

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

IN RE: AUTOMOTIVE PARTS ANTITRUST LITIGATION	No. 12-md-02311 Hon. Sean F. Cox
In Re: Wire Harness Systems	Case No. 2:12-cv-00103
In Re: Instrument Panel Clusters	Case No. 2:12-cv-00203
In Re: Fuel Senders	Case No. 2:12-cv-00303
In Re: Heater Control Panels	Case No. 2:12-cv-00403
In Re: Automotive Bearings	Case No. 2:12-cv-00503
In Re: Occupant Safety Systems	Case No. 2:12-cv-00603
In Re: Alternators	Case No. 2:13-cv-00703
In Re: Anti-Vibrational Rubber Parts	Case No. 2:13-cv-00803
In Re: Windshield Wiper Systems	Case No. 2:13-cv-00903
In Re: Radiators	Case No. 2:13-cv-01003
In Re: Starters	Case No. 2:13-cv-01103
In Re: Automotive Lamps	Case No. 2:13-cv-01203
In Re: Switches	Case No. 2:13-cv-01303
In Re: Ignition Coils	Case No. 2:13-cv-01403
In Re: Motor Generator	Case No. 2:13-cv-01503
In Re: Steering Angle Sensors	Case No. 2:13-cv-01603
In Re: HID Ballasts	Case No. 2:13-cv-01703
In Re: Inverters	Case No. 2:13-cv-01803
In Re: Electric Powered Steering Assemblies	Case No. 2:13-cv-01903
In Re: Air Flow Meters	Case No. 2:13-cv-02003
In Re: Fan Motors	Case No. 2:13-cv-02103
In Re: Fuel Injection Systems	Case No. 2:13-cv-02203
In Re: Power Window Motors	Case No. 2:13-cv-02303
In Re: Automatic Transmission Fluid Warmers	Case No. 2:13-cv-02403
In Re: Valve Timing Control Devices	Case No. 2:13-cv-02503
In Re: Electronic Throttle Bodies	Case No. 2:13-cv-02603
In Re: Air Conditioning Systems	Case No. 2:13-cv-02703
In Re: Windshield Washer Systems	Case No. 2:13-cv-02803
In Re: Automotive Constant Velocity Joint Boot Products	Case No. 2:14-cv-02903

In Re: Spark Plugs	Case No. 2:15-cv-03003
In Re: Automotive Hoses	Case No. 2:15-cv-03203
In Re: Shock Absorbers	Case No. 2:15-cv-03303
In Re: Body Sealing Products	Case No. 2:16-cv-03403
In Re: Interior Trim Products	Case No. 2:16-cv-03503
In Re: Automotive Brake Hoses	Case No. 2:16-cv-03603
In Re: Exhaust Systems	Case No. 2:16-cv-03703
In Re: Ceramic Substrates	Case No. 2:16-cv-03803
In Re: Power Window Switches	Case No. 2:16-cv-03903
In Re: Automotive Steel Tubes	Case No. 2:16-cv-04003
In Re: Access Mechanisms	Case No. 2:16-cv-04103
In Re: Side Door Latches	Case No. 2:17-cv-04303
In Re: Electronic Braking Systems	Case No. 2:21-cv-04403
In Re: Hydraulic Braking Systems	Case No. 2:21-cv-04503
THIS DOCUMENT RELATES TO: End-Payor Actions	

**END-PAYOR PLAINTIFFS’ MOTION FOR DISTRIBUTION OF \$100
MINIMUM PAYMENTS TO AUTHORIZED CLAIMANTS**

End-Payor Plaintiffs (“EPPs”), by their Settlement Class Counsel, respectfully move the Court for an order authorizing an interim distribution of \$100 minimum payment to Authorized Claimants¹ from the Rounds 1 through 5 Settlements pursuant to the Court-approved Round 4 Plan of Allocation² and Round

¹ All capitalized terms shall have the meaning ascribed to them in the Round 4 Plan of Allocation and Round 5 Plan of Allocation (defined *infra* at notes 2-3) and the Settlement Agreements that are the subject of the Rounds 1 through 5 Settlements.

² See, e.g., Order Granting EPPs’ Unopposed Motion for an Order Approving the Proposed Further Revised Plan of Allocation and for Authorization to Disseminate Supplemental Notice to the Settlement Classes, Master File No. 2:12-md-02311 (Dec. 20, 2019), ECF No. 2032 (order granting EPPs’ proposed Plan of Allocation

5 Plan of Allocation.³ Under the Plans of Allocation, each Authorized Claimant is entitled to receive a minimum payment of \$100. EPPs seek approval of an interim distribution of these minimum payments at this time. EPPs anticipate that an additional application will be made for further distributions by the end of the year. In support of this motion, EPPs submit the accompanying Memorandum of Law, the Declaration of Peter Sperry (Senior Project Manager employed by Epiq Class Action & Claims Solutions, Inc.) Regarding End-Payor Plaintiffs' Motion for Distribution of \$100 Minimum Payments to Authorized Claimants ("Epiq Decl."), and a proposed order.

EPPs have not sought consent from Settling Defendants pursuant to Local Rule 7.1 because Settling Defendants have long since been dismissed from this Litigation and Settling Defendants have no interest in the distribution of the Settlement Funds.

in connection with the Rounds 1 through 4 Settlements); Proposed Further Revised Plan of Allocation and for Authorization to Disseminate Supplemental Notice to the Settlement Classes, Case No. 2:12-cv-00403 (Dec. 10, 2019), ECF No. 301-2 (EPPs' proposed Plan of Allocation in connection with the Rounds 1 through 4 Settlements).

³ See, e.g., Order Granting EPPs' Motion for an Order Approving the Proposed Plan of Allocation in Connection with the Round 5 Settlements, Master File No. 2:21-cv-04403 (Feb. 6, 2023), ECF No. 14 (order granting EPPs' proposed Plan of Allocation in connection with the Round 5 Settlements); Proposed Plan of Allocation and Distribution of the Automotive Parts Settlement Funds, Case No. 2:21-cv-04403 (Nov. 18, 2022), ECF No. 8-1 (EPPs' proposed Plan of Allocation in connection with the Round 5 Settlements).

Dated: August 29, 2024

Respectfully submitted,

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In Re: Body Sealing Products
In Re: Interior Trim Products
In Re: Automotive Brake Hoses
In Re: Exhaust Systems
In Re: Ceramic Substrates
In Re: Power Window Switches
In Re: Automotive Steel Tubes
In Re: Access Mechanisms
In Re: Side Door Latches
In Re: Electronic Braking Systems
In Re: Hydraulic Braking Systems

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Case No. 2:16-cv-03603
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Case No. 2:16-cv-03903
Case No. 2:16-cv-04003
Case No. 2:16-cv-04103
Case No. 2:17-cv-04303
Case No. 2:21-cv-04403
Case No. 2:21-cv-04503

THIS DOCUMENT RELATES TO:
End-Payor Actions

**MEMORANDUM OF LAW IN SUPPORT OF END-PAYOR PLAINTIFFS'
MOTION FOR DISTRIBUTION OF \$100 MINIMUM PAYMENTS TO
AUTHORIZED CLAIMANTS**

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STATEMENT OF THE ISSUE PRESENTED

Whether the Court should authorize distribution of the \$100 minimum payments to Authorized Claimants from the Rounds 1 through 5 Settlements pursuant to the Court-approved Round 4 Plan of Allocation and Round 5 Plan of Allocation.

**CONTROLLING OR MOST APPROPRIATE AUTHORITIES
FOR THE RELIEF SOUGHT**

Order Granting EPPs' Unopposed Motion for an Order Approving the Proposed Further Revised Plan of Allocation and for Authorization to Disseminate Supplemental Notice to the Settlement Classes, Master File No. 2:12-md-02311 (Dec. 20, 2019), ECF No. 2032 (order granting EPPs' proposed Plan of Allocation in connection with the Rounds 1 through 4 Settlements)

Proposed Further Revised Plan of Allocation and for Authorization to Disseminate Supplemental Notice to the Settlement Classes, Case No. 2:12-cv-00403 (Dec. 10, 2019), ECF No. 301-2 (EPPs' proposed Plan of Allocation in connection with the Rounds 1 through 4 Settlements)

Order Granting EPPs' Motion for an Order Approving the Proposed Plan of Allocation in Connection with the Round 5 Settlements, Master File No. 2:21-cv-04403 (Feb. 6, 2023), ECF No. 14 (order granting EPPs' proposed Plan of Allocation in connection with the Round 5 Settlements)

Proposed Plan of Allocation and Distribution of the Automotive Parts Settlement Funds, Case No. 2:21-cv-04403 (Nov. 18, 2022), ECF No. 8-1 (EPPs' proposed Plan of Allocation in connection with the Round 5 Settlements)

I. INTRODUCTION

The settlement administration process in this complex multidistrict litigation has been extraordinarily complicated and time-consuming. The 43 separate Settlement Funds are subject to separate calculations based on which vehicles qualify as the basis for claims under the respective settlements. Tens of thousands of claims have been submitted covering millions of vehicles. Reviewing and engaging in follow-up efforts regarding the documentation submitted in support of the claims has consumed many hundreds of hours of effort, including following up with claimants who submitted claims covering very large numbers of vehicles.

Now, a year-and-a-half after the final deadline for the last round of claims submissions in this matter, End-Payor Plaintiffs (“EPPs”) and the Court-appointed Settlement Administrator, Epiq Class Action & Claims Solutions, Inc. (“Epiq”), are prepared to commence distribution of the \$100 minimum payments to Authorized Claimants, which would constitute payment in full for most of the qualifying Settlement Class Members in this Litigation (defined below).⁴ After years of litigation and effort, EPPs have settled with all defendants across all of the dozens of automotive parts cases in this massive multidistrict litigation, and have recovered

⁴ The final deadline for claims submissions for the Rounds 1 through 4 Settlements was June 18, 2020. Epiq Decl. ¶ 4. Epiq accepted additional support to such submissions through January 7, 2024. Epiq Decl. ¶ 12. The final deadline to submit claims to participate in the Round 5 Settlements was January 7, 2023. *Id.* ¶ 5.

over \$1.2 billion in settlements for the benefit of the classes they represent. *See* App'x A (summarizing settlements by Automotive Parts case, Settling Defendants, settlement round, and settlement amounts). The Court granted final approval of each of these settlements.

Epiq has processed all claims in connection with the Rounds 1 through 5 Settlements and has reviewed them for eligibility for payment on at least one authorized vehicle transaction, which would qualify them for \$100 minimum payments under the terms of Round 4 Plan of Allocation⁵ and Round 5 Plan of Allocation.^{6 7} Accordingly, EPPs respectfully move the Court for an order

⁵ *See, e.g.*, Order Granting EPPs' Unopposed Motion for an Order Approving the Proposed Further Revised Plan of Allocation and for Authorization to Disseminate Supplemental Notice to the Settlement Classes, Master File No. 2:12-md-02311 (Dec. 20, 2019), ECF No. 2032 (order granting EPPs' proposed Plan of Allocation in connection with the Rounds 1 through 4 Settlements); Proposed Further Revised Plan of Allocation and for Authorization to Disseminate Supplemental Notice to the Settlement Classes, Case No. 2:12-cv-00403 (Dec. 10, 2019), ECF No. 301-2 (EPPs' proposed Plan of Allocation in connection with the Rounds 1 through 4 Settlements).

