person]

Contact Person E-Mail Address:

[Grid for Contact Person E-Mail Address]

Contact Person Phone Number:

[Grid for Contact Person Phone Number]

Claimant is a (Check one):

- Corporation
- Individual
- Trustee in Bankruptcy
- Partnership
- Other

If the claimant on whose behalf this claim is being submitted acquired the rights that are the basis of their claim from some other person or entity (as assignee, transferee, successor or otherwise), please check the box below and attach copies of legal documents that support the acquisition of your claim.

- This claim is based upon an assignment or transfer and I have attached copies of supporting legal documents.

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

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):

Address 1:

Address 2:

City:

State:

ZIP Code:

Country:

Contact Person:

Contact Person E-Mail Address:

Contact Person Phone Number:

 - -

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 Radiators in the United States from each company listed in the "Eligibility" section above for each year during the period from January 1, 1998 through August 14, 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 Radiators 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. Therefore, please retain your documentation until this litigation has been concluded and the claims review process has been completed. 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. You should retain those documents until this litigation has been concluded and the claims review process has been completed.

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:

- MITSUBA
- DENSO
- Calsonic
- T.RAD
- 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 MITSUBA, DENSO, Calsonic and T.RAD 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:

Employer Identification Number
(for corporations, trusts, etc.)

-

or

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 Radiators listed were made by the claimant **directly** from the companies listed, that the claimant is a member of any of the MITSUBA, DENSO, Calsonic or T.RAD Settlement 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 MITSUBA, DENSO, Calsonic and T.RAD 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: - -
MM DD YYYY

Signature

Print 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 parents, subsidiaries, affiliate, and joint ventures) and year of the Class Period (January 1, 1998 through August 14, 2018) in which you directly purchased Radiators in the United States. A full version of this claim and worksheet is available for electronic submissions through the settlement website www.AutoPartsAntitrustLitigation.com/Radiators. If you have questions regarding the completion of the Schedule of Purchases, please contact the Settlement Administrator via email at info@AutoPartsAntitrustLitigation-Radiators.com, or by calling 1-877-670-0866.

Year Purchased	Calsonic Defendants ¹		DENSO Defendants ²		MITSUBA Defendants ³		T.RAD Defendants ⁴	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
1998		(\$)		(\$)		(\$)		(\$)
1999		(\$)		(\$)		(\$)		(\$)
2000		(\$)		(\$)		(\$)		(\$)
2001		(\$)		(\$)		(\$)		(\$)
2002		(\$)		(\$)		(\$)		(\$)
2003		(\$)		(\$)		(\$)		(\$)
2004		(\$)		(\$)		(\$)		(\$)
2005		(\$)		(\$)		(\$)		(\$)

List the quantity of products purchased and dollar amount of direct purchases of Radiators 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 Calsonic Kansei Corporation and CalsonicKansei North America, Inc.

² DENSO Corporation and DENSO International America, Inc. In addition, DENSO International America, Inc.'s subsidiaries include, among others, DENSO Products & Services Americas, Inc. (f/k/a DENSO Sales California, Inc.).

³ MITSUBA Corporation and American Mitsuba Corporation

⁴ T.RAD Co., Ltd. and T.RAD North America Inc.

Year Purchased (cont.)	Calsonic Defendants		DENSO Defendants		MITSUBA Defendants		T.RAD Defendants	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
2006		(\$)		(\$)		(\$)		(\$)
2007		(\$)		(\$)		(\$)		(\$)
2008		(\$)		(\$)		(\$)		(\$)
2009		(\$)		(\$)		(\$)		(\$)
2010		(\$)		(\$)		(\$)		(\$)
2011		(\$)		(\$)		(\$)		(\$)
2012		(\$)		(\$)		(\$)		(\$)
2013		(\$)		(\$)		(\$)		(\$)
2014		(\$)		(\$)		(\$)		(\$)
2015		(\$)		(\$)		(\$)		(\$)
2016		(\$)		(\$)		(\$)		(\$)
2017		(\$)		(\$)		(\$)		(\$)
1/1/2018 through 8/14/2018		(\$)		(\$)		(\$)		(\$)
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 parents, subsidiaries, affiliates, and joint ventures) and year of the Class Period (January 1, 1998 through August 14, 2018) in which you directly purchased Radiators in the United States. A full version of this claim and worksheet is available for electronic submissions through the settlement website www.AutoPartsAntitrustLitigation.com/Radiators. If you have questions regarding the completion of the Schedule of Purchases, please contact the Settlement Administrator via email at info@AutoPartsAntitrustLitigation-Radiators.com, or by calling 1-877-670-0866.

