

**United States District Court for the Eastern District of Wisconsin**

**NOTICE OF PROPOSED CLASS ACTION SETTLEMENT WITH AP AUTO PARTS INDUSTRIAL, LTD. AND CORNERSTONE AUTO PARTS, LLC, AND FINAL APPROVAL HEARING**

*Fond du Lac Bumper Exchange, Inc., et al. v. Jui Li Enterprise Co. Ltd., et al.*

2:09-cv-00852 (E.D. Wis.)

If you purchased certain Aftermarket Automotive Sheet Metal Products directly from Taiwan Kai Yih Industrial Co., Ltd.; Tong Yang Industry Co., Ltd.; TYG Products, L.P.; Jui Li Enterprise Company, Ltd.; Gordon Auto Body Parts Co., Ltd.; AP Auto Parts Industrial, Ltd. (formerly Auto Parts Industrial, Ltd.); or Cornerstone Auto Parts, LLC between January 1, 2003 and September 4, 2009, you may be entitled to a cash payment from a partial class action settlement.

*A federal district court authorized this Notice. This is not junk mail, an advertisement or a solicitation from a lawyer.*

- This Notice has been given by Order of the Court and pursuant to Rule 23 of the Federal Rules of Civil Procedure. The purpose of this Notice is to inform you that (1) a Settlement has been reached with AP Auto Parts Industrial Ltd., formerly known as Auto Parts Industrial, Ltd., and its wholly owned subsidiary, Cornerstone Auto Parts, LLC (together “API”), and (2) the Court has granted preliminary approval of the Settlement. API has agreed to pay USD\$3,250,000 in settlement of the Direct Purchaser Plaintiff Class’s claims against it. Due to a requirement of Taiwan law that applies to the fund because it will originate from a Taiwan bank account, twenty percent will be withheld as taxes, resulting in a deposit by API in the amount of at least USD\$2,600,000 (the “Settlement Fund”) in an escrow account in the United States. Class Members may also be entitled to an offset of United States tax liability, if any, associated with the payment of the Settlement proceeds. Prior settlements in this litigation were reached with Tong Yang Industry Co., Ltd.; Taiwan Kai Yih Industrial Co., Ltd.; TYG Products, L.P. (the “Tong Yang Defendants”); and Gordon Auto Body Parts Co. Ltd. (the “Gordon Defendant”) in 2015; and Jui Li Enterprise Company (“the Jui Li Defendant”) in 2017.
- Direct Purchaser Plaintiffs (“DPPs”) allege that between January 1, 2003 and September 4, 2009 (the “Class Period”), Defendants violated the United States federal antitrust laws by agreeing to fix prices and limit the supply of Aftermarket Automotive Sheet Metal Products (“AMSM”). Defendants include AP Auto Parts Industrial, Ltd. and its wholly owned subsidiary Cornerstone Auto Parts, LLC, the Jui Li Defendant, the Tong Yang Defendants and the Gordon Defendant, who have all reached settlements with the Direct Purchaser Plaintiff Class.
- Aftermarket Automotive Sheet Metal Products, or AMSM, is defined as any and all directly purchased aftermarket automotive products made of any kind of sheet metal manufactured by companies other than original equipment manufacturers, including but not limited to hoods, doors, bumpers, fenders, bonnets, floor panels, trunk assemblies, trunk lids, tailgates, roof panels and reinforcement parts.
- Please read this entire Notice carefully. This Notice summarizes essential information regarding the proposed Settlement, your potential rights, and deadlines to respond in order to act on your rights. This Notice also provides information about Class Counsel’s request for attorneys’ fees and payment of costs and expenses and intention to petition the Court for service awards to the Class Representatives.

## **YOUR LEGAL RIGHTS AND OPTIONS**

<b>OBJECT TO THE SETTLEMENT</b>	You may tell the Court the reasons why you do not like any aspect of the Settlement. Written objections must be filed with the Aftermarket Sheet Metal Settlement and Litigation Administrator, Class Counsel, Counsel for API, and the Court no later than <b>July 3, 2019</b> . If the Settlement is approved, you will be subject to the Settlement and bound by the Release unless the Court, in ruling on your objections, also permits you to opt out at that time. The Release language is available at <a href="http://www.AftermarketSheetMetalSettlement.com">www.AftermarketSheetMetalSettlement.com</a> and described in more detail later in this Notice.
<b>GO TO THE FINAL APPROVAL HEARING</b>	If you timely object in writing to the Settlement and file a timely Notice of Intention to Appear at the Final Approval Hearing, in accordance with the instructions in this Notice, you will be entitled to ask to speak in Court about the fairness of the Settlement during the Final Approval Hearing set for <b>August 6, 2019</b> .
<b>APPEAR THROUGH AN ATTORNEY</b>	You may enter an appearance regarding the proposed Settlement through your own counsel at your own expense, but it is not required.
<b>DO NOTHING</b>	If you fit within the certified class definition provided on page 3 and you submitted a Claim Form in conjunction with the prior settlements, you do not need to do anything now to receive a payment from this Settlement.

