

The *Prudential* considerations -- the probable outcome of a trial on the merits, the probable outcome of claims by other classes, and the reasonability of any provisions for attorneys' fees -- also weigh in favor of approving the settlement. 148 F.3d at 323. As discussed, the Court cannot estimate the probable outcome of a trial on the merits for the N14 Class or for the owners of N12 vehicles because it has not yet ruled on any dispositive issues, but both Parties represent that they "remain confident of their chance at prevailing at trial." ECF No. 92 at 26-27. As the Court will discuss, the attorneys' fees sought by Plaintiffs are reasonable. Most relevant for the *Prudential* consideration, Plaintiffs represent that the settlement is not limited by a fixed amount -- the total amount Defendants pay will be determined by the claims submitted by Class members -- and the fees and expenses awarded to Class Counsel, along with the incentive awards granted to the Named [\*57] Plaintiffs, will not reduce the amount available for Class members. ECF No. 92 at 29.

The Court finds that the *Prudential* factors weigh in favor of approval of the settlement.

#### **9. *Baby Prods.*: the degree of direct benefit provided to the class**

The Court also considers the "degree of direct benefit provided to the class," including the "number of individual awards compared to both the number of claims and the estimated number of class members, the size of the individual awards compared to claimants' estimated damages, and the claims process used to determine individual awards." *Baby Prods.*, 708 F.3d at 174.

The Court repeats that 5,310 of 186,031 Class members have submitted claims. Though this is a relatively small percentage, but Plaintiffs and Defendants estimate that fewer than ten percent of Class Vehicles have actually exhibited the alleged defects, potentially explaining why many Class members did not submit claims. ECF No. 92 at 21. Of the 5,310 Class members who have submitted claims, all who submit sufficient documentation and are eligible for awards should receive rewards; the total amount paid by Defendants to Class members is not limited by a fixed fund amount, nor will the attorneys' fees and costs or [\*58] awards granted to the Named Plaintiffs reduce the amount available to Class Members. ECF No. 92 at 29-30. This analysis favors approval of the settlement.

After considering all of the factors, the Court finds the proposed settlement fair, reasonable, and accurate.

#### **IV. Attorneys' fees**

In the settlement, Plaintiffs agree not to seek an award of attorneys' fees and expenses in an amount greater than \$2,320,000, and Defendants agree not to object to an award of up to \$1,820,000. ECF No 69-3 Ex. 1 ¶ VIII.B. The settlement also provides that Defendants will not oppose service awards of \$4,000 each to the Named Plaintiffs serving as N14 Class Representatives. *Id.* VIII.C.

Plaintiffs now seek service awards for eighteen Named Plaintiffs and \$2,320,000 in attorneys' fees and expenses. ECF No. 86. Defendants do not oppose the service awards but argue that the Court should award Plaintiffs only \$1,820,000 in attorneys' fees and expenses. ECF No. 90. The Court now determines whether Plaintiffs' request is reasonable.

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