⁶ Order Granting EPPs' Motion for an Order Approving the Proposed Plan of Allocation in Connection with the Round 5 Settlements, Master File No. 2:21-cv-04403 (Feb. 6, 2023), ECF No. 14 (order granting EPPs' proposed Plan of Allocation in connection with the Round 5 Settlements); Proposed Plan of Allocation and Distribution of the Automotive Parts Settlement Funds, Case No. 2:21-cv-04403 (Nov. 18, 2022), ECF No. 8-1 (EPPs' proposed Plan of Allocation in connection with the Round 5 Settlements).

⁷ At a later date, and without further notice to the Settlement Classes in the Rounds 1 through 5 Settlements, other than a posting on the Settlement Website and email notice to those Settlement Class Members who provided their email address to the Settlement Administrator, Settlement Class Counsel will apply to the Court for an

authorizing distribution of the \$100 minimum payments from the Rounds 1 through 5 Settlements. EPPs anticipate applying to the Court for an order authorizing distribution of the remaining *pro rata* share of the net settlement proceeds to Authorized Claimants from the Rounds 1 through 5 Settlements (subject to amounts to be held in reserve) by the end of this year.

II. BACKGROUND

A. The Court Granted Final Approval of All Settlements.

In 2012, EPPs filed the first of many consolidated class action complaints in the Litigation.⁸ After nearly a decade of hard-fought litigation, EPPs reached 144 settlements with all 74 groups of Settling Defendants covering 43 Automotive Parts cases providing for cash recoveries totaling \$1,224,230,840.59. *See* App’x A. The Court granted final approval of all these settlements.⁹

award of attorneys’ fees and reimbursement of costs and expenses to be paid out of the proceeds of the Rounds 1 through 5 Settlements for all of their services in the litigation, including, but not limited to, their services rendered in connection with administration of all of the settlements reached in this litigation. Settlement Class Counsel may also apply for amounts to be reserved for such further payments of attorneys’ fees, costs, and expenses.

⁸ *See* Consol. Amended Class Action Compl., Master File No. 2:12-md-02311 (May 14, 2012), ECF No. 87.

⁹ *See, e.g.*, Amended Opinion and Order Granting Final Approval of Class Action Settlements, Case No. 2:12-cv-00103 (Aug. 9, 2016), ECF No. 512 (“Round 1 Final Approval Order”); Order Granting Final Approval to the Round 2 Settlements, Case No. 2:12-cv-00403 (July 10, 2017), ECF No. 239 (“Round 2 Final Approval Order”); Order Granting Final Approval to the Round 3 Settlements, Case No. 2:12-cv-00103 (Nov. 8, 2018), ECF No. 628 (“Round 3 Final Approval Order”); Order Granting

B. The Court Approved Plans of Allocation in Connection with All Five Rounds of Settlements.

A plan of allocation governs the distribution of net settlement funds among Authorized Claimants. The net settlement funds consist of the principal amount of settlement funds, plus interest earned thereon, less Court-approved attorneys' fees, litigation costs and expenses, class notice and settlement administration expenses, and class representative service awards ("Net Settlement Funds").¹⁰

The Court granted approval of plans of allocation covering all of the five rounds of settlements.¹¹ The plans of allocation for the first three rounds of

Final Approval of the Round 4 Settlements, Case No. 2:12-cv-00603 (Sept. 23, 2020), ECF No. 230 ("Round 4 Final Approval Order"); Order Granting Final Approval of the Round 5 Settlements, Case No. 2:16-cv-03703 (Feb. 6, 2023), ECF No. 211 ("Round 5 Final Approval Order").

¹⁰ See, e.g., Order Granting in Part End-Payor Plaintiffs' Motion for An Award of Attorneys' Fees, Reimbursement of Expenses, and Establish of a Fund for Future Litigation Expenses at 2, Case No. 2:13-cv-00703 (June 20, 2016), ECF No. 103 ("Initial Round 1 Fee Order"); Supplemental Order Granting End-Payor Plaintiffs' Additional Attorneys' Fees at 2, Case No. 2:13-cv-00703, (Dec. 5, 2016) ECF No. 545 ("Supplemental Round 1 Fee Order"); Order Regarding End-Payor Plaintiffs' Motion for An Award of Attorneys' Fees and Reimbursement of Litigation Expenses ¶ 19, Case No. 2:12-cv-00103, (July 10, 2017), ECF No. 578 ("Round 2 Fee Order"); Order Regarding End-Payor Plaintiffs' Motion for An Award of Attorneys' Fees and Reimbursement of Litigation Expenses ¶¶ 11, 17, Case No. 2:12-cv-00103 (Nov. 7, 2018), ECF No. 626 ("Round 3 Fee Order"); Order Regarding End-Payor Plaintiffs' Motion for An Award of Attorneys' Fees and Payment of Incentive Awards to Class Representatives in Connection with the Round 4 Settlements ¶¶ 10, 16, Case No. 2:12-cv-00403 (Sept. 23, 2020), ECF No. 320 ("Round 4 Fee Order").

¹¹ See, e.g., Order Granting EPPs' Amended Motion for Approval of Plan of Allocation of Settlement Proceeds, Master File No. 2:12-md-02311 (Oct. 11, 2016), ECF No. 1473 (order approving plan of allocation in connection with the Round 1

settlements are substantially identical and provide that Authorized Claimants will share and share alike on a *pro rata* basis in the Net Settlement Funds established for each Settlement Class of which they are members.¹²

The Round 4 Plan of Allocation is substantially similar to that of the prior three rounds of settlements except it (1) modified the *pro rata* allocation by initially distributing \$100 to all eligible Settlement Class Members (assuming sufficient funds exist for each Settlement Class Member claimant to receive at least \$100), (2) modified the *pro rata* allocation formula based on the adjusted weighting of certain purchases or leases of vehicles containing automotive parts that defendants' anticompetitive conduct targeted (which will be weighted at four times in

Settlements); Order Approving EPPs' Plan of Allocation of the Settlements, Case No. 2:12-cv-00103 (July 10, 2017), ECF No. 577 (order approving plan of allocation in connection with Round 2 Settlements); Order Granting Final Approval to the Round 3 Settlements, Case No. 2:12-cv-00503 (Nov. 8, 2018), ECF No. 303 (order approving plan of allocation in connection with Round 3 Settlements); Order Granting EPPs' Unopposed Motion for an Order Approving the Proposed Further Revised Plan of Allocation and for Authorization to Disseminate Supplemental Notice to the Settlement Classes, Master File No. 2:12-md-02311 (Dec. 20, 2019), ECF No. 2032 (order approving plan of allocation in connection with Round 4 Settlements); Order Granting EPPs' Motion for an Order Approving the Proposed Plan of Allocation in Connection with the Round 5 Settlements, Case No. 2:16-cv-03703 (Feb. 6, 2023), ECF No. 212 (order approving plan of allocation in connection with Round 5 Settlements).

¹² See, e.g., Order Approving EPPs' Plan of Allocation of the Settlements, Case No. 2:12-cv-00103 (July 10, 2017), ECF No. 577 (order approving plan of allocation in connection with Round 2 Settlements).

comparison to other vehicles), and (3) clarified that Settlement Class Members that purchased or leased a new vehicle or purchased a replacement Automotive Part in a designated damages state are eligible to share in the Net Settlement Funds regardless of whether the individual resided in, or the business had its principal place of business in, a non-damages state at the time of such purchase or lease.¹³

The Round 5 Plan of Allocation is substantially similar to the Round 4 Plan of Allocation except it clarifies that: (1) a Settlement Class member who has a claim in the Round 5 Settlements as well as the Rounds 1 through 4 Settlements will only receive one \$100 minimum payment covering all of the Settlement Class Member's claims across the Rounds 1 through 5 Settlements, and (2) claims based on additional identified qualifying vehicles or qualifying replacement Automotive Parts for the Round 5 Settlements will only apply to the Round 5 Settlements and will not apply to the Rounds 1 through 4 Settlements.¹⁴

¹³ *See, e.g.*, Order Granting EPPs' Unopposed Motion for an Order Approving the Proposed Further Revised Plan of Allocation and for Authorization to Disseminate Supplemental Notice to the Settlement Classes ¶¶ 6-8, Master File No. 2:12-md-02311 (Dec. 20, 2019), ECF No. 2032 (order approving further revised plan of allocation in connection with Round 4 Settlements). The indirect purchaser damages states are defined in the settlement agreements and related orders of the Court.

¹⁴ *See, e.g.*, Order Granting EPPs' Motion for an Order Approving the Proposed Plan of Allocation in Connection with the Round 5 Settlements ¶ 11, Master File No. 2:21-cv-04403 (Feb. 6, 2023), ECF No. 14 (order granting EPPs' proposed Plan of Allocation in connection with the Round 5 Settlements).

For purposes of distributing Net Settlement Funds among Authorized Claimants from the Rounds 1 through 4 Settlements, the Round 4 Plan of Allocation supersedes the distribution plans governing the Rounds 1 through 3 Settlements. Similarly, for purposes of distributing Net Settlement Funds among Authorized Claimants from the Round 5 Settlements, the Round 5 Plan of Allocation is the sole distribution plan governing those settlements.

Neither the Round 4 Plan of Allocation nor the Round 5 Plan of Allocation specify the sources for funding the \$100 minimum payments to Authorized Claimants. Epiq Decl. ¶ 40. The most administratively efficient method of funding these payments is to pool funds from the Rounds 1 through 5 Settlement Funds, with each Settlement Fund contributing its *pro rata* share to the minimum payment fund. See App'x A; Epiq Decl. ¶ 40. The *pro rata* shares would be borne by each Settlement Fund's percentage of the Rounds 1 through 5 Settlement Funds. *Id.*¹⁵ The *pro rata* shares will be deducted from each Settlement Fund to establish the minimum payment fund and transferred from the Escrow Agent to Epiq for subsequent distribution to Authorized Claimants. *Id.* The remaining Net Settlement Funds from the Rounds 1 through 5 Settlements will remain invested by the Escrow

¹⁵ If the minimum payments in connection with the Round 5 Settlements exceed the Round 5 Net Settlement Fund, an amount must be reserved from the Rounds 1 through 4 Settlements to provide for the \$100 minimum payment to all Authorized Claimants. *Id.*

Agent consistent with the existing escrow agreements and settlements. *Id.*

C. Epiq's Settlement Administration to Date

Epiq has implemented the Court-approved settlement administration process in connection with each of the five rounds of settlements. *Id.* ¶ 9.¹⁶ Epiq first established and opened the claims submission process for the first rounds of settlements in 2015. *Id.* ¶ 3. A total of 160,602 Settlement Class Members, as defined in the 74 Settlement Agreements and the Court's orders granting final approval, submitted claims to Epiq to share in the Net Settlement Funds. *Id.* ¶¶ 30, 42. The claims submission deadline for the Rounds 1 through 4 Settlements was June 18, 2020. *Id.* ¶ 4. The final claims submission deadline for the Round 5 Settlements was

¹⁶ *See also, e.g.*, Order Granting EPPs' Motion for Authorization to Disseminate Combined Notice to the EPP Settlement Classes, Case No. 2:13-cv-00703 (Jan. 26, 2016), ECF No. 66 (order authorizing dissemination of notice in connection with Round 1 Settlements); Order Granting EPPs' Unopposed Motion for Authorization to Disseminate September 2016 Notice and Claim Form to the EPP Settlement Classes, Case No. 2:12-cv-00103 (Oct. 7, 2016), ECF No. 535 (order authorizing dissemination of notice in connection with Round 2 Settlements); Order Granting EPPs' Unopposed Motion for Authorization to Disseminate March 2018 Notice to the EPP Settlement Classes, Case No. 2:13-cv-01403 (Mar. 13, 2018), ECF No. 178 (order authorizing dissemination of notice in connection with Round 3 Settlements); Order Granting EPPs' Second Amended Unopposed Motion for Authorization to Disseminate July 2019 Notice to the EPP Settlement Classes, Case No. 2:12-cv-00403 (Aug. 2, 2019), ECF No. 291 (order authorizing dissemination of notice in connection with Round 4 Settlements); Order Granting EPPs' Unopposed Motion for Authorization to Disseminate Notice to the Settlement Classes in Connection with the Bosal, Bosch, and TRW Settlements, Case No. 2:16-cv-03703 (Aug. 10, 2022), ECF No. 203 (order authorizing dissemination of notice in connection with Round 5 Settlements).