- These rights and options—and the deadlines to exercise them—are explained in this Notice.
- This Notice is merely a summary of the terms and provisions of the proposed Settlement. For a complete description of the terms and provisions of the proposed Settlement, including certain exceptions, conditions, and limitations that may not be addressed herein, you should read the Settlement Agreement filed with the Court and available at [www.AftermarketSheetMetalSettlement.com](http://www.AftermarketSheetMetalSettlement.com) or call 1-866-413-5892. Capitalized terms in this Notice have the meanings assigned in the Settlement Agreement.
- The Court in charge of this case still has to decide whether to approve the Settlement. If the Court denies approval of the Settlement, the Settlement Agreement will be null and void and the litigation will continue between the Direct Purchaser Plaintiff Class and API.

## **BASIC INFORMATION**

### **Why did I get this Notice package?**

Defendants' records indicate that you may have purchased AMSM directly from one or more Defendants between January 1, 2003 and September 4, 2009.

The Court directed that you be sent this Notice because you have a right to know about the proposed Settlement with API, and about all of your options before the Court decides whether to approve the Settlement. If the Court approves the Settlement, and after any objections or appeals (if any) are resolved, the Settlement Administrator appointed by the Court will make the payments that the Settlement allows. This Notice explains the API Settlement, your legal rights, what benefits are available, who is eligible for them, and how to get them.

The Court in charge of this case is the United States District Court for the Eastern District of Wisconsin, and the case is known as *Fond du Lac Bumper Exchange, Inc., et al. v. Jui Li Enterprise Company, Ltd., et al.*, 2:09-cv-00852 (the "Action"). The entities who lead the Action, Fond du Lac Bumper Exchange and Roberts Wholesale Body Parts, Inc., are called Plaintiffs, and the parties that they sued, Taiwan Kai Yih Industrial Co., Ltd.; Tong Yang Industry Co., Ltd.; TYG Products L.P.; Jui Li Enterprise Company, Ltd.; Gordon Auto Body Parts Co., Ltd.; AP Auto Parts Industrial, Ltd.; and Cornerstone Auto Parts, LLC, are called Defendants.

### **What is this lawsuit about?**

DPPs allege that Defendants violated federal antitrust laws by agreeing to fix prices and limit supply for AMSM. Defendants have denied and continue to deny each and all of the claims and contentions alleged by DPPs, as well as all charges of wrongdoing or liability against them arising out of any of the conduct, statements, acts, or omissions alleged, or that could have been alleged, in the Action, as well as whether Class Members were damaged by their conduct.

### **Why is this a class action?**

In a class action, one or more people called Class Representatives (in this case, Fond du Lac Bumper Exchange, Inc. and Roberts Wholesale Body Parts Inc.) sue on behalf of individuals or entities that have similar claims. Here, all of these individuals or entities are called a Class or Class Members. One Court and one judge—in this case United States District Judge Lynn Adelman—resolve the issues for all Class Members.

### **Why is there a Settlement?**

The Court did not decide in favor of DPPs or API. Instead, the lawyers for the DPPs and API negotiated a Settlement that they believe is in the best interests of their respective clients. The Settlement allows both sides to avoid the risks and cost of lengthy and uncertain litigation and the uncertainty of a trial and appeals and permits Class Members to be compensated without further delay. The Class Representatives and their attorneys think the Settlement is best for all Class Members.

### **WHO GETS MONEY FROM THE SETTLEMENT?**

To see if you will get money from this Settlement, you first have to determine if you are a Class Member.

### **How do I know if I am part of the Settlement and the Action?**

You are part of the Court certified Class, the Settlement, and the Action as a Direct Purchaser Class Member if you fit the following description:

All persons and entities in the United States, and its territories and possessions, that purchased Aftermarket Automotive Sheet Metal Products directly from any of the Defendants between January 1, 2003 and September 4, 2009.

### **Are there exceptions to being included in the Class?**

Yes. Excluded from this definition are Defendants and their parents, subsidiaries, and affiliates, all governmental entities, any judicial officer presiding over the Action and the members of his/her immediate family and judicial staff, and any former Class Member that properly and timely opted out of the Class.