Year Purchased	Japan Climate Systems Co., Ltd.		Sanden Corporation		Valeo S.A.	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
1998		(\$)		(\$)		(\$)
1999		(\$)		(\$)		(\$)
2000		(\$)		(\$)		(\$)
2001		(\$)		(\$)		(\$)
2002		(\$)		(\$)		(\$)
2003		(\$)		(\$)		(\$)
2004		(\$)		(\$)		(\$)
2005		(\$)		(\$)		(\$)

List the quantity of products purchased and dollar amount of **direct purchases** of Radiators 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.**

Year Purchased	Japan Climate Systems Co., Ltd.		Sanden Corporation		Valeo S.A.	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
2006		(\$)		(\$)		(\$)
2007		(\$)		(\$)		(\$)
2008		(\$)		(\$)		(\$)
2009		(\$)		(\$)		(\$)
2010		(\$)		(\$)		(\$)
2011		(\$)		(\$)		(\$)
2012		(\$)		(\$)		(\$)
2013		(\$)		(\$)		(\$)
2014		(\$)		(\$)		(\$)
2015		(\$)		(\$)		(\$)
2016		(\$)		(\$)		(\$)
2017		(\$)		(\$)		(\$)
1/1/2018 through 8/14/2018		(\$)		(\$)		(\$)
TOTAL AMOUNT PURCHASED (Required)		(\$)		(\$)		(\$)

EXHIBIT B

CONFIRMATION OF PUBLICATION

IN THE MATTER OF: *Auto Parts – Radiators*

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:

7.1.19 – Automotive News
7.1.19 – PR Newswire’s Auto Wire

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

7.1.19 – 7.21.19 – Automotive News (AutoNews.com)

x *Kathleen Komraus*
(Signature)

Media + Design Manager
(Title)

New technologies called 'profit deserts'

\$225 billion coming for electrification

Pete Bigelow
pbigelow@craim.com

DETROIT — Governments and investors are goading automakers to invest hundreds of millions of dollars in new technologies that don't yet pay for themselves — "profit deserts" is what Mark Wakefield, co-leader of the global automotive and industrial practice at AlixPartners, called them.

And it's going to get harder to stomach those investments as the industry faces lackluster demand in key markets.

Automakers will pump approximately \$225 billion into electrification over the next four years, according to

the consulting firm's projections. Those investments will come at the same time that AlixPartners anticipates a decline in overall sales and rising costs that further erode profitability.

"It's creating near-term profit deserts for industry, while regulatory pressure is applied to the supply side," said Wakefield, who spoke at an Automotive Press Association event here last week. "You have to be able to invest through this valley to get to the other side and be capable of weathering a cycle."

Electrification isn't the only major R&D initiative. Investments in automated-driving technology are on pace to

reach \$85 billion through 2025. Combined, those investments won't do anything to boost bottom lines in the near term, Wakefield said.

Electric vehicle sales volume, Wakefield says, will remain low, averaging just 14,000 units sold per EV model through 2022. That's a far cry from what automakers expect from traditional vehicles.

"It's rare that anyone ever is betting on this low volume," he said. "So even as you see this increase in battery-electric penetration, basically that line doesn't move. There's this pileup of investment going into EVs and the actual returns not being



Wakefield: EVs to cost dealers

there for this first and second generation. It's a real challenge."

There already are diminishing returns on capital employed. Wakefield said returns "dropped to near-Great Recession levels" last year — 1.5 percent in the Americas and slightly negative in China.