January 7, 2023. *Id.* ¶ 5.

Epiq has now largely completed the processing of all claims submitted in connection with the Rounds 1 through 5 Settlements and reviewed them for eligibility for payment on at least one transaction, which would qualify them for a \$100 minimum payment. *Id.* ¶ 9. As part of this administration process, Epiq issued deficiency notices in May 2023, which expressly set forth a 30-day response deadline. Epiq processed claimant responses as it received them, including those received after the 30-day response deadline, which resulted in significant additional time and labor to determine whether claims had been satisfactorily documented. *Id.* ¶¶ 11-12.

Epiq has determined that Authorized Claimants are eligible for the \$100 minimum payment and are recommended to receive such payments. *Id.* ¶¶ 30-34, 42-43. Epiq is prepared to commence distribution of the \$100 minimum payments to Authorized Claimants, which would constitute payment in full for most Settlement Class members in this Litigation. *Id.* ¶ 29. Epiq will be able to distribute the minimum payments because it has processed responses for deficiency notices providing the necessary information to accept all claims that stand to receive a minimum payment under the Round 4 and Round 5 Plans of Allocation. *Id.* No further review is required to enable the accurate distribution of the \$100 minimum payment amounts. *Id.*

Distribution of the minimum payments allows all Authorized Claimants in the Rounds 1 through 5 Settlements (including claimants who claimed five or fewer vehicles or who did not utilize the large claim filing process described in paragraphs 17-23 of the Epiq Declaration) to receive their respective minimum payments expeditiously. *Id.* ¶ 8. Prioritizing the distribution of the \$100 minimum payment to all Authorized Claimants will also have the added benefit to the Settlement Classes of reducing Epiq’s time and cost devoted to further communicating with claimants as this will be the only payment for most Settlement Class Members. *Id.* ¶¶ 36-37. Authorized Claimants whose final calculated payment does not exceed the \$100 minimum payment would not be entitled to receive any additional payments. *Id.* ¶ 41.

While Epiq has established the final calculations of eligible transactions for smaller claimants, it has not yet completed its review of the documentation to establish final calculations of eligible transactions for large claimants (*i.e.*, those claimants who utilized the “large claim” filing process described in paragraphs 17-23 of the Epiq Declaration, including, but not limited to, third-party claim filers and fleet management companies). *Id.* ¶ 22. It is anticipated that Epiq’s review will be completed in the next several months (*id.*) and EPPs anticipate filing a motion for an order authorizing distribution of the remaining *pro rata* share to Authorized Claimants from the Rounds 1 through 5 Settlements (subject to amounts to be held

in reserve) by the end of this year. A final calculation of all eligible transactions is necessary for the distribution of all Net Settlement Funds given the *pro rata* allocation formulae established in the Round 4 Plan of Allocation and Round 5 Plan of Allocation following the initial minimum allocation that is the subject of this motion. *Id.* ¶ 45.

As discussed in more detail in the Epiq Declaration, Epiq requires more time to make determinations on final calculations of eligible transactions to complete review and analysis of the documentation from large claimants and any needed follow-up with them. *Id.* ¶¶ 22-23. In conjunction with EPP's further allocations regarding claims administration, Epiq will file a report and declaration after Epiq completes the remaining tasks necessary to make determinations on the final calculation of eligible transactions for all Authorized Claimants. *Id.* ¶ 45. This report and declaration will provide further details regarding payments to Settlement Class Members whose *pro rata* share of the Net Settlement Funds exceeds the \$100 minimum payment amounts. *Id.*

III. ARGUMENT

A. The Settlement Administration Process Has Been Fair and Reasonable

Since it began in 2015, the settlement administration process has been conducted in a fair and reasonable manner. *See, e.g.*, Epiq Decl. ¶ 3. Epiq has implemented the settlement administration process in connection with each of the

five rounds of settlements pursuant to the Court's orders. *Id.* ¶¶ 4-5; *see also supra*, note 9. Tens of thousands of Settlement Class Members have submitted claims to Epiq online or by mail to share in the Net Settlement Funds. Epiq Decl. ¶ 6.

Epiq can distribute the \$100 minimum payment amounts because it has completed the steps necessary to determine all claims that are eligible to receive a minimum payment. *Id.* ¶ 29. No further review is required to allow for accurate distribution of the minimum payment amounts. *Id.* Epiq is therefore prepared to proceed with distribution of the \$100 minimum payment to Authorized Claimants promptly following the Court's approval of this motion.

B. The Court Should Approve the Proposed Distribution of the \$100 Minimum Payments to Authorized Claimants

Sufficient funds exist for each Authorized Claimant to receive a minimum \$100 minimum payment from the Rounds 1 through 5 Settlements. Epiq Decl. ¶ 36. Distribution of the minimum payment allows all Authorized Claimants to receive their respective minimum payment at this time. *Id.* ¶ 37. As this will be the only payment for most Settlement Class Members, the prioritization of the \$100 minimum payment will benefit the Settlement Classes by reducing Epiq's time and cost devoted to communicating with claimants. *Id.* ¶¶ 36-37. Authorized Claimants whose final calculated payment does not exceed the minimum payment would not be eligible to receive any additional payments. *Id.* ¶ 41. Settlement Class Members should receive prompt distribution of the minimum payment due to them.

Neither the Round 4 nor Round 5 Plan of Allocation addresses the source of funding the \$100 minimum payment to Authorized Claimants. *Id.* ¶ 40. Epiq proposes funding these payments by pooling funds from each of the Settlement Funds in the Rounds 1 through 5 Settlements with each Settlement Fund contributing its *pro rata* share to the minimum payment fund. *Id.* ¶ 40; *see also* App’x A. This represents the most efficient and cost-effective means for funding these payments. Epiq Decl. ¶ 40. The *pro rata* share would be based on each Settlement Fund’s percentage of the Rounds 1 through 5 Settlement Funds. *Id.* ¶ 40.¹⁷ The *pro rata* share would be deducted from each Settlement Fund to establish the minimum payment fund and transferred by the Escrow Agent to Epiq for distribution to Authorized Claimants. *Id.* The remaining funds in the Settlement Funds from the Rounds 1 through 5 Settlements would remain invested by the class escrow agent consistent with the terms of the escrow agreements. *Id.*

IV. CONCLUSION

For the foregoing reasons, EPPs respectfully request that the Court grant the motion and enter an order authorizing distribution of the \$100 minimum payment from the Rounds 1 through 5 Net Settlement Funds pursuant to the Round 4 Plan of

¹⁷ As stated, *supra*, if the minimum payments in connection with the Round 5 Settlements exceed the Round 5 Net Settlement Funds, an amount must be reserved from the Rounds 1 through 4 Settlements to enable the \$100 minimum payments to be made to all Authorized Claimants. *Id.* ¶ 43.

Allocation and Round 5 Plan of Allocation.

Dated: August 29, 2024

Respectfully submitted,

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APPENDIX A

EPP Settlements		
Defendant Group	Litigation Status	EPPs' Allocated Settlement Amount
Wire Harness - 12-0103 (FULLY SETTLED)		
Chiyoda	Settled (Round 3)	\$1,915,200.00
DENSO	Settled (Round 2)	\$14,531,801.00
Fujikura	Settled (Round 1)	\$7,144,000.00
Furukawa	Settled (Round 2)	\$42,560,000.00
GS Electech	Settled (Round 2)	\$3,040,000.00
KL Sales	Settled (Round 1)	\$228,000.00
Lear	Settled (Round 1)	\$3,040,000.00
Leoni	Settled (Round 2)	\$1,482,000.00
MELCO	Settled (Round 2)	\$3,211,463.34
Sumitomo	Settled (Round 1)	\$35,817,220.00
Tokai Rika	Settled (Round 2)	\$760,000.00
Yazaki	Settled (Round 1)	\$73,267,000.00
Total		\$186,996,684.34
Instrument Panel Clusters - 12-0203 (FULLY SETTLED)		
Continental	Settled (Round 3)	\$3,800,000.00
DENSO	Settled (Round 2)	\$7,525,762.00
Nippon Seiki	Settled (Round 1)	\$4,560,000.00
Yazaki	Settled (Round 1)	\$2,675,000.00
Total		\$18,560,762.00
Fuel Senders - 12-0303 (FULLY SETTLED)		
DENSO	Settled (Round 2)	\$187,823.00
Yazaki	Settled (Round 1)	\$58,000.00
Total		\$245,823.00
Heater Control Panels - 12-0403 (FULLY SETTLED)		
Alps	Settled (Round 3)	\$3,230,000.00
DENSO	Settled (Round 2)	\$14,676,679.00
Sumitomo	Settled (Round 1)	\$2,182,780.00
Tokai Rika	Settled (Round 4)	\$1,366,578.08
Total		\$21,456,037.08
Automotive Bearings - 12-0503 (FULLY SETTLED)		
JTEKT	Settled (Round 3)	\$43,418,819.00

Nachi Fujikoshi	Settled (Round 3)	\$3,230,000.00
NSK	Settled (Round 2)	\$22,420,000.00
NTN	Settled (Round 3)	\$6,574,000.00
Schaeffler	Settled (Round 2)	\$7,600,000.00
SKF	Settled (Round 3)	\$7,600,000.00
Total		\$90,842,819.00
Occupant Safety Restraint Systems - 12-0603 (FULLY SETTLED)		
Autoliv	Settled (Round 1)	\$19,000,000.00
TK Holdings, Inc.	Settled (Round 4) ¹⁸	\$244,873.70
Takata Corporation	Settled (N/A) ¹⁹	\$226,182.59
Tokai Rika	Settled (Round 4)	\$28,745,447.27
Toyoda Gosei	Settled (Round 4)	\$5,797,725.14
TRW	Settled (Round 1)	\$5,446,350.00
Total		\$59,215,705.00
Alternators - 13-0703 (FULLY SETTLED)		
DENSO	Settled (Round 2)	\$50,449,261.00
Hitachi	Settled (Round 1)	\$6,216,420.00
MELCO	Settled (Round 2)	\$17,129,946.08
Total		\$73,795,627.08
Anti-Vibrational Rubber Parts - 13-0803 (FULLY SETTLED)		
Bridgestone	Settled (Round 3)	\$29,640,000.00
Sumitomo Riko	Settled (Round 2)	\$10,283,916.10
Toyo Tire	Settled (Round 3)	\$34,343,309.00
Yamashita Rubber	Settled (Round 3)	\$6,080,000.00

¹⁸ Takata Corp. and TK Holdings, Inc. (together, “Takata”) filed for bankruptcy on June 25, 2017. EPPs filed Proofs of Claim in both the U.S. and Japan bankruptcy proceedings for TK Holdings, Inc. and Takata Corp., respectively. EPPs have since settled with the Trustee of the Reorganized TK Holdings Trust for a general, unsecured non-priority claim in the amount of \$53,200,000 and received a final payout of \$244,873.80.

