

2. Attorneys' fees and expenses

The Parties agreed that, if the Court grants final approval of the settlement agreement, Class Counsel may seek an award of up to \$2,320,000 in fees and expenses. ECF No. 69-3 Ex. 1 ¶ VIII.B. Defendants will not object to an award of up to \$1,820,000. *Id.* Class Counsel may also move for service awards of up to \$4,000 for each of the Named Plaintiffs in the Class without objection from Defendants. *Id.* ¶ VIII.C. All attorneys' fees and expenses, service awards, and expenses [*11] incurred administering the settlement agreement shall be paid by Defendants in addition to, and will not reduce, any relief paid to Class members who submit valid claims. *Id.* ¶ VIII.A.

C. Notice to N14 Class members

In its order granting preliminary approval of the settlement agreement, this Court directed the parties to serve notice of the settlement on all N14 Class members by February 20, 2016, 45 days after the order, and set a deadline of June 20, 2016 for Class members to submit claims, request exclusion from the Class, or object to the settlement. ECF No. 72 at 2.

The Parties selected Class Action Administration LLC ("CAA") as the Claims Administrator for this settlement. ECF No. 92-4 ¶ 1; ECF No. 107-1 ¶ 1. CAA located records for 186,031 N14 Class members representing 80,224 N14 Class Vehicles. ECF No. 92-4 ¶ 4. Of these, 185,582 records had mailing addresses, and 111,893 had email addresses. *Id.*

CAA emailed notices of the settlement to addresses associated with 111,843 Class Vehicles on February 19, 2016 and 50 Class Vehicles on May 2, 2016. *Id.* ¶ 8. Delivery failed for 631 of these addresses, resulting in a success rate of over 94 percent. ECF No. 107-1 ¶ 4. Before February [*12] 19, 2016, CAA also established a website, www.TimingChainTensionerSettlement.com, containing information about the settlement and blank copies of the claim form for N14 Class members, ECF No. 92-4 ¶ 10, and a toll-free telephone number for Class members to seek information about the settlement. *Id.* ¶ 12. Telephone operators took 3,992 calls from Class members and other individuals between February 19, 2016 and July 6, 2016, and the website had 116,591 document downloads and page views during the same period. ECF No. 107-1 ¶¶ 6-9.

Because of a "communication error" between the Parties and CAA and delays obtaining Class member contact information from several state motor vehicle agencies, see Letter Request for Supplemental Notice Program, ECF No. 88 at 1, CAA mailed notices and claim forms to only 80,000 N14 Class members on February 19, 2016. ECF No. 92-4 ¶ 6. CAA mailed an additional 92,201 notice packets to Class members on February 26, 2016, 11,366 notice packets on March 23, 2016, 1,221 notice packets on May 2, 2016, and 794 notice packets on May 19, 2016, for a total of 185,582 notice packets mailed to Class members. *Id.* After multiple attempts, delivery failed for 6,581 of these [*13] addresses, resulting in a success rate of over 96 percent. ECF No. 107-1 ¶ 7.

At the request of the Parties, this Court extended the deadline for N14 Class members to submit claims to July 21, 2016 for Class members from Kansas, New Hampshire, Oklahoma, and Pennsylvania; ECF No. 89 at 1-2; August 29, 2016 for Class members

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