At the same time automakers endure a long-term wait for returns on investments, they may find challenges at the core of the industry. Light-vehicle sales, the firm projects, will shrink to 15.1 million in the U.S. in 2021 before beginning a modest rebound and returning to today's

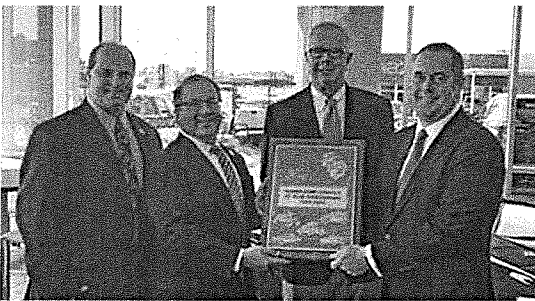
levels in 2025. Meanwhile, the breakeven point will continue a rise from 10 million vehicles in 2010 to 15 million this year, the firm says.

There are some signs consumer acceptance of EVs is rising: In a May survey of more than 1,000 customers across the globe, 17 percent told the consulting firm they'd pay a \$10,000 premium for a battery-electric vehicle.

But dealers will join the ranks of the disappointed as EVs grow in popularity, he said. EVs require less service, and dealers stand to lose \$1,300 per vehicle in service-and-parts revenue over the first five years of a vehicle's life.

"This doesn't become a big deal in the near term," Wakefield said. "Eventually, it's a big deal." **AN**

DEALERS



75 with Ford

Joe Bob Kinsel Jr., third from left, chairman of Kinsel Ford-Lincoln in Beaumont, Texas, and Craig Kinsel, right, president, receive a 75-year award for Ford from Kevin McGuirk, left, and Larry Gach of Ford Motor Co.'s Houston region.



Dealer anniversary awards

Submissions

We invite news items and top-quality photographs.

Photos for 25-45 years should have only two people posed shoulder to shoulder. Photos for 50 or more years should have no more than six people.

Please tell us names (left to right), titles, dealership name and city, franchise(s) held and franchise for which award is given.

You may email a photo in jpg format and at high resolution (300 dpi) to autonews@craim.com.

Custom framing

To request a custom framing of your milestone announcement, contact Lauren Melesio at 212-210-0707 or lmelesio@craim.com.

30 with Acura

Hunter Hale, right, COO of Gunn Acura in San Antonio, receives a 30-year award from Jon Ikeda, American Honda Motor's Acura vice president.

DEALERSHIP BUY/SELL

Summit/Home Run

BUYER: Summit Automotive
SELLER: Home Run Auto Group
OLD NAME: Beaver Dam Ford in Beaver Dam, Wis.
NEW NAME: Summit Ford
MORE: Von Briesen & Roper advised the buyer in this transaction.

Prime/Gallery

BUYER: Prime Motor Group
SELLER: Gallery Automotive Group
MORE: Gallery sold six stores to Prime in the Boston area: BMW Gallery Norwood, South Shore BMW, Honda Gallery, Mazda Gallery, South Shore Mini and Volkswagen Gallery. The stores are now called BMW of Norwood, South Shore BMW, Prime Honda-Boston,

You may submit information about a dealership acquisition on our website at autonews.com/buysellsubmit.

South Shore Mini, Prime Mazda-Norwood, and Volkswagen of Norwood. Haig Partners advised the seller. Gallery Automotive Group is a subsidiary of Marubeni America Corp.

Hoar/Racine

BUYER: Brian Hoar
SELLER: Michael and Doug Racine
OLD NAME: Willie Racine's Jeep in South Burlington, Va.
NEW NAME: Goss Jeep
MORE: Nancy Phillips Associates advised the buyer and the seller in this transaction.

Legal Notice

IF YOU PURCHASED RADIATORS IN THE UNITED STATES DIRECTLY FROM ANY OF THE ENTITIES IDENTIFIED BELOW FROM JANUARY 1, 1998 THROUGH AUGUST 14, 2018, YOUR LEGAL RIGHTS MAY BE AFFECTED BY PROPOSED SETTLEMENTS WITH THE MITSUBA, DENSO, CALSONIC AND TRAD DEFENDANTS

Proposed settlements totaling approximately \$6.24 million have been reached in *In re Automotive Parts Antitrust Litigation*, Master File No. 12-md-02311, 2:13-cv-01001, 2:17-cv-13147 (E.D. Mich.), with the MITSUBA, DENSO, Calsonic and TRAD Defendants (collectively, the "Settling Defendants").

