

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

<b>In Re: AUTOMOTIVE PARTS ANTITRUST LITIGATION</b>	:	
	:	<b>Master File No. 12-md-02311</b>
	:	<b>Honorable Marianne O. Battani</b>
<b>In Re: WIRE HARNESS CASES</b>	:	
	:	
<b>THIS RELATES TO: ALL DIRECT PURCHASER CASES</b>	:	<b>2:12-cv-00101-MOB-MKM</b>
	:	<b>2:14-cv-13773-MOB-MKM</b>
	:	

**ORDER**

AND NOW, upon consideration of Direct Purchaser Plaintiffs’ Motion for an Award of Attorneys’ Fees, Expenses, and Incentive Awards to Class Representatives (the “Motion”), the Memorandum in support thereof, and the declarations and exhibits attached thereto, and following a hearing on the Motion, it is hereby ORDERED that the Motion is GRANTED:

1. The Court has considered the relevant case law and authority and finds that awards of attorneys' fees and reimbursement of expenses to the Direct Purchaser Plaintiffs and their counsel are appropriate under Fed. R. Civ. P. 23(h) and Fed. R. Civ. P. 54(d)(2).

2. The Court engages in a two-part analysis when assessing the reasonableness of a petition seeking an award of attorneys’ fees. *In re Cardinal Health Inc. Sec. Litig.*, 528 F. Supp. 2d 752, 760 (S.D. Ohio 2007). The Court first determines the method of calculating the attorneys’ fees: it applies either the percentage of the fund approach or the lodestar method. *Id.*; *Van Horn v. Nationwide Prop. and Cas. Inc. Co.*, 436 Fed. Appx. 496, 498 (6th Cir. 2011).

3. The Court has the discretion to select the appropriate method for calculating attorneys' fees “in light of the unique characteristics of class actions in general, and of the unique

circumstances of the actual cases before them.” *Rawlings v. Prudential-Bache Properties, Inc.*, 9 F.3d 513, 516 (6<sup>th</sup> Cir. 1993). In common fund cases, the award of attorneys' fees need only “be reasonable under the circumstances.” *Id.*, 9 F.3d at 516. The Court has also analyzed and weighed the six factors described in *Ramey v. Cincinnati Enquirer, Inc.*, 508 F.2d 1188 (6th Cir. 1974).

4. The Court will award fees to Direct Purchaser Plaintiffs' counsel using the percentage-of-the-fund approach. This method of awarding attorneys' fees is preferred in this district because it eliminates disputes about the reasonableness of rates and hours, conserves judicial resources, and aligns the interests of class counsel and the class members. *Rawlings*, 9 F.3d at 515; *Shane Group, Inc. v. Blue Cross Blue Shield of Michigan*, No. 10-cv-14360, 2015 WL 1498888, at\* 15 (E.D. Mich. March 31, 2015); *In re Packaged Ice Antitrust Litig.*, 08-MDL-01952, 2011 WL 6209188, at \*16 (E.D. Mich. Dec. 13, 2011); *In re Delphi Corp. Sec. Derivative & ERISA Litig.*, 248 F.R.D. 483, 502 (E.D. Mich. 2008); *Cardinal*, 528 F. Supp. 2d at 762 (the Sixth Circuit has “explicitly approved the percentage approach in common fund cases.”); *In re Skelaxin (Metaxalone) Antitrust Litig.*, 2014 WL 2946459, \*1 (E.D. Tenn. Jun. 30, 2014). The total amount of the settlement funds before the Court is \$102,736,240.10.

5. The requirements of Fed. R. Civ. P. 23(h)(1) have been satisfied. Notice of the relief requested in the motion before the Court was mailed to 7,472 potential class members. In addition, a summary notice was published in *The Wall Street Journal* and *Automotive News*. Further, the notice is posted on the website dedicated to this litigation. There were no objections.

6. The Court grants the Direct Purchaser Plaintiffs' request for reimbursement of litigation expenses in the amount of \$2,110,483.67.

7. Plaintiffs' Counsel are also authorized to use up to \$7,500,000 from the Chiyoda, Fujikura, LEONI, Sumitomo, and Yazaki settlement proceeds for future payments of litigation expenses incurred in the prosecution of this litigation.

8. Counsel for the Direct Purchaser Plaintiffs request a fee award of 30% of the settlement funds before costs, expenses and incentive awards are deducted. The 30% is within the range of fee awards made by courts in this Circuit. *In re Prandin Direct Purchaser Antitrust Litig.*, 2015 WL 1396473 (E.D. Mich. Jan. 20, 2015) (awarding one-third of the fund); *In re Packaged Ice Antitrust Litig.*, 2011 WL 6209188, at \*19; *Skelaxin*, 2014 WL 2946459, at \*1; *In re Southeastern Milk Antitrust Litig.*, 2013 WL 2155387, at \*8 (E.D. Tenn. May 17, 2013); *Thacker v. Chesapeake Appalachia, L.L.C.*, 695 F. Supp. 2d, 521, 528 (E.D. Ky. 2010); *Bessey v. Packer and Plainwell, Inc.*, No. 4:06-CV-95, 2007 WL 3173972, at \*4 (W.D. Mich. 2007); *Delphi*, 248 F.R.D. at 502-03; *In re National Century Financial Enterprises, Inc. Investment Litig.*, 2009 WL 1473975 (S.D. Ohio, May 27, 2009); *Kogan v. AIMCO Fox Chase, L.P.*, 193 F.R.D. 496, 503 (E.D. Mich. 2000).

