

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

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IN RE AUTOMOTIVE PARTS ANTITRUST LITIGATION :	Case No. 12-md-02311 Honorable Sean F. Cox
_____ :	
IN RE: SMALL BEARINGS CASES :	
_____ :	
THIS DOCUMENT RELATES TO: ALL DIRECT PURCHASER CASES :	2:17-cv-04201-SFC-RSW 2:17-cv-10853-SFC-RSW
_____ :	

NOTICE

**NOTICE OF HEARING ON PROPOSED PLAN OF DISTRIBUTION OF MINEBEA
SETTLEMENT FUND AND SETTLEMENT CLASS COUNSEL’S REQUESTS
FOR ATTORNEYS’ FEES, REIMBURSEMENT OF LITIGATION EXPENSES,
AND A SERVICE AWARD TO THE CLASS REPRESENTATIVE**

TO: ALL INDIVIDUALS AND ENTITIES THAT 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 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) A proposed plan of distribution of the Minebea settlement proceeds to Settlement Class Members;
- (2) Settlement Class Counsel’s requests for an award of attorneys’ fees and reimbursement of litigation costs and expenses in an amount not to exceed \$200,000; and
- (3) The request for a service award to the Class Representative.

This Notice provides information concerning the proposed plan of distribution of the Minebea Settlement Fund, and Settlement Class Counsel’s requests for attorneys’ fees and reimbursement of litigation costs and expenses, and a service award to the Class Representative. The Notice also advises you of your rights with respect to a Court hearing on these matters.

BACKGROUND

In November 2017, you were notified of a proposed settlement with Defendants MINEBEA MITSUMI Inc., NMB (USA), Inc., and NMB Technologies Corporation (collectively, “Minebea” or “Minebea Defendants”), of a lawsuit that is part of coordinated legal proceedings involving several parts used in motor vehicles and other products (“Initial Notice”). The Minebea settlement relates solely to Small Bearings purchased in the United States **directly** from one or more of the Defendants identified below. “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. This settlement does not relate to, and has no effect upon, cases involving any product other than Small Bearings.

Under the terms of the settlement, Minebea agreed to pay a total of \$9,750,000 (the “Minebea Settlement Fund”). The Initial Notice informed Settlement Class Members that the Court was holding a hearing to consider whether to approve the Minebea settlement and whether to award attorneys’ fees and expenses to Settlement Class Counsel. The Initial Notice further informed Settlement Class Members about their right to (1) remain in the Settlement Class and share in the Minebea Settlement Fund, (2) remain in the Settlement Class and object to the proposed Minebea settlement and Settlement Class Counsel’s request for attorneys’ fees and reimbursement of litigation expenses, or (3) exclude themselves from the Settlement Class and not be bound by the proposed Minebea settlement and not be eligible to share in the Minebea Settlement Fund. In March 2018, after conducting the above-referenced hearing, the Court granted final approval of the Minebea settlement, certified a Direct Purchaser Minebea Settlement Class, and approved Settlement Class Counsel’s request for an award of attorneys’ fees and expenses.

If you are a member of the Minebea Settlement Class (defined below), you have the rights and options summarized here:

- You are eligible to share in the proceeds of the Minebea Settlement Fund;
- You may object to the proposed plan of distribution of the Minebea Settlement Fund, and to Settlement Class Counsel’s requests for an award of attorneys’ fees and reimbursement of litigation costs and expenses, and a service award for the Class Representative. You may also appear at the hearing where the Court will consider these matters; and
- You may enter an appearance in the litigation through your own counsel at your own expense.

Any Settlement Class Member who wishes to participate in the distribution of the Minebea Settlement Fund must complete and submit a copy of the Claim Form on or before October 26, 2023.

WHO IS IN THE MINEBEA SETTLEMENT CLASS?

The Court previously certified a Direct Purchaser Minebea Settlement Class (the “Minebea Settlement Class”), 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 the Minebea Settlement Class definition set forth above, 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 “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 November 2015, a class action lawsuit (the “NSK Action”) was filed on behalf of direct purchasers of Small Bearings against NSK Ltd.; NSK Americas, Inc.; and NSK Corporation (the “NSK Defendants”). Minebea was an unnamed co-conspirator in the NSK Action. In conjunction with the Minebea settlement, Plaintiff filed a class action complaint alleging that Minebea conspired with the NSK Defendants to suppress and eliminate competition for Small Bearings, in violation of federal antitrust laws. Claims against the NSK Defendants for their involvement in an alleged conspiracy to fix prices of Bearings, including Small Bearings, were resolved via settlement in a separate *Bearings* action that was approved by the Court on June 10, 2021.

