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**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF PETER S. PEARLMAN IN SUPPORT OF CLASS
COUNSEL’S MOTION FOR AN AWARD OF ATTORNEYS’ FEES,
REIMBURSEMENT OF EXPENSES, AND SERVICE AWARDS FOR THE
CLASS REPRESENTATIVES**

I. INTRODUCTION

I, Peter S. Pearlman, senior counsel of the law firm of Cohn Lifland Pearlman Herrmann & Knopf LLP (“CLPHK”) and Co-Interim Liaison Counsel for Direct Purchaser Class Plaintiffs (“Plaintiffs” or the “Class”), with Garwin Gerstein & Fisher LLP (“GGF”), Berger Montague PC (“BMPC”) and Hagens Berman Sobol Shapiro LLP (“HBSS”) (GGF, BMPC and HBSS are collectively

“Co-Lead Counsel”) for the Class respectfully submit this declaration in support of Class Counsels’¹ application for:

- (1) an award of attorneys’ fees totaling 33⅓% of Plaintiffs’ settlement with Pfizer (the “Settlement”) plus a proportionate amount of any interest accrued since the Settlement was escrowed;
- (2) reimbursement of expenses that were incurred in the prosecution of Plaintiffs’ claims in accordance with the Order on Procedures and Guidelines for Direct Purchaser Plaintiffs’ Counsel’s Time and Expense Submissions (the “Time and Expense Order”)²; and
- (3) service awards to each of the class representatives Drogueria Betances, LLC (“Betances”), Rochester Drug Co-Operative, Inc. (“RDC”), Stephen L. LaFrance Holdings, Inc. (“LaFrance”), Professional Drug Company, Inc. (“PDC”) and Value Drug Company (“VDC”).

Co-Lead Counsel has been involved in all aspects of this litigation from the pre-complaint investigation beginning in 2011 through the filing of the Settlement with the Court (and continuing), and is therefore fully familiar with the litigation, the most significant aspects of which are outlined below for the Court’s convenience.

II. COMMENCEMENT OF THE CASE AND INITIAL PROCEEDINGS

1. Plaintiffs allege that Pfizer unlawfully monopolized the market for Lipitor by fraudulently obtaining a patent and listing it in the Food and Drug Administration’s (“FDA”) Orange Book, asserting that patent through baseless

¹ “Class Counsel” include the firms listed in the chart at pp. 34-35, *infra*.

² *See* ECF No. 800.

infringement litigation, filing a baseless Citizen's Petition with the FDA, and also unlawfully conspired with Ranbaxy by entering into a reverse payment agreement. Plaintiffs allege that Pfizer (and Ranbaxy) (collectively "Defendants") violated Sections 1 and 2 of the Sherman Act, delaying the entry of generic Lipitor and causing Plaintiffs to pay supracompetitive prices and incur injury in the form of overcharge damages.

2. On November 9, 2011, certain Class Counsel firms, on behalf of class representative LaFrance, filed the first antitrust lawsuit on behalf of a putative class of direct purchasers challenging Defendants' conduct with respect to Lipitor as violative of the antitrust laws. *See Stephen L. LaFrance Holdings, Inc. and Stephen L. LaFrance Pharmacy, Inc. d/b/a SAJ Distributors v. Pfizer, Inc. et al.*, Case No. 11-cv-7003 (E.D. Pa.). Shortly thereafter, similar direct purchaser complaints were filed by Class Counsel in different districts.

3. Plaintiffs' complaints did not follow, or build upon, any pre-existing government investigation or enforcement action. Rather, Class Counsel filed their respective complaints based upon their own prefiling investigation. Class Counsel's prefiling investigation included, *inter alia*, reviewing and analyzing the market availability of generic versions of Lipitor, including Abbreviated New Drug Applications ("ANDAs") filed with the Food and Drug Administration ("FDA") seeking approval to market generic versions of Lipitor; publicly available

regulatory filings for Lipitor, including Pfizer's Citizen's Petition; publicly available patent litigation records concerning Lipitor; Pfizer's and Ranbaxy's securities filings, including annual and quarterly reports; Pfizer's and Ranbaxy's public statements concerning Lipitor; publicly available materials concerning Lipitor; Pfizer's promotional materials related to Lipitor; and information related to Lipitor product packaging.

4. Class Counsel filed their respective complaints (and the subsequent consolidated amended complaint), on a fully contingent basis, with the real risk of nonpayment and without the assurance of liability that often confers when a private civil action follows an earlier-filed governmental action. Class Counsel took that risk knowing it could take years to fully prosecute the case and that millions of dollars and tens of thousands of attorney hours would be required to properly litigate the case.

5. On April 12, 2012, the United States Judicial Panel on Multidistrict Litigation centralized all then-pending direct purchaser actions in this Court. *See* MDL No. 2332, ECF No. 67.

6. On August 10, 2012, this Court entered a case management order consolidating all direct purchaser cases for all purposes, directing that all indirect purchaser cases be coordinated with the direct purchaser cases for certain purposes, appointing GGF, BMPC and HBSS as Interim Lead Counsel for the Direct

Purchaser Class and CLPHK and Carella, Byrne, Cecchi, Olstein, Brody & Agnello, P.C. (“CBCOBA”) as Co-Interim Liaison Counsel for same, and setting a schedule for the filing of consolidated complaints, answers, motions to dismiss and a defense motion to stay discovery pending resolution of motions to dismiss. *See* ECF No. 109.