9. The Court has considered the six *Ramey* factors in weighing a fee award to counsel for the Direct Purchaser Plaintiffs: (1) the value of the benefits rendered to the class; (2) society's stake in rewarding attorneys who produce such benefits in order to maintain an incentive to others; (3) whether the services were undertaken on a contingent fee basis; (4) the value of the services on an hourly basis [the lodestar cross-check]; (5) the complexity of the litigation; and (6) the professional skill and standing of counsel on both sides. 508 F.2d at 1194-97.

10. The settlement funds total \$102,736,240.10. The settlements in the Direct Purchaser Wire Harness case confer a substantial cash benefit on the members of the Settlement Classes and the value of the settlements is immediate and readily quantifiable.

11. Direct Purchaser Plaintiffs' Counsel vigorously and effectively pursued the Direct Purchasers' claims. These efforts included factual investigation, drafting complaints, briefing and arguing motions to dismiss and for summary judgment, reviewing and analyzing documents, interviewing witnesses and taking dozens of depositions in the United States and abroad, negotiating the terms of the settlements, and preparing the settlement documents.

12. The settlement amounts constitute a "common fund." It has long been recognized that attorneys who recover a common fund for others are entitled to reasonable attorneys' fees from that fund.

13. The results achieved provide a clear benefit to the Settlement Classes: an immediate and certain payment of \$102,736,240.10, plus accrued interest, less attorneys' fees, litigation costs and expenses, incentive awards to the Class representatives, and notice and claims administration costs.

14. Direct Purchaser Plaintiffs' Counsel are operating on a contingency basis and bore a significant risk of non-payment in pursuing these claims.

15. Antitrust actions are inherently complex. The legal and factual issues are complicated and highly uncertain in outcome. This case is no exception.

16. In the absence of these settlements, Direct Purchaser Plaintiffs would have been facing continued litigation against ten, instead of two, Defendant groups. Indeed, the settling Defendants have agreed to cooperate with Direct Purchaser Plaintiffs' Counsel in connection with the continuing litigation against the non-settling Defendants.

17. As the Court has previously found, Interim Lead and Liaison Counsel are qualified to litigate class action antitrust claims, and they have performed their duties skillfully.

18. The reaction of the class members was favorable. The Settlement Classes are composed of sophisticated direct purchasers of Wire Harnesses and related parts, including parts suppliers and manufacturers of motor vehicles. The absence of objections is an indication that an attorneys' fee of 30% is reasonable.

19. As of April 30, 2017, Direct Purchaser Plaintiffs' Counsel have devoted \$81,407,770 in professional time at their historical billing rates to pursuing this case for the Direct Purchasers.

20. The Court finds that Direct Purchaser Plaintiffs' Counsel performed their tasks diligently, efficiently, and reasonably, and that their billing rates and lodestar are appropriate.

21. The Court conducted a lodestar "cross-check" with respect to the attorneys' fee award. The fee requested represents 38% of the current lodestar, so there is no lodestar multiplier.

22. After considering the appropriate factors, the Court finds that attorneys' fees of 30% are reasonable. However, the Court finds it is appropriate to deduct litigation costs and expenses before applying the 30% to the remainder of the settlement funds. The Court therefore awards attorneys' fees to counsel for the Direct Purchaser Plaintiffs in the amount of 30% of the settlement funds after costs and expenses are deducted. Specifically, the Court awards a fee of 30% of the \$102,736,240.10 settlement funds after deducting the Court's award of reimbursement of costs and expenses of \$2,110,483.67 and the Court's authorized amount of \$7,500,000 from the Chiyoda, Fujikura, Leoni, Sumitomo and Yazaki settlement proceeds for

future payment of litigation expenses. However, if less than the \$7,500,000 is used, Plaintiffs' Counsel are awarded a fee of 30% of the unused portion.

23. The Court finds that the class representatives are deserving of incentive awards in view of the time and effort they have expended and the burden and inconvenience they incurred in furtherance of these cases and hereby awards each of the following class representative plaintiffs an incentive award of \$50,000.00: 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.

24. Interim Lead Counsel are authorized to allocate among Direct Purchaser Plaintiffs' Counsel the attorneys' fees and reimbursed litigation costs and expenses in accordance with each firm's contribution to the prosecution of the case.

IT IS SO ORDERED.

Date: August 10, 2017

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 August 10, 2017.

s/ Kay Doaks  
Case Manager