

UNITED STATES DISTRICT COURT FOR THE WESTERN DISTRICT OF PENNSYLVANIA

If you worked at Wabtec, Railroad Controls, Xorail, Faiveley, Knorr, or New York Air Brake during the time periods below, you could get money from class action settlements.

Please read this notice carefully.

You must act by June 17, 2020 to receive a payment, if you are eligible.

A federal court authorized this notice. This is not a solicitation from a lawyer.

- A total of \$48.95 million in settlements have been reached in a lawsuit alleging that Knorr, Wabtec, and Faiveley (including certain subsidiaries) agreed not to compete for, hire, recruit, or poach one another's employees. The Defendants deny they violated any laws, and the Court did not decide in favor of Plaintiffs, the Class, or Defendants. Instead, the settlements avoid the costs and risks of continuing the lawsuit, pay money to eligible Class Members, and release antitrust claims against the Defendants.
- Specifically, defendants Knorr-Bremse AG, New York Air Brake LLC, and Knorr Brake Company LLC ("**Knorr**") have agreed to pay \$12 million to resolve the claims against them. Defendants Westinghouse Air Brake Technologies Corporation and all subsidiaries, including but not limited to Wabtec Railway Electronics, Inc., Railroad Controls, L.P., Xorail, Inc., Faiveley Transport, S.A., and Faiveley Transport North America Inc. ("**Wabtec**") have agreed to pay \$36.95 million to resolve the claims against them (Knorr and Wabtec, together the "Defendants").
- You are a Class Member if you were an employee who held an Eligible Job Title at Faiveley from June 1, 2010 to April 3, 2018 or at Knorr or Wabtec from January 1, 2009 to April 3, 2018, excluding senior executives and personnel in the human resources, recruiting, and legal departments.
- You received this notice because Defendants' records show that you were employed by one of them, but the records do not indicate whether you held an Eligible Job Title. Therefore, **you must take action no later than June 17, 2020** to confirm that you held an Eligible Job Title to receive a payment. **If you are eligible but do nothing, you will not receive a payment**, but you will be releasing your claims. To receive a payment, you must visit [www.railwaynopeach.com/claim](http://www.railwaynopeach.com/claim) to complete a claim form. Please use your Claim ID (12345678) and PIN (654321) to access the online claim.
- Court-appointed lawyers will ask the Court to reimburse them for approximately \$715,000 in costs they have already expended in pursuing the claims, the cost of notice and claims administration (approximately \$105,000), and for up to one-third of the total settlement amount as attorneys' fees for investigating the facts and litigating the case. The five named plaintiffs will ask the Court for up to \$15,000 each as a service award for bringing this case on behalf of other Class Members.
- If you are an eligible Class Member, your legal rights are affected whether you act or not. **Please read this notice carefully.** You have choices to make now.

ELIGIBLE CLASS MEMBERS' LEGAL RIGHTS AND OPTIONS IN THE SETTLEMENTS	
<b>FILE A CLAIM</b>	Remain in the Class, release your antitrust claims against Knorr, Wabtec, and their related entities and persons as defined in the Settlement Agreements, and receive your share of the settlements in the form of a cash payment mailed to you.
<b>DO NOTHING</b>	Remain in the Class if you held an Eligible Job Title, and release your antitrust claims against Knorr and Wabtec, as defined above, but you will not receive any share of the settlements.
<b>EXCLUDE YOURSELF</b>	Get no payment, exclude yourself from the Class, and preserve your ability to file suit over the antitrust claims at issue in this action against Defendants and at your own expense.
<b>OBJECT</b>	You have a right to stay in the Class and argue to the Court that either settlement should not be approved.
<b>GO TO A HEARING</b>	If you would like to attend the Fairness Hearing at your own expense, it will be held at 1:30 p.m. on August 26, 2020 at the United States District Court for the Western District of Pennsylvania, 700 Grant Street, Pittsburgh, PA 15219, in Courtroom 5A.

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## BASIC INFORMATION

### 1. Why did I get this notice?

If you held an Eligible Job Title at Knorr or Wabtec from January 1, 2009 to April 3, 2018, or at Faiveley from June 1, 2010 to April 3, 2018, then you will be a member of the Class.

You have received this notice because Defendants' records show that you were an employee at Wabtec before January 1, 2016, Faiveley before November 1, 2016, or Knorr Brake Company before January 1, 2011. However, your former employer's records do not indicate the job titles that you held during that period. Therefore, **you must take action no later than June 17, 2020 to confirm that you held an Eligible Job Title in order to receive a payment.** You must confirm your job title by completing a claim form at [www.railwaynoepoch.com/claim](http://www.railwaynoepoch.com/claim).

