

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

**IN RE AUTOMOTIVE PARTS
ANTITRUST LITIGATION**

**2:12-md-02311
Honorable Sean F. Cox**

IN RE: FUEL SENDERS CASES

Case No. 2:12-cv-00301-SFC-RSW

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

NOTICE

NOTICE OF PROPOSED SETTLEMENTS OF DIRECT PURCHASER CLASS ACTION WITH YAZAKI AND DENSO DEFENDANTS, AND HEARING ON:

- (1) APPROVAL OF PROPOSED SETTLEMENTS; AND**
- (2) PLAN OF DISTRIBUTION OF SETTLEMENT FUND, AND CLAIM FORM.**

TO: ALL INDIVIDUALS AND ENTITIES THAT PURCHASED FUEL SENDERS IN THE UNITED STATES DIRECTLY FROM ANY OF THE DEFENDANTS (OR THEIR SUBSIDIARIES, AFFILIATES OR JOINT VENTURES) FROM JANUARY 1, 2001 THROUGH DECEMBER 27, 2016.

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 Yazaki Corporation and Yazaki North America, Inc. (collectively, the “Yazaki Defendants”); and (b) Defendants DENSO Corporation, DENSO International America, Inc., DENSO Korea Corporation (separately f/k/a 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”) (all Defendants referenced in this paragraph are collectively referred to as the “Settling Defendants”); and
- (2) A proposed plan of distribution of Yazaki and DENSO settlement proceeds to Settlement Class members and a proposed Claim Form that you may submit to share in the settlement proceeds.

This Notice provides information concerning the proposed settlements and the proposed plan of distribution. The Notice also advises you of your rights to: participate in the settlement claims process; exclude yourself from either or both of the Settlement Classes; and object to the terms of the proposed settlements or the plan of distribution.

BACKGROUND

Plaintiff has reached settlements with the Yazaki Defendants and the DENSO Defendants totaling \$320,000. Under the terms of the proposed settlements, Yazaki will pay a total of \$220,000 (the “Yazaki Settlement Fund”), and DENSO will pay a total of \$100,000 (the “DENSO Settlement Fund”) (the two settlement funds are collectively referred to as the “Fuel Senders Settlement Fund”).

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 Fuel Senders purchased in the United States **directly** from a Defendant, or depending on the specific settlement agreement, its parents, subsidiaries, affiliates or joint ventures. The term “Fuel Senders” is defined in each settlement agreement, but generally means the devices that reside in the fuel tank of a motor vehicle and measure the amount of fuel in the tank. These proposed settlements do not relate to, and have no effect upon, cases involving any product other than Fuel Senders.

If you are a member of the Yazaki or DENSO Settlement Classes (defined below), you have the rights and options summarized here:

- You may remain in either or both of the Yazaki or DENSO Settlement Classes and be eligible to share in the proceeds of, and be bound by the terms of, any settlement in which you elect to remain;
- You may exclude yourself from either or both of the Yazaki or DENSO 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 either or both of the Yazaki or DENSO Settlement Classes, you may object in writing to that proposed settlement or to the proposed plan of distribution of the Fuel Senders Settlement Fund. 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 Fuel Senders Settlement Fund must complete and submit a copy of the Claim Form on or before June 14, 2021.

WHO IS IN THE SETTLEMENT CLASSES?

The Court has provisionally certified a Direct Purchaser Yazaki Settlement Class (“Yazaki Settlement Class”) and a Direct Purchaser DENSO Settlement Class (the “DENSO Settlement Class”), for the purpose of disseminating notice of the proposed Yazaki and DENSO settlements.

The Yazaki Settlement Class is defined as follows:

All direct purchasers of Fuel Senders in the United States from any of the Defendants (or their controlled subsidiaries, affiliates or joint ventures) from January 1, 2001 through December 27, 2016.

For purposes of the Yazaki Settlement Class definition set forth above, the following entities are Defendants: DENSO Corporation; DENSO International America, Inc.; Yazaki Corporation; and Yazaki North America, Inc.

