

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

**In Re: AUTOMOTIVE PARTS
ANTITRUST LITIGATION**

**Case No. 12-md-02311
Honorable Marianne O. Battani**

In Re: SMALL BEARINGS CASES

**THIS DOCUMENT RELATES TO:
ALL DIRECT PURCHASER ACTIONS**

**2:17-cv-04201-MOB-MKM
2:17-cv-10853- MOB-MKM**

**SETTLEMENT CLASS COUNSEL’S REPORT ON DISSEMINATION
OF NOTICE OF PROPOSED SETTLEMENT WITH MINEBEA
DEFENDANTS AND CLASS MEMBERS’ RESPONSE**

Settlement Class Counsel submit the following report concerning the dissemination of notice pursuant to this Court's Order dated October 25, 2017 (2:17-cv-04201, Doc. No. 5) (the “Notice Order”), and Settlement Class members’ response to the notice program. As described more fully below, notice was mailed to 1,047 potential Settlement Class members and published in accordance with the Notice Order. No requests for exclusion were submitted and no objections were filed to either the proposed settlement or to Settlement Class Counsel’s request for an award of attorneys’ fees and litigation costs and expenses.

Settlement Class Counsel respectfully submit that the absence of opt-outs and objections militate strongly in favor of approval of the proposed settlement and the request for an award of attorneys’ fees and litigation costs and expenses.

I. DISSEMINATION OF NOTICE TO THE CLASSES

Pursuant to the Court’s Notice Order, on November 14, 2017, Epiq Class Action & Claims Solutions, Inc. (“Epiq”), the Notice and Claims Administrator retained by Direct Purchaser Plaintiff,

mailed 1,047 copies of the Notice of Proposed Settlement of Direct Purchaser Class Action with Minebea Defendants and Hearing on Settlement Approval (the “Notice”) to potential Settlement Class members by first class mail, postage prepaid. Declaration of David Garcia, Project Director 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/sb, a website dedicated to this litigation. *Id.* at ¶ 9.

Also in accordance with the Notice Order, the Summary Notice of Proposed Settlement of Direct Purchaser Class Action with Minebea Defendants and Hearing on Settlement Approval was published in the national edition of *The Wall Street Journal* and in *Automotive News* on November 27, 2017. *Id.* at ¶ 8.

Notice to the Minebea Settlement Class under Fed. R. Civ. P. 23 has, therefore, been provided as ordered by the Court.

II. ABSENCE OF OBJECTIONS TO THE PROPOSED SETTLEMENT OR REQUEST FOR AN AWARD OF ATTORNEYS’ FEES AND EXPENSES

The Notice advised that any objection to the proposed settlement or to Settlement Class Counsel’s request for an award of attorneys’ fees and litigation costs and expenses had to be filed with the Clerk by January 8, 2018, with copies mailed to Settlement Class Counsel and to Minebea’s counsel.

As of the date of the filing of this Report, no objection to either the proposed settlement or to the fee and expense request¹ has been filed with the Court or received by Settlement Class Counsel.

¹ As of November 30, 2017, Plaintiff’s Counsel’s lodestar, based upon historical rates, was \$1,219,614, which would result in a multiplier of approximately 2.4 if the Court awarded the requested 30% fee. Direct Purchaser Plaintiff’s Memorandum in Support of its Motion for an Award of Attorney’s Fees and Litigation Costs and Expenses (“DPP’s Fee Memorandum”), at 9 (2:17-cv-10853, Doc. No. 12). Plaintiff’s Counsel have continued to prosecute this litigation against the remaining Defendants. They have: reviewed and analyzed Defendant documents; drafted the final

III. ABSENCE OF REQUESTS FOR EXCLUSION

The Notice further advised that requests for exclusion from the Minebea Settlement Class had to be sent to Settlement Class Counsel and to counsel for Minebea, postmarked no later than January 8, 2018. No request for exclusion from the Settlement Class was timely submitted, and none has been received by Settlement Class Counsel as of this date.

Settlement Class Counsel respectfully submit that, for the reasons set forth in the Final Approval Memo, the Minebea settlement, which provides for the payment of \$9,750,000 and substantial cooperation by Minebea, is fair, reasonable and adequate under the relevant criteria, and warrants final approval.

IV. THE REACTION OF MEMBERS OF THE SETTLEMENT CLASS SUPPORTS APPROVAL OF THE SETTLEMENT AND THE REQUEST FOR AN AWARD OF FEES AND EXPENSES

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

settlement approval submissions; and overseen the dissemination of notice to members of the Settlement Class in accordance with the Notice Order. As a result of this continued effort, as of December 31, 2017, Plaintiff’s Counsel’s combined lodestar was \$1,633,947. Were the Court to award a fee of 30% of the recovery, the multiplier on the more current lodestar would be approximately 1.79.

