

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

IN RE AUTOMOTIVE PARTS ANTITRUST
LITIGATION

IN RE: SHOCK ABSORBERS

THIS RELATES TO:
ALL DIRECT PURCHASER ACTIONS

CASE NO. 12-MD-02311
HON. SEAN F. COX

2:15-cv-03301-SFC-RSW
2:16-cv-13616-SFC-RSW

**SETTLEMENT CLASS COUNSEL’S REPORT ON DISSEMINATION
OF NOTICE OF PROPOSED SETTLEMENTS WITH THE KYB AND
HITACHI ASTEMO DEFENDANTS AND CLASS MEMBERS’ RESPONSE**

Settlement Class Counsel submit the following report concerning the dissemination of notice pursuant to this Court’s Order dated March 1, 2023 (2:15-cv-03301, ECF No. 80) (the “Notice Order”), and Settlement Class members’ response to the notice program. As described more fully below, notice was mailed to 720 potential Settlement Class members and published in accordance with the Notice Order. No objections were filed to either of the proposed settlements, to the proposed plan for distribution of settlement funds, or to Settlement Class Counsel’s request for an award of attorneys’ fees and reimbursement of litigation costs and expenses, and service awards to the Class Representatives. Two (2) requests for exclusion from the KYB Settlement Class and one (1) request for exclusion from the Hitachi Astemo Settlement Class have been submitted.

Settlement Class Counsel respectfully submit that the complete absence of objections and relatively low number of opt-out requests militate strongly in favor of approval of the proposed

settlements, the proposed plan for distribution of settlement funds, and the request for attorneys' fees and litigation costs and expenses, and service awards to the Class Representatives.

I. DISSEMINATION OF NOTICE TO THE CLASSES

Pursuant to the Court's Notice Order, on March 9, 2023, Epiq Class Action & Claims Solutions, Inc. ("Epiq"), the Notice and Claims Administrator retained by Direct Purchaser Plaintiffs, mailed 720 copies of the Notice of Proposed Settlements of Direct Purchaser Class Action with KYB and HITACHI ASTEMO Defendants and Hearing on Settlement Approval and Related Matters, and Claim Form (the "Notice") to potential Settlement Class members by first class mail, postage prepaid. Declaration of Scott DiCarlo, Project Manager for Epiq. Exhibit 1 at ¶ 6. Epiq also re-mailed returned notices for which updated addresses were obtained. *Id.* at ¶ 7. Additionally, a copy of the Notice was (and remains) posted online at www.AutoPartsAntitrustLitigation.com/ShockAbsorbers, 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 KYB and HITACHI ASTEMO Defendants and Hearing on Settlement Approval and Related Matters ("Summary Notice") was published in *Automotive News* on March 20, 2023. *Id.* at ¶ 8. Additionally, an Informational Press Release was issued nationwide on March 20, 2023 via PR Newswire's "Auto Wire," which targets auto industry trade publications. *Id.*

Notice to the KYB and HITACHI ASTEMO 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 REQUEST FOR AN AWARD OF ATTORNEYS' FEES AND EXPENSES, AND SERVICE AWARDS TO THE CLASS REPRESENTATIVES

The Notice advised that any objection to the proposed settlements, the proposed plan for distribution of settlement funds, or Settlement Class Counsel's request for an award of attorneys' fees and litigation costs and expenses, and service awards to the Class Representatives had to be filed with the Clerk of Court and postmarked no later than May 1, 2023, 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 the proposed settlements, the proposed plan for distribution of settlement funds, or the request for fees and expenses and service awards to the Class Representatives has been filed with the Court or received by Settlement Class Counsel.¹

III. REQUESTS FOR EXCLUSION

The Notice further advised that requests for exclusion from the KYB and HITACHI ASTEMO Settlement Classes had to be mailed to Settlement Class Counsel and to counsel for the Settling Defendants, postmarked no later than May 1, 2023. As of the date of filing this Report, two (2) requests for exclusions from the KYB Settlement Class and one (1) request for exclusion from the HITACHI ASTEMO Settlement Class have been submitted.²

¹ Counsel for the KYB and HITACHI ASTEMO Defendants have informed Settlement Class Counsel that their clients fulfilled their obligations under 28 U.S.C. § 1715 (the "Class Action Fairness Act of 2005" or "CAFA"), by disseminating the requisite notice to the appropriate federal and state officials at least ninety days prior to the final approval hearing.

² Exhibit 1 at ¶ 11. 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.

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 KYB and HITACHI ASTEMO Defendants and Proposed Plan for Distribution of Settlement Funds (the “Final Approval Brief”) (2:15-cv-03301, ECF No. 82), the proposed settlements are fair, reasonable, and adequate under the relevant criteria, and warrant final approval.

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

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 720 potential Settlement Class members, and a copy of the Notice was (and remains) posted on-line at www.AutoPartsAntitrustLitigation.com/ShockAbsorbers. The Summary Notice was published in *Automotive News* on March 20, 2023, and on that same day an Informational Press Release was

issued nationwide via PR Newswire’s “Auto Wire,” which targets auto industry trade publications. The total absence of objections and relatively 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 request for attorneys’ fees and reimbursement of litigation costs and expenses, and service awards to the Class Representatives.

CONCLUSION

Based upon the foregoing, and for the reasons set forth in Direct Purchaser Plaintiffs’ Final Approval Brief, and Motion for an Award of Attorneys’ Fees, Litigation Costs and Expenses, and Service Awards to the Class Representatives (2:15-cv-03301, ECF No. 83), Direct Purchaser Plaintiffs respectfully request that the Court grant final approval of the proposed settlements, the proposed plan for distribution of settlement funds, and the request for attorneys’ fees and litigation costs and expenses, and service awards to the Class Representatives.

