

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

IN RE AUTOMOTIVE PARTS ANTITRUST LITIGATION	:	Master File No. 12-md-02311
	:	Honorable Sean F. Cox
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IN RE: OCCUPANT SAFETY SYSTEMS	:	
	:	
	:	
THIS DOCUMENT RELATES TO: ALL DIRECT PURCHASER CASES	:	2:12-cv-00601-SFC-RSW
	:	2:16-cv-10002-SFC-RSW
	:	

**ORDER AUTHORIZING DISSEMINATION
OF NOTICE OF THE PROPOSED SETTLEMENT WITH TRUSTEE OF THE
REORGANIZED TK HOLDINGS TRUST TO THE SETTLEMENT CLASS**

Upon consideration of the Direct Purchaser Plaintiffs’ Motion for Authorization to Disseminate Notice of the Proposed Settlement with Trustee of the Reorganized TK Holdings Trust to the Settlement Class (the “Motion”) and supporting memorandum (the “Notice Memorandum”), it is hereby ORDERED as follows:

1. The Motion is hereby **GRANTED**.
2. Direct Purchaser Plaintiffs, on behalf of a settlement class of direct purchasers of Occupant Safety Systems in the United States (the “TK Holdings Settlement Class”), have reached a settlement with Joseph J. Farnan, Jr., solely as Trustee of the Reorganized TK Holdings Trust, the bankruptcy trustee for Defendant TK Holdings Inc. (the “TK Holdings Trustee”). On June 25, 2017, TK Holdings Inc. – along with certain affiliated entities – filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”). *In re TK Holdings Inc.*, Case No. 17-11375 (Bankr. D. Del.). On November 27, 2017, Direct Purchaser Plaintiffs filed a proof of claim in the bankruptcy court, denoted as Claim No. 3583. *Id.* at 3. On February 21, 2018, the bankruptcy court entered an order confirming the Fifth Amended Joint Chapter 11 Plan

of Reorganization of TK Holdings and its Affiliated Debtors (the “Plan”). The Plan established the Reorganized TK Holdings Trust (The “Trust”) with the TK Holdings Trustee for the purpose of reconciling certain claims, administering the Trust’s assets, and making distributions to Trust beneficiaries, all as provided for under the Plan. *Id.* The settlement agreement with TK Holdings provides that Plaintiffs’ claim in the TK Holdings Inc. bankruptcy shall be allowed as a general unsecured, non-priority claim in the amount of \$84,000,000 under the reorganization plan. By Order dated February 8, 2021, the Court preliminarily approved the proposed settlement, and provisionally certified the TK Holdings Settlement Class. ECF No. 182. The TK Holdings Settlement Class shall receive notice in accordance with the terms of this Order.

3. The Court approves the form and content of the (a) Notice of Proposed Settlement of Direct Purchaser Class Action with the TK Holdings Trustee and Hearing on (1) Approval of Proposed Settlement and (2) Plan of Distribution of the Settlement Fund, and Claim Form (the “Notice”), attached as Exhibit 1 to the Notice Memorandum; (b) summary notice of the proposed settlement and hearing (the “Summary Notice”), attached as Exhibit 2 to the Notice Memorandum; and (c) Informational Press Release (“Press Release”), attached as Exhibit 3 to the Notice Memorandum.

4. The Court finds that the mailing of the Notice and publication of the Summary Notice and Press Release, in the manner set forth herein, constitutes the best notice that is practicable under the circumstances and is valid, due and sufficient notice to all persons entitled thereto and complies fully with the requirements of Federal Rule of Civil Procedure 23 and the due process requirements of the Constitution of the United States.

5. On or before June 20, 2022, the Notice, in substantially the same form as Exhibit 1 to the Notice Memorandum, shall be mailed by first class mail, postage prepaid, to all potential

members of the TK Holdings Settlement Class identified by Defendants. In addition, a copy of the Notice shall be posted on the Internet at www.autopartsantitrustlitigation.com, the website dedicated to this litigation.

6. On or before June 27, 2022, Settlement Class Counsel shall cause the Summary Notice, in substantially the same form as Exhibit 2 to the Notice Memorandum, to be published in one edition of *Automotive News*. To supplement the notice program further, the Press Release will be issued nationwide via PR Newswire's "Auto Wire," which targets auto industry trade publications.

7. On or before July 18, 2022, Settlement Class Counsel shall file with the Court their motion seeking final approval of the proposed settlements with the TK Holdings Trustee and approval of a proposed plan of distribution of the settlement fund.

8. All requests for exclusion from the TK Holdings Settlement Class must be in writing, postmarked no later than August 8, 2022, and must otherwise comply with the requirements set forth in the Notice. Requests for exclusion must be sent to Settlement Class Counsel, counsel for Settling Defendants, and to an address specific to the Occupant Safety Systems Direct Purchaser Antitrust Litigation. The address for each recipient is listed in the Notice.

9. All objections by any member of the TK Holdings Settlement Class to the proposed settlement or to the proposed plan of distribution, must be in writing, must be filed with the Clerk of Court and postmarked no later than August 8, 2022, and must otherwise comply with the instructions set forth in the Notice.

10. At least ten (10) days before the date fixed by this Court for the Fairness Hearing, Settlement Class Counsel shall file with the Court an affidavit or declaration of the person under whose general direction the mailing and posting of the Notice and publication of the Summary

Notice were made, showing that mailing, posting, and publication were made in accordance with this Order.

11. The Court will hold a Fairness Hearing on **September 15, 2022, at 2:00 p.m.**, at the Theodore Levin U.S. Courthouse, 231 West Lafayette Blvd., Detroit, MI, 48226, Courtroom 817 (or such other courtroom as may be assigned for the hearing), to determine whether to approve the proposed settlement and the proposed plan of distribution of the settlement fund. Any Settlement Class member who follows the procedure set forth in the Notice may appear and be heard at this hearing. 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, Co-Lead Settlement Class Counsel shall post that information on the website devoted to the direct purchaser litigation and provide any Settlement Class member that has informed the Court that it intends to participate the information required to remotely participate. The Fairness Hearing may be rescheduled, adjourned or continued, and the courtroom assigned for the hearing may be changed, without further notice to the Settlement Class.

12. Any Settlement Class member who wishes to participate in the distribution of the settlement fund must submit a Claim Form in accordance with the instructions therein, postmarked on or before September 23, 2022.

IT IS SO ORDERED.

Dated: May 24, 2022

s/Sean F. Cox

Sean F. Cox
U. S. District Judge