**You have a right to know about proposed settlements in a class action lawsuit, and about all of your options, if you are a Class Member, before the Court decides whether to approve the settlements. If the Court approves the settlements and after any appeals are resolved, an administrator appointed by the Court will make the payments that the settlements provide. You will be informed of the progress of the settlements.**

This notice explains the lawsuit, the settlements, your legal rights, what benefits are available, who is eligible for them, and how to get them.

### 2. What is this lawsuit about?

The case is pending in the United States District Court for the Western District of Pennsylvania, and is entitled *In re Railway Industry Employee No-Poach Antitrust Litigation*, MDL No. 2850. The individuals who sued are called the Plaintiffs, and the entities and persons they sued (Westinghouse Air Brake Technologies Corporation, Wabtec Railway Electronics, Inc., Railroad Controls, L.P., Xorail Inc., Faiveley Transport, S.A., Faiveley Transport North America Inc., Knorr-Bremse AG, Knorr Brake Company LLC, New York Air Brake LLC and Bendix Commercial Vehicle Systems, LLC) are called Defendants. Wabtec acquired Faiveley and therefore this notice's references to "Wabtec" and the "Wabtec Defendants" include Faiveley.

The lawsuit claims that Wabtec, Knorr, and Faiveley agreed not to compete for, hire, recruit, or poach each other's employees in violation of antitrust laws. All Defendants denied that they violated any laws or engaged in any wrongdoing. Knorr and Wabtec have both agreed to settle the case at this time, and the Court has determined it is likely to grant final approval of the settlements.

To obtain more information about the claims in this lawsuit, you can view the Amended Complaint and other court documents in this case at: [www.railwaynoepoch.com](http://www.railwaynoepoch.com).

### 3. Why is this a class action, and who is involved?

In a class action lawsuit, one or more people called "Named Plaintiffs" or "Class Representatives" (in this case, Stephen Baldassano, John Brand, David Escalera, Brian Lara, and Patricia Lonergan) sue on behalf of other people who have similar claims. All these people are a "Class" or "Class Members." A court resolves the issues for all Class Members, except for those who exclude themselves from the Class. United States District Judge Joy Flowers Conti is in charge of this case.

### 4. Why are there settlements?

The Court did not decide in favor of Plaintiffs, the Class, or Defendants. The Defendants have already produced tens of thousands of documents and employee compensation data to Plaintiffs. Plaintiffs have consulted experts to analyze the documentation and data to estimate class damages. All Defendants have denied wrongdoing.

Instead of continuing to litigate the case, Plaintiffs and Defendants agreed to settlements. That way, they avoid the cost of further litigation and a trial, the risk to both sides, and Class Members will be guaranteed compensation. The Plaintiffs and their attorneys think the settlements are preferable to the risks, delays, and further costs of litigation.

## WHO IS IN THE CLASS ACTION LAWSUIT?

### 5. How do I know if I am part of the settlements?

Judge Conti decided that everyone who fits this description is a Class Member for purposes of the settlements:

All natural persons who worked in job families in which railway industry experience or skills were valuable and were employed in the United States by one or more of the following: (a) from January 1, 2009 through April 3, 2018, Westinghouse Air Brake Technologies Corporation or its subsidiaries, including Wabtec Railway Electronics, Inc., Railroad Controls, L.P., and Xorail Inc.; (b) from January 1, 2009 through April 3, 2018, Knorr Brake Company LLC or New York Air Brake LLC; or (c) from June 1, 2010 through April 3, 2018, Faiveley Transport, S.A. or Faiveley Transport North America Inc. Excluded from the Settlement Class are senior executives and personnel in the human resources, recruiting, and legal departments of the Defendants.

The term “job families in which railway industry experience or skills were valuable” means the Eligible Job Titles listed in Appendix A, which be found at the settlement website. **To determine whether you held an Eligible Job Title, you must visit [www.railwaynoach.com](http://www.railwaynoach.com) before June 17, 2020 to confirm your job title and eligibility to participate in the settlements. If you do not confirm your job title by completing a claim form, you will not receive a payment.** You are a Class Member covered by the settlements if you fall within the definition above and do not request exclusion pursuant to the instructions below. If you are a Class Member and do not request exclusion, your antitrust claims against Knorr and Wabtec will be released under the settlements, regardless of whether or not you file a claim to participate in the settlements.