DATED: May 26, 2023

Respectfully Submitted,

/s/ David H. Fink
David H. Fink (P28235)
Nathan J. Fink (P75185)
FINK BRESSACK
38500 Woodward Avenue, Suite 350
Bloomfield Hills, MI 48304
Telephone: (248) 971-2500

***Interim Liaison Counsel for the Direct
Purchaser Plaintiffs***

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

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

Gregory P. Hansel
Randall B. Weill
Michael S. Smith
PRETI, FLAHERTY, BELIVEAU
& PACHIOS LLP
One City Center
P.O. Box 9546
Portland, ME 04112-9546
Telephone: (207) 791-3000

William G. Caldes
Jeffrey L. Spector
SPECTOR ROSEMAN & KODROFF, P.C.
Two Commerce Square
2001 Market Street, Suite 3420
Philadelphia, PA 19103

***Interim Co-Lead Counsel for the Direct
Purchaser Plaintiffs***

Solomon B. Cera
Thomas C. Bright
Pamela A. Markert
CERA LLP
201 California Street, Suite 1240
San Francisco, CA 94111
Telephone: (415) 777-2230

***Counsel for Plaintiff Performance Internet
Parts, LLC***

CERTIFICATE OF SERVICE

I hereby certify that on May 26, 2023, 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
David H. Fink (P28235)
Nathan J. Fink (P75185)
FINK BRESSACK
38500 Woodward Ave; Suite 350
Bloomfield Hills, MI 48304
Telephone: (248) 971-2500
nfink@finkbressack.com

EXHIBIT 1

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

_____	:	
In Re: AUTOMOTIVE PARTS	:	2:12-MD-02311
ANTITRUST LITIGATION	:	Honorable Sean F. Cox
_____	:	
In Re: SHOCK ABSORBERS	:	
	:	2:15-cv-03301-SFC-RSW
	:	2:16-cv-13616-SFC-RSW
_____	:	
THIS RELATES TO:	:	
ALL DIRECT PURCHASER ACTIONS	:	
_____	:	

**DECLARATION OF SCOTT DICARLO RE DISSEMINATION OF NOTICE TO THE DIRECT
PURCHASER KYB AND HITACHI ASTEMO CLASSES**

I, Scott DiCarlo, 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 KYB and Hitachi Astemo 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*
 - 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 720 names and addresses of potential Class Members

6. On March 9, 2023 Epiq mailed the Claim Packages by first class mail, postage prepaid, to the 720 potential Class Members. A copy of the Claim Package is attached hereto as Exhibit A.

7. As of May 9, 2023, Epiq has received a total of 226 Claim Packages returned by the U.S. Postal Service as undeliverable and has re-mailed 37 Claim Packages to potential Class Members. As of May 9, 2023, 189 Claim Packages remain undeliverable.

PUBLICATION NOTICE

8. Epiq caused the publication of the Summary Publication Notice in one edition of *Automotive News* on March 20, 2023. Additionally, an Informational Press Release was issued via PR Newswire's "Auto Wire" on March 20, 2023. Confirmation of the publication and copies of the Summary Publication Notice as it appeared in *Automotive News*, and the Informational Notice are attached hereto as Exhibit B.

SETTLEMENT WEBSITE

9. On March 9, 2023, 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/ShockAbsorbers. The website provides general case information and links to important documents, including the Settlement Agreement, the Notice and Claim Form, and other documents related to the settlements.

10. Between March 9, 2023 and May 9, 2023 there were 409 views and 94 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 May 1, 2023. As of May 1, 2023, Epiq has received 2 requests for exclusion from the KYB Settlement Class and 1 request for exclusion from the Hitachi Astemo 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 11th day of May 2023 in Maple Valley, Washington.



Scott DiCarlo
Project Manager, Client Services | Epiq

EXHIBIT A

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

IN RE AUTOMOTIVE PARTS
ANTITRUST LITIGATION

Master File No. 2:12-md-02311
Honorable Sean F. Cox

IN RE: SHOCK ABSORBERS

THIS DOCUMENT RELATES TO:
ALL DIRECT PURCHASER CASES

2:15-cv-03301-SFC-RSW
2:16-cv-13616-SFC-RSW

NOTICE

NOTICE OF PROPOSED SETTLEMENTS OF DIRECT PURCHASER CLASS ACTION WITH KYB AND HITACHI ASTEMO DEFENDANTS, AND HEARING ON:

- (1) APPROVAL OF PROPOSED KYB AND HITACHI ASTEMO SETTLEMENTS;
- (2) MOTION OF SETTLEMENT CLASS COUNSEL FOR AWARD OF ATTORNEYS' FEES AND REIMBURSEMENT OF LITIGATION COSTS AND EXPENSES, AND SERVICE AWARDS TO THE CLASS REPRESENTATIVES; AND
- (3) PLAN OF DISTRIBUTION OF THE KYB AND HITACHI ASTEMO SETTLEMENT PROCEEDS.

TO: ALL INDIVIDUALS AND ENTITIES THAT PURCHASED SHOCK ABSORBERS IN THE UNITED STATES DIRECTLY FROM DEFENDANTS (OR THEIR CONTROLLED SUBSIDIARIES, AFFILIATES, OR JOINT VENTURES) FROM JANUARY 1, 1995, THROUGH SEPTEMBER 18, 2021.

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 KYB Corporation (f/k/a Kayaba Industry Co., Ltd.) and KYB Americas Corporation (collectively, "KYB" or the "KYB Defendants") and (b) Defendant Hitachi Astemo, Ltd. (f/k/a Hitachi Automotive Systems, Ltd.), successor to Defendant Showa Corporation ("Hitachi Astemo") (all Defendants referenced in this paragraph are collectively referred to as the "Settling Defendants");
- (2) Settlement Class Counsel's motion for an award of attorneys' fees and reimbursement of litigation costs and expenses from the KYB and Hitachi Astemo settlement proceeds;
- (3) A proposed plan of distribution to Settlement Class members of the proceeds of the KYB and Hitachi Astemo settlements and a proposed Claim Form that you may submit to share in those settlement proceeds; and
- (4) the request for service awards for the Class Representatives, which would be paid from the Shock Absorbers Settlement Fund.

This Notice provides information concerning the proposed settlements, the motion for attorneys' fees and

reimbursement of litigation costs and expenses, and service awards, and the proposed plan of distribution of the Shock Absorbers Settlement Fund. The Notice also advises you of your rights with respect to a Court hearing on these matters.

BACKGROUND

Plaintiffs have reached settlements with the KYB and Hitachi Astemo Defendants totaling \$6,000,000. Under the terms of the proposed settlements, KYB will pay a total of \$3,500,000 (the “KYB Settlement Fund”), and Hitachi Astemo will pay a total of \$2,500,000 (the “Hitachi Astemo Settlement Fund”) (the KYB and Hitachi Astemo Settlement Funds are collectively referred to herein as the “Shock Absorbers Settlement Fund”).