The Minebea Defendants denied Plaintiff's allegations and liability and asserted defenses to Plaintiff's claims. The Minebea Defendants agreed to settle this matter to avoid the expense and burden of further litigation. The Court did not issue any findings or rulings with respect to the merits of Plaintiff's claims or the Minebea Defendants' defenses. This litigation will be fully resolved if the Court approves the plan of distribution and Settlement Class Counsel's request for attorneys' fees, reimbursement of litigation expenses, and a service award for the Class Representative.

WHAT RELIEF DOES THE SETTLEMENT PROVIDE?

Plaintiff, on behalf of the Minebea Settlement Class, entered into a settlement with the Minebea Defendants in February 2017 (the "Minebea Settlement Agreement"), under which the Minebea Defendants agreed to pay \$9,750,000.

For the complete terms of the settlement, you are referred to the Minebea Settlement Agreement, which is on file with the Clerk of Court and is available online at www.AutoPartsAntitrustLitigation.com/sb.

HOW WILL THE SETTLEMENT FUND BE DISTRIBUTED?

If you are a member of the Minebea Settlement Class and you wish to share in the Minebea settlement proceeds, you must complete and timely return a copy of the Claim Form that is included with this Notice, **postmarked on or before October 26, 2023**, to the following address:

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

The Minebea 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 a service award to the Class Representative (the "Net Minebea Settlement Fund"), will be distributed among Settlement Class Members who file a timely and valid Claim Form ("Claimants"). As of March 31, 2023, the Net Minebea Settlement Fund balance was approximately \$6,857,000. The distribution will be made pro rata to all Claimants based upon their **direct** purchases of Small Bearings in the United States from Defendants during the period from June 1, 2003, through February 15, 2017. The distribution will take place as soon as practicable after review, verification, and audit of 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. Any Settlement Class Member who does not complete and submit a valid and timely Claim Form will not be entitled to share in the Settlement Fund proceeds.

Do not dispose of any document that reflects your purchases of Small Bearings in the United States directly from one or more of the Defendants during the period from June 1, 2003, through February 15, 2017. You may need those documents to complete and substantiate your Claim Form, which will be subject to inquiry and verification.

REQUESTS FOR ATTORNEYS' FEES AND EXPENSES AND A SERVICE AWARD

The Court previously awarded counsel for the Settlement Class attorneys' fees in the amount of 30% of the Minebea Settlement Fund and reimbursement of their costs and expenses in prosecuting the case. Settlement Class Counsel are now requesting an additional award of attorneys' fees and litigation expenses in an amount not to exceed \$200,000 for their time and expenses related to obtaining the Court's approval of the proposed plan for distribution of the Minebea Settlement Fund and to the administration, approval, and payment of claims.

Settlement Class Counsel will also request a service award in the amount of \$25,000 to Plaintiff McGuire Bearing Company, which was appointed by the Court to serve as Class Representative for the Settlement Class.

The application for attorneys' fees and litigation costs and expenses and a service award to the Class Representative will be filed on or before August 7, 2023. After that date, the application will be available for your review on the settlement website at www.AutoPartsAntitrustLitigation.com/sb. If you are a member of the Minebea Settlement Class and you wish to object to the requests for fees and expenses or a service award, 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 SETTLEMENT?

The Court will hold a hearing on October 12, 2023, at 2:00 p.m., at the Theodore Levin United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, Courtroom 817 (or such other courtroom as may be assigned for the hearing), to determine whether to approve: the proposed plan of distribution of the Minebea Settlement Fund; Settlement Class Counsel's requests for an award of attorneys' fees and reimbursement of litigation costs and expenses; and the request for a service award to the Class Representative. If the Court believes that it is appropriate, the hearing may be conducted remotely by telephone or other electronic means. If the Court determines to hold the hearing remotely, Settlement Class Counsel shall post that information on the website devoted to the direct purchaser litigation (www.AutoPartsAntitrustLitigation.com/sb) and provide any Settlement Class Member that has informed the Court that it intends to participate at the hearing with the information required to do so remotely. The hearing may be rescheduled, continued, or adjourned, and the courtroom assigned for the hearing may be changed, without further notice to you. If no objections are timely filed, and the hearing is adjourned, the Court may rule on the papers.

If you are a member of the Minebea Settlement Class and you wish to object to the proposed plan of distribution of the Minebea Settlement Fund, or to Settlement Class Counsel's requests for an award of attorneys' fees and litigation costs and expenses, and a service award, 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 25, 2023**, 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 25, 2023**:

Steven A. Kanner
FREED KANNER LONDON
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2201 Waukegan Road, Suite 130
Bannockburn, IL 60015
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Two Commerce Square
2001 Market Street, Suite 3420
Philadelphia, PA 19103
Telephone: (215) 496-0300

Interim Co-Lead Class Counsel and Settlement Class Counsel

If you do not object to the 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 Minebea 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: 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/sb. Questions concerning the Minebea 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: July 6, 2023

BY ORDER OF:

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