

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

IN RE AUTOMOTIVE PARTS ANTITRUST
LITIGATION

In Re: WIRE HARNESS CASES

THIS RELATES TO:
ALL DIRECT PURCHASER ACTIONS

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

2:12-cv-00101-MOB-MKM

**ORDER AND FINAL JUDGMENT APPROVING SETTLEMENT AGREEMENT
BETWEEN DIRECT PURCHASER PLAINTIFFS AND FURUKAWA ELECTRIC CO.,
LTD AND AMERICAN FURUKAWA, INC. AND ENTERING DISMISSAL WITH
PREJUDICE AS TO FURUKAWA ELECTRIC CO., LTD. AND AMERICAN
FURUKAWA, INC.**

Paesano Connecting Systems, Inc., Craft-Co Enterprises, Inc., Findlay Industries, Inc., Cesar-Scott, Inc., Martinez Manufacturing, Inc., South Star Corporation and ACAP, L.L.C., f/k/a Aguirre, Collins & Aikman Plastics, LLC (the “Direct Purchaser Plaintiffs”) on behalf of themselves and the Settlement Class members, and Defendants Furukawa Electric Co., Ltd. and American Furukawa, Inc. (collectively, “Furukawa”) entered into a Settlement Agreement to fully and finally resolve the Settlement Class’s claims against Furukawa and the other Releasees. On July 27, 2018, the Court entered its Order granting preliminary approval of the proposed settlement (“Preliminary Approval Order”). Among other things, the Preliminary Approval Order authorized the Direct Purchaser Plaintiffs to disseminate notice of the Furukawa settlement, the fairness hearing, and related matters to the Settlement Class. Notice was provided to the Settlement Class pursuant to the Preliminary Approval Order and the Court held a fairness hearing on November 8, 2018.

The Court, having considered the Direct Purchaser Plaintiffs' Motion for Final Approval of Proposed Settlements with Mitsubishi Electric and Furukawa Defendants and the Proposed Plan for Distribution of Settlement Funds, oral argument presented at the fairness hearing, and the complete record in this matter, has determined that: (1) the settlement is fair, reasonable, and adequate, and should be approved, and (2) there is no just reason for delay of the entry of this Order and Final Judgment approving the Settlement Agreement. Accordingly, the Court directs entry of judgement, which shall constitute a final adjudication of the Actions on the merits as to the parties to the Settlement Agreement. Good cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED:

1. This Court has jurisdiction over the subject matter of this litigation and all members of the Settlement Class.
2. Terms capitalized in this Order and Final Judgment and not otherwise defined herein have the same meanings as those used in the Settlement Agreement.
3. Pursuant to Federal Rule of Civil Procedure 23(g), Class Counsel, previously appointed by the Court as Interim Co-Lead Counsel for the Direct Purchaser Plaintiffs, are appointed as Counsel for the Settlement Class. These firms have, and will fairly and competently represent the interests of the Settlement Class.
4. Pursuant to Federal Rule of Civil Procedure 23, the Direct Purchaser Plaintiffs are adequate class representatives.
5. The Preliminary Approval Order outlined the form and manner by which the Direct Purchaser Plaintiffs would provide the Settlement Class with notice of the settlement, the fairness hearing, and related matters. The notice program included individual notice via first class mail to members of the Settlement Class who could be identified through reasonable efforts, as well as the

publication of a summary notice in *The Wall Street Journal* and in *Automotive News*, and posting of the Notice on the Internet on a website dedicated to this litigation. Proof that the mailing, publication and posting conformed with the Preliminary Approval Order has been filed with the Court. This notice program fully complied with Fed. R. Civ. P. 23, and the requirements of due process. The notice program provided due and adequate notice to the Settlement Class.

6. The settlement was attained following an extensive investigation of the facts. It resulted from vigorous arm's-length negotiations, which were undertaken in good faith by counsel with significant experience litigating antitrust class actions.

7. The settlement was entered into by the parties in good faith.

8. Final approval of the settlement with Furukawa is hereby granted pursuant to Fed. R. Civ. P. 23(e), because it is, in all respects, "fair, reasonable, and adequate" to the Settlement Class. In reaching this conclusion, the Court considered the complexity, expense, and likely duration of the litigation, the Settlement Class's reaction to the settlement, and the result achieved.

9. The Settlement Class provisionally certified by the Court in its Preliminary Approval Order is hereby certified as a class for purposes of settlement only pursuant to Rule 23 of the Federal Rules of Civil Procedure and is composed of: "All individuals and entities (excluding Defendants and their present and former parents, subsidiaries, joint ventures and affiliates) that purchased Wire Harness Products in the United States directly from one or more Defendants, any current or former subsidiary, joint venture, or affiliate of any Defendant, or any alleged co-conspirator of one or more of the Defendants, during the period from January 1, 2000 through December 13, 2016." The Court adopts and incorporates herein all findings made under Rule 23 in its Preliminary Approval Order.