### **I'm still not sure if I am included.**

If you are still not sure whether you are included, you can ask for free help. You can visit [www.AftermarketSheetMetalSettlement.com](http://www.AftermarketSheetMetalSettlement.com) for more information.

### **THE SETTLEMENT BENEFITS – WHAT YOU GET IF YOU QUALIFY**

#### **What does the Settlement provide?**

API has agreed to pay USD\$3,250,000 in cash which, after Taiwan taxes, will net USD\$2,600,000 in a United States escrow account, in six installments.

The Settlement Fund, plus (a) interest earned from the date it is established, and less (b) taxes, costs, attorneys' fees, and expenses, and any amount attributable to opt-outs from the Class (the "Net Settlement Fund"), will be divided, *pro rata*, among all eligible Direct Purchaser Class Members who fit within the Court-certified class definition on page 3 and sent in valid Claim Forms in conjunction with the prior settlements ("Authorized Claimants"). Costs, fees, and expenses include Court-approved attorneys' fees and expenses (*see* discussion of attorneys' fee application at page 5 below), the costs of notifying Direct Purchaser Class Members, including the costs of printing and mailing this Notice, the cost of publishing notice, and the costs of claims administration.

#### **Why is there a deduction for Taiwan taxes?**

The Settlement Fund amount originates from Taiwan, which is the location of API. According to Taiwan tax advisors, under Taiwan law, the settlement amount paid to the payee of funds (the Class) is subject to a withholding tax of 20% of the funds and the payor (API) is required to make that deduction before the funds leave Taiwan. API is obligated to produce proof of this tax withholding pursuant to the Settlement Agreement, which will be shared with Class Members. It may be possible that this 20% tax withholding can be offset against taxes due in the United States, if any, associated with the Settlement payment. You may want to explore this possibility with your tax professional.

## **PLAN OF ALLOCATION OF SETTLEMENT PROCEEDS AMONG CLASS MEMBERS**

### **How will payment amounts be determined?**

Each Authorized Claimant shall be allocated a *pro rata* share of the Net Settlement Fund based on their volume of qualifying AMSM purchases as compared to the total volume of qualifying AMSM purchases of all Authorized Claimants. The Settlement Administrator shall determine each Authorized Claimant's *pro rata* share of the Net Settlement Fund.

Distributions will be made to Authorized Claimants after the Court has finally approved the Settlement. If there is a balance remaining in the Settlement Fund after initial distribution of the Settlement Fund to Authorized Claimants and after all costs, fees, and expenses are paid (e.g., un-cashed checks or otherwise), the balance will, if feasible, be re-distributed to Authorized Claimants who have cashed their initial distributions and who would receive at least \$5 from any re-distribution, after payment of any unpaid costs or fees incurred in administering the Net Settlement Fund for the re-distribution. Any remaining balance shall be distributed as the Court may direct.

The Court has reserved jurisdiction to allow, disallow, or adjust the claim of any Direct Purchaser Class Members on equitable grounds.

Payment pursuant to the Plan of Allocation set forth above shall be conclusive against all Authorized Claimants. No person shall have any claim against Class Representatives, Direct Purchaser Class Counsel, any Settlement Administrator or other person designated by Direct Purchaser Class Counsel or Defendants and/or the Released Persons and/or their counsel based on distributions made substantially in accordance with the Settlement Agreement, the Plan of Allocation, or further orders of the Court.

### **WHEN WILL I GET MY PAYMENT**

#### **When will I get my payment?**

The Court will hold a Final Approval Hearing beginning at 11:00 a.m. on August 6, 2019 to decide whether to approve the Settlement. If the Court approves the Settlement, there may be appeals. It is always uncertain whether these appeals (if any) can be resolved favorably, and resolving them can take time, perhaps more than a year. Depending on whether any appeals are filed, the Settlement Administrator could distribute the Net Settlement Fund as early as nine months to a year after the Final Approval Hearing. Please be patient.

#### **What am I giving up as part of this Settlement?**

Unless you excluded yourself from the prior settlements, you gave up your right to sue, continue to sue, or be part of any other lawsuit against any of those Defendants about the same issues in this Action or about issues that could have been asserted in this Action. All of the Court's orders will apply to you and legally bind you and you will release your Released Claims in this case against the Releasees (*see* below).