This litigation, and the proposed settlements, are part of coordinated legal proceedings involving several parts used in motor vehicles. This litigation and the proposed settlements relate solely to Shock Absorbers purchased in the United States **directly** from a Defendant (or their controlled subsidiaries, affiliates, or joint ventures). “Shock Absorbers,” as defined in each settlement agreement (and as set forth in the Claim Form that is included with this Notice), are: part of the suspension system on automobiles (including passenger vehicles, pickup trucks, light trucks, crossovers, minivans, vans, and sport utility vehicles) and motorcycles. They absorb and dissipate energy to help cushion vehicles on uneven roads leading to improved ride quality and vehicle handling. They are also dampers, and on motorcycles are referred to as front forks and rear cushions. These proposed settlements do not relate to, and have no effect upon, cases involving any product other than Shock Absorbers.

If you are a member of the KYB and/or Hitachi Astemo Settlement Classes (defined below), you have the rights and options summarized here:

- You may remain in either or both of the KYB or Hitachi Astemo 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 participate;
- You may exclude yourself from either or both of the KYB or Hitachi Astemo 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 KYB or Hitachi Astemo Settlement Classes, you may object to that proposed settlement, to the proposed plan of distribution of the Shock Absorbers Settlement Fund, or to Settlement Class Counsel’s request for an award of attorneys’ fees and reimbursement of litigation costs and expenses, and service awards for the Class Representatives. 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 Shock Absorbers Settlement Fund must complete and submit a copy of the Claim Form on or before **June 22, 2023**.

WHO IS IN THE SETTLEMENT CLASSES?

The Court has provisionally certified a Direct Purchaser KYB Settlement Class (the “KYB Settlement Class”), and a Direct Purchaser Hitachi Astemo Settlement Class (the “Hitachi Astemo Settlement Class”).

The KYB Settlement Class is defined as follows:

All individuals and entities who purchased Shock Absorbers in the United States directly from Defendants (or their controlled subsidiaries, affiliates, or joint ventures) from January 1, 1995, through September 18, 2021 (the “Settlement Class Period”), with the exception of the following purchasers, which are specifically excluded from the Settlement Class: American Honda Motor Co, Inc.; Nissan Motor Co., Ltd.; Subaru of America, Inc.; Toyota Motor Corporation; and each of these entity’s respective present and former parent companies, subsidiaries, and affiliates. Also 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.

The Hitachi Astemo Settlement Class is defined as follows:

All individuals and entities who purchased Shock Absorbers in the United States directly from Defendants (or their controlled subsidiaries, affiliates, or joint ventures) from January 1, 1995, through September 18, 2021 (the “Settlement Class Period”). 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 KYB and Hitachi Astemo Settlement Class definitions set forth above, the following entities are Defendants: KYB Corporation (f/k/a Kayaba Industry Co., Ltd.); KYB Americas Corporation; Hitachi, Ltd.; Hitachi Astemo, Ltd. (f/k/a Hitachi Automotive Systems, Ltd.), successor to Showa Corporation; and Hitachi Astemo Americas, Inc. (f/k/a Hitachi Automotive Systems Americas, Inc., and successor to American Showa, Inc.).

Plaintiffs VIP, Inc., and Performance Internet Parts, LLC, have been appointed by the Court to serve as “Class Representatives” for the KYB and Hitachi Astemo Settlement Classes.

The Court has appointed the law firms of Freed Kanner London & Millen LLC; Kohn, Swift & Graf, P.C.; Preti, Flaherty, Beliveau & Pachios LLP; and Spector Roseman & Kodroff, P.C., to serve as “Co-Lead Settlement Class Counsel” for the Settlement Classes. These firms, along with Cera LLP, which worked extensively with Co-Lead Settlement Class Counsel on this case, are referred to collectively as “Settlement Class Counsel.”

WHAT IS THIS LITIGATION ABOUT?

In October 2016, Plaintiffs filed a class action lawsuit against Defendants on behalf of direct purchasers of Shock Absorbers, alleging that they conspired to suppress and eliminate competition for Shock Absorbers by agreeing to raise, fix, maintain, and/or stabilize prices, rig bids, and allocate markets and customers for Shock Absorbers sold in the United States, in violation of federal antitrust laws. Plaintiffs further allege that because of the conspiracy, they and other direct purchasers of Shock Absorbers were injured by paying more than they would have paid in the absence of the alleged illegal conduct.

The Settling Defendants all deny Plaintiffs’ allegations and liability and have asserted defenses to Plaintiffs’ 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 Plaintiffs’ claims or the Settling Defendants’ defenses. This litigation will be fully resolved if the Court approves the settlements with the KYB and Hitachi Astemo Defendants.

WHAT RELIEF DO THE PROPOSED SETTLEMENTS PROVIDE?

Plaintiffs, on behalf of the KYB Settlement Class, entered into a settlement with the KYB Defendants on January 27, 2023 (the “KYB Settlement Agreement”), under which the KYB Defendants have agreed to pay \$3,500,000. Pursuant to the KYB Settlement Agreement, the KYB Defendants also agreed to cooperate with Plaintiffs in the prosecution of the lawsuit against any remaining, non-settling Defendants.

Plaintiffs, on behalf of the Hitachi Astemo Settlement Class, entered into a settlement with Hitachi Astemo on November 16, 2022 (the “Hitachi Astemo Settlement Agreement”), under which Hitachi Astemo agreed to pay \$2,500,000. Hitachi Astemo also agreed to cooperate with Plaintiffs in the continuing prosecution of any remaining, non-settling Defendants.

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

If you wish to object to the approval of either or both of the proposed 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 KYB or Hitachi Astemo Settlement Classes as defined above, you will automatically remain in that Settlement Class unless you elect to be excluded. If you wish to remain in a Settlement Class, you do not need to take any action at this time with respect to that Settlement Class and your interests will be represented by the Class Representatives and by Settlement Class Counsel. If you remain in either of the KYB or Hitachi Astemo 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 Shock Absorbers 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 service awards to the Class Representatives (the "Net Shock Absorbers 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 22, 2023**. The Net Shock Absorbers Settlement Fund will be distributed pro rata to all Claimants based upon their **direct** purchases in the United States from Defendants during the applicable Class Period. The distribution will take place as soon as practicable after review, determination, and audit of the Claim Forms by the Settlement Administrator and approval by the Court of the Settlement Administrator's recommendations as to the amounts to be paid to the Claimants.