¹⁹ EPPs have also settled with Takata Corporation in Japanese insolvency proceedings for 25,000,000 Japanese Yen (\$226,182.59 USD). This settlement as a formal matter is with the Occupant Safety Systems Class Representatives only. However, the proceeds of the settlement with Takata Corporation will be paid to the same group of purchasers included in the Settlement Class agreed to based on the settlement with the Reorganized TK Holdings Trust.

Total		\$80,347,225.10
Windshield Wipers - 13-0903 (FULLY SETTLED)		
Bosch	Settled (Round 3)	\$508,288.00
DENSO	Settled (Round 2)	\$3,310,103.00
Mitsuba	Settled (Round 3)	\$32,895,142.38
Total		\$36,713,533.38
Radiators - 13-1003 (FULLY SETTLED)		
Calsonic	Settled (Round 3)	\$5,587,612.42
DENSO	Settled (Round 2)	\$15,760,989.00
Mitsuba	Settled (Round 3)	\$3,664,422.11
T.RAD	Settled (Round 1)	\$6,669,000.00
Total		\$31,682,023.53
Starters - 13-1103 (FULLY SETTLED)		
Bosch	Settled (Round 3)	\$1,039,984.00
DENSO	Settled (Round 2)	\$9,709,228.00
Hitachi	Settled (Round 1)	\$3,832,680.00
MELCO	Settled (Round 2)	\$16,474,807.24
Mitsuba	Settled (Round 3)	\$9,457,353.43
Total		\$40,514,052.67
Lamps - 13-1203 (FULLY SETTLED)		
Koito	Settled (Round 3)	\$21,654,653.10
Mitsuba	Settled (Round 3)	\$241,876.05
Stanley Electric	Settled (Round 3)	\$12,316,880.00
Total		\$34,213,409.15
Switches - 13-1303 (FULLY SETTLED)		
Panasonic	Settled (Round 1)	\$5,296,175.00
Tokai Rika	Settled (Round 4)	\$3,410,260.64
Total		\$8,706,435.64
Ignition Coils - 13-1403 (FULLY SETTLED)		
DENSO	Settled (Round 2)	\$16,746,824.00
Diamond Electric	Settled (Round 3)	\$5,396,000.00
Hitachi	Settled (Round 1)	\$7,431,660.00
MELCO	Settled (Round 2)	\$14,567,197.98
Toyo DENSO	Settled (Round 4)	\$760,000.00
Delphi	Settled (Round 4)	\$760,000.00
Total		\$45,661,681.98

Motor Generators - 13-1503 (FULLY SETTLED)		
DENSO	Settled (Round 2)	\$142,120.00
Hitachi	Settled (Round 1)	\$2,337,000.00
Total		\$2,479,120.00
Steering Angle Sensors - 13-1603 (FULLY SETTLED)		
Panasonic	Settled (Round 1)	\$6,293,229.00
Tokai Rika	Settled (Round 4)	\$677,714.01
Total		\$6,970,943.01
HID Ballasts - 13-1703 (FULLY SETTLED)		
DENSO	Settled (Round 2)	\$1,424,803.00
Koito	Settled (Round 3)	\$1,335,346.90
MELCO	Settled (Round 2)	\$3,211,463.34
Panasonic	Settled (Round 1)	\$5,510,596.00
Stanley Electric	Settled (Round 3)	\$2,883,120.00
Total		\$14,365,329.24
Inverters - 13-1803 (FULLY SETTLED)		
DENSO	Settled (Round 2)	\$142,120.00
Hitachi	Settled (Round 1)	\$2,337,000.00
Total		\$2,479,120.00
Electronic Powered Steering Assemblies - 13-1903 (FULLY SETTLED)		
JTEKT	Settled (Round 3)	\$4,081,181.00
MELCO	Settled (Round 2)	\$3,211,463.34
Mitsuba	Settled (Round 3)	\$169,313.23
NSK	Settled (Round 2)	\$3,800,000.00
Showa	Settled (Round 4)	\$4,133,735.39
Yamada	Settled (Round 3)	\$2,356,000.00
Total		\$17,751,692.96
Air Flow Meters - 13-2003 (FULLY SETTLED)		
DENSO	Settled (Round 2)	N/A
Hitachi	Settled (Round 1)	\$5,047,920.00
Total		\$5,047,920.00
Fan Motors - 13-2103 (FULLY SETTLED)		
DENSO	Settled (Round 2)	\$142,120.00
Mitsuba	Settled (Round 3)	\$3,664,422.11

Total		\$3,806,542.11
Fuel Injection Systems - 13-2203 (FULLY SETTLED)		
Aisan	Settled (Round 3)	\$4,560,000.00
Bosch	Settled (Round 3)	\$2,892,560.00
DENSO	Settled (Round 2)	\$19,392,650.00
Hitachi	Settled (Round 1)	\$8,693,640.00
Keihin	Settled (Round 4)	\$836,000.00
MELCO	Settled (Round 2)	\$3,211,463.34
Mikuni	Settled (Round 4)	\$2,675,200.00
Mitsuba	Settled (Round 3)	\$1,378,693.47
Maruyasu	Settled (Round 4)	\$108,699.85
Total		\$43,748,906.66
Power Window Motors - 13-2303 (FULLY SETTLED)		
DENSO	Settled (Round 2)	\$142,120.00
Mitsuba	Settled (Round 3)	\$19,180,770.52
Total		\$19,322,890.52
ATF Warmers - 13-2403 (FULLY SETTLED)		
DENSO	Settled (Round 2)	\$1,662,943.00
T.RAD	Settled (Round 1)	\$741,000.00
Calsonic	Settled (Round 3)	\$380,366.93
Total		\$2,784,309.93
Valve Timing Control Devices - 13-2503 (FULLY SETTLED)		
Aisin Seiki	Settled (Round 2)	\$18,620,000.00
DENSO	Settled (Round 2)	\$4,362,039.00
Hitachi	Settled (Round 1)	\$3,972,900.00
MELCO	Settled (Round 2)	\$3,211,463.34
Mikuni	Settled (Round 4)	\$668,800.00
Total		\$30,835,202.34
Electronic Throttle Bodies - 13-2603 (FULLY SETTLED)		
Hitachi	Settled (Round 1)	\$6,870,780.00
Total		\$6,870,780.00
Air Conditioning Systems - 13-2703 (FULLY SETTLED)		
Calsonic	Settled (Round 3)	\$5,153,860.65
DENSO	Settled (Round 2)	\$21,836,133.00
Mahle Behr	Settled (Round 3)	\$1,482,000.00
Mitsubishi Heavy	Settled (Round 4)	\$6,840,000.00

Panasonic	Settled (Round 4)	\$760,000.00
Sanden	Settled (Round 3)	\$7,600,000.00
Valeo	Settled (Round 2)	\$6,650,000.00
Total		\$50,321,993.65
Windshield Washer Systems - 13-2803 (FULLY SETTLED)		
DENSO	Settled (Round 2)	\$362,978.00
Mitsuba	Settled (Round 3)	\$1,548,006.70
Total		\$1,910,984.70
CVJ Boot - 14-2903 (FULLY SETTLED)		
Toyo Tire	Settled (Round 3)	\$1,756,691.00
Toyoda Gosei	Settled (Round 4)	\$716,505.10
Total		\$2,473,196.10
Spark Plugs - 15-3003 (FULLY SETTLED)		
Bosch	Settled (Round 3)	\$28,999,168.00
DENSO	Settled (Round 2)	\$9,760,366.00
NGK Spark Plugs	Settled (Round 3)	\$12,730,000.00
Total		\$51,489,534.00
Automotive Hoses - 15-3203 (FULLY SETTLED)		
Toyoda Gosei	Settled (Round 4)	\$5,428,166.52
Sumitomo Riko	Settled (Round 2)	\$1,116,083.90
Total		\$6,544,250.42
Shock Absorbers - 15-3303 (FULLY SETTLED)		
Hitachi	Settled (Round 3)	\$13,300,000.00
Showa	Settled (Round 4)	\$9,926,264.61
KYB	Settled (Round 4)	\$28,880,000.00
Total		\$52,106,264.61
Body Sealing Products - 16-3403 (FULLY SETTLED)		
Nishikawa	Settled (Round 3)	\$37,620,000.00
Green Tokai	Settled (Round 4)	\$950,000.00
Toyoda Gosei	Settled (Round 4)	\$27,148,653.36
Total		\$65,718,653.36
Interior Trim - 16-3503 (FULLY SETTLED)		
INOAC	Settled (Round 3)	\$2,470,000.00

Toyoda Gosei	Settled (Round 4)	\$5,089,493.68
Total		\$7,559,493.68
Automotive Brake Hoses - 16-3603 (FULLY SETTLED)		
Toyoda Gosei	Settled (Round 4)	\$659,456.20
Hitachi Metals	Settled (Round 3)	\$1,140,000.00
Total		\$1,799,456.20
Exhaust Systems - 16-3703 (FULLY SETTLED)		
Bosal	Settled (Round 5)	\$152,000.00
Eberspaecher	Settled (Round 3)	\$1,368,000.00
Faurecia	Settled (Round 3)	\$1,482,000.00
Meritor	Settled (Round 4)	\$760,000.00
Tenneco	Settled (Round 3)	\$17,480,000.00
Total		\$21,242,000.00
Ceramic Substrates - 16-3803 (FULLY SETTLED)		
Corning	Settled (Round 4)	\$26,600,000.00
DENSO	Settled (Round 2)	\$1,531,138.00
NGK Insulators	Settled (Round 3)	\$12,160,000.00
Total		\$40,291,138.00
Power Window Switches - 16-3903 (FULLY SETTLED)		
Toyo DENSO	Settled (Round 4)	\$4,408,000.00
Omron	Settled (Round 2)	\$3,040,000.00
Total		\$7,448,000.00
Steel Tubes - 16-4003 (FULLY SETTLED)		
Maruyasu	Settled (Round 4)	\$5,211,300.15
Usui Kokusai	Settled (Round 3)	\$5,320,000.00
Sanoh	Settled (Round 4)	\$8,360,000.00
Total		\$18,891,300.15
Access Mechanisms - 16-4103 (FULLY SETTLED)		
Alpha	Settled (Round 3)	\$2,698,000.00
Valeo	Settled (Round 3)	\$760,000.00
Total		\$3,458,000.00
Latches - 17-4303 (FULLY SETTLED)		
Kiekert AG	Settled (Round 3)	\$2,280,000.00
Brose	Settled (Round 4)	\$2,280,000.00
Total		\$4,560,000.00

Hydraulic Braking Systems - 21-11993 (FULLY SETTLED)		
Bosch	Settled (Round 5)	\$128,112.22
TRW	Settled (Round 5)	\$760,000.00
Total		\$888,112.22
Electronic Braking Systems - 21-11989 (FULLY SETTLED)		
Bosch	Settled (Round 5)	\$2,113,887.78
Total		\$2,113,887.78
		Total Settlement Amount
Total		\$1,224,230,840.59

CERTIFICATE OF SERVICE

I hereby certify that on August 29, 2024, I caused the foregoing to be electronically filed with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to all counsel of record.