What is the lawsuit about? This class action is part of coordinated legal proceedings involving Radiators 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 "Radiators" is defined in each of the settlement agreements, but generally refers to devices that help to prevent automotive vehicles from overheating and include radiator fans.

Direct Purchaser Plaintiff ("Plaintiff") alleges that Defendants conspired to raise, fix, maintain, and stabilize prices, rig bids, and allocate the supply of Radiators sold in the United States, in violation of federal antitrust laws. Plaintiff further alleges that as a result of the conspiracy, it and other direct purchasers of Radiators were injured by paying more than they would have paid in the absence of the alleged illegal conduct.

Plaintiff has reached settlements with the MITSUBA Defendants, DENSO Defendants, Calsonic Defendants and TRAD Defendants totaling \$6,240,956. Under the terms of the proposed settlements, MITSUBA will pay a total of \$2,060,956, DENSO will pay a total of \$1,000,000, Calsonic will pay a total of \$1,980,000, and TRAD will pay a total of \$2,100,000 (the four settlement funds are collectively referred to as the "Radiators Settlement Fund"), and each of the Settling Defendants has agreed to provide cooperation to assist Plaintiff with the prosecution of claims against any remaining Defendants.

Who is included? The Court has preliminarily approved, and has provisionally certified the MITSUBA, DENSO, Calsonic and TRAD Settlement Classes. You are a member of one or more of these Settlement Classes if you purchased Radiators in the United States directly from any of the following entities (or depending on the specific settlement agreements, their parents, subsidiaries, affiliates or joint ventures, each a "Defendant") during the period from January 1, 1998 through August 14, 2018: MITSUBA Corporation; American Mitsuba Corporation; DENSO Corporation; DENSO International America, Inc.; DENSO Products & Services Americas, Inc. (f/k/a DENSO Sales California, Inc.); Calsonic Kansei Corporation; CalsonicKansei North America, Inc.; TRAD Co., Ltd.; TRAD North America, Inc.; Japan Climate Systems Co., Ltd.; Sanden Corporation; Valeo S.A.

A Notice of Proposed Settlements and Claim Form (the "Notice") was mailed to potential MITSUBA, DENSO, Calsonic and TRAD Settlement Class members on or about June 27, 2019. The Notice describes the litigation and options available to Settlement Class members with respect to the MITSUBA, DENSO, Calsonic and TRAD settlements in more detail. If you did not receive the Notice you may obtain a copy on the internet at www.AutoPartsAntitrustLitigation.com/Radiators, or by calling or writing to any of the following 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
KOHN, SWIFT & 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 1300
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? MITSUBA, DENSO, Calsonic and TRAD have agreed to pay a total of \$6,240,956 to settle the Class Members' claims against them. As part of the settlements all of the Settling Defendants have agreed to provide cooperation in the prosecution of claims against any remaining Defendants.

Your rights may be affected. If you are a member of any of the MITSUBA, DENSO, Calsonic or TRAD 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 Representative and by Settlement Class Counsel. In order to share in the proceeds of any of the MITSUBA, DENSO, Calsonic and/or TRAD 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. Any Claim Form submitted electronically must be submitted on or before October 18, 2019. Any Claim Form submitted via mail must be postmarked on or before October 18, 2019.

If you wish to exclude yourself from any or all of the MITSUBA, DENSO, Calsonic or TRAD Settlement Classes, you must send a request for exclusion, in writing, by certified mail, return receipt requested, postmarked no later than August 16, 2019, in accordance with the procedures set forth in the Notice. If you validly exclude yourself from any or all of the MITSUBA, DENSO, Calsonic or TRAD Settlement Classes, 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 MITSUBA, DENSO, Calsonic and/or TRAD Settlement Classes, you have the right to object to that proposed settlement, or to the proposed plan of distribution of the Radiators Settlement Fund, or to Settlement Class Counsel's requests for an award of attorneys' fees and litigation costs and expenses, and an incentive payment to the Class Representative, by following the procedures set forth in the Notice. Your objection must be filed no later than August 16, 2019.