Do not dispose of any document that reflects your purchases of Shock Absorbers in the United States directly from any Defendant (or its controlled subsidiaries, affiliates, or joint ventures) during the period from January 1, 1995, through September 18, 2021. 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 May 1, 2023**, to Settlement Class Counsel, and to counsel for the Settling Defendants, at the addresses set forth below, and to the following address:

Settlement Administrator
Shock Absorbers Direct Purchaser Antitrust Litigation
P.O. Box 3170
Portland, OR 97208-3170

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 controlled subsidiary, affiliate, or joint venture) from which you purchased Shock Absorbers during the Class Period for the Settlement Class from which you seek exclusion, the Shock Absorbers 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 Defendant.

REQUEST FOR ATTORNEYS' FEES AND EXPENSES

Settlement Class Counsel, together with other firms that have worked on this litigation, will file a petition for an award of attorneys' fees and reimbursement of their costs and expenses in prosecuting the case. The request of Settlement Class Counsel for attorneys' fees will not exceed one-third of the KYB and Hitachi Astemo settlement proceeds.

Settlement Class Counsel will also request service awards for Plaintiffs VIP, Inc., and Performance Internet Parts, LLC, which were appointed by the Court to serve as Class Representatives for the Settlement Classes, in the amount of \$25,000.

The application for attorneys' fees and litigation costs and expenses and service awards will be filed on or before April 10, 2023. After that date, the petition for attorneys' fees will be available for your review on the settlement website at www.AutoPartsAntitrustLitigation.com/ShockAbsorbers. If you remain a member of either or both of the KYB and Hitachi Astemo Settlement Classes and you wish to object to the requests for fees and expenses or service awards, 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 June 8, 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 KYB and Hitachi Astemo settlements; the proposed plan of distribution of the Shock Absorbers Settlement Fund; and Settlement Class Counsel's requests for an award of attorneys' fees and reimbursement of litigation costs and expenses, and service awards. 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/ShockAbsorbers) 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 or both of the KYB or Hitachi Astemo Settlement Classes, and you wish to object to that proposed settlement, the proposed plan of distribution of the Shock Absorbers Settlement Fund, or to Settlement Class Counsel's requests for an award of attorneys' fees and litigation costs and expenses, and service awards, you must do so in writing and at your own expense. Any such objection must include the caption of this litigation, specify which settlement(s) are being objected to, must be signed, and must be **filed no later than May 1, 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 May 1, 2023**:

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

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

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

William G. Caldes
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

Kendall Millard
BARNES & THORNBURG LLP
11 South Meridian Street
Indianapolis, IN 46204-3535
Telephone: (317) 231-7461

Counsel for the KYB Defendants

Craig P. Seebald
VINSON & ELKINS, L.L.P.
2200 Pennsylvania Avenue N.W.
Suite 500 West
Washington, D.C. 20037
Telephone: (202) 639-6585

J. Clayton Everett, Jr.
MORGAN, LEWIS & BOCKIUS LLP
1111 Pennsylvania Avenue, N.W.
Washington, D.C. 20004-2541
Telephone: (202) 739-3000

Counsel for the Hitachi Astemo Defendants

If you do not object to either 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 Shock Absorbers 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: Shock Absorbers Direct Purchaser Antitrust Litigation, P.O. Box 3170, Portland, OR 97208-3170.

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/ShockAbsorbers. Questions concerning the proposed KYB and Hitachi Astemo 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 9, 2023

BY ORDER OF:

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



439399999993

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: SHOCK ABSORBERS

THIS DOCUMENT RELATES TO:
DIRECT PURCHASER ACTIONS

2:15-cv-03301-SFC-RSW
2:16-cv-13616-SFC-RSW

IMPORTANT NOTICE TO PURCHASERS OF SHOCK ABSORBERS

PLEASE READ THIS ENTIRE DOCUMENT CAREFULLY

**YOU MUST COMPLETE AND SUBMIT A CLAIM FORM, POSTMARKED ON OR BEFORE
JUNE 22, 2023, TO BE ELIGIBLE TO SHARE IN THE DISTRIBUTION OF THE PROCEEDS OF
SETTLEMENTS WITH THE KYB AND HITACHI ASTEMO DEFENDANTS**

INSTRUCTIONS FOR COMPLETING A CLAIM FORM

If you are a **direct** purchaser of Shock Absorbers and you have remained in the KYB and/or Hitachi Astemo Settlement Classes, you may be entitled to share in the distribution of the proceeds of the settlements with the KYB and Hitachi Astemo Defendants (the “Shock Absorbers Settlement Fund”). To receive your share of the Shock Absorbers Settlement Fund, you or a person 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 the KYB or Hitachi Astemo Settlement Classes, you may not participate in the distribution of the settlement funds attributable to the Settlement Class(es) from which you chose to be excluded.

Eligibility: You are eligible to submit a claim seeking to share in the distribution of the Shock Absorbers Settlement Fund if, during the period from January 1, 1995, through September 18, 2021 (the “Class Period”), you purchased Shock Absorbers in the United States **directly** from one or more of the following companies (or their controlled subsidiaries, affiliates, and joint ventures): (1) KYB Corporation; (2) Kayaba Industry Co., Ltd.; (3) KYB Americas Corporation; (4) Hitachi, Ltd.; (5) Hitachi Astemo, Ltd. (f/k/a Hitachi Automotive Systems, Ltd.), (6) Hitachi Astemo Americas, Inc. (f/k/a Hitachi Automotive Systems Americas, Inc.); (7) Showa Corporation; and (8) American Showa, Inc..

For purposes of the KYB and Astemo settlements, the term “Shock Absorbers” is defined as follows: part of the suspension system on automobiles (including passenger vehicles, pickup trucks, light trucks, crossovers, minivans, vans, sport utility vehicles) and motorcycles. They absorb and dissipate energy to help cushion vehicles on uneven roads, leading to improved ride quality and vehicle handling. They are also dampers, and on motorcycles, they are referred to as front forks and rear cushions.

Submission of Claim: Each Claim Form must be signed and verified by the claimant or a person authorized to act on behalf of the claimant, and must be **postmarked no later than June 22, 2023**, and addressed to:

Settlement Administrator
Shock Absorbers Direct Purchaser Antitrust Litigation
PO Box 3170
Portland, OR 97208-3170



4393999999993

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 when it is posted, if it is addressed in accordance with the above instructions and mailed by **June 22, 2023**, 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.