/s/ Elizabeth T. Castillo
Elizabeth T. Castillo

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

IN RE: AUTOMOTIVE PARTS ANTITRUST LITIGATION	No. 12-md-02311 Hon. Sean F. Cox
In Re: Wire Harness Systems	Case No. 2:12-cv-00103
In Re: Instrument Panel Clusters	Case No. 2:12-cv-00203
In Re: Fuel Senders	Case No. 2:12-cv-00303
In Re: Heater Control Panels	Case No. 2:12-cv-00403
In Re: Automotive Bearings	Case No. 2:12-cv-00503
In Re: Occupant Safety Systems	Case No. 2:12-cv-00603
In Re: Alternators	Case No. 2:13-cv-00703
In Re: Anti-Vibrational Rubber Parts	Case No. 2:13-cv-00803
In Re: Windshield Wiper Systems	Case No. 2:13-cv-00903
In Re: Radiators	Case No. 2:13-cv-01003
In Re: Starters	Case No. 2:13-cv-01103
In Re: Automotive Lamps	Case No. 2:13-cv-01203
In Re: Switches	Case No. 2:13-cv-01303
In Re: Ignition Coils	Case No. 2:13-cv-01403
In Re: Motor Generator	Case No. 2:13-cv-01503
In Re: Steering Angle Sensors	Case No. 2:13-cv-01603
In Re: HID Ballasts	Case No. 2:13-cv-01703
In Re: Inverters	Case No. 2:13-cv-01803
In Re: Electric Powered Steering Assemblies	Case No. 2:13-cv-01903
In Re: Air Flow Meters	Case No. 2:13-cv-02003
In Re: Fan Motors	Case No. 2:13-cv-02103
In Re: Fuel Injection Systems	Case No. 2:13-cv-02203
In Re: Power Window Motors	Case No. 2:13-cv-02303
In Re: Automatic Transmission Fluid Warmers	Case No. 2:13-cv-02403
In Re: Valve Timing Control Devices	Case No. 2:13-cv-02503
In Re: Electronic Throttle Bodies	Case No. 2:13-cv-02603
In Re: Air Conditioning Systems	Case No. 2:13-cv-02703
In Re: Windshield Washer Systems	Case No. 2:13-cv-02803
In Re: Automotive Constant Velocity Joint Boot Products	Case No. 2:14-cv-02903

In Re: Spark Plugs	Case No. 2:15-cv-03003
In Re: Automotive Hoses	Case No. 2:15-cv-03203
In Re: Shock Absorbers	Case No. 2:15-cv-03303
In Re: Body Sealing Products	Case No. 2:16-cv-03403
In Re: Interior Trim Products	Case No. 2:16-cv-03503
In Re: Automotive Brake Hoses	Case No. 2:16-cv-03603
In Re: Exhaust Systems	Case No. 2:16-cv-03703
In Re: Ceramic Substrates	Case No. 2:16-cv-03803
In Re: Power Window Switches	Case No. 2:16-cv-03903
In Re: Automotive Steel Tubes	Case No. 2:16-cv-04003
In Re: Access Mechanisms	Case No. 2:16-cv-04103
In Re: Side Door Latches	Case No. 2:17-cv-04303
In Re: Electronic Braking Systems	Case No. 2:21-cv-04403
In Re: Hydraulic Braking Systems	Case No. 2:21-cv-04503

THIS DOCUMENT RELATES TO:
End-Payor Actions

**DECLARATION OF PETER SPERRY REGARDING
END-PAYOR PLAINTIFFS' MOTION FOR DISTRIBUTION OF \$100
MINIMUM PAYMENTS TO AUTHORIZED CLAIMANTS**

I, Peter Sperry, hereby declare and state as follows

1. I am a Senior Project Manager employed by Epiq Class Action & Claims Solutions, Inc. (“Epiq” or “Settlement Administrator”). I currently serve as the Senior Project Manager for this matter on behalf of Epiq. I have more than nine years of experience handling all aspects of settlement administration. The statements of fact in this Declaration are based on my personal knowledge and information

provided to me by my colleagues in the ordinary course of business and, if called on to do so, I could and would testify competently thereto.

2. The Court appointed Epiq as the Settlement Administrator on October 13, 2015. *See, e.g.*, Corrected Order Granting End-Payor Plaintiffs’ Motion for Authorization to Disseminate Notice to the End-Payor Plaintiff Settlement Classes, No. 2:13-md-02203 (Oct. 13, 2015), ECF No. 152).^{1 2} I submit this Declaration to advise the parties and the Court regarding the implementation of the various applicable End-Payor Plaintiff (“EPP”) Settlement Agreements, orders, and related documents.

CLAIMS PROCESSING ACTIVITY

3. Pursuant to the Court’s orders granting final approval of the EPP Settlements in the above-captioned litigation (“Litigation”),³ Epiq established and

¹ All capitalized terms not otherwise defined in this document shall have the same meanings ascribed to them in EPPs’ Motion for Distribution of \$100 Minimum Payment to Authorized Claimants concurrently filed herewith and the applicable EPP Settlement Agreements.

² Epiq is the successor to Garden City Group.

³ *See, e.g.*, Amended Opinion and Order Granting Final Approval of Class Action Settlements, Case No. 2:12-cv-00103 (Aug. 9, 2016), ECF No. 512 (“Round 1 Final Approval Order”); Order Granting Final Approval to the Round 2 Settlements, Case No. 2:12-cv-00403 (July 10, 2017), ECF No. 239 (“Round 2 Final Approval Order”); Order Granting Final Approval to the Round 3 Settlements, Case No. 2:12-cv-00103 (Nov. 8, 2018), ECF No. 628 (“Round 3 Final Approval Order”); Order Granting Final Approval of the Round 4 Settlements, Case No. 2:12-cv-00603

opened the claims submission process in 2015. Settlement Class Members, as defined in each of the EPP Settlement Agreements in this Litigation and the orders granting final approval (*see supra* at note 3), have submitted claims to Epiq through the Settlement Website or Settlement P.O. Box to share in the Net Settlement Funds.

4. EPPs' Round 4 Plan of Allocation and Notice⁴ established a Claim Form submissions deadline of March 16, 2020. This Court's March 24, 2020 Order Regarding End-Payor Plaintiffs' Unopposed Motion for an Extension of the Claims-Filing Deadline extended that deadline to June 18, 2020.⁵

5. EPP's Round 5 Plan of Allocation and Notice established a Claim Form submissions deadline of January 7, 2023.⁶ Claimants that timely submitted valid Claim Forms for previous settlements (*i.e.*, Rounds 1 through 4 Settlements) did not

(Sept. 23, 2020), ECF No. 230 ("Round 4 Final Approval Order"); Order Granting Final Approval of the Round 5 Settlements, Case No. 2:16-cv-03703 (Feb. 6, 2023), ECF No. 211 ("Round 5 Final Approval Order").

⁴ The Round 4 Plan of Allocation was approved by the Court on December 20, 2019. *See, e.g.*, Order Granting EPPs' Unopposed Motion for an Order Approving the Proposed Further Revised Plan of Allocation and for Authorization to Disseminate Supplemental Notice to the Settlement Classes, Master File No. 2:12-md-02311 (Dec. 20, 2019), ECF No. 2032.

⁵ *See* Master File No. 2:12-md-02311 (Mar. 24, 2020), ECF No. 2044.

⁶ The Round 5 Plan of Allocation was approved by the Court on February 6, 2023. *See, e.g.*, Order Granting EPPs' Motion for an Order Approving the Proposed Plan of Allocation in Connection with the Round 5 Settlements, Master File No. 2:21-cv-04403 (Feb. 6, 2023), ECF No. 14 (order granting EPPs' proposed Plan of Allocation in connection with the Round 5 Settlements).

need to submit another Claim Form to receive payment from the Round 5 Settlements concerning vehicles or replacement parts that the claimant previously identified. The Round 5 Plan of Allocation and Notice further permitted claimants to supplement their existing claims by January 7, 2023, with information relating to additional qualifying vehicles or replacement parts that the claimant had not previously identified.

6. Over 497,000 claimants submitted a Claim Form, but many of these submissions omitted the vehicle purchase, vehicle lease, and/or part purchase information required. Many other submissions failed to include identifiable contact information. Epiq denied these submissions for failure to include information required to evaluate the claim, leaving 341,096 claimants with a reviewable Claim Form.

7. These reviewable Claim Forms include claims that several Third-Party Claim Filers, entities that have submitted claims for a fee on behalf of claimants (rather than the claimants submitting claims directly), submitted on behalf of multiple potential Settlement Class Members as part of a single claim. Therefore, the number of Settlement Class Members eligible to receive payment from the Rounds 1-4 Settlements will likely substantially exceed the total number of timely submitted Claim Forms.

8. Claim Form submissions related to the Round 5 Settlements are not included in these totals and remain under review. However, in order to effectuate the Round 5 Plan of Allocation consistent with the Rounds 4 Plan of Allocation as it relates to the \$100 minimum payment, this Declaration will include specific details about the Round 5 claims in Paragraphs 34 and 43 to allow for a proper reserve to cover payment of these claims when review is complete. It is notable that the vast majority of the Round 5 claims are Standard Claims (as described below), not Large Claims.

DEFECT PROCESSING AND OUTREACH

9. Epiq has now processed all claims in connection with the Rounds 1 through 4 Settlements and reviewed them for eligibility for payment on at least one transaction, which would qualify them for a \$100 minimum payment.

10. During and following the completion of the claims submission process for the Rounds 1 through 4 Settlements, Epiq received, processed, and/or updated Claim Form submissions from potential Settlement Class Members. Part of this process required the Settlement Administrator to identify defective claims where claimants incorrectly submitted claims or omitted necessary claims information. Examples of these defects included: misspelled or incorrect vehicle and parts descriptions, corrupt or otherwise unusable data files, missing vehicle identification

numbers (“VINS”), missing Third-Party Filer proofs of authority to file on behalf of a proposed Settlement Class Member, inconsistencies between the vehicle model year and asserted date of purchase, duplicate claims information submitted by two or more claimants, and incomplete or insufficient vehicle purchase date information.

11. On May 19, 2023, Epiq started issuing claim defect notices to claimants who did not utilize the Large-Claim Addendum Spreadsheet (the “Standard Claims”). On June 9, 2023, Epiq started issuing claim defect notices to claimants with six or more claimed vehicles and those that utilized a Large-Claim Addendum Spreadsheet, including, but not limited to, large businesses, third-party filers, and fleet management companies that used spreadsheets to identify claimed vehicles and replacement parts (the “Large Claims”). Epiq sent defect notices for the Standard Claims and Large Claims via email and through the United States Postal Service.

12. All defect notices advised claimants that unless the listed deficiencies were corrected and sample documentation provided, the claim may be denied. Epiq sent a total of 74,889 initial defect notices to claimants of the Rounds 1-4 Settlements. All the defect notices had an initial response deadline of 30 days from mailing. However, at the direction of Settlement Class Counsel, Epiq extended the initial response deadline and accepted all responses received during the defect, sample, and audit process, which concluded on January 7, 2024. This amounted to a

significant extension of time beyond the initial response deadline stated in the defect notices.

STANDARD CLAIMS

13. A copy of the Standard Claims defect notice is attached as Exhibit A. Examples of basic defects in the Standard Claims included: vehicle make/model/year information that did not match the list of eligible vehicles for Rounds 1-4 Settlements; information indicating that the claimed vehicle may have been purchased used; duplicate claims information submitted by another claimant; duplicate claims information submitted by another person in the same household; and missing documentation to validate eligible replacement part purchases. VINs were not required for Standard Claims of five or fewer vehicles.

14. If a Standard Claim sought recovery for six or more vehicles, Epiq assigned a specific defect that required the claimant to submit proof of make, model, year, ownership/leaseholder status, date of purchase/lease, and location of purchase/lease in an indirect purchaser state.