10. The Court's certification of the Settlement Class as provided herein is without prejudice to, or waiver of the rights of any Defendant to contest certification of any other class proposed in these coordinated actions. The Court's findings in this Order shall have no effect on the Court's ruling on any motion to certify any class in these coordinated actions or on the Court's rulings concerning any Defendant's motion, and no party may cite or refer to the Court's approval of the Settlement Class as persuasive or binding authority with respect to any motion to certify any such class or any defendant's motion.

11. The entities identified on Exhibit "A" hereto have timely and validly requested exclusion from the Settlement Class and, therefore, are excluded. Such entities are not included in or bound by this Order and Final Judgment. Such entities are not entitled to any recovery from the settlement proceeds obtained through this settlement. Nothing in this Order and Final Judgment shall be construed as a determination by this Court that such entities are members of any of the classes or proposed classes in the In re Automotive Parts Antitrust Litigation, Master File No. 12-md-02311.

12. In the event that the settlement does not become effective in accordance with the terms of the Settlement Agreement, then this Order and Final Judgment shall be rendered null and void and shall be vacated, and in such event, all orders entered and releases delivered in connection herewith shall be null and void and the parties shall be returned to their respective positions *ex ante*.

13. Furukawa and the other Releasees are hereby and forever released and discharged with respect to the Released Claims as defined in the Settlement Agreement. The Action and all Released Claims are hereby dismissed with prejudice with respect to the Releasees and without costs or attorneys' fees except as provided in the Settlement Agreement or by Order of the Court.

The Releasers are barred from instituting, prosecuting, or continuing in this or any other jurisdiction in any capacity, any action or proceeding that asserts a Released Claim against any of the Releasees. This dismissal, bar and injunction applies only in favor of Furukawa and the other Releasees.

14. The Escrow Account, into which Furukawa has deposited assets with a total value of U.S. \$19,000,000.00 as the Settlement Amount (as defined in paragraph 15 of the Settlement Agreement), plus accrued interest thereon, is approved as a Qualified Settlement Fund pursuant to Internal Revenue Code Section 468B and the Treasury Regulations promulgated thereunder.

15. Neither the Settlement Agreement, nor any act performed or document executed pursuant to the Settlement Agreement, may be deemed or used as an admission of wrongdoing in any civil, criminal, administrative, or other proceeding in any jurisdiction.

16. This Order and Final Judgment does not settle or compromise any claims by the Direct Purchaser Plaintiffs or the Settlement Class against any other Defendant or other person or entity other than Furukawa and the other Releasees, and all rights against any other Defendant or other person or entity are specifically reserved.

17. Without affecting the finality of this Order and Final Judgment, the Court retains exclusive jurisdiction over: (a) the enforcement of this Order and Final Judgment; (b) the enforcement of the Settlement Agreement; (c) any application for distribution of funds, attorneys' fees or reimbursement made by Plaintiffs' Counsel; and (d) the distribution of the settlement proceeds to Settlement Class members.

18. Pursuant to Fed. R. Civ. P. 54, the Court finds that there is no just reason for delay and hereby directs the entry of a final judgment dismissing the Action with prejudice as to Furukawa.

IT IS SO ORDERED.

Date: November 27, 2018

s/Marianne O. Battani
MARIANNE O. BATTANI
United States District Judge

CERTIFICATE OF SERVICE

The undersigned certifies that the foregoing Order was served upon counsel of record via the Court's ECF System to their respective email addresses or First Class U.S. mail to the non-ECF participants on November 27, 2018.

s/ Kay Doaks
Case Manager

EXHIBIT “A”

**AUTOMOTIVE PARTS ANTITRUST LITIGATION, 12-MD-02311,
WIRE HARNESS PRODUCTS, 2:12-CV-00101-MOB-MKM**

**REQUESTS FOR EXCLUSION FROM THE DIRECT
PURCHASER FURUKAWA SETTLEMENT CLASS**

1. SUBARU CORPORATION, F/K/A FUJI HEAVY INDUSTRIES LTD. and all of its subsidiaries, with the exception of Subaru of Indiana Automotive, Inc.
2. SUBARU OF AMERICA, INC.
3. SUBARU OF INDIANA AUTOMOTIVE, INC.
4. HONDA
 - American Honda Motor Co., Inc.
 - Honda of America Mfg., Inc.
 - Honda Mfg. of Indiana, LLC
 - Honda Mfg. of Alabama, LLC
 - Honda of Canada Mfg.
 - Honda R&D Co., Ltd.
 - Honda R&D Americas, Inc.
 - Honda Trading America Corp.