The Court has scheduled a hearing on October 3, 2019, 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 an incentive payment to the Class Representative. The hearing may be continued without further notice to you.

If you believe you are a member of any or all of the MITSUBA, DENSO, Calsonic or TRAD 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: July 1, 2019

BY ORDER OF:

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

\$6,240,956 in Direct Purchaser Settlements Reached with Radiator Manufacturers in Price Fixing Class Action Lawsuit

NEWS PROVIDED BY

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

Jul 01, 2019, 08:00 ET

DETROIT, July 1, 2019 /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 MITSUBA Defendants, DENSO Defendants, Calsonic Defendants and T.RAD Defendants. The lawsuit claimed that Defendants conspired to raise, fix, maintain, and stabilize prices, rig bids, and allocate the supply of Radiators sold in the United States, in violation of federal antitrust laws.

The Settlements affect those who purchased radiators in the United States between January 1, 1998 and August 14, 2018 directly from any of the following entities (or depending on the specific settlement agreements, their parents, subsidiaries, affiliates and joint ventures): MITSUBA Corporation; American Mitsuba Corporation; DENSO Corporation; DENSO International America, Inc.; Calsonic Kansei Corporation; CalsonicKansei North America, Inc.; T.RAD Co., Ltd.; T.RAD North America, Inc.; Sanden Corporation; Japan Climate Systems Co., Ltd.; and Valeo S.A.

A hearing will be held on October 3, 2019, at 11:00 a.m., before the Honorable Marianne O. Battani, United States District Judge, at the Theodore Levin United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, Courtroom 252, for the purpose of determining: (1) whether the proposed settlements with the MITSUBA Defendants, DENSO Defendants, Calsonic Defendants and T.RAD Defendants totaling \$6,240,956 should be approved by the Court as fair, reasonable and adequate; (2) whether the Court should approve the proposed plan of distribution of MITSUBA, DENSO, Calsonic and T.RAD settlement proceeds to members of the settlement classes and the proposed Claim Form; and (3) whether the Court should approve Settlement Class Counsel's request for an award of attorneys' fees, reimbursement of litigation costs and expenses, and an incentive payment to the Class Representative.

A Notice of Proposed Settlements and Claim Form (the "Notice") was mailed to potential Settlement Class members on or about June 27, 2019. The Notice describes the litigation and options available to Settlement Class members with respect to the MITSUBA, DENSO, Calsonic and T.RAD 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/Radiators, or by calling 1-877-670-0866, or writing to Radiators Direct Purchaser Antitrust Litigation, P.O. Box 5270, Portland, OR 97208-5270. Those who believe they may be a member of any of the MITSUBA, DENSO, Calsonic or T.RAD 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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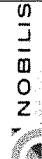
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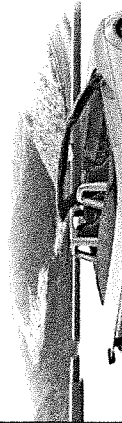
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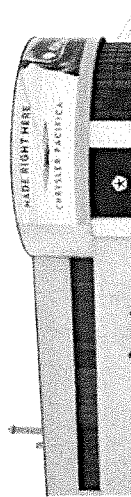
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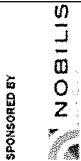
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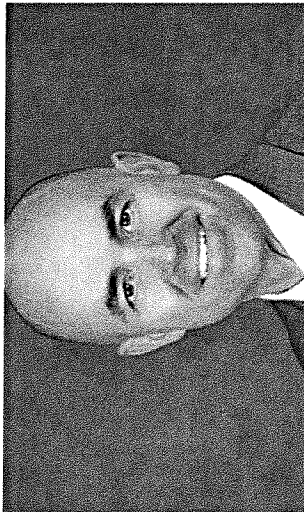
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EXHIBIT 2

