

# **EXHIBIT**

# **12**

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF OHIO  
WESTERN DIVISION (DAYTON)**

ART SHY, et al.

Plaintiffs,

vs.

NAVISTAR INTERNATIONAL  
CORPORATION, et al.

Defendants.

Case No. 3:92-CV-00333

District Judge Walter H. Rice

**DECLARATION OF MILLER RODGERS IN SUPPORT OF PRELIMINARY  
APPROVAL OF CLASS ACTION SETTLEMENT AND APPROVAL OF  
AMENDMENTS TO THE SUPPLEMENTAL BENEFIT PROGRAM**

I, Miller Rodgers, declare as follows:

1. The statements in this declaration are based on my personal knowledge and experience. I am a UAW retiree having retired from Navistar International Corporation (“Navistar”) in June 1993.

2. I have agreed to act as a Class Representative in this case and take this responsibility very seriously. After agreeing to participate as a Class Representative in this matter, I have been in frequent contact with Class Counsel so that I could be in a position to fully understand the proposed Settlement, including the benefits of the proposed Settlement balanced against the release that would be afforded to Navistar.

3. I have participated in several Zoom calls with Class Counsel, Ms. Fedder (ERISA expert), Ted Scallet (SBC’s counsel) and/or Stuart Wohl so that I could understand the history of the case, analyze the benefit of the Settlement now as compared to the release it grants, and review the actuarial projections of receiving the Settlement funds in the near future as opposed to

potentially receiving a varying amount of profit sharing from Navistar over time. These calls have taken a substantial amount of time.

4. Terry Coates of Class Counsel came to Chicago on December 20, 2021 to meet with me in person and to answer any remaining questions I had about the proposed Settlement.

5. I have independently reviewed the information Class Counsel gave me so that I could be in a position to support or reject the proposed Settlement.

6. Through my review of the proposed Settlement and conversations with Class Counsel, I have the opinion that the proposed Settlement is fair and in my and my fellow Class Members' best interests. The substantial amount of money Navistar is paying now in my view far outweighs the risk of collecting additional disputed profit-sharing distributions and Medicare Part D subsidies from Navistar by moving forward with litigation and justifies the releases to be given by the Class. I have not been promised anything for my support of this Settlement other than the benefits that would similarly be made available to my fellow Class Members. I do not have any conflicts with the Class I represent.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Completed and approved this 21st day of December, 2021 in Chicago, Illinois.

/s/ Miller Rodgers  
Miller Rodgers