(E.D. Mich. 2008) (small number of opt-outs or objections is indicative of the adequacy of the settlement).

Individual notice of the proposed settlement was mailed to 1,047 potential Settlement Class members identified by Defendants, published in *Automotive News* and in *The Wall Street Journal*, and posted on-line. The total absence of both objections and opt-outs militates strongly in favor of approval of the proposed settlement and the request for an award of attorneys' fees and expenses.

V. **CONCLUSION**

Based upon the foregoing, and for the reasons set forth in Direct Purchaser Plaintiff's Final Approval Brief and DPP's Fee Memorandum, it is respectfully requested that the Court grant final approval of both the proposed Minebea settlement and the request for an award of attorneys' fees and litigation costs and expenses.

DATED: February 14, 2018

Respectfully submitted,

/s/David H. Fink

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Nathan J. Fink (P75185)

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Settlement Class Counsel

CERTIFICATE OF SERVICE

I hereby certify that on February 14, 2018, 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.

FINK + ASSOCIATES LAW

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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: SMALL BEARINGS CASES	:	
THIS RELATES TO: ALL DIRECT PURCHASER CASES	:	2:17-cv-04201-MOB-MKM 2:17-cv-10853-MOB-MKM

**DECLARATION OF DAVID GARCIA RE DISSEMINATION OF NOTICE OF
PROPOSED SETTLEMENT WITH MINEBEA DEFENDANTS**

I, David Garcia, hereby declare as follows:

1. I am a Project Director 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 settlement reached in this case between the Direct Purchaser Plaintiffs and the Minebea 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 ("Detailed Notice") 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 Detailed Notice by USPS First-class mail to putative Class Members;
 - d. Causing the Summary Publication Notice to be placed in one edition of *Automotive News* and in the national edition of *The Wall Street Journal*;
 - e. 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; and

- f. Maintaining an informational website that provides the public access to pertinent documents and settlement information.

CLASS NOTICE

5. In preparation for mailing the Detailed Notices, 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 1,047 names and addresses of potential Class Members.

6. On November 14, 2017, Epiq mailed the Detailed Notice by first class mail, postage prepaid, to the 1,047 potential Class Members. A copy of the Detailed Notice is attached hereto as Exhibit A.

7. As of February 2, 2018, Epiq has received a total of 293 Detailed Notices returned by the U.S. Postal Service as undeliverable and has remailed 107 Detailed Notices to those records. As of February 2, 2018, there are 186 records that remain undeliverable.

PUBLICATION NOTICE

8. Epiq caused the publication of the Summary Publication Notice in one edition of *Automotive News* on November 27, 2017, and in the national edition of *The Wall Street Journal*, on November 27, 2017. Confirmation of the publication and copies of the Summary Publication Notice as it appeared in *Automotive News* and *The Wall Street Journal* are attached hereto as Exhibit B.

SETTLEMENT WEBSITE

9. On November 13, 2017, Epiq updated portions of the public settlement website to provide Direct Purchase Class Members with information related to the proposed settlement. The

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domain name for the website is www.AutoPartsAntitrustLitigation.com/sb. The website provides general case information and links to important documents, including the Settlement Agreement, the Detailed Notice, and other documents related to the Settlement.

10. As of February 2, 2018, there have been 333 page views and 205 unique visitors to the settlement website.

REQUESTS FOR EXCLUSION

11. Class Members could request exclusion from the Settlement Class, so long as they did so by submitting a request in writing that was postmarked by January 8, 2018. As of February 2, 2018, Epiq has not received any requests for exclusion.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on this 7th day of February, 2018 in Lake Elsinore, CA.



David Garcia
Project Director | 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
Honorable Marianne O. Battani

In Re: SMALL BEARINGS CASES

THIS DOCUMENT RELATES TO:
ALL DIRECT PURCHASER ACTIONS

2:17-cv-04201-MOB-MKM
2:17-cv-10853-MOB-MKM

NOTICE OF PROPOSED SETTLEMENT OF DIRECT
PURCHASER CLASS ACTION WITH MINEBEA
DEFENDANTS AND HEARING ON SETTLEMENT APPROVAL

TO: ALL INDIVIDUALS AND ENTITIES WHO PURCHASED SMALL BEARINGS IN THE UNITED STATES DIRECTLY FROM A DEFENDANT DURING THE PERIOD FROM JUNE 1, 2003, THROUGH FEBRUARY 15, 2017.

