

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

**IN RE AUTOMOTIVE PARTS ANTITRUST
LITIGATION**

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

In Re: INSTRUMENT PANEL CLUSTERS

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

2:12-cv-00201-MOB-MKM

NOTICE

**NOTICE OF HEARING ON PROPOSED PLAN OF DISTRIBUTION OF THE
NIPPON SEIKI AND YAZAKI SETTLEMENT FUND, AND SETTLEMENT CLASS
COUNSEL'S REQUESTS FOR AWARD OF ATTORNEYS' FEES AND EXPENSES
AND AN INCENTIVE PAYMENT TO THE CLASS REPRESENTATIVE**

TO: ALL DIRECT PURCHASERS OF INSTRUMENT PANEL CLUSTERS IN THE UNITED STATES DIRECTLY FROM ANY OF THE DEFENDANTS FROM JANUARY 1, 1998 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 purpose of this Notice is to inform you of a hearing before the Court to consider:

- (1) A proposed plan of distribution of the Nippon Seiki and Yazaki settlement proceeds to Settlement Class members and a proposed Claim Form that you may submit in order to share in the Settlement Fund proceeds; and
- (2) Settlement Class Counsel's requests for an award of attorneys' fees and reimbursement of their litigation costs and expenses, and an incentive payment to the Class Representative.

This Notice provides information concerning the proposed plan of distribution, and the requests for an award of attorneys' fees and expenses and an incentive payment to the Class Representative. The Notice also advises you of your rights to participate in the settlement claims process and to object to the plan of distribution, to the requests for fees and expenses, and to an incentive payment to the Class Representative in connection with the Court hearing on these matters.

BACKGROUND

This class action lawsuit is part of coordinated legal proceedings involving a number of parts used in motor vehicles. This litigation, and the proposed settlement, relate solely to Instrument Panel Clusters purchased **directly** from a Defendant. For purposes of the settlement, Instrument Panel Clusters (also referred to as meters) means the mounted array of instruments and gauges housed in front of the driver of a motor vehicle.

You were previously notified of the existence of this class action, the nature of the Plaintiff's claims, and settlements with Defendants Nippon Seiki Co. Ltd., N.S. International Ltd., and New Sabina Industries, Inc. (collectively, "Nippon Seiki") in the amount of \$5.25 million, and with Defendants Yazaki Corporation and Yazaki North America, Inc. (collectively, "Yazaki") in the amount of \$2.5 million. Those settlements, in the total amount of \$7.75 million (the "Settlement Fund"), were previously approved by the Court in Orders dated December 4, 2014 and March 13, 2018, respectively.

The other Defendants in this action, Continental Automotive Electronics LLC, Continental Automotive Korea Ltd. Continental Automotive Systems, Inc., Denso Corporation, and Denso International America, have been dismissed from this action. Thus, the proposed plan of distribution and the requests for an award of attorneys' fees and expenses and an incentive payment to the Class Representative will, if approved by the Court, bring this litigation to a conclusion.

WHO IS IN THE NIPPON SEIKI AND YAZAKI SETTLEMENT CLASSES?

The Court previously certified a Direct Purchaser Nippon Seiki Settlement Class (the "Nippon Seiki Settlement Class") and a Direct Purchaser Yazaki Settlement Class (the "Yazaki Settlement Class").

The Nippon Seiki Settlement Class is defined as follows:

All persons or entities (but excluding Defendants, their officers, directors and employees, as well as Defendants' parents, predecessors, successors, subsidiaries, and affiliates) who purchased Instrument Panel Clusters in the United States, its territories and possessions, directly from any Defendant, including Settling Defendants, or from any of their parents, predecessors, successors, subsidiaries, or affiliates, during the period from January 2001 up to and including May 16, 2014.

For purposes of the Nippon Seiki Settlement Class definition, the following are Defendants: Yazaki Corporation; Yazaki North America Inc.; Nippon Seiki Co. Ltd.; N.S. International Ltd.; New Sabina Industries, Inc.; Denso Corporation; and Denso International America, Inc.

The Yazaki Settlement Class is defined as follows:

All direct purchasers of motor vehicle Instrument Panel Clusters in the United States directly from any of the Defendants (or their controlled subsidiaries, affiliates or joint ventures) from January 1, 1998 through December 27, 2016.

For purposes of the Yazaki Settlement Class definition, the following are Defendants: Yazaki Corporation; Yazaki North America, Inc.; Continental Automotive Electronics LLC; Continental Automotive Korea Ltd.; Continental Automotive Systems, Inc.; Denso Corporation; Denso International America, Inc.; Nippon Seiki Co. Ltd.; N.S. International Ltd.; and New Sabina Industries, Inc.

HOW WILL THE SETTLEMENT FUND BE DISTRIBUTED?

You were previously asked to decide whether you wanted to remain in the Nippon Seiki and Yazaki Settlement Classes. With respect to each of those Settlement Classes, you are bound by the decision you made.