15. The defect notices included contact information for the Settlement Administrator and instructions on how to resolve defects with the claims listed in the defect notice.

16. Epiq has now sufficiently processed the claims information and defect responses for the Standard Claims such that sufficient information exists to distribute the \$100 minimum payment under the terms of the Round 4 Plan of Allocation.

LARGE CLAIMS

17. Following discussions with Settlement Class Counsel, the Settlement Administrator instructed claimants submitting six or more vehicle claims to submit a Large-Claim Addendum Spreadsheet with the requisite Claim Form information: make, model, year, ownership/leaseholder status, date of purchase/lease, VIN, location of purchase/lease in an indirect purchaser state, principal place of business (if applicable), and replacement part purchase information. Following discussions with Settlement Class Counsel, the Settlement Administrator also required Large Claimants to provide purchase or lease documentation for a representative sample of vehicles selected at random by the Settlement Administrator (“Sample Vehicle List”). The Settlement Administrator did not require documentation for all vehicles submitted as part of a Large Claim because such a requirement may have been overly burdensome and cost-inefficient for certain Settlement Class Members.

18. The Settlement Administrator requested sample records based on the number of vehicles the potential Settlement Class Member claimed. This process involved establishing a sample document matrix as follows^{7 8}:

Vehicle Count	Sample Record Count
6-99 claimed vehicles	5
100-999 claimed vehicles	20
1,000-9,999 claimed vehicles	50
10,000-99,999 claimed vehicles	100
100,000-999,999 claimed vehicles	200
One million or more claimed vehicles	400

⁷ The Settlement Administrator used the sample document matrix for claimed vehicles with model years 2012 and newer. For model years 2011 and older, the Settlement Administrator requested three sample documents per manufacturing year or a data export from the company's digital records accompanied by a signed affidavit. If a claimant sought recovery for a large volume of 2011 and older model year vehicles, the Settlement Administrator slightly adjusted the documentation requests to seek additional sample documentation for model years with the most claimed vehicles.

⁸ With respect to Large Claims concerning replacement parts, the Settlement Administrator required documentation for each claimed replacement part. Failure to provide the requisite documentation for a given replacement part resulted in the denial of the claimed replacement part.

19. A copy of the Large Claims defect notice is attached as Exhibit B. The defects for Large Claims contained many of the same defects described for Standard Claims in Paragraph 10 above. However, the Settlement Administrator also required Large Claimants to provide VIN information for all claimed vehicles. Failure to include VIN information was a fatal defect.

20. Another difference in processing Large Claims was the use of a Defect Portal on the Settlement Website. The Settlement Administrator sent defect notifications to Large Claimants starting on June 9, 2023, and provided instructions on how to retrieve the defect notices and Sample Vehicle Lists. The Settlement Administrator required documentation to be submitted via upload to the Defect Portal or directly to the Settlement Administrator via US Mail, email, or document upload/download.

21. Following its review of documents in support of Sample Vehicle Lists, the Settlement Administrator discovered that many Large Claim filers failed to provide the requested purchase or lease documentation. Due to the low response rate, the Settlement Administrator began issuing additional defect notices to Large Claimants on a rolling basis in December 2023 and gave the Large Claimants an additional two months to submit documentation proving their claims.

22. The Settlement Administrator stopped accepting the requested purchase or lease documentation in support of Sample Vehicle Lists in April 2024. The Settlement Administrator is continuing to review the requested purchase or lease documentation in support of Sample Vehicle Lists provided by Large Claimants and expects to complete the review this fall. Nonetheless, Epiq has now sufficiently processed the claims information and defect responses for the Large Claims such that sufficient information exists to distribute the \$100 minimum payment under the terms of the Round 4 Plan of Allocation.

23. Given the pro rata allocation set forth in the Round 4 Plan of Allocation, a final count of all eligible claims is necessary to distribute the Net Settlement Funds that remain after distributing the \$100 minimum payment.

AUDIT PROCESS

24. All Claim Form submissions were subject to review and/or audit by the Settlement Administrator.

25. Starting in mid-2023 and continuing through the present, the Settlement Administrator has been auditing all Claim Form submissions received from potentially eligible Settlement Class Members that appeared to have at least one facially valid transaction. This process includes review of those submissions where:

- a. Standard or Large Claim submissions included incorrect, invalid, or missing information concerning the vehicle make, model, and/or year, VIN, lease or purchase year, and/or state of purchase, lease, or residence;
- b. Large Claim submissions included incomplete, invalid, or missing documentation, unsupported file formats, failed data transfers, corrupt files, incorrect passwords, and/or no response to prior defect and sample requests;
- c. Standard or Large Claim submissions included a placeholder purchase or lease date of January 1, suggesting that the claimant did not know the exact date of the purchase or lease so instead put January 1 of the years as a default, which necessitated requests for updated purchase dates and sample documentation supporting the claim;
- d. A Third-Party Filer submitted multiple claims on behalf of multiple potential Settlement Class Members and the Settlement Administrator needed to confirm the total number of submissions, vehicle and part counts for each submission, and

other information specific to the claims filed by the Third-Party Filer;

- e. Two or more persons, businesses, entities, or Third-Party Filers submitted a claim for the same vehicle and the Settlement Administrator needed additional information to determine which claim should receive priority; and
- f. Supporting documentation for vehicle lease and purchase came from outside sources other than the claimant's business records and the Settlement Administrator needed clarification concerning the information submitted and the potential existence of supporting documentation directly from the claimant's business records.

26. As part of the Settlement Administrator's due diligence, Epiq conducted a review of potentially fraudulent submissions. As part of this review, Epiq flagged submissions where a single claimant submitted multiple claims for multiple vehicles using the same mailing or email address. Where submissions facially appeared to contain fraudulent or fake information, the Settlement Administrator denied the claims and removed them from the review process.

27. The Settlement Administrator's review of claims revealed a very large number of duplicate claims submissions where two or more individuals, entities, or Third-Party Filers submitted a claim for the same vehicle with the same VIN. These duplicate claims submissions have necessitated a great deal of additional work processing the claims to determine which claim should receive priority. The Settlement Administrator's review of duplicate claim submissions is ongoing and will continue as the Settlement Administrator conducts its review of defect responses and sample documentation.

28. While Epiq has established final counts of eligible transactions for standard claimants, it has not yet completed its review of sample documentation to establish final counts of eligible transactions for Large Claimants (*i.e.*, those claimants who utilized the "Large Claim" filing process described in paragraph 17 of the Epiq Declaration, including, but not limited to, Third-Party Filers and Fleet Management Companies). Audits involving most Large Claim submissions remain ongoing. However, Epiq has now sufficiently audited the Large Claim submissions such that sufficient information exists to distribute the \$100 minimum payment under the terms of the Round 4 Plan of Allocation.

FINAL CLAIM TOTAL

29. EPPs and Epiq are prepared to commence distribution of the \$100 minimum payment to Authorized Claimants, which would constitute payment in full for most Settlement Class Members in this Litigation. Epiq is able to distribute the minimum payment because it has processed defect responses providing the minimum necessary information to deny or allow all claims that stand to receive a minimum payment under the Round 4 Plan of Allocation. No further review of documents is required to enable the accurate distribution of the minimum payment.

30. Following the completion of the various defect processes and audits, the Settlement Administrator has determined that 160,602 Claim Form submissions received for Rounds 1-4 are eligible for the \$100 minimum payment described in the Round 4 Plan of Allocation.

31. 171 submissions were received after the Round 4 claim submission deadline and are ineligible for payment.

32. 392 submissions were withdrawn directly by the potential Settlement Class Member or Third-Party Filer.

33. 27,942 submissions were deemed to be invalid due to one or more of the following reasons:

- a. All claimed vehicle(s) were:

- i. Used; and/or
 - ii. Non-qualifying because the claimant did not reside in a qualifying state (if a person) or have its principal place of business in a qualifying state (if a business) and the purchase or lease did not take place in a qualifying state;
 - iii. Not identified as an eligible vehicle for any of the Settlement Classes; and/or
- b. All replacement part(s) claimed were ineligible.

34. Additionally, there are 84,958 Round 5 Claim Form submissions received that currently appear to be eligible for payment upon completing the same review and audit processes for the Round 5 claims as was described above relating to the Round 1-4 claims before establishing final eligibility. Pursuant to the Round 5 Plan of Allocation, these claims are also to receive the same \$100 minimum payment as Round 1-4 claims.

PROPOSED DISTRIBUTION OF THE NET SETTLEMENT FUNDS

35. The Round 4 Plan of Allocation establishes that each Settlement Class Member will receive a minimum \$100 payment from the Rounds 1 through 4 Net Settlement Funds. Likewise, the Round 5 Plan of Allocation establishes that each Settlement Class Member will receive a minimum \$100 payment from the Round 5

Net Settlement Funds if the Settlement Class Member does not receive a \$100 minimum payment from the Rounds 1 through 4 Net Settlement Funds. Subsequently, Epiq will distribute the remaining funds to all class members whose weighted *pro rata* allocation exceeds \$100.

36. Sufficient funds exist for each Authorized Claimant to receive a minimum \$100 minimum payment from the Rounds 1 through 5 Settlements. Given that approximately 95% of the total eligible Settlement Class Members' claims are anticipated to be valued at \$100 or less and no further documentation is required to allow an accurate distribution of the minimum payments, EPPs believe it is in the best interest of the Settlement Classes to prioritize distribution of the \$100 minimum payments. This would result in full and final compensation for the majority of Settlement Class Members. The expedited timeline for payment of these minimum threshold claims will provide an added benefit to the Settlement Classes by reducing the time and cost devoted to managing Settlement Class Member communications as this will be the only payment for most of the Settlement Class Members.

37. Distribution of the minimum payment allows all Authorized Claimants in the Rounds 1 through 5 Settlements, including standard claimants (*i.e.*, those claimants with five or fewer claimed vehicles and/or those who did not utilize the

“large claim” filing process described in paragraph 17 of the Epiq Declaration), to receive their respective minimum payment expeditiously.

38. EPPs intend to move the Court for an order authorizing distribution of the remaining *pro rata* share to Authorized Claimants of the Rounds 1 through 5 Settlements as soon as possible and anticipate doing so by the end of the year.

39. After the remaining review and audit tasks are complete, the Settlement Administrator will provide further details regarding the remaining eligible Settlement Class Members whose *pro rata* payment exceeds the \$100 minimum payment threshold.

40. Neither the Round 4 Plan of Allocation nor Round 5 Plan of Allocation specifies the means of allocation to fund the \$100 minimum payments. Settlement Class Counsel and the Settlement Administrator believe the most expeditious and equitable option is to fund these payments to establish a pooled fund taken from all of the Rounds 1-5 Settlements with each Settlement contributing its *pro rata* share to the minimum payment fund. The *pro rata* share would be based on each Settlement’s contribution to the current combined balance of the Rounds 1-5 Settlements. Then the *pro rata* share would be deducted from each Settlement to establish the \$100 minimum payment fund and transferred to the Settlement

Administrator via wire for distribution. The remaining Rounds 1-5 Settlement Funds would remain invested consistent with the existing Escrow Agreements.

41. The eligible Settlement Class Members whose final calculated payment does not exceed the minimum \$100 payment will not receive any additional payment from the Net Settlement Funds.