The DENSO Settlement Class is defined as follows:

All individuals and entities who purchased Fuel Senders in the United States directly from one or more Defendant(s) (or their subsidiaries, affiliates, or joint ventures) from January 1, 2001 through December 27, 2016. 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 include the following entities, including their parents, subsidiaries, and affiliates: DENSO Corporation, DENSO International America, Inc., Yazaki Corp., and Yazaki North America, Inc.

Plaintiff Vitec, L.L.C. has been appointed by the Court to serve as “Class Representative” for the Yazaki and DENSO 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 March 2013, Plaintiff filed a class action lawsuit against Defendants on behalf of direct purchasers of “Fuel Senders.” Plaintiff alleges that Defendants conspired to raise, fix, maintain, and stabilize prices, rig bids, and allocate the supply of Fuel Senders 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 Fuel Senders 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 Yazaki Settlement Class, entered into a settlement agreement with the Yazaki Defendants on December 27, 2016 (the "Yazaki Settlement Agreement"), in which the Yazaki Defendants have agreed to pay \$220,000.

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.

As part of the settlement agreements described above, the Yazaki and DENSO Defendants have each agreed to cooperate with Settlement Class Counsel in the prosecution of claims against any other Defendant, should the need for such cooperation arise.

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

If you wish to object to the approval of either 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 either of the Yazaki or DENSO 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 either of the Yazaki or DENSO 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 Settling 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 Fuel Senders Settlement Fund, with accrued interest, less any amounts approved by the Court for settlement administration costs and expenses (the "Net Fuel Senders Settlement Fund"), will be distributed among the members of the Settlement Classes who complete and timely submit a copy of the Claim Form that is included with this Notice, **postmarked on or before June 14, 2021.**

The Net Fuel Senders Settlement Fund will be distributed *pro rata* to all Claimants based upon their **direct** purchases of Fuel Senders 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 Fuel Senders in the United States directly from any Defendant (or its parents, affiliates, subsidiaries or joint ventures) during the period from January 1, 2001 through December 27, 2016. 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 either or both of the Settlement Classes. If you wish to exclude yourself from either or both of the Settlement Classes, you must send a request for exclusion, in writing, by certified mail, return receipt requested, **postmarked no later than April 28, 2021** to Settlement Class Counsel, and to counsel for Settling Defendants, at the addresses set forth below, and to the following address:

Fuel Senders Direct Purchaser Antitrust Litigation
P.O. Box 5053
Portland, OR 97208-5053

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 Fuel Senders during the Class Period for the Settlement Class from which you seek exclusion, the Fuel Senders purchased during the Class Period, and the dollar amount of your purchases. If you validly exclude yourself from either or both of the Settlement Classes, you will not be bound by any decision concerning the Settlement Class or Classes from which you exclude yourself and you may pursue individually any claims you may have against that Defendant (at your own expense), but you will not be eligible to share in the settlement proceeds attributable to that Settling Defendant.

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 June 10, 2021, at 10:30 a.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 Yazaki and DENSO settlements and the proposed plan of distribution of the Fuel Senders Settlement Fund. 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/FuelSenders) and provide any Settlement Class member that has informed the Court that it intends to participate at the hearing the information required to do so remotely. The 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 either of the Yazaki or DENSO Settlement Classes and you wish to object to that proposed settlement or to the proposed plan of distribution of the Fuel Senders Settlement Fund 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 April 28, 2021**, 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 April 28, 2021**:

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FREED KANNER LONDON
& MILLEN LLC
2201 Waukegan Road, Suite 130
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Counsel for the Yazaki Defendants

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Telephone: (202) 663-6000

Counsel for the DENSO Defendants

If you do not object to either of the proposed settlements or to the proposed plan of distribution 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 Fuel Senders 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: Fuel Senders Direct Purchaser Antitrust Litigation, P.O. Box 5053 Portland, OR 97208-5053.

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/FuelSenders. Questions concerning the proposed Yazaki and DENSO 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: March 4, 2021

BY ORDER OF:

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