PLEASE READ THIS ENTIRE 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 purpose of this Notice is to inform you of a proposed settlement with Defendants MINEBEA MITSUMI Inc., NMB (USA), Inc., and NMB Technologies Corporation (collectively, "Minebea"). Under the terms of the proposed settlement, Minebea has made a payment in the amount of \$9,750,000 (the "Minebea Settlement Fund"), and will provide cooperation to assist Plaintiff in the prosecution of the claims against the Defendants in a related action.

This litigation is part of coordinated legal proceedings involving a number of parts used in motor vehicles and other products. The litigation, and the proposed settlement, relate solely to Small Bearings purchased **directly** from a Defendant. These proceedings do not relate to, and have no effect upon, cases involving any other product or purchaser.

For purposes of the proposed settlement, "Small Bearings" refers to bearings whose outer diameter is 30 millimeters or less. Small Bearings are used in numerous applications, including but not limited to the following automotive applications: air conditioning compressors, alternators, anti-lock braking systems, cooling fans, fuel pumps, motors for electric control systems, starters, steering systems, transmissions, water pumps, wheels, and windshield wiper motors.

If you purchased Small Bearings in the United States directly from any of the Defendants identified below during the period from June 1, 2003, through February 15, 2017 (the "Class Period"), you are a member of the Minebea Settlement Class and have the rights and options summarized here:

- You may remain in the Minebea Settlement Class and be eligible to share in the Minebea Settlement Fund under a claims procedure that will be instituted in the future;
- You may exclude yourself from the Minebea Settlement Class, in which case you will **not** be bound by the settlement and will **not** be eligible to share in the Minebea Settlement Fund;

- If you do not exclude yourself from the Minebea Settlement Class, you may object in writing to the proposed settlement or to the request for an award of attorneys' fees and reimbursement of litigation costs and expenses, and appear at the hearing where the Court will determine whether the proposed settlement should be approved as fair, adequate and reasonable, and whether a portion of the Minebea Settlement Fund may be used to pay for attorneys' fees and reimbursement of litigation costs and expenses; and
- You may enter an appearance in the litigation through your own counsel at your own expense.

You do **not** need to take any action at this time if you wish to remain in the Minebea Settlement Class. You should retain all of your records of Small Bearings purchases for use in the claims procedure that will be instituted at a later date.

WHO IS IN THE SETTLEMENT CLASS?

On May 23, 2017, the Court certified a Direct Purchaser Minebea Settlement Class for purposes of disseminating notice of the proposed settlement, defined as follows:

All individuals and entities (excluding any Defendants and their present and former parents, subsidiaries and affiliates) that purchased Small Bearings in the United States directly from one or more Defendants from June 1, 2003 through February 15, 2017.

For purposes of this Minebea Settlement Class definition, the following entities are Defendants: MINEBEA MITSUMI Inc.; NMB (USA), Inc.; NMB Technologies Corporation; NSK Ltd.; NSK Americas, Inc.; and NSK Corporation.

Plaintiff McGuire Bearing Company has been appointed by the Court to serve as the Class Representative for the Minebea Settlement Class. The Court has appointed the law firms of Freed Kanner London & Millen LLC; Kohn, Swift & Graf, P.C.; Preti, Flaherty, Beliveau & Pachios LLP; Spector Roseman & Kodroff, P.C.; Cera LLP; and Cohen Milstein Sellers & Toll PLLC to serve as Settlement Class Counsel for the Minebea Settlement Class.

WHAT IS THIS LITIGATION ABOUT?

In 2015, a class action lawsuit was filed on behalf of direct purchasers of Small Bearings against Defendants NSK Ltd., NSK Americas, Inc., and NSK Corporation (the "NSK Defendants") (the "NSK Action"). In March 2017, Plaintiff McGuire Bearing Company filed a class action complaint alleging that Minebea conspired with the NSK Defendants to suppress and eliminate competition for Small Bearings by agreeing to raise, fix, maintain, and stabilize prices, and to allocate markets and customers, for Small Bearings 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 Small Bearings have been injured by paying more for those products than they would have paid in the absence of the alleged illegal conduct. Plaintiff seeks recovery of treble damages, together with reimbursement of litigation costs and expenses and an award of attorneys' fees.

Minebea denies Plaintiff's allegations, and has agreed to settle this matter in order 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 Minebea's defenses. This is a settlement with Minebea only. The litigation against the NSK Defendants will continue.

WHAT RELIEF DOES THE PROPOSED SETTLEMENT PROVIDE?