42. Based on the forgoing, 160,602 eligible Settlement Class Members will be paid the \$100 minimum for their Allowed Claim Amount from the Rounds 1-4 Settlements yielding a total of \$16,060,200.⁹

43. Additionally, accounting for the 84,958 current, potentially valid and eligible Round 5 claims, the Allowed Claim Amount for the \$100 minimum payment in connection with the Round 5 Settlements may yield up to a total of \$8,495,800 in minimum payments. However, because the aggregate net proceeds of the Round 5 Settlements are less than \$8,495,800, an amount may be reserved from the overarching total of all Net Settlement Funds across Rounds 1-5) to support such a distribution if the minimum payments in connection with the Round 5 Settlements, in fact, exceed the Round 5 Net Settlement Funds.

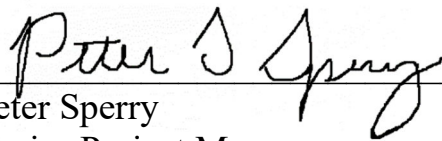
⁹ In the instances where it is determined that an eligible Settlement Class Member's Allowed Claim Amount *pro rata* payment value exceeded the previously-received \$100, that Settlement Class Member's payment would receive a true-up payment during future distributions.

DISTRIBUTION PLAN FOR THE NET SETTLEMENT FUNDS

44. The \$100 minimum payments will be paid from the Net Settlement Funds related to the Rounds 1 through 5 Settlements, each Net Settlement Fund contributing *pro rata* to the minimum payment fund.

45. Epiq will continue to evaluate the remaining documentation and will provide an additional declaration detailing its additional findings after completion of claims review and final audits.

I declare under penalty of perjury under the laws of the United States and the State of Washington that the foregoing is true and correct and that this Declaration was executed on August 28, 2024, in Kent, Washington.



Peter Sperry
Senior Project Manager
Epiq Class Action & Claims Solutions, Inc.

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

INDEX OF EXHIBITS

<u>Exhibit</u>	<u>Description</u>
A	Copy of the defect notice for Standard Claims
B	Copy of the defect notice for Large Claims

Exhibit A

Auto Parts Settlements
P.O. Box 10163
Dublin, OH 43017-3163

Name
Address 1
Address 2
Address 3
City, State Zip

Date: [Mailing Date]
Control No:
Claim No:

RESPONSE DEADLINE: [Mailing Date + 30]

NOTICE OF CLAIM DEFICIENCY

Dear Claimant:

You submitted a claim relating to the Settlements in *In re Automotive Parts Antitrust Litigation* (End-Payor Actions). Please note that if you submitted multiple claims for the same individual or entity, your claims may have been combined under a single claim number. The claim number referenced above may be different than the claim number on prior correspondence you may have received from us. Upon review of your claim and any supporting documentation submitted, we have determined that your claim is deficient. Your claim cannot be approved as submitted. We need additional information or documentation before your claim can be recommended for approval.

In order to be considered eligible, you must cure each deficiency noted below, sign this letter, and return it along with any required supporting documentation by the RESPONSE DEADLINE, [Date]. If you do not respond or your response does not cure all of the deficiencies noted below, all or part of your claim will be deemed invalid and you may not receive any monetary benefit from the Settlements.

Claim Information:

According to our records, you based your claim on the purchase or lease of the vehicles or replacement parts on the attached list. The three-digit codes next to each vehicle or part on the attached list indicate which of the reasons for deficiency listed below apply to each vehicle.

Reason(s) for Deficiency:

[QPD] Used Vehicle: Based on the information you provided and the information available to us, this vehicle appears to have been purchased or leased as a used vehicle. Only qualifying new

vehicles are eligible for payment from the Settlements. If you claim the vehicle was purchased or leased as a new vehicle, please provide documentation that proves that you purchased or leased this vehicle as a new vehicle.

[DVN] Vehicle Claimed by Another Person or Entity: This vehicle was also claimed by another person or entity. To resolve this conflict, you must provide documentation proving that you purchased or leased the vehicle as a new vehicle (not for resale).

[FAM] Vehicles Claimed by Multiple People in Same Household: Your claim included at least one vehicle that was also claimed by another person in your household. Each vehicle can be claimed by only one person. Please provide (1) documentation indicating who purchased or leased each vehicle as a new vehicle or (2) provide a statement signed by the other member of your household indicating that they withdraw their claim to the listed vehicles and authorize you to submit a claim based on those vehicles.

[146] State of Residence, Principal Place of Business, or Place of Purchase or Lease Not Eligible for Payment: To be eligible to receive a monetary benefit from the Settlements (1) you must have purchased or leased a new vehicle (not for resale) or purchased a replacement part in one of the 30 states listed below (or the District of Columbia), or (2) you must have resided or had your principal place of business in one of those 30 states (or the District of Columbia) at the time of purchase or lease. Your claim indicates that the state where the replacement part or vehicle was purchased or leased and your state of residence or principal place of business at the time of the purchase or lease was a state that is not eligible to receive payments from the Settlements. To cure this deficiency, you must provide documentation proving that the replacement part or vehicle was purchased or leased in one of the following states or that you resided or had your principal place of business in one of the following states at the time you purchased or leased the new vehicle or purchased the replacement parts: Arizona, Arkansas, California, Florida, Hawaii, Iowa, Kansas, Maine, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Mexico, New York, North Carolina, North Dakota, Oregon, Rhode Island, South Carolina, South Dakota, Tennessee, Utah, Vermont, West Virginia, Wisconsin, or the District of Columbia.

[MPD] Ineligible Replacement Parts Claimed or Insufficient Documentation: Your claim included one or more replacement part purchases that could not be verified as eligible. Only claims based on new replacement parts manufactured by one of the defendants are eligible for payment from the Settlements. To verify that the replacement parts upon which you base your claim were parts manufactured by one of the defendants that are eligible for payment as opposed to aftermarket parts manufactured by anyone else, please provide the following documentation for each part claimed: **a repair order for a repair performed on an Included Vehicle as defined in the Settlement Website by an authorized dealer repair shop that includes an eligible replacement part as an invoiced item.** Replacement parts sold by repair shops that are not affiliated with the vehicle manufacturer in question will not be sufficient. Alternatively, **a receipt or purchase order showing the part, the identity and the manufacturer of the part, the place of purchase, the date of purchase, and the amount paid by you will be considered.** Please note that if the state listed on your claim submission as the state of purchase or state of residence (as to an individual) or principal place of business (as to a business) is different from

the state in which the receipt or repair report shows as the place of purchase, you must also provide documentation of your state of residence or principal place of business at the time of the purchase. Any replacement part purchases that are claimed but not supported by documentation will be ineligible for payment. Purchase receipts that do not list the part manufacturer are not sufficient.

[MVD] Large Claim Submission – Insufficient Documentation: You submitted a claim for multiple vehicles. Due to the number of vehicles claimed, additional documentation is needed to validate your claim. Please provide purchase orders, lease contracts, title documents, and purchase or lease documents that identify your name and address, VIN, the date and place of purchase or lease, and your state of residence or principal place of business on the date of purchase or lease for all those vehicles. You must provide documentation to validate each of the vehicles on the attached list.

[011] Additional Vehicles Provided After Claims Deadline: Our records indicate that you submitted information for additional vehicles after the Court-ordered claim submission deadline of June 18, 2020. Your claim, to the extent it is based on this vehicle is untimely and will be recommended for disallowance. The only way to cure this defect is to provide documentation proving that you originally submitted a claim that included these vehicles on or before June 18, 2020.

[MAF] Claim Submitted by Third Party Without Authorization: All claims submitted by a third party on behalf of a Settlement Class member must be accompanied by a proof of authorization signed by the Settlement Class member granting the third-party authority to submit claims on the Settlement Class member's behalf specifically for the Auto Parts Antitrust Litigation End-Payor Settlements. You have not provided proof of authorization. Please provide proof of authorization signed by the Settlement Class member.

[CNF] Duplicate Claim Submitted by Someone Else: Our records indicate that this is a claim submitted by a third party on behalf of a potential Settlement Class Member who directly submitted a claim on their own behalf or who had a claim submitted for them by another third party. Claims submitted by third parties on behalf of an individual or entity that directly filed a claim on their own behalf will be denied. Claims submitted by more than one third party on behalf of an individual or entity will be denied unless we receive a signed statement from the Settlement Class Member that expressly references this claim, acknowledges that you filed this claim on their behalf, and withdraws any claim filed by another third party.

[148] Vehicle(s) Claimed do Not Match an Included Vehicle on the List of Included Vehicles: This vehicle is not included in the list of Included Vehicles on the Settlement Website or we were not able to validate this vehicle because your claim was missing required information. Only vehicles listed as Included Vehicles on the Settlement Website are eligible. To cure this deficiency, you must provide all of the information requested in the table at the bottom of this letter for all vehicles with this defect in the same format as they are listed on the Settlement Website. Please review the "List of Vehicles Included in the Settlements" at www.AutoPartsClass.com/included to confirm whether the claimed vehicle or vehicles are

included as well as how to reference your vehicle to establish that those vehicles are eligible. Please provide all of the following information for each vehicle with this defect code.

[NPD] Missing Purchase/Lease DATE Information: Your claim did not include the date that you purchased or leased this vehicle. Only qualifying new vehicles are eligible for payment from the Settlements. If you claim the vehicle was purchased or leased as a new vehicle, please provide all of the information requested in the table at end of this letter for each vehicle you purchased or leased: make, model, year, purchase or lease date, and place of purchase, your state of residence (for individuals), or principal place of business (for businesses) at the time of purchase or lease. Please note that you **MUST** provide all of the required information for each vehicle with an NPD code to cure this deficiency. It is not sufficient to provide only the purchase or lease date.

Visit the Defect Response page on the Settlement Website, www.AutoPartsClass.com, or use the table below to provide all of the information requested for all vehicles in your claim that have the 148, NPD defect codes.

Vehicle Year	Vehicle Make	Vehicle Model	VIN (Vehicle Identification Number)	State of Purchase or Lease, Residence, or Principal Place of Business at Time of Purchase or Lease*	Estimated Date of Purchase or Lease	Purchase or Lease?

*Please select the state of your purchase or lease, the state of your residence (if you are an individual), or the state of your principal place of business (if you are a business). Please include additional pages, if necessary.

Certification: I confirm that the information provided on my original claim submission as modified or supplemented by the information provided on and in response to this notice is true and correct.

Please note that by certifying your response as part of this proceeding pending in the United States District Court, you agree you are subject to the jurisdiction of the Court and all applicable federal laws, and you agree to be subject to further investigation as to your claim.

Signature

Date

Printed Name

Company/Title

Please visit the Settlement Website, www.AutoPartsClass.com to provide the requested information and upload the required documentation, or return this notice along with all requested information and documentation no later than the RESPONSE DEADLINE so that your claim can be considered. You can submit your response on the Settlement Website, by email to info@AutoPartsClass.com, or by mail to Auto Parts Settlements, P.O. Box 10163, Dublin, OH 43017-3163.

If you fail to correct all of the deficiencies listed above or do not provide all of the documentation requested before the RESPONSE DEADLINE, all or **part of your claim may be determined to be ineligible or denied completely.**

If you have questions, you may contact us by email at info@AutoPartsClass.com, by toll-free phone at 1-877-940-5043, or by mail at Auto Parts Settlements, P.O. Box 10163, Dublin, OH 43017-3163.