### 6. I’m still not sure if I am included.

If you received this notice, it is because you were listed by Defendants as a potential Class Member. If you are still not sure whether you are included, you can ask for free help. You can call 1-866-544-7047 or visit [www.railwaynoach.com](http://www.railwaynoach.com) for more information.

### 7. Does it make a difference whether I worked for Wabtec, Knorr, or Faiveley?

No. As long as you fall within the definition of the Settlement Class in Question 5 above, you can receive money from the settlements with Knorr and Wabtec, regardless of whether you worked for Knorr, Wabtec, Faiveley, or more than one.

### 8. What do the settlements provide?

**Knorr Settlement:** Knorr has agreed to pay \$12 million into a Settlement Fund to be divided among all Class Members, after costs, attorneys’ fees, administrative costs, and Class Representative service awards have been deducted. Knorr agreed to settle before Wabtec; therefore, as part of the settlement, Knorr agreed to cooperate with Plaintiffs in pursuing their claims on behalf of the Class against Wabtec.

**Wabtec Settlement:** Wabtec has agreed to pay \$36.95 million into a Settlement Fund to be divided among all Class Members, after costs, attorneys’ fees, administrative costs, and Class Representative service awards have been deducted.

The settlement payments to Class Members are subject to tax withholding.

### 9. How much will eligible Class Members receive?

Eligible Class Members’ share of the fund will depend on how much compensation they received from Wabtec, Faiveley, or Knorr while employed in an Eligible Job Title during the Class Period, in comparison to other Class Members.

Here’s how it works: The Settlement Administrator will first calculate the Net Settlement Fund amount by subtracting any court-approved award of attorneys’ fees and costs, Class Representative service awards, and notice and settlement administration costs from the total Settlement Fund of \$48.95 million (\$12 million from the Knorr Settlement and \$36.95 million from the Wabtec Settlement). The Net Settlement Fund amount will be shared by all Class Members, with each Class Member’s share calculated by multiplying the Net Settlement Fund by the following ratio:

$$\text{(Net Settlement Fund Amount)} \times \frac{\text{(Your Eligible Knorr/Wabtec/Faiveley Compensation During Class Period)}}{\text{(Sum of All Class Members’ Eligible Knorr/Wabtec/Faiveley Compensation During Class Period)}}$$

By way of example, if the Court awards all forthcoming requests for attorneys’ fees and costs, the Net Settlement Fund will be approximately \$31,738,333. The average Class Member received approximately \$218,923 in eligible compensation, and the total eligible compensation paid to all Class Members was approximately \$2,021,318,312. That fraction, multiplied by the Net Settlement Fund, results in an average settlement payment of \$3,437 (before tax deductions). Class Members who

**Questions? Call 1-866-544-7047 or visit [www.railwaynoach.com](http://www.railwaynoach.com)**

earned more than \$218,923 in eligible compensation would receive proportionately more than \$3,437 each (before tax deductions), and Class Members who earned less than \$218,923 in eligible compensation would receive proportionately less (before tax deductions).

The Settlement Administrator will then issue checks to claimants according to this formula, after tax withholdings. This formula accounts for the fact that Class Members who worked longer or had higher compensation were, proportionally, harmed more than those who worked for a shorter period of time or had lower compensation.

### HOW ELIGIBLE CLASS MEMBERS GET A PAYMENT

#### 10. How can I get a payment?

To receive a payment if the settlements are approved, you must timely submit an electronic claim form that will require you to provide your job title. **The deadline for submitting electronic claim forms is June 17, 2020.** Plaintiffs will provide the Settlement Administrator with your most recent address, based on records provided by Defendants, to mail you a check. If you would like to confirm that the correct address is on file, you may do so when confirming your job title. You may also call the Settlement Administrator at 1-866-544-7047 or send an email to [info@railwaynopoach.com](mailto:info@railwaynopoach.com).

#### 11. When will Claimants receive payments?

The Court will hold a Fairness Hearing on August 26, 2020 at 1:30 p.m., to decide whether to approve the settlements. If Judge Conti approves the settlements and that approval becomes final, the Settlement Administrator will be directed to send payments promptly. You may check the website ([www.railwaynopoach.com](http://www.railwaynopoach.com)) or call for updates or questions at 1-866-544-7047 or send an email to [info@railwaynopoach.com](mailto:info@railwaynopoach.com).