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/ShockAbsorbers.

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 Shock Absorbers, 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 SHOCK ABSORBERS IN THE UNITED STATES *DIRECTLY* FROM ONE OR MORE OF THE COMPANIES LISTED ABOVE UNDER THE “ELIGIBILITY” HEADING DURING THE PERIOD FROM JANUARY 1, 1995, TO SEPTEMBER 18, 2021.

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, 1995, through September 18, 2021) in which you **directly** purchased Shock Absorbers 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-SA.com or by calling 1-877-393-1069.

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 Shock Absorbers in the United States from any of the listed companies during the period from January 1, 1995, through September 18, 2021. As part of the claims administration process, you may be required to verify certain information about your Shock Absorbers purchases such as the quantity of product(s) purchased, the type(s) of product(s) purchased, the dollar amount(s), the date(s) of the purchases, and the company(ies) from which you **directly** purchased the Shock Absorbers. You may be asked to submit purchase records to verify your claim.

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

Assistance: If you have any questions concerning this Claim Form or need additional copies, contact the Settlement Administrator via mail at Shock Absorbers Direct Purchaser Antitrust Litigation, P.O. Box 3170, Portland, OR 97208-3170, via email at info@AutoPartsAntitrustLitigation-SA.com, or by calling 1-877-393-1069. 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 PLAINTIFFS OR DEFENDANTS OR THEIR COUNSEL, AND YOU DO NOT NEED TO USE THEM TO FILE A CLAIM.



439399999993

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 First Name:

MI:

Last Name:

Contact Person Email 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 Shock Absorbers in the United States from each company listed in the “**Eligibility**” section above for each year during the period from January 1, 1995, through September 18, 2021.

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), extrapolation from the same or nearly the same circumstances 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 Shock Absorbers 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



439399999993

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.

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

Multiple horizontal lines for providing a description of documents or estimation methods.

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

V. EXCLUSION FROM SETTLEMENT CLASS(ES)

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:

- KYB
- Hitachi Astemo
- None

Please note, this does not constitute a formal request for exclusion. In order to formally request exclusion from the KYB and/or Hitachi Astemo Settlement Classes, if you have not already done so, please refer to the instructions provided in the Notice of Proposed Settlements of Direct Purchaser Class Action with KYB and Hitachi Astemo 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.) and Social Security Number (for individuals) input fields.

Business Name OR Name of taxpayer whose identification number is written above: [Input field]



439399999993

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 IRS 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 Shock Absorbers listed were made by the claimant **directly** from the companies listed, that the claimant is a member of the KYB and/or Hitachi Astemo Settlement Classes and has not requested exclusion from 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 of Direct Purchaser Class Action with KYB and Hitachi Astemo 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:

Printed Name:

Title of Position (If claimant is not an individual):

SCHEDULE OF PURCHASES: GENERAL WORKSHEET

Please fill out the charts on both sides (front and back) of the Schedule of Purchases: General Worksheet, listing the quantity of products purchased and purchase totals for each Defendant, including their controlled subsidiaries, affiliates, and joint ventures, and year of the Class Period (January 1, 1995, through September 18, 2021) in which you directly purchased Shock Absorbers 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-SA.com or by calling 1-877-393-1069.

Year Purchased	KYB ¹		Hitachi Astemo ²		Showa ³	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
1995		(\$)		(\$)		(\$)
1996		(\$)		(\$)		(\$)
1997		(\$)		(\$)		(\$)
1998		(\$)		(\$)		(\$)
1999		(\$)		(\$)		(\$)
2000		(\$)		(\$)		(\$)
2001		(\$)		(\$)		(\$)
2002		(\$)		(\$)		(\$)
2003		(\$)		(\$)		(\$)

List the quantity of products purchased and dollar amount of **direct purchases** of Shock Absorbers 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, and delivery and freight charges.

INDIRECT PURCHASES ARE NOT ELIGIBLE.

¹ KYB refers to and includes KYB Corporation (f/k/a Kayaba Industry Co., Ltd.) and KYB Americas Corporation.

² Hitachi Astemo refers to and includes Hitachi, Ltd.; Hitachi Astemo, Ltd. (f/k/a Hitachi Automotive Systems, Ltd.); and Hitachi Astemo Americas, Inc. (f/k/a Hitachi Automotive Systems Americas, Inc.).

³ Showa refers to and includes Showa Corporation and American Showa, Inc.

Year Purchased (cont.)	KYB		Hitachi Astemo		Showa	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
2004		(\$)		(\$)		(\$)
2005		(\$)		(\$)		(\$)
2006		(\$)		(\$)		(\$)
2007		(\$)		(\$)		(\$)
2008		(\$)		(\$)		(\$)
2009		(\$)		(\$)		(\$)
2010		(\$)		(\$)		(\$)
2011		(\$)		(\$)		(\$)
2012		(\$)		(\$)		(\$)
2013		(\$)		(\$)		(\$)
2014		(\$)		(\$)		(\$)
2015		(\$)		(\$)		(\$)
2016		(\$)		(\$)		(\$)

List the quantity of products purchased and dollar amount of **direct purchases** of Shock Absorbers 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, and delivery and freight charges. **INDIRECT PURCHASES ARE NOT ELIGIBLE.**

Year Purchased (cont.)	KYB		Hitachi Astemo		Showa	
	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased	Est. Quantity of Products Purchased	Amount Purchased
2017		(\$)		(\$)		(\$)
2018		(\$)		(\$)		(\$)
2019		(\$)		(\$)		(\$)
2020		(\$)		(\$)		(\$)
1/1/21 through 9/18/21		(\$)		(\$)		(\$)
TOTAL AMOUNT PURCHASED (Required)		(\$)		(\$)		(\$)

List the quantity of products purchased and dollar amount of **direct purchases** of Shock Absorbers 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, and delivery and freight charges. **INDIRECT PURCHASES ARE NOT ELIGIBLE.**

EXHIBIT B

CONFIRMATION OF PUBLICATION

IN THE MATTER OF: *Auto Parts – Shock Absorbers*

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:

3.20.2023 – Automotive News

3.20.2023 – PR Newswire's Auto Wire

X *Kathleen Komraus*

(Signature)

Media & Design Manager

(Title)

Automotive News

MARCH 20, 2023

Entire contents © 2023 Crain Communications Inc. All rights reserved.