#### **What are the Released Claims and who are the Releasees?**

"Released Claims" shall collectively mean any and all claims, demands, actions, suits, causes of action, whether class, individual, or otherwise in nature (whether or not any Class Member has objected to the Settlement or makes a claim upon or receives any portion of the Settlement Fund), whether directly, representatively, derivatively or in any other capacity that Class Members, or each of them, ever had, now has, or hereafter can, shall, or may have on account of, related to, or in any way arising out of, any and all known and unknown, foreseen and unforeseen, suspected or unsuspected injuries, damages, and the consequences thereof in any way arising out of or relating in any way to any act or omission of Releasees (or any of them) concerning the pricing, production, development, or sale of AMSM during the period between January 1, 2003 and September 4, 2009, including claims based on the conduct alleged and causes of action asserted or that could have been asserted, in complaints filed in the Action by the DPPs, including, without limitation, any claims arising under any federal or state antitrust, unjust enrichment, unfair competition, trade practice, statutory or common law, or consumer protection law (to the extent that a consumer protection claim would be based on allegation of an antitrust or unfair competition violation).

"Releasees" shall refer to API, and all of its past and present, direct and indirect, parents, subsidiaries, related entities and affiliates; API predecessors, successors and assigns; and each and all of the present and former principals, partners, officers, directors, investors, supervisors, employees, representatives, insurers, attorneys, heirs, executors, administrators, and assigns of each of the foregoing.

## THE LAWYERS REPRESENTING YOU

### **Do I have a lawyer in this case?**

Yes. The Court appointed Jason S. Hartley of Hartley LLP and Vincent J. Esades of Heins Mills & Olson, P.L.C. to represent you and other Direct Purchaser Class Members. These lawyers are called Class Counsel. Class Counsel will apply to the Court for payment of attorneys' fees and expenses from the Settlement Fund. You will not otherwise be charged for Class Counsel's services. If you want to be represented by your own lawyer, you may hire one at your own expense.

### OBJECTING TO THE SETTLEMENT

You can tell the Court that you do not agree with the Settlement or some part of it.

### **How do I tell the Court that I do not like the Settlement?**

If you are a Direct Purchaser Class Member in this Settlement, you can object to all or any part of the Settlement, the request for attorneys' fees and expenses, the petition for Class Representative service awards, or the Plan of Allocation. You can give reasons why you think the Court should not approve them. The Court will consider your views before making a decision. To object, you must send a letter saying that you object to the proposed Settlement with API in *Fond du Lac Bumper Exchange, Inc., et al. v. Jui Li Enterprise Company, Ltd., et al.*, 2:09-cv-00852 (E.D. Wis.).

Your objection must include:

- The name of the proceeding: *Fond du Lac Bumper Exchange, Inc., et al. v. Jui Li Enterprise Co. Ltd., et al.*, 2:09-cv-00852 (E.D. Wis.);
- Your full name and address;
- A written statement of objections, as well as the specific reason(s), if any, for each objection, including any legal or factual support you wish to bring to the Court's attention;
- Any evidence or other information you wish to introduce in support of the objections;
- Evidence or other information showing you are a member of the Class; and
- A statement of whether you or your counsel intends to appear and argue at the Final Approval Hearing. If you or your counsel intends to appear and argue at the Final Approval Hearing, your written objections must also include the identity of any witnesses, if any, you intend to call to testify and any exhibits, if any, you intend to introduce into evidence at the hearing.

Your objection must be mailed to the Settlement Administrator, Class Counsel, Counsel for API, and the Court and must be postmarked no later than July 3, 2019 for each.

Aftermarket Sheet Metal Settlement Administrator  
OBJECTIONS  
c/o KCC Class Action Services  
P.O. Box 404041  
Louisville, KY 40233-4041

***Class Counsel:***

Jason S. Hartley  
Hartley LLP  
101 W. Broadway, Suite 820  
San Diego, CA 92101

Vincent J. Esades  
Heins Mills & Olson, P.L.C.  
310 Clifton Avenue  
Minneapolis, MN 55403

***Counsel for API:***

Ron C. Finley  
Cityview Plaza  
150 Almaden Boulevard  
10th Floor  
San Jose, CA 95113

***The Court:***

The Honorable Lynn S. Adelman  
United States District Court  
Eastern District of Wisconsin  
517 East Wisconsin Avenue, Room 364  
Milwaukee, WI 53202