#### 12. What am I giving up as part of the settlements?

If you are an eligible Class Member and do not exclude yourself from the settlements as described below, you will release and not be able to sue, continue to sue, or be part of any other lawsuit against Knorr-Bremse AG, Knorr Brake Company LLC, New York Air Brake LLC, Bendix Commercial Vehicle Systems LLC, Westinghouse Air Brake Technologies Corporation, Wabtec Railway Electronics, Inc., Railroad Controls, L.P., Xorail Inc., Faiveley Transport, S.A., and Faiveley Transport North America Inc., and their current and former parents, affiliates, subsidiaries, divisions, stockholders, insurers, current and former executive officers, directors, employees, representatives, agents, attorneys, and any of their legal representatives (and the predecessors, heirs, executors, administrators, successors, purchasers, and assigns of each of the foregoing) regarding claims (whether federal or state, known or unknown, asserted or unasserted, regardless of legal theory) arising in any way from or in any way related to the facts, activities, or circumstances alleged in one or more of the complaints in the Litigation, up to the Effective Date of the Settlement Agreements. The specific and binding terms of the releases that Class Members will be bound by are set forth in paragraph 37 of the Knorr Settlement Agreement and paragraph 36 of the Wabtec Settlement Agreement.

The settlements do not release any other claim you may have in connection with any employment relationship with Knorr or Wabtec or their subsidiaries listed above, as long as the claim is unrelated to the antitrust lawsuit. For instance, unrelated claims that you may have relating to employment discrimination, ERISA, personal or bodily injury, unlawful or unpaid overtime, breach of contract involving failure to pay compensation or royalties, or the enforceability of individual covenants not to compete, are not released.

## EXCLUDING YOURSELF FROM THE ONGOING LAWSUIT

If you don't want a payment from these settlements, but you want to keep the right to sue or continue to sue Defendants on your own and at your own expense about the legal issues in this case, then you must take the steps below to exclude yourself.

### 13. How do I exclude myself from the Class and the settlements?

If you are a Class Member but want to exclude yourself from the Class and the settlements, you must send a letter saying that you want to be excluded from *In re Railway Industry Employee No-Poach Antitrust Litigation*. Be sure to include your name, address, telephone number, signature, approximate dates of employment at Knorr, Wabtec, or Faiveley and a statement that you wish to be excluded from the settlements. You must mail your exclusion request postmarked no later than **June 17, 2020** to:

Railway No-Poach Settlement Exclusions  
P.O. Box 43434  
Providence, RI 02940-3434

You cannot exclude yourself (opt out) by telephone. If you ask to be excluded, you will not get any settlement payment, and you cannot object to the settlements. You will not be bound by anything that happens in this lawsuit. You may be able to sue (or continue to sue) Defendants for the antitrust allegations in this case in the future.

### 14. If I don't exclude myself, can I sue Knorr and Wabtec for the same thing later?

No. If you are a Class Member and do not exclude yourself, you give up the right to sue Knorr and Wabtec and their subsidiaries for the antitrust claims that these settlements resolve. The exclusion deadline is June 17, 2020.

### 15. If I exclude myself, can I get money from this case?

No. If you exclude yourself, you will not receive money from these settlements. But you may sue Defendants for the antitrust conduct alleged in this lawsuit at your own expense.

## THE LAWYERS REPRESENTING THE CLASS

### 16. Who represents the Class Members in this case?

The Court appointed the following lawyers as Co-Lead Class Counsel to represent the Class:

Dean Harvey  
LIEFF CABRASER HEIMANN  
& BERNSTEIN, LLP  
275 Battery Street, 29th Floor  
San Francisco, CA 94111  
Telephone: (415) 956-1000  
Facsimile: (415) 956-1008  
Email: [dharvey@lchb.com](mailto:dharvey@lchb.com)

Roberta D. Liebenberg  
FINE, KAPLAN AND BLACK, R.P.C.  
One South Broad Street, 23rd Floor  
Philadelphia, PA 19107  
Telephone: (215) 567-6565  
Facsimile: (215) 568-5872  
Email: Roberta D. Liebenberg  
[rliebenberg@finekaplan.com](mailto:rliebenberg@finekaplan.com)

These lawyers are called "Co-Lead Class Counsel." If you want to be represented by your own lawyer, you may hire one at your own expense.

### 17. Should I get my own lawyer?

You do not need to hire your own lawyer because Co-Lead Class Counsel are working on behalf of Class Members. If you want your own lawyer, you may hire one, but you will be responsible for any payment for that lawyer's services. For example, you may ask your lawyer to appear in Court for you. You may also appear for yourself without a lawyer.