Plaintiff, on behalf of the Minebea Settlement Class, has entered into a settlement agreement with Minebea dated February 15, 2017, in which Minebea has agreed to pay \$9,750,000 into an escrow account. The Settlement Agreement gives Minebea the right to withdraw from the settlement based upon valid and timely requests for exclusion by members of the Minebea Settlement Class if such requests for exclusion exceed a specified threshold.

Minebea has also agreed to cooperate with Plaintiff in the prosecution of the lawsuit against the NSK Defendants, by providing the following cooperation: (a) production of documents, data, and other information potentially relevant to Direct Purchaser Plaintiff's claims; (b) assistance in understanding information produced to Direct Purchaser Plaintiff and using such information at trial; (c) meetings between Settlement Class Counsel and Minebea's attorneys, to provide proffers of information relevant to the NSK Action; (d) witness interviews; (e) depositions; and (f) trial testimony.

Settlement Class Counsel agreed to the proposed settlement to ensure a fair and reasonable resolution of Plaintiff's claims, and to provide benefits to the members of the Minebea Settlement Class, while recognizing the existence of complex, contested issues of law and fact, the risks inherent in such complex litigation (including the risk of no recovery), and the likelihood that without a settlement, future proceedings would take several years and be extremely costly. Settlement Class Counsel believe that it is in the best interests of the Minebea Settlement Class to enter into the proposed settlement and resolve this litigation as to Minebea.

This Notice is only a summary of the terms of the proposed settlement. The Settlement Agreement contains other important provisions, including the release of certain claims against Minebea. A copy of the Settlement Agreement is on file with the Clerk of Court and available online at www.AutoPartsAntiTrustLitigation.com. The proposed settlement must receive final approval by the Court in order to become effective.

If you are a member of the Minebea Settlement Class and the proposed settlement is approved and becomes effective, you will be bound by its terms, including the release provisions. If you wish to object to approval of the Minebea settlement, you may do so, but only in accordance with the procedures set forth below. If you do not object to the Minebea settlement, you do not need to take any action at this time to indicate your support for, or lack of objection to, the settlement.

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

If you are a member of the Minebea Settlement Class, you will automatically remain in the Class unless you elect to be excluded. If you wish to remain in the Class, you do not need to take any action at this time; your interests will be represented by the Class Representative and by Settlement Class Counsel. You will have no responsibility to individually pay attorneys' fees or expenses. Any attorneys' fees and expenses will be paid solely from the Minebea Settlement Fund and must be approved by the Court. If you choose, you may also have your own attorney enter an appearance on your behalf and at your expense.

If you remain in the Minebea Settlement Class and a final judgment order dismissing Minebea from the litigation becomes final and unappealable, you will be bound by that judgment.

As a member of the Minebea Settlement Class, you will be eligible to share in the Minebea Settlement Fund pursuant to a claims procedure that will begin at a later date. Settlement Class Counsel are not presently asking the Court to distribute any Minebea Settlement Fund proceeds. If you remain a member of the Minebea Settlement Class, you will receive additional notice at a later date and you will have an opportunity to object to and be heard in connection with the proposed plan of distribution at that time.

Do not dispose of any document that reflects your purchases of Small Bearings in the United States directly from any Defendant during the period from June 1, 2003, through February 15, 2017. You may need those documents to complete a claim form in the future, which would be subject to inquiry and verification if the Minebea settlement is approved.

WHAT IF I DO NOT WANT TO REMAIN IN THE SETTLEMENT CLASS?

If you wish to exclude yourself from the Minebea Settlement Class, you must send a request for exclusion, in writing, via certified mail, return receipt requested, **postmarked no later than January 8, 2018**, to Settlement Class Co-Lead Counsel and to counsel for Minebea, at the addresses set forth below, and to the following address:

Small Bearings Direct Purchaser Antitrust Litigation
P.O. Box 3560
Portland, OR 97208-3560

Your request for exclusion 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) from which you purchased Small Bearings during the Class Period, the type of Small Bearings purchased, and the dollar amount of those purchases. If you validly exclude yourself from the Minebea Settlement Class, you will not be bound by any decision concerning the Minebea settlement and you may individually pursue any claims you may have against Minebea at your own expense, but you will not be eligible to share in the Minebea Settlement Fund.

HOW WILL SETTLEMENT CLASS COUNSEL BE PAID?

The Court has appointed the law firms identified above as Settlement Class Counsel. These law firms and the other Settlement Class Counsel will file a petition for an award of attorneys' fees and reimbursement of their out-of-pocket costs and expenses. The request of Settlement Class Counsel for attorneys' fees will not exceed 33 and 1/3 percent of the Minebea Settlement Fund.

