

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF RHODE ISLAND**

IN RE: LOESTRIN 24 FE ANTITRUST
LITIGATION

MDL No. 2472

THIS DOCUMENT RELATES TO:
Direct Purchaser Actions

Master File No. 1:13-md-2472-S-PAS

**DIRECT PURCHASER CLASS PLAINTIFFS' AMENDED MOTION FOR
PRELIMINARY APPROVAL OF SETTLEMENT, APPROVAL OF THE FORM AND
MANNER OF NOTICE TO THE CLASS, APPOINTMENT OF CLAIMS
ADMINISTRATOR AND ESCROW AGENT, AND SETTING THE FINAL
SETTLEMENT SCHEDULE AND DATE FOR A FAIRNESS HEARING**

Direct purchaser class plaintiff Ahold USA, Inc., the class representative in this lawsuit, by its counsel, hereby moves for an order pursuant to Rule 23 of the Federal Rules of Civil Procedure:

1. Granting preliminary approval of a settlement of this action between the direct purchaser class, Warner Chilcott¹ and Watson Laboratories, Inc. (together, the “defendants”), related Warner Chilcott and Watson entities,² and parent-entity Allergan, plc as set forth in the settlement agreement attached as Exhibit 1 to the Declaration of Thomas M. Sobol submitted herewith (“Sobol Declaration”);
2. Approving the proposed form and manner of notice to the direct purchaser class, as attached as Exhibit 4 to the Sobol Declaration;
3. Approving the proposed plan of allocation attached as Exhibit 8 to the Sobol Declaration and as supported by the Declaration of Jeffrey Leitzinger attached as Exhibit 9 to the

¹ Warner Chilcott Co., LLC f/k/a Warner Chilcott Co., Inc.; Warner Chilcott (US), LLC; and Warner Chilcott Sales (US), LLC (together and individually, “Warner Chilcott”).

² Warner Chilcott plc n/k/a Allergan WC Ireland Holdings Ltd.; Warner Chilcott Holdings Co. III, Ltd.; Warner Chilcott Corp.; Warner Chilcott Laboratories Ireland Limited; and Watson Pharmaceuticals, Inc.

Sobol Declaration;

4. Appointing RG/2 Claims Administration (“RG/2”) as settlement administrator. A declaration from William W. Wickersham of RG/2 is attached as Exhibit 10 to the Sobol

Declaration;

5. Appointing The Huntington Bank as escrow agent to receive and invest the settlement funds in accordance with the terms of the escrow agreement attached as Exhibit 7 to the Sobol Declaration; and

6. Authorizing a proposed schedule for completing the approval process, including a date for a final fairness hearing.

The direct purchasers submit that the settlement represents a beneficial result to the direct purchaser class, providing a gross cash payment to the class of \$120,000,000 in exchange for defined releases to the defendants, related Warner Chilcott and Watson entities, and parent-entity Allergan, plc and an agreement to dismiss with prejudice the claims against them in this action. The direct purchasers provide a more complete description of the benefits of the settlement, their negotiations, and the particulars of the settlement agreement in their supporting memorandum of law and Exhibits 1–10 to the Sobol Declaration.

By this motion, the direct purchaser class also:

1. Submits for approval a proposed form of notice, including procedures for objecting to the settlement, and plan for the notice to be sent by first class mail to all direct purchaser class members, in compliance with Rule 23 as attached as Exhibit 4 to the Sobol

Declaration;

2. Proposes as the Settlement Administrator RG/2;

3. Proposes as the escrow agent for the settlement funds The Huntington National

Bank;

4. Proposes the following schedule for the provision of notice to direct purchaser class members of the settlement, costs, the service award for the class representative, application for attorneys’ fees, the deadline to object to the settlement, and the holding of the hearing on final approval:

Event	Deadline
Defendants send notices as required by CAFA. ³	Within 10 days of the filing of this motion.
Dissemination of notices to the class in the form and manner proposed.	Within 14 days of entry of the Order preliminarily approving the settlement.
Submission of class counsel’s application for attorneys’ fees, costs, and expenses and application for service awards to the class representatives.	No later than 14 days after the date of notice to the class as set forth in the notice mailed to class members.
Deadline for class members to object to the settlement and/or the application for attorneys’ fees, costs, and expenses and service awards to the class representatives	No later than 35 days from the date of notice to the class as set forth in the notice mailed to class members.
Filing of direct purchasers’ motion for final approval of the settlement.	No later than 14 days before the date set for the fairness hearing.
Fairness hearing.	To be determined by the Court (no earlier than 100 days after the date of the filing of the motion for preliminary approval of the settlement). ⁴

WHEREFORE, based on the foregoing, and for the reasons set forth in the accompanying memorandum of law and Exhibits 1-10 to the Sobol Declaration, the motion should be granted.

³ The Class Action Fairness Act of 2005, 28 U.S.C. § 1715 (“CAFA”).

⁴ To account for the time period imposed by CAFA.

The parties to the settlement have agreed upon a proposed order granting the relief sought by this motion, attached as Exhibit 5 to the Sobol Declaration.

Dated: February 24, 2020

Respectfully submitted,

/s/ Thomas M. Sobol

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CERTIFICATE OF SERVICE

I, Thomas M. Sobol, hereby certify that I caused a copy of the foregoing to be filed electronically via the Court's CM/ECF system. Those attorneys who are registered CM/ECF users may access these filings, and notice of these filings will be sent to those parties by operation of the CM/ECF system.

Dated: February 24, 2020

/s/ Thomas M. Sobol
Thomas M. Sobol (R.I. Bar No. 5005)