\$169/YEAR; \$6/COPY



Higher costs, probes, lawsuits, C-suite turnover and investor burnout have EV startups struggling to get ahead.

FEEL THE BURN

EV startups are overbudget, behind schedule. Who'll survive?

Molly Boigon
mboigon@crain.com

By last year, the world was supposed to have three-wheeled electric cars powered by roof-mounted solar panels. Cities were to see electric buses flooded with natural light and padded by soothing grays reminiscent of a luxury Manhattan apartment. Commercial deliveries would zip across the nation in matte electric vans, carrying more stuff for less money.

EV startups, the subject of seemingly limitless industry

buzz, raised millions of dollars from investors and would-be customers who were told that an electric future was just around the corner.

Instead, many of the stewards of that future are struggling to pay their bills. They are contending with higher costs, government probes, lawsuits, C-suite turnover and investor burnout in a high-interest-rate environment. For many, the EV startup boom is turning into a bummer.

"There's definitely a sense of fatigue," said Jeff Osborne,



Hightower: Focus on the basics.

see **STARTUPS**, Page 25



The acquisition of Jardine Motors adds luxury outlets such as Porsche Centre Colchester.

Jardine deal opens U.K. opportunity for Lithia

Agency model insight, more growth expected

Jack Walsworth and Julie Walker
jwalsworth@crain.com

Lithia Motors Inc.'s acquisition of Jardine Motors Group in the United Kingdom, similar in store count and revenue to its 2021 mega-deal to buy Michigan's Suburban Collection, immediately gives the largest new-vehicle dealership group in the U.S. significant scale in an international market it long coveted.

The deal adds more than 40 new-vehicle dealerships in the U.K. to Lithia's portfolio, including stores selling luxury brands Aston Martin, Porsche, Mercedes-Benz and BMW. And by entering the U.K., Lithia gains direct exposure to the agency model of retail, in which dealers sell vehicles on behalf of some automakers, such as Mercedes, at factory-set prices.

The deal, which closed Wednesday, March 15, will add more than \$2 billion to Lithia's annual revenue, Lithia CEO Bryan DeBoer said.

"And more importantly, it gives us a foundation



DeBoer: "Gives us a foundation"

see **LITHIA**, Page 26

Tax credits boost Tesla, GM, Ford, VW; Hyundai suffers



The Chevrolet Bolt EV, which saw a big price cut last year, captured eighth place.

N.A.-built EVs claim top 8 registration spots in January

Laurence Iliff
liliff@crain.com

Revised electric vehicle incentives are pushing buyers to models made in North America, boosting EVs from Tesla, Chevrolet and Volkswagen to the detriment of Korean imports from Hyundai and Kia, Experian data for new-vehicle registrations shows.

The top eight EVs in January were all made in North America, including three models from Tesla, two from Ford and the newly surging VW ID4 cross-

■ Tesla grabs early lead for 2023 luxury crown, January registrations show | **PAGE 28** |

over that began production in Chattanooga last year. Hyundai's imported Ioniq 5 crossover fell to ninth place from seventh place for full-year 2022. Kia's Korean-made EV6 was no longer among the top 10 EVs in January, after coming in eighth for 2022, according to Experian.

The shift in the EV landscape comes after pas-

sage of the Inflation Reduction Act last year, which changed eligibility for the U.S. federal tax credit of up to \$7,500. Starting in August 2022, the incentive required that EVs be assembled in North America.

New registrations for all EVs in January captured 7.1 percent of the U.S. light-vehicle market at 87,708 units, compared with 4.3 percent a year earlier at 50,338. New registrations for all light vehicles regardless of fuel type stood at 1.24 million, Experian data showed.

see **REGISTRATIONS**, Page 28

EMPOWER & INSPIRE YOUR F&I DEPARTMENT

SIMONIZ

GlassCoat
Lifetime Ceramic and Graphene Paint Protection



Contact: Ben Fiorentini at bfiorentini@simoniz.com or (603) 531-1625

One Year Paint Protection

Kia EV9 brings electric to 3-row crossovers

New model kicks off ambitious strategy to overhaul image

Hans Greimel
hgremel@crain.com

SEOUL — Fast-growing Kia is banking on a first-mover advantage by reaching into the nascent market for larger electric vehicles with its full-size, three-row all-electric EV9 crossover.

The EV9 will claim a spot that is mostly white space at the moment — a segment for roomy, family-oriented cargo and people movers that meet American space preferences but are battery powered.

By tapping into the segment early, Kia doesn't just hope to lure early adopters to its expanding EV lineup. It expects the flagship model to lift the image of the entire brand.

"There are few seven-seat solutions in the market," Artur Martins, Kia's head of global brand and customer experience, told *Automotive News* at a design preview here.

"It will take a while for other mainstream brands to enter, so it's a huge opportunity for us, not only in terms of sales but also in transitioning the brand and repositioning Kia."

The rugged EV9 previewed here cleaves closely to the concept shown at the 2021 Los Angeles Auto Show. The production version is expected to debut at the New York show in April.

It is a boxy, low-slung crossover with a low belt line, big windows, spacious cabin and sleek interior. The front gets an EV-style mask interpretation of Kia's distinctive Tiger Face grille, and keeps the digital light animation seen in the concept.

The pixelated LED-light pattern wraps around the front side fascia to create a look that Kia plans to deploy across its expanding EV lineup. Kia calls the funky rear light pattern, reminiscent of the etchings on a semiconductor chip, the Star Map Signature.

Other standout features include a frunk under the front hood and rear seats that swivel to face rearward — and even offer a perpendicular turn to look out the window. The vehicle's upright greenhouse lends truck-like proportions and creates more shoulder room for a third row of seats.

Interior designers kept physical buttons only for important functions such as climate control. They aimed for a sleek, uncluttered dash by clustering control stalks for the drive-mode selector and start/stop button around the steering column alongside the usual turn indicator.

Cabin decor drops the high-gloss piano black that has been all the industry rage in recent years, opting for a warm gray that designers say creates a more inviting vibe.

"Using grays looks more sophisticated, more comfortable," global design chief Karim Habib said.