The application for attorneys' fees and litigation costs and expenses will be filed on or before December 18, 2017. If you remain in the Minebea Settlement Class and you wish to object to the requests for attorneys' fees and litigation costs and expenses, you must do so in writing in accordance with the procedures for objections set forth below. If you do not oppose these requests, you do not need to take any action in that regard.

WHEN WILL THE COURT DECIDE WHETHER TO APPROVE THE SETTLEMENT AND FEE REQUEST, AND HOW CAN I TELL THE COURT WHAT I THINK ABOUT THE SETTLEMENT AND FEES?

The Court will hold a hearing on February 28, 2018, at 1:00 p.m., at the Theodore Levin United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, Courtroom 272, to determine whether the proposed Minebea settlement should be approved as fair, reasonable, and adequate. The Court will also consider at the hearing whether to approve Settlement Class Counsel's request for an award of attorneys' fees and litigation costs and expenses from the Minebea Settlement Fund. The hearing may be rescheduled without further notice to you.

If you do not exclude yourself from the Minebea Settlement Class and you wish to object to the Minebea settlement or to the request for an award of attorneys' fees and reimbursement of litigation costs and expenses, you must do so in writing. Your objection must include the caption of this litigation, must be signed, and be **filed no later than January 8, 2018**, 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 January 8, 2018**:

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Co-Lead Counsel for the Direct Purchaser Minebea Settlement Class

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Counsel for the Minebea Defendants

If you do not object to the proposed Minebea settlement or to the request for an award of attorneys' fees and reimbursement of litigation costs and expenses, you do not need to appear at the hearing or take any other action at this time.

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 the address below.

Small Bearings Direct Purchaser Antitrust Litigation
P.O. Box 3560
Portland, OR 97208-3560

The Settlement Agreement, Complaint, 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 Agreement and certain other documents relevant to this litigation are available at www.AutoPartsAntiTrustLitigation.com. Questions concerning the proposed settlement, 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: November 14, 2017

BY ORDER OF:

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

EXHIBIT B

CONFIRMATION OF PUBLICATION

IN THE MATTER OF: *Auto Parts – Small Bearings*

I, Kathleen Komraus, hereby certify that

(a) I am the Media Coordinator at Epiq Systems 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 dates:

11.27.17 – Automotive News

11.27.17 – Wall Street Journal

x *Kathleen Komraus*
(Signature)

Media Coordinator
(Title)



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FLEET

Pressure to run efficiently will rise

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In a study released Nov. 14, IHS estimated that global vehicle miles traveled will increase 65 percent from 2017 to 2040, to 11 billion miles, while vehicles sold will decrease to 54 million from about 80 million in the same period. Ride-hailing services alone will buy 10 million vehicles in 2040, up from about 300,000 in 2017, IHS estimated.

More miles driven by fewer vehicles will increase wear and tear per vehicle, and pressure will rise on operators to efficiently deploy fleets as the field becomes more competitive.

"These businesses, in the long run, may have smaller margin profiles," said Sean Behr, CEO of Stratim, a fleet management software startup. "The difference between a successful year and an unsuccessful year will be

whether you were able to maximize uptime and minimize cost."

Software solutions

The key to unlocking profit-maximizing efficiency, according to some companies, will be software.

Stratim, which was launched in 2016 but began publicizing its services on Nov. 14, helps companies coordinate fleets, alerting operators when vehicles need to be serviced or moved to meet demand, and setting up appointments with preferred providers for cleaning and maintenance.

General Motors' Maven car-sharing service, Ford Motor Co.'s Chariot on-demand shuttle service and 50 other shared mobility services use the software platform. The startup has received \$36.4 million in investments from companies including BMW and venture capital fund Bessemer Venture Partners, according to Crunchbase, a website that tracks startup funding.

By helping fleet operators immediately address vehicle needs, Stratim

"Every day that a car isn't able to pick up passengers is a day of lost revenue."

Sean Behr
CEO, Stratim

can help companies make the most of their vehicles, Behr said.

"Every day that a car isn't able to pick up passengers is a day of lost revenue," he said.

Fleet operators need to ensure that their self-driving vehicles are meeting shifting passenger demands and optimizing their time on the road. BestMile, a software platform launched in 2014 in Switzerland, acts like an "air traffic controller" for autonomous vehicle fleets, using data such as rider demand, live traffic information and cars' energy use to make sure the vehicles are where they can best serve customers.

"A manufacturer typically doesn't do much of the fleet management,"

said Lissa Franklin, vice president of business development and marketing at BestMile. "The advantage to our solution is that it's flexible and agnostic, it can work with multiple vehicles and multiple vehicle types."