**18. How will the lawyers be paid?**

Co-Lead Class Counsel will ask the Court to approve payment of up to one-third of the combined Settlement Funds to them for attorneys' fees, approximately \$715,000 in expenses Class Counsel already incurred in prosecuting the Class's claims, the cost of notice and settlement administration (approximately \$105,000), and payment of \$15,000 to each of the five named plaintiffs for their services as Class Representatives in this case. The fees would pay Class Counsel for investigating the facts and litigating the case. The Court may award less than these amounts. These amounts will reduce the \$48.95 million Settlement Fund. Knorr and Wabtec have agreed not to oppose these fees and expenses.

**OBJECTING TO THE SETTLEMENTS**

If you do not exclude yourself from the settlements as described above in Question 13, and you are a member of the Class, you can tell the Court that you don't agree with the settlements or some part of them.

**19. Can I object to the settlements?**

Yes, so long as you are a member of the Class and did not exclude yourself from the settlements. If you're a Class Member, you can object to one or both settlements if you don't like them and do not think they should be approved. You must give specific reasons why you think the Court should not approve them. The Court will consider your views. To object, you must send a letter saying so. Be sure to include your name, address, telephone number, your signature, and the detailed reasons why you object to the settlement(s). Mail the objection to the following address, postmarked no later than **June 17, 2020**:

Railway No-Poach Settlement Objections  
P.O. Box 43434  
Providence, RI 02940-3434

**20. What's the difference between objecting to a settlement and excluding yourself from the Class?**

Objecting is simply telling the Court you don't like a settlement. You can object only if you stay in the Class. Excluding yourself is telling the Court you don't want to be part of the Class. If you exclude yourself, you have no basis to object because the case no longer affects you, and you will not receive any payment from the settlements.

**THE COURT'S FAIRNESS HEARING**

The Court will hold a hearing to decide whether to approve the settlements. You may attend and you may ask to speak if you submitted a written objection before the deadline for objections, but you don't have to.

**21. When and where will the Court decide whether to approve the settlements?**

The Court will hold a Fairness Hearing at 1:30 p.m. on August 26, 2020 at the United States District Court for the Western District of Pennsylvania, 700 Grant Street, Pittsburgh, PA 15219, in Courtroom 5A. At this hearing the Court will consider whether each settlement is fair, reasonable, and adequate. If there are objections, the Court will consider them. Judge Conti will listen to people who have asked to speak at the hearing. The Court may also decide how much to pay to Co-Lead Class Counsel. After the hearing, the Court will decide whether to approve the settlements. We do not know how long these decisions will take.

**22. Do I have to come to the hearing?**

No. Co-Lead Class Counsel will answer questions Judge Conti may have. But, you are welcome to come. If you send an objection, you don't have to come to Court to talk about it. As long as you mailed your written objection on time, the Court will consider it. You may also hire your own lawyer to attend, but it is not necessary.

**23. May I speak at the hearing?**

You may ask the Court for permission to speak at the Fairness Hearing if you submitted a timely written objection and included with your objection a written statement of your intent to appear at the hearing.

## IF YOU DO NOTHING

### 24. What happens if I do nothing at all?

If you do nothing and you held an Eligible Job Title during the Class Period, you will *not* receive a payment and you will release your antitrust claims against Knorr, Wabtec, and their subsidiaries.

## GETTING MORE INFORMATION

### 25. Are more details about the lawsuit available?

Yes. This notice summarizes the proposed settlements. More details are in the Settlement Agreements. You can get a copy of the Settlement Agreements or view other relevant documents by visiting [www.railwaynoepoch.com](http://www.railwaynoepoch.com).

### 26. How do I get more information?

You can call 1-866-544-7047; write to the Settlement Administrator at Railway No-Poach Settlement, P.O. Box 43434, Providence, RI 02940-3434; or visit [www.railwaynoepoch.com](http://www.railwaynoepoch.com), where you will find answers to common questions about the settlements and other information to help you determine whether you are a Class Member and whether you are eligible for a payment. You may also contact Co-Lead Class Counsel with questions (see contact information in Question 16, above). You may also seek the advice and counsel of your own attorney at your own expense, if you desire.

**PLEASE DO NOT CONTACT THE COURT. YOU SHOULD DIRECT ANY QUESTIONS YOU MAY HAVE ABOUT THIS NOTICE OR THE SETTLEMENTS TO THE SETTLEMENT ADMINISTRATOR AND/OR TO CO-LEAD CLASS COUNSEL.**