New segments

Kia is riding a wave of growing demand. Marketing data shows that from 2021 through 2022 global customer consideration rates for the Kia brand expanded 60 percent while positive opinion of Kia shot up 90 percent, Martins said.

Kia's U.S. sales dipped 1.1 percent to 693,549 vehicles in 2022, in an overall market that was down 7.9 percent. But through February, U.S. sales have



The dash is sleek and uncluttered, and the rear light pattern resembles etchings on a semiconductor chip.



The EV9 crossover's exterior uses design tricks for better aerodynamics.

rocketed ahead 23 percent. The EV6, Kia's first offering on its new dedicated EV platform, saw sales climb 13 percent to 2,404 units.

Kia will release the EV9's technical specifications, including battery details and range, closer to launch. But executives said engineers had to sacrifice some aerodynamics and driving range to deliver the interior space and blocky squared-off looks of the big crossover.

Still, designers tried to improve aerodynamics with tricks such as a flat underbody cover, low ground clearance, a longer front overhang and active aero grille flaps. To better shed the air, the EV9 gets the longest rear spoiler in the Kia lineup, Habib said.

Few rivals in EV space

Kia is banking on continued momentum from the EV9's standout looks and electrified technology. Key to the strategy is that few competitors are in the same space, especially its traditional mass-market rivals, as highlighted by the slow EV entry by Japanese brands.

"Electrification is like a reset button in the set of brands consumers consider buying," Martins said. "Certain brands that in the past were always on the shopping list are suddenly not there because of electrification. It brings new customers that in the past never considered to buy a Kia."

Kia aims to duplicate that early mover strategy across its lineup by launching 17 new EV models through 2027 for "full market" coverage below the EV9 flagship, Martins said.

"We're going to be covering, even in the United States, really important segments that we are not present in nowadays," Martins said. "In other segments, there are opportunities in what you can do with the space in electric cars that can really challenge the convention of the segments." **AN**

LEGAL NOTICE

IF YOU PURCHASED SHOCK ABSORBERS IN THE UNITED STATES DIRECTLY FROM ANY OF THE ENTITIES IDENTIFIED BELOW FROM JANUARY 1, 1995 THROUGH SEPTEMBER 18, 2021, YOUR LEGAL RIGHTS MAY BE AFFECTED BY PROPOSED SETTLEMENTS WITH THE KYB AND HITACHI ASTEMO DEFENDANTS

Proposed settlements totaling \$6.0 million have been reached in *In re Automotive Parts Antitrust Litigation (Shock Absorbers Cases)*, Master File No.12-md-02311, 2:15-cv-03301, 2:16-cv-13616 (E.D. Mich.), with the KYB and Hitachi Astemo Defendants (collectively, the "Settling Defendants").

What is the lawsuit about? This class action is part of coordinated legal proceedings involving Shock Absorbers 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.

"Shock Absorbers," as defined in each settlement agreement, are part of the suspension system on automobiles (including passenger vehicles, pickup trucks, light trucks, crossovers, minivans, vans, and sport utility vehicles) and motorcycles. They absorb and dissipate energy to help cushion vehicles on uneven roads leading to improved ride quality and vehicle handling. They are also dampers, and on motorcycles are referred to as front forks and rear cushions.

Direct Purchaser Plaintiffs allege that Defendants conspired to suppress and eliminate competition for Shock Absorbers by agreeing to raise, fix, maintain, and/or stabilize prices, rig bids, and allocate markets and customers for Shock Absorbers sold in the United States, in violation of federal antitrust laws. Plaintiffs further allege that because of the conspiracy, they and other direct purchasers of Shock Absorbers were injured by paying more than they would have paid in the absence of the alleged illegal conduct.

Plaintiffs have reached settlements with the KYB and Hitachi Astemo Defendants totaling \$6,000,000 (the settlement funds are collectively referred to as the "Shock Absorbers Settlement Fund"). Under the terms of the proposed settlements, KYB will pay a total of \$3,500,000 and Hitachi Astemo will pay a total of \$2,500,000, and each of the Settling Defendants has agreed to provide cooperation to assist Plaintiffs in the prosecution of their claims against non-settling Defendants, should that be necessary.

Who is included? The Court has preliminarily approved the KYB and Hitachi Astemo settlements and has provisionally certified KYB and Hitachi Astemo Settlement Classes. You are a member of one or more of these Settlement Classes if you purchased Shock Absorbers in the United States directly from any of the following entities (or their controlled subsidiaries, affiliates, or joint ventures, each a "Defendant") during the period from January 1, 1995 through September 18, 2021: KYB Corporation (f/k/a Kayaba Industry Co. Ltd.); KYB Americas Corporation; Hitachi, Ltd.; Hitachi Astemo, Ltd. (f/k/a Hitachi Automotive Systems, Ltd.), successor to Showa Corporation; and Hitachi Astemo Americas, Inc. (f/k/a Hitachi Automotive Systems Americas, Inc. and successor to American Showa, Inc.).

Plaintiffs VIP, Inc. and Performance Internet Parts, LLC have been appointed by the Court to serve as Class Representatives for the KYB and Hitachi Astemo Settlement Classes. The Court has appointed the law firms of Freed Kanner London & Millen LLC, Kohn, Swift & Graf, P.C., Preti, Flaherty, Beliveau & Pachios LLP, and Spector Roseman & Kodroff, P.C. to serve as "Co-Lead Settlement Class Counsel" for the Settlement Classes.

A Notice of Proposed Settlements and Claim Form (the "Notice") was mailed to potential KYB and Hitachi Astemo Settlement Class members on or about March 9, 2023. The Notice describes in more detail the litigation and options available to Settlement Class members with respect to the KYB and Hitachi Astemo settlements, the proposed plan of distribution of the Shock Absorbers Settlement Fund, and the requests for an award of attorneys' fees and litigation costs and expenses, and service awards to the Class Representatives. If you did not receive the Notice, you may obtain a copy on the internet at www.AutoPartsAntitrustLitigation.com/ShockAbsorbers or by calling or writing to any of the following Co-Lead Settlement Class Counsel:

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

Joseph C. Kohn
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 130
Bannockburn, IL 60015
Telephone: (224) 632-4500

William G. Caldes
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? KYB and Hitachi Astemo have agreed to pay a total of \$6,000,000 to settle the Class Members' claims against them. In exchange for these payments, members of a Settlement Class who do not request to be excluded from that Settlement Class will release their claims against the Settling Defendant(s) as set forth in the applicable Settlement Agreement. As part of the settlements all Settling Defendants have agreed to provide cooperation if necessary.