EXHIBIT 2

AUTOMOTIVE PARTS ANTITRUST LITIGATION, CASE NO. 12-MD-02311,
RADIATORS, 2:13-CV-01001-MOB-MKM, 2:17-CV-13147-MOB-MKM

**REQUESTS FOR EXCLUSION FROM THE DIRECT
PURCHASER SETTLEMENT CLASSES**

<p>DAIMLER TRUCKS NORTH AMERICA LLC</p> <p>SUZUKI ENTITIES Suzuki Motor of America, Inc. and Suzuki Motor Corporation, along with companies in which Suzuki Motor Corporation directly or indirectly owns the majority of voting rights, excluding Maruti Suzuki India Limited</p> <p>FORD Ford Motor Company and its wholly owned divisions, subsidiaries and affiliates</p> <p>BMW BMW Manufacturing Co., LLC, along with its parent company (Bayerische Motoren Werke Aktiengesellschaft) and affiliated entities (including BMW of North America, LLC and BMW Consolidation Services Co., LLC)</p> <p>HEAVY DUTY AMERICA</p> <p>SUBARU OF INDIANA AUTOMOTIVE, INC.</p> <p>NISSAN Nissan Motor Co., Ltd., and Nissan North America, Inc., including their subsidiaries and majority-owned affiliates</p> <p>SUBARU Subaru Corporation f/k/a Fuji Heavy Industries Ltd. Subaru of America, Inc.</p>	<p>TOYOTA ENTITIES Toyota Motor North America, Inc. Toyota Motor Engineering & Manufacturing North America, Inc. Toyota Motor Sales U.S.A., Inc. Toyota Motor Manufacturing, Mississippi, Inc. Toyota Motor Manufacturing, Indiana, Inc. Toyota Motor Manufacturing, Kentucky, Inc. Toyota Motor Manufacturing Toyota Motor Corporate Service Toyota Motors of America Toyota Motor Manufacturing de Baja California, S. de R.L. de C.V. Toyota Motor Manufacturing, West Virginia, Inc. Toyota Motor Manufacturing, Alabama, Inc. Toyota Motor Manufacturing, Texas, Inc. Toyota Motor Manufacturing, Canada, Inc. Toyota Motor Corporation Toyota Motor Engineering New United Motor Manufacturing, Inc. Bodine Aluminum, Inc. TABC, Inc. Canadian Autoparts Toyota Inc. Toyota Motor Manufacturing de Guanajuato, S.A. de C.V. Toyota Motor Manufacturing California, Inc Toyota Motor Manufacturing, Northern Kentucky, Inc.</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>
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<p>HONDA ENTITIES American Honda Motor Co., Inc. Honda of America Mfg., Inc. Honda R&D Americas, Inc. Honda of Canada Mfg. Honda Mfg. of Indiana, LLC</p> <p>FCA FCA US LLC and/or its predecessors-in- interest: DaimlerChrysler, Chrysler LLC, and Chrysler Group LLC</p> <p>MINITUBISHI MOTORS NORTH AMERICA, INC.</p>	
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EXHIBIT 3

Exhibit 3

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

RADIATORS, 2:13-CV-01001-MOB-MKM, 2:17-CV-13147-MOB-MKM

Requests for Exclusion

Class Member	Calsonic	DENSO	MITSUBA	T.Rad
AMERICAN HONDA MOTOR CO., INC.		X		X
BMW MANUFACTURING CO., LLC		X		
DAIMLER TRUCKS NORTH AMERICA LLC		X		
FCA US LLC		X		
FORD MOTOR COMPANY	X	X	X	X
GENERAL MOTORS LLC		X	X	
HEAVY DUTY AMERICA	X	X	X	X
MINI NORTH AMERICA, INC.		X		
NISSAN MOTOR CO., LTD.		X	X	X
SUBARU CORPORATION	X	X	X	
SUBARU OF INDIANA AUTOMOTIVE, INC.	X	X	X	
SUZUKI MOTOR CORPORATION		X	X	
TOYOTA MOTOR NORTH AMERICA, INC.		X		X

X = Requested Exclusion from Settlement