The platform works with services from automakers, ride-hailing companies and public transit agencies, and is used by driverless shuttles around the world such as those run by Local Motors.

Even EY is working on a software management platform, called Tesseract, to connect fleet operators, service providers and passengers. The firm is working with automotive partners to develop a system that can manage payments among all parties in a mobility service, from the car's manufacturer to the rider — another aspect of ride-hailing services Schondorf says consumers will expect to be quick, easy and trustworthy.

She said, "The winner of this game is the one that can solve the experience problem and provide it all over the world." **AN**

SF

EV maker adds Indiana factory

continued from Page 28

But with the October acquisition of Inevit, a battery and electric powertrain startup founded by Tesla Inc. co-founder Martin Eberhard, and the completed acquisition of the former AM General plant in Mishawaka, Ind., SF Motors has been attracting more attention and could pose as a legitimate competitor in the U.S. EV market.

"It's a company of highly capable, globally minded people who know how to quickly get things done in terms of securing technology," said Michael Dunne, president of Dunne Automotive, a Hong Kong investment advisory company, and an expert on the Chinese auto industry. "They're moving very fast, with a worldly view."

Sokon, SF Motors' parent company, is also a relative newcomer to the auto industry. Founded as a privately funded motorcycle spring manufacturer in 1986, Sokon joined the Shanghai stock exchange in 2015 and began making cars the same year, when it entered into a joint venture with state-owned automaker Dongfeng to produce microvans and low-cost passenger vehicles.

Fast growth

Sokon has grown quickly, selling 380,000 cars in China in 2016 and, in January, winning one of 15 government licenses to produce EVs in China — which will be increasingly valuable as the country moves to ban internal combustion engines to curb smog.

Other Chinese ventures in the U.S. have relied on the deep pockets of billionaires and other investors. Faraday Future and LeEco are funded by Chinese billionaire Jia Yueting. LeEco, which was angling to produce a variety of consumer electronics and mobility devices, including an EV, put its Silicon Valley headquarters up for sale in March, and Faraday Future may be near bankruptcy.

Lucid Motors, an EV startup formerly known as Atieva and founded by a former Tesla executive, has received funding from LeEco and Chinese carmaker BAIC and is reported to be in search of more money to launch its flagship sedan, the Lucid Air. Nio, formerly known as NextEV, is set to

launch its first vehicle, the ES8 electric SUV, in mid-December after receiving \$1 billion in a funding round led by Chinese tech giant Tencent Holdings.

As part of a company with a manufacturing presence in China, Dunne said, SF Motors may have less to lose than its venture-capital-funded competitors if its U.S. enterprise fails. And with a U.S. production facility secured, it could lease space to other Chinese companies if its own products aren't successful. "The real market's back in China," he said.

U.S. presence

SF Motors' headquarters, which houses about 150 employees, are smack in the middle of automaker offices and major automotive tech suppliers, such as Nvidia, in Silicon Valley. The company also operates a research site in Ann Arbor, Mich., and uses autonomous vehicle test site MCity on the University of Michigan's campus. On Nov. 2, it closed its acquisition of the AM General plant in Indiana, where Mercedes-Benz and Hummer used to manufacture vehicles. In a release announcing the deal, SF Motors said it would retain all of the plant's workers.

It also acquired Inevit in October. The three-person battery startup led by Eberhard has been developing a battery module that could slide into a variety of vehicle designs. The agreement gives SF Motors access to invaluable powertrain expertise.

"Martin is a visionary about battery pack technology, motor technology, power electronics and electric drivetrains," wrote Mark Platshon, managing director of Icebreaker Ventures, in an email to *Automotive News*. "I think he has some good ideas on how to make EVs more manufacturable and cost-effective."

The extent of its development of self-driving technology also will be an indicator of its success, as the rest of the industry races toward hands-free driving and autonomous features become a differentiator among established luxury brands, Platshon said.

And SF Motors won't be competing against the legacy auto industry alone. "New Chinese EV makers are flying everywhere," Dunne said. "But they have an idea with smart people behind it, local government support, access to technology in Michigan and California. They're putting the pieces together and moving fast." **AN**

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Plaintiff alleges that the Minebea Defendants conspired with NSK Ltd., NSK Americas, Inc., and NSK Corporation (the "NSK Defendants") to suppress and eliminate competition for Small Bearings by agreeing to raise, fix, maintain and stabilize prices, and to allocate markets and customers, for Small Bearings sold in the United States, in violation of federal antitrust laws. Plaintiff further alleges that as a result of the conspiracy, direct purchasers of Small Bearings have been injured by paying more for those products than they would have paid in the absence of the alleged illegal conduct, and seeks recovery of treble damages, together with reimbursement of costs and an award of attorneys' fees.