Your rights may be affected. If you are a member of either or both of the KYB or Hitachi Astemo Settlement Classes, you will automatically remain a member of those Settlement Classes unless you elect to be excluded. If you wish to remain in a Settlement Class, you do not need to take any action at this time and your interests will be represented by the Class Representatives and by Settlement Class Counsel. **To share in the proceeds of either or both of the KYB or Hitachi Astemo settlements, however, you must complete and timely submit a copy of the Claim Form that was mailed to potential Settlement Class members along with the Notice, postmarked on or before June 22, 2023.**

If you wish to exclude yourself from either or both of the KYB or Hitachi Astemo Settlement Classes, you must send a request for exclusion, in writing, by certified mail, return receipt requested, **postmarked no later than May 1, 2023**, in accordance with the procedures set forth in the Notice. If you validly exclude yourself from either or both of the KYB or Hitachi Astemo 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 either or both of the KYB and Hitachi Astemo Settlement Classes, you have the right to object to that proposed settlement, and to Settlement Class Counsel's requests for an award of attorneys' fees and litigation costs and expenses, the proposed plan of distribution of the Shock Absorbers Settlement Fund, and to the request for service awards, by following the procedures set forth in the Notice. **Your objection must be filed no later than May 1, 2023.**

The Court has scheduled a hearing on June 8, 2023, to consider whether to approve the proposed settlements; the proposed plan of distribution of the Shock Absorbers Settlement Fund; and Settlement Class Counsel's requests for an award of attorneys' fees and litigation costs and expenses, and service awards for the Class Representatives. If the Court believes that it is appropriate, the hearing may be conducted remotely by telephone or other electronic means. If the Court decides to hold the hearing remotely, Settlement Class Counsel will post that information on the website devoted to the direct purchaser litigation (www.AutoPartsAntitrustLitigation.com/ShockAbsorbers) and will provide any class member that has informed the Court that it intends to participate with the information required to do so remotely. The hearing may be continued without further notice to you.

If you believe you are a member of either or both of the KYB or Hitachi Astemo 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 one of the Settlement Class Counsel identified above. **Do not contact the Clerk of the Court or the Judge.**

Dated: March 20, 2023

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

\$6,000,000 in Direct Purchaser Settlements Reached with Shock Absorbers Manufacturers in Price Fixing Class Action Lawsuit

NEWS PROVIDED BY

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

Mar 20, 2023, 08:00 ET

DETROIT, March 20, 2023 /PRNewswire/ -- Freed Kanner London & Millen LLC; Kohn, Swift & Graf, P.C.; Preti, Flaherty, Beliveau & Pachios, LLP; Spector Roseman & Kodroff, P.C.; and Cera LLP ("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 KYB and Hitachi Astemo Defendants (collectively "Settling Defendants"). The settlements resolve allegations against the Settling Defendants that they conspired to suppress and eliminate competition for Shock Absorbers by agreeing to raise, fix, maintain, and/or stabilize prices, rig bids, and allocate markets and customers for Shock Absorbers sold in the United States, in violation of federal antitrust laws. (The proceeds of the two settlement funds are referred to collectively to as the "Shock Absorbers Settlement Fund").

The settlements affect those who purchased shock absorbers in the United States between January 1, 1995 and September 18, 2021 directly from any one of the following entities (or their controlled subsidiaries, affiliates, or joint ventures): KYB Corporation (f/k/a Kayaba Industry Co. Ltd.); KYB Americas Corporation; Hitachi, Ltd.; Hitachi Astemo, Ltd. (f/k/a Hitachi Automotive Systems, Ltd.), successor to Showa Corporation; and Hitachi Astemo Americas, Inc. (f/k/a Hitachi Automotive Systems Americas, Inc. and successor to American Showa, Inc.).

A hearing will be held on June 8, 2023, at 2:00 p.m., before the Honorable Sean F. Cox, United States District Judge, for the purpose of determining whether to approve: (1) the proposed settlements with the KYB and Hitachi Astemo Defendants totaling \$6,000,000; (2) Settlement Class Counsel's request for an award from the KYB and Hitachi Astemo settlement proceeds of attorneys' fees and litigation costs and expenses; (3) the proposed plan of distribution of the Shock Absorbers Settlement Fund; and (4) service awards for the Class Representatives.

A Notice of Proposed Settlements and Claim Form (the "Notice") was mailed to potential Settlement Class members on or about March 9, 2023. The Notice describes the litigation and options available to Settlement Class members with respect to the KYB and Hitachi Astemo settlements in more detail. The Notice and other important documents related to the settlements can be accessed at www.AutoPartsAntitrustLitigation.com/ShockAbsorbers, or by calling 1-877-393-1069 or writing to Shock Absorbers Direct Purchaser Antitrust Litigation, P.O. Box 3170, Portland, OR 97208-3170. Those who believe they may be a member of either or both of the KYB and Hitachi Astemo settlement classes, are urged to obtain a copy of the Notice.

URL: www.AutoPartsAntitrustLitigation.com/ShockAbsorbers

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

EXHIBIT 2

EXHIBIT 2

AUTOMOTIVE PARTS ANTITRUST LITIGATION, CASE NO. 2:12-MD-02311,
SHOCK ABSORBERS, 2:15-CV-03301-SFC-RSW; 2:16-CV-13616-SFC-RSW

REQUESTS FOR EXCLUSION FROM THE DIRECT
PURCHASER SETTLEMENT CLASSES

<p>NISSAN Nissan Motor Co., Ltd. and Nissan North America, Inc., along with their subsidiaries and majority-owned affiliates</p> <p>SUBARU OF INDIANA Subaru of Indiana Automotive, Inc.</p>	
--	--

EXHIBIT 3

EXHIBIT 3

**AUTOMOTIVE PARTS ANTITRUST LITIGATION, CASE NO. 2:12-MD-02311
SHOCK ABSORBERS, 2:15-CV-03301-SFC-RSW; 2:16-CV-13616-SFC-RSW**

Requests for Exclusion

Class Member	KYB	HITACHI ASTEMO
Subaru of Indiana Automotive, Inc.	X	
Nissan Motor Co., Ltd.	X	X

X = Requested Exclusion from Settlement