### REQUEST FOR ATTORNEYS' FEES AND PAYMENT OF COSTS AND EXPENSES

Class Counsel is seeking attorneys' fees of up to 33% of the total Settlement Fund, payable only as a percentage of the funds actually deposited into the U.S.-based escrow account, and payment of litigation costs and expenses. Class Counsel's motion for attorneys' fees, costs and expenses will be filed with the Court and posted at the case website, [www.AftermarketSheetMetalSettlement.com](http://www.AftermarketSheetMetalSettlement.com), prior to the Final Approval Hearing. These costs and expenses include each law firm's reported expenses and common costs to date. They intend to request \$10,000 for each Class Representative for their help in conjunction with the API Settlement. The Court is not bound by the requests and has made no determination at this time regarding attorneys' fees. The hearing on Class Counsel's request for attorneys' fees, payment of costs and expenses, and the potential service awards will be held on August 6, 2019 at 11:00 a.m., before the Court in Courtroom

390 of the United States District Court, 517 East Wisconsin Avenue, Milwaukee, WI 53202. The time and date of this hearing may be continued without further notice to the Class. More information about this request can be found in the motions in support of requested attorneys' fees, payment of costs and expenses, and petition for service awards, which will be filed with the Court and available at [www.AftermarketSheetMetalSettlement.com](http://www.AftermarketSheetMetalSettlement.com).

### **THE COURT'S FINAL APPROVAL HEARING**

The Court will hold a hearing to decide whether to approve the proposed Settlement. You may attend, but you do not have to.

#### **When and where will the Court decide whether to approve the Settlement?**

The Court will hold the Final Approval Hearing beginning at 11:00 a.m. on August 6, 2019, at the United States District Court for the Eastern District of Wisconsin, Courtroom 390, 517 East Wisconsin Avenue, Milwaukee, WI 53202. At this hearing, the Court will consider whether the Settlement is fair, reasonable, and adequate. The Court will take into consideration any written objections filed in accordance with the instructions provided in this Notice and may also listen to people who have properly asked to speak at the hearing (*see* below). The Court will also decide whether to approve the Plan of Allocation, the payment of fees and expenses to Class Counsel, and the service awards to the Class Representatives. We do not know how long the hearing will take or whether the Court will make its decision on the day of the hearing or sometime later.

You should be aware that the Court may change the date and time of the Final Approval Hearing. If you plan to come to the hearing you should confirm the date and times with Class Counsel.

#### **Do I have to come to the Final Approval Hearing?**

No. Class Counsel will answer any questions the Court may have. But, you are welcome to come at your own expense. If you send an objection, you do not have to come to Court to talk about it. As long as you mailed your written objection on time and in accordance with the instructions in this Notice, the Court will consider it. You may also hire your own lawyer to attend, at your own expense, but are not required to.

#### **May I speak at the Final Approval Hearing?**

Yes, you may ask the Court for permission to speak at the Final Approval Hearing. To do so, you must send a letter saying that it is your desire to appear in *Fond du Lac Bumper Exchange, Inc., et al. v. Jui Li Enterprise Company, Ltd., et al.*, 2:09-cv-00852 (E.D. Wis.). Your letter must include your name, address, telephone number, your signature, and evidence that you purchased AMSM directly from Defendants between January 1, 2003 and September 4, 2009. Your Notice of Intention to Appear must be sent to the Settlement Administrator, Class Counsel, Counsel for API, and the Court at the addresses listed above. Note, if you intend to object and present evidence at the hearings, your written objection must include the identity of any witnesses, if any, you intend to call to testify and any exhibits, if any, you intend to introduce into evidence at the hearing.

### **IF YOU DO NOTHING**

#### **What happens if I do nothing at all?**

If you are included in the Class and you submitted a valid Claim Form in conjunction with the prior Settlements, you will automatically receive a payment from this Settlement if it is approved and becomes final. You will also be bound by all of the orders and judgments entered in the Settlement and the remaining Action.

### **GETTING MORE INFORMATION**

#### **Are there more details about the Settlement?**

This Notice summarizes the proposed Settlement. More details are in the Settlement Agreement which is available at [www.AftermarketSheetMetalSettlement.com](http://www.AftermarketSheetMetalSettlement.com) or by writing to the Aftermarket Sheet Metal Settlement Administrator, c/o KCC Class Action Services, P.O. Box 404041, Louisville, KY 40233-4041.

#### **How do I get more information?**

Go to [www.AftermarketSheetMetalSettlement.com](http://www.AftermarketSheetMetalSettlement.com), call 1-866-413-5892, or write to Class Counsel at one of the addresses listed above.

***Please do not call the Court or the Clerk of the Court for additional information.  
They cannot answer any questions regarding the Settlement or the Action.***

DATED: May 13, 2019

BY ORDER OF THE COURT  
UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF WISCONSIN