Minebea denies the Plaintiff's allegations, and has agreed to settle this matter in order 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 Defendants' defenses. This is a settlement with Minebea only. The litigation against the NSK Defendants will continue.

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Dated: November 27, 2017

BY ORDER OF:

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

Space Taxis Seek to Lower Risks

Boeing and SpaceX are struggling to meet NASA's requirements for aircraft safety

By ANDY PASZTOR

Can NASA send astronauts into space as safely as it promised?

The space agency is scrutinizing that question as both Boeing Co. and Elon Musk's SpaceX work on new spacecraft that NASA would begin using as early as next year to fly astronauts to the international space station.

These commercial efforts face formidable obstacles in meeting safety requirements set by the National Aeronautics and Space Administration, posing policy and public-relations dilemmas for the agency's chiefs.

Experts say NASA likely will require inspections in space to reduce the threat of catastrophic accidents, a last-ditch safeguard that it had hoped to avoid when approving the plan three years ago. Still, it is unclear whether such on-orbit checks by NASA would do enough to alleviate dangers from space debris and tiny meteor fragments, say experts inside and outside the agency.

For months, these experts have warned that without new protections, neither Boeing's nor SpaceX's vehicles appear likely to comply with safety levels. Minutes of NASA's Aerospace Safety Advisory Panel, composed of six independent safety watchdogs, are rife with concerns of danger.

The stakes are high both for NASA and the companies. After fatal explosions of two space shuttles in 1986 and 2003, NASA said it was committed to making future spacecraft substantially safer. Falling short of the safety benchmark could further delay the goal of ending American reliance on Russian spacecraft to ferry U.S. astronauts to and from the international space



A NASA test exercise. The agency is preparing to use next-generation spacecraft to send astronauts to the international space station.

station, a 250-mile-high orbiting laboratory. NASA's ultimate sign-off also is likely to prompt congressional scrutiny.

Boeing recently said company engineering models show its CST-100 Starliner "is a safe, robust vehicle" that will meet all mandatory safety numbers. "NASA will review that analysis" next month, according to a Boeing spokeswoman, and "we will not speculate on their findings prior to the meeting."

Space Exploration Technologies Corp., the official name of Mr. Musk's space-transportation company, recently said it and NASA are "working closely to ensure all safety requirements are met" for its new, manned Dragon spacecraft. It said the company was evaluating a number of options, including space inspections. Government and company experts "have jointly made significant progress in defining" orbital debris risks, SpaceX said.

NASA's requirements now

call for a statistical limit of no more than one possible fatal accident per 270 flights. By contrast, scheduled airlines experience roughly one accident per one million departures globally. Although even the new standard seems perilous, it is a reflection of the mission's technical difficulties. The standard is still more than four times safer than that of the space shuttle fleet that was retired in 2011 under budgetary strains and safety concerns.

The commercial designers are seeking to alleviate other risks. They are concerned that extra shielding to better safeguard equipment and crews from collisions with debris could make a spacecraft too heavy.

Today, only Russian rockets and spacecraft transport astronauts into orbit. But Moscow's safety record for unmanned missions is worse than that of the U.S., and Washington is eager to take back that responsibility.

Debris in Space Poses the Biggest Danger to Capsules

The biggest safety challenge for designers stems from thousands of tiny meteors or particles that can damage or penetrate space capsules. Traveling at approximately 17,000 miles an hour, even a paint chip can spark disaster. Boeing Co. partly addressed this by changing its design to install Kevlar backing. SpaceX is relying on other features.

The international space station also faces risks from such orbital debris, but its design minimizes hazards and it can maneuver to avoid collisions.

A comprehensive review of capsule safety, slated for early next month, is expected to provide NASA's preliminary conclusions about assessments

submitted by each of the contractors. So far, the agency has committed roughly \$4 billion overall on the two systems, with a total of 16 flights expected through the mid-2020s.

A NASA spokeswoman said the agency plans to "work with the contractors [Boeing and SpaceX] through their final certification" and neither company "has requested a formal waiver from NASA" not to comply with the required safety metrics.

Aerospace industry consultant Doug Cooke, a former senior NASA official, said he wasn't surprised by difficulties complying with safety standards related to orbital debris. "It's always been a difficult requirement to meet," Mr. Cooke said. "NASA has to make a judgment on where the overall risk stands," a decision that is "always done with a lot of data and a lot of hand-wringing," he said.

Gaming's Niantic Obtains Funding

By CAT ZAKRZEWSKI

The maker of the hit augmented-reality game "Pokémon Go" has raised about \$200 million in new financing.