If you remained a member of either of the Settlement Classes and you wish to share in the settlement proceeds attributable to that settlement, you must complete and timely return a copy of the Claim Form that is included with this Notice. Any Claim Form submitted electronically must be submitted **on or before November 28, 2018**. Any Claim Form submitted via mail must be **postmarked on or before November 28, 2018**, and sent to the following address:

Instrument Panel Clusters Direct Purchaser Antitrust Litigation
P.O. Box 5110
Portland, OR 97208-5110

Any Settlement Class member who does not complete and submit a valid and timely Claim Form will not be entitled to share in the Settlement Fund proceeds. The Settlement Fund, with accrued interest, less any amounts approved by the Court for payment of attorneys' fees, litigation and settlement administration costs and expenses, and an incentive payment for the Class Representative (the "Net Settlement Fund"), will be distributed among Settlement Class members who file a timely and valid Claim Form ("Claimants"). The Net Settlement Fund will be distributed *pro rata* to all Claimants based upon their **direct** purchases in the United States from Defendants during the period from (a) January 2001 through and including May 16, 2014 (as to the Nippon Seiki settlement proceeds), and (b) January 1, 1998 through December 27, 2016 (as to the Yazaki settlement proceeds). The distribution will take place as soon as practicable after review, verification, and audit of Claim Forms by the Settlement Administrator and approval by the Court of the Settlement Administrator's recommendations as to the amounts to be paid to the Claimants.

Please do not dispose of any document that reflects payments for your direct purchases of Instrument Panel Clusters in the United States from any Defendant during the period from January 1, 1998 through December 27, 2016. You may need those documents to complete and substantiate your Claim Form, which will be subject to inquiry and verification.

REQUEST FOR ATTORNEYS' FEES AND EXPENSES AND INCENTIVE PAYMENT

The Court has appointed the law firms identified below as Settlement Class Counsel. These law firms, together with other firms that have worked on this litigation, will file a petition for an award of attorneys' fees and reimbursement of the costs and expenses they have incurred in prosecuting the case. The request of Settlement Class Counsel for attorneys' fees will not exceed 33 1/3 percent of the Settlement Fund. Settlement Class Counsel will also request an incentive payment to the Class Representative in the amount of \$15,000.

The application for attorneys' fees and litigation costs and expenses, and an incentive payment will be filed on or before September 17, 2018. If you remained a member of either the Nippon Seiki Settlement Class or the Yazaki Settlement Class and you wish to object to the requests for fees and expenses or the request for an incentive payment to the Class Representative, 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?

The Court will hold a hearing on November 8, 2018, at 11 a.m., at the Theodore Levin United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, Courtroom 737 (or such other courtroom as may be assigned for the hearing), to determine whether to approve the proposed plan of distribution of the Settlement Fund, and Settlement Class Counsel's requests for an award of attorneys' fees and expenses and an incentive payment to the Class Representative. 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 remained a member of either the Nippon Seiki or the Yazaki Settlement Class and you wish to object to the proposed plan of distribution of the Settlement Fund, or to Settlement Class Counsel's requests for an award of attorneys' fees and litigation expenses and an incentive payment to the Class Representative, 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 October 5, 2018**, with the Clerk of Court, United States District Court for the Eastern District of Michigan, Southern Division, Theodore Levin United States Courthouse, 231 West Lafayette Boulevard, Detroit, MI 48226, and mailed to the following counsel, **postmarked no later than October 5, 2018**:

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
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Telephone: (215) 238-1700

Steven A. Kanner
FREED KANNER LONDON
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Eugene A. Spector
SPECTOR ROSEMAN
& KODROFF, P.C.
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Co-Lead Counsel for the Direct Purchaser Settlement Classes

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New York, NY 10166
Telephone: (212) 294-6700

Counsel for the Nippon Seiki Defendants

John M. Majoras
JONES DAY
51 Louisiana Avenue, N.W.
Washington, D.C. 20001-2113
Telephone: (202) 879-3939

Counsel for the Yazaki Defendants

If you do not object to the proposed plan of distribution of the Settlement Fund, or to Settlement Class Counsel's requests for attorneys' fees and expenses or the incentive payment, 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 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 Instrument Panel Clusters Direct Purchaser Antitrust Litigation, P.O. Box 5110, Portland, OR 97208-5110.

The Settlement Agreements 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. Copies of the Settlement Agreements and certain other documents relevant to this litigation are available at www.AutoPartsAntitrustLitigation.com. In addition, all documents filed in the case may be obtained through the Public Access to Court Electronic Records system, after registration and payment of the required fees. Questions concerning the Nippon Seiki and Yazaki settlements, the proposed plan of distribution, or the other matters discussed in this Notice 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: AUGUST 16, 2018

BY ORDER OF:

Honorable Marianne O. Battani
The United States District Court for the Eastern District of
Michigan, Southern Division