Sincerely,

Settlement Administrator

Exhibit B

Auto Parts Settlements
P.O. Box 10163
Dublin, OH 43017-3163

Name
Address 1
Address 2
Address 3
City, State Zip
On behalf of:

Date: [Mailing Date]
Control No:
Claim No:

RESPONSE DEADLINE: [Mailing Date + 30]

NOTICE OF CLAIM DEFICIENCY
LARGE CLAIM FILER

Dear Claimant:

You submitted a claim using a Large-Claim Addendum Spreadsheet on behalf of individuals or businesses relating to the Settlements in *In re Automotive Parts Antitrust Litigation* (End-Payor Actions). Please note that if you submitted multiple claims on behalf of individuals or businesses, your claims may have been combined under a single claim number or separated into multiple claim numbers. The claim number referenced above may be different than the claim number on prior correspondence you may have received from us. Upon review of your claim and any supporting documentation submitted, we have determined that your claim is deficient. Your claim cannot be approved as submitted. We need additional information or documentation before your claim can be recommended for approval.

In order to be considered eligible, you must cure each deficiency noted for your claim, and provide all requested information and/or documentation by the RESPONSE DEADLINE, [Date]. If you do not respond or your response does not cure all of the deficiencies noted for your claim, your claim will be deemed invalid and you may not receive any monetary benefit from the Settlements.

Please visit the Settlement Website, www.AutoPartsClass.com to view the specific deficiencies applicable to your claim, and the list of sample VINs for which you must provide documentation by logging into the Defect Response page using your Claim No. and Control No. at the top of this email. The three-digit codes next to each vehicle or part listed for your claim indicate which of the reasons for deficiency apply to each vehicle. You will also find instructions for how to cure each deficiency by providing additional information or uploading documents. **You must submit your additional information and documentation directly on the Settlement Website**

Questions? Call Toll-Free 1-877-940-5043 or Email info@AutoPartsClass.com

where your specific defects are displayed no later than the **RESPONSE DEADLINE** so that your claim can be considered.

Reason(s) for Deficiency:

[LRG] Large Claim Submission – Insufficient Documentation: You submitted a claim covering multiple vehicles using the large claim submission process. Due to the number of vehicles claimed, additional documentation is needed to validate your claim. Please provide purchase orders, lease contracts, title documents, and purchase or lease documents that identify the purchaser's or lessee's name and address, VIN, the date and place of purchase or lease, and either place of residence (of the individual for whom you filed a claim) or the principal place of business (of the business for whom you filed a claim) on the date of purchase covering multiple vehicles. We have generated a sample of vehicles from your claim submission that were manufactured in 2012 -2019. The documentation for this representative sample of vehicles from your claim submission will be used to determine the validity of your claim as a whole. You must provide documentation to validate each of the vehicles in the list of sample vehicles available by logging into the Defect Response page of the settlement website, www.AutoPartsClass.com. Additionally, for vehicles manufactured in model years 1990 – 2011, please provide this documentation for at least three vehicles per manufacturing year that you submitted. In the event you cannot provide documentation relating to the vehicles manufactured in model years 1990 – 2011 because it has been destroyed or discarded pursuant to your company's document retention policy, we will also accept an **electronic data export from the company's digital records** accompanied by an **affidavit signed by the a representative of the Settlement Class Member company** (not a third-party filer) that attests to the following: the fact that the claimed VINs were 1) purchased or leased on the dates claimed, 2) were purchased in or while having a principal place of business in the state listed on the original claim submission as the state of purchase or principal place of business, and 3) that the data provided is from the company's own records, which are kept in the normal course of business. Affidavits will not be accepted in lieu of documentation to validate claimed vehicles with a model year of 2011 – 2019.

[MVN] Missing VINs: To verify the validity of your claim, you must provide the 17-digit Vehicle Identification Number (VIN) for each of the vehicles subject to your claim. Your claim was missing a VIN for one or more of the vehicles on which you base your claim. Any claimed vehicles for which a VIN is not provided will not be eligible as the basis for payment.

[QPD] Used Vehicle: Based on the information you provided and the information available to us, your claim includes at least one vehicle that appears to have been purchased or leased as a used vehicle. Only qualifying new vehicles are eligible for payment from the Settlements. If you claim the vehicle was purchased or leased as a new vehicle, please provide documentation that identifies the business or individual who leased the vehicle as a new vehicle and evidence that the vehicle was new when purchased or leased.

[CNF] Duplicate Claim Submitted by Someone Else: Our records indicate that this is a claim submitted by a third party on behalf of a potential Settlement Class Member who

directly submitted a claim on their own behalf or who had a claim submitted for them by another third party. Claims submitted by third parties on behalf of an individual or entity that directly filed a claim on their own behalf will be denied. Claims submitted by more than one third party on behalf of an individual or entity will be denied unless we receive a signed statement from the Settlement Class Member that expressly references this claim, acknowledges that you filed this claim on their behalf, and withdraws any claim filed by another third party.

[DVN] Vehicle Claimed by Another Person or Entity: This vehicle was also claimed by another person or entity. To resolve this conflict, you must provide documentation proving that you purchased or leased the vehicle as a new vehicle (not for resale).

[146] State of Residence, Principal Place of Business, or Place of Purchase or Lease Not Eligible for Payment: To be eligible to receive a monetary benefit from the Settlements, the individual or business for whom you filed a claim (1) must have purchased or leased a new vehicle (not for resale) or purchased a replacement part in one of the 30 states listed below (or the District of Columbia), or (2) must have resided or had its principal place of business in one of those 30 states (or the District of Columbia) at the time of purchase or lease. Your claim indicates that the state where the replacement part or vehicle was purchased or leased and the state of residence or principal place of business at the time of the purchase or lease was a state that is not eligible to receive payments from the Settlements. To cure this deficiency, you must provide documentation proving that the replacement part or vehicle was purchased or leased in one of the following states or that the individual or business for whom you filed a claim resided or had its principal place of business in one of the following states at the time it purchased or leased the new vehicle or purchased the replacement part: Arizona, Arkansas, California, Florida, Hawaii, Iowa, Kansas, Maine, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Mexico, New York, North Carolina, North Dakota, Oregon, Rhode Island, South Carolina, South Dakota, Tennessee, Utah, Vermont, West Virginia, Wisconsin, or the District of Columbia.

[148] Vehicles Claimed do Not Match an Included Vehicle on the List of Included Vehicles: Your claim included one or more vehicles that are not eligible vehicles listed as Included Vehicles on the Settlement Website or did not include all of the required information for each vehicle: make, model, year, purchase or lease date, and place of purchase or the individual's state of residence or the business's principal place of business at time of purchase or lease. Only vehicles listed as Included Vehicles on the Settlement Website are eligible. Please review the "List of Vehicles Included in the Settlements" at www.AutoPartsClass.com/included to confirm whether the claimed vehicles are included as well as how to reference your vehicle to establish that those vehicles are eligible. To cure this deficiency, you must provide all of the required information for each vehicle in an updated version of the large claim addendum spreadsheet that you originally used to submit your claim making sure that the makes and models are listed exactly as they appear on the settlement website. You should send this updates spreadsheet to info@autopartsclass.com

and note that it is a “deficiency response,” and include the claim number at the top of this letter.

[MPD] Ineligible Replacement Parts Claimed: Your claim included replacement part purchases that could not be verified as eligible. Only claims based on replacement parts manufactured by one of the defendants are eligible for payment from the Settlements. To verify that the replacement parts upon which you base your claim were parts manufactured by the defendant that are eligible for payment as opposed to aftermarket parts manufactured by anyone else, please provide the following documentation for each part claimed: **a repair order for a repair performed on an Included Vehicle as defined on the Settlement Website, by an authorized dealer repair shop that includes an eligible replacement part as an invoiced item.** Replacement parts sold by repair shops that are not affiliated with the vehicle manufacturer in question will not be sufficient. Alternatively, **a receipt or purchase order showing the part, the identity and the manufacturer of the part, the place of purchase, the date of purchase, and the amount paid will be considered.** Please note that if the state listed on your claim submission as the state of purchase or state of residence (as to an individual) or principal place of business (as to a business) is different from the state in which the receipt or repair order shows as the place of purchase, you must also provide documentation of your state of residence or principal place of business at the time of the purchase. Any replacement part purchases that are claimed but not supported by documentation will be ineligible for payment. Purchase receipts that do not list the part manufacturer are not sufficient.

[NPD] Missing Purchase/Lease DATE Information: Your claim did not include the date that you purchased or leased this vehicle. Only qualifying new vehicles are eligible for payment from the Settlements. To cure this deficiency, you must provide all of the required information for each vehicle in an updated version of the large claim addendum spreadsheet that you originally used to submit your claim: make, model, year, purchase or lease date, and place of purchase, your state of residence (for individuals), or principal place of business (for businesses) at the time of purchase or lease.

[MAF] Claim Submitted by Third Party Without Authorization: All claims submitted by a third party on behalf of a Settlement Class member must be accompanied by a proof of authorization signed by the Settlement Class member granting the third party authority to submit claims on the Settlement Class member’s behalf specifically for the Auto Parts Antitrust Litigation End-Payor Settlements. You have not provided proof of authorization on file for one or more claims. Please provide proof of authorization signed by the Settlement Class member.

[FMC] Claimant is a Fleet Management Company: Fleet Management Companies (“FMCs”) are companies that provide fleet management services to businesses that operate fleets of vehicles. In certain, but not all instances, FMCs purchased new vehicles and then leased those vehicles to their customers (“FMC Customers”). In other instances, FMC Customers purchased or leased new vehicles directly from an automobile dealer or other third party either on their own or with an FMC’s administrative assistance, and the FMC

performed fleet management services to the FMC customers relating to those vehicles. It appears from our records that you operated your business as a Fleet Management Company. On January 10, 2022, the Court entered a stipulation and order concerning certain Fleet Management Companies. Please confirm that you agree to the terms of the stipulation and order or provide proof that you did not operate your business as a Fleet Management Company. The stipulation and order is available at: [\[add URL for stipulation\]](#)

[011] Additional Vehicles Provided After Deadline: Our records indicate that you submitted information for additional vehicle claims after the Court-ordered claims submission deadline of June 18, 2020. Your claim, to the extent it is based on this vehicle is untimely and will be recommended for disallowance. To the extent that all vehicle purchases claimed were provided for the first time after the claims submission deadline, your entire claim will be recommended for disallowance.

[IDV] Duplicate claim within the submission. To the extent you claimed the same VIN multiple times, each VIN can be eligible for payment from the settlements only once. All VINs that appear more than one time within the same claim submission will have all instances other than the first removed from the submission prior to evaluation of the claim and will be disregarded.

Certification: I confirm that the information provided on my original claim submission as modified or supplemented by the information provided on and in response to this notice is true and correct.

Please note that by certifying your response as part of this proceeding pending in the United States District Court, you agree you are subject to the jurisdiction of the Court and all applicable federal laws, and you agree to be subject to further investigation as to your claim.

Signature

Date

Please visit the Settlement Website, www.AutoPartsClass.com to provide the requested information and upload the required documentation, or return this notice along with all requested information and documentation no later than the RESPONSE DEADLINE so that your claim can be considered. You can submit your response on the Settlement Website, by email to info@AutoPartsClass.com, or by mail to Auto Parts Settlements, P.O. Box 10163, Dublin, OH 43017-3163.

If you fail to correct all of the deficiencies listed above or do not provide all of the documentation requested before the RESPONSE DEADLINE, all or **part of your claim may be determined to be ineligible or denied completely.**

If you have questions, you may contact us by email at info@AutoPartsClass.com, by toll-free phone at 1-877-940-5043, or by mail at Auto Parts Settlements, P.O. Box 10163, Dublin, OH 43017-3163.

Questions? Call Toll-Free 1-877-940-5043 or Email info@AutoPartsClass.com

Sincerely,

Settlement Administrator