Niantic Inc.'s Series B comes just weeks after the game maker said it plans to release a new title called "Harry Potter: Wizards Unite." Niantic gained notoriety in the summer of 2016 as "Pokémon Go" became an overnight hit, pushing millions of players to get outside and chase digital monsters with their smartphones.

Spark Capital led the round, with participation from Founders Fund, Meritech, Javelin Venture Partners, along with branding agency You & Mr. Jones and internet company NetEase Inc., according to Niantic.

Niantic Chief Executive John Hanke said via email that the funding would enable new strategic opportunities for the company.

"Pokémon Go" reached \$1 billion in revenue globally just seven months after its release last July—faster than any other mobile game, including Activision Blizzard Inc.'s "Candy Crush Saga," according to App Annie Inc.

In "Pokémon Go," Niantic combines location-tracking and augmented reality, technology that overlays digital images on real-world environments. Players can search for beloved monsters like Pikachu on a digital map on their phones. When they arrive at the locations on the map, they see digital images of the popular characters blended into real-world environments.

San Francisco-based Niantic also makes "Ingress," another mobile game that combined augmented reality and location years before "Pokémon Go." The game never attained widespread popularity.

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CLASS ACTIONS

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BY ORDER OF:

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

MIMS

Continued from page B1
dia as a cheap and effective malaria prevention. Today, we can see how one technology, Facebook groups, can serve as a lifeline for parents of children with rare diseases while also radicalizing political extremists.

There is no absolute good or bad here, just how good or bad a technology is in a given context. This points to a problem tech companies are too often reluctant to face: Their enormous power means they have an obligation to try to anticipate the potential impact of anything they produce.

2. "Invention is the mother of necessity."

Yes, that's backward from the way you remember it. It means "every technical innovation seems to require additional technical advances to make it fully effective," Prof. Kranzberg wrote.

In our modern world, the invention of the smartphone has led to the necessity for countless other technologies, from phone cases to 5G wireless. Apple's cure for staring at your phone too much? A smartwatch to glance at 100 times a day.

3. "Technology comes in packages, big and small."

To understand any part of a technological package requires looking at its interaction with and dependency on the rest of it, Prof. Kranzberg wrote—including the human beings essential to how it functions. While innovation destroys jobs, it also creates countless new ones.

Steel, oil and rail were the package of technologies that dominated the 19th and early 20th centuries, especially in America, just as the internet, mobile phones and wireless connectivity are transforming the 21st century.

4. "Although technology might be a prime element in many public issues, non-technical factors take precedence in technology-policy decisions."

"People think technology as an abstraction has some



Melvin Kranzberg in the 1960s. He became a technology historian.

sort of intrinsic power, and it doesn't," says historian Robert C. Post, who was Prof. Kranzberg's friend and colleague. "It has to be motivated by political power or cultural power or something else."

Recently, representatives in Congress declared their intention to force Alphabet Inc.'s Google, Facebook Inc. and others to disclose who pays for political ads on their services, bringing them in line with television, radio and print. These disclosures were absent from internet ad regulation not for any technical reason, but because, in 2006, the Federal Election Commission took a light touch when regulating the new medium.

More broadly, lawmakers are taking an interest in privacy, data transparency, national security and antitrust issues in tech—more because of a shift in our culture than in the technology itself.

5. "All history is relevant, but the history of technology is the most relevant."

The Cold War led to the buildup of nuclear weapons and the missiles to deliver them anywhere on Earth. That led to the development of a war-proof communication system: the internet. Many related innovations subsequently seeped into every aspect of our lives.

But does that mean we owe the modern world to the existential contest between

the U.S. and the former U.S.S.R.? Or was that conflict itself driven by previous technological developments that allowed Hitler to threaten both nations?

6. "Technology is a very human activity."

"Technology is capable of doing great things," Apple Inc. Chief Executive Tim Cook said in his 2017 commencement speech at MIT. "But it doesn't want to do great things—it doesn't want anything." The point, Mr. Cook continued, is that despite its power, how we use technology is up to us.

The trick is, because technology generally reaches mass adoption via corporations, those businesses must think of the consequences of their actions as well as how they profit from them.

Mr. Cook sets the tone at Apple, with his penchant for public pronouncements about how the company protects users' data. Google has recently adopted antidiscrimination measures to make artificial intelligence less racist. Facebook now has teams dedicated to privacy, security and safety that review new services before they're rolled out.

As Prof. Kranzberg presciently noted at the dawn of the internet age, "Many of our technology-related problems arise because of the unforeseen consequences when apparently benign technologies are employed on a massive scale."