7. On August 24, 2012, Defendants filed a motion to stay discovery pending resolution of motions to dismiss. *See* ECF No. 128. On September 7, 2012, Class Counsel filed a brief in opposition to Defendants’ motion to stay discovery. *See* ECF No. 143.

8. Three days later, on September 10, 2012, Class Counsel filed a Consolidated Amended Complaint on behalf of all Plaintiffs. *See* ECF No. 149.

9. On September 14, 2012, Defendants filed a second motion to stay. The motion sought a stay of proceedings in their entirety until the Supreme Court decided whether to grant *certiorari* in *In re K-Dur Antitrust Litigation*, 686 F.3d 197 (3d Cir. 2012), which was then one of many district and appellate court decisions addressing the appropriate legal framework under which to analyze reverse payment agreements alleged to violate the antitrust laws. *See* ECF No. 152.

10. On October 9, 2012, Class Counsel filed Plaintiffs’ opposition to Defendants’ second motion to stay. *See* ECF No. 186. Plaintiffs argued that, *inter alia*, a stay pending Supreme Court review was unwarranted because the reverse

payment agreement at issue was unlawful regardless of what legal framework Plaintiffs' allegations were analyzed under. *Id.*

11. On October 19, 2012, Defendants filed their reply brief in support of their second motion to stay. *See* ECF No. 199.

12. On October 19, 2012, the Court denied Defendants' motion to stay discovery pending resolution of motions to dismiss, on the basis that Plaintiffs only sought limited discovery until motions to dismiss were decided. *See* ECF No. 197.

13. On October 25, 2012, the Court denied Defendants' motion to stay proceedings pending the Supreme Court's decision as to whether to grant *certiorari* in *K-Dur*. *See* ECF No. 213.

14. The parties then proceeded to motion to dismiss briefing.

III. THE FIRST ROUND OF MOTION TO DISMISS BRIEFING AMIDST THE SUPREME COURT'S *ACTAVIS* DECISION

15. On November 16, 2012, Pfizer and Ranbaxy each filed separate motions to dismiss Plaintiffs' complaint. *See* ECF Nos. 244, 246. In briefing totaling approximately 100 pages, Defendants advanced a broad swath of arguments, including that Plaintiffs did not have standing to assert antitrust claims based on theories of patent fraud, that Plaintiffs failed to adequately plead *Walker-Process* fraud, that Plaintiffs' reverse payment theory failed under Federal Circuit law because Ranbaxy's entry date fell "within the scope" of Pfizer's patents, that Plaintiffs' reverse payment theory failed under Third Circuit law because Plaintiffs

were required, but failed, to plead a cash reverse payment, and that Plaintiffs could not demonstrate antitrust injury. *Id.*

16. On January 1, 2013, Class Counsel responded via a 90-page consolidated opposition responding to each of Defendants' motion to dismiss arguments. *See* ECF No. 307. Class Counsel argued, *inter alia*, that Plaintiffs' reverse payment allegations were cognizable under any legal standard for evaluating reverse payment allegations (*i.e.*, that Ranbaxy's entry date went beyond the scope of Pfizer's patent rights and that allegations of a cash reverse payment were not required). *Id.*

17. On February 22, 2013, Pfizer and Ranbaxy filed reply briefing. *See* ECF Nos. 340, 343.

18. On March 25, 2013, the Supreme Court held oral argument in the *Actavis* case, in which the Federal Trade Commission ("FTC") appealed the Eleventh Circuit's dismissal of the FTC's complaint alleging a reverse payment agreement. *See generally* *FTC v. Actavis, Inc.*, 570 U.S. 136 (2013) (noting date argument held).

19. On May 8, 2013, the Court ordered all parties to address the issue of whether oral argument on Defendants' motions to dismiss should be delayed pending the Supreme Court's anticipated June 2013 decision in *Actavis*. *See* ECF No. 385. After considering the parties' written submissions, which articulated

varying positions but all of which recognized an impending decision in *Actavis*, the Court elected to await the Supreme Court's decision in *Actavis* before deciding the motions to dismiss. *See* ECF No. 397.

20. On June 17, 2013, the Supreme Court issued its landmark *Actavis* decision. *See FTC v. Actavis*, 570 U.S. 136 (2013). Broadly speaking, in *Actavis*, the Supreme Court concluded that the appropriate legal framework for analyzing reverse payment agreements alleged to violate the antitrust laws was the traditional antitrust rule of reason. *Id.* The Supreme Court left it to the lower courts to implement its ruling. *Id.*

21. Following *Actavis*, this Court ordered the parties to submit supplemental briefing on the motions to dismiss in view of *Actavis*, (*see* ECF No. 408), and those submissions were filed on July 12, 2013. *See* ECF Nos. 422, 424, 425. Class Counsel argued that *Actavis* compelled denial of Defendants' motions to dismiss, including because nothing in *Actavis* supported Defendants' "no sack of cash" argument. *See* ECF No. 424. Conversely, Defendants argued that *Actavis* reinforced that Defendants' motions to dismiss should be granted, including because only settlements with "large monetary payments" could be unlawful under *Actavis*. *See* ECF Nos. 422, 425.

22. On July 24, 2013, the Court heard oral argument on the motions to dismiss. *See* ECF No. 432. During argument, the Court posed the question of why,

if *Actavis* was not limited to just cash reverse payments as Defendants posited, Plaintiffs had not previously sought leave to amend their complaint to include more detailed allegations concerning Pfizer and Ranbaxy's settlement of the Accupril litigation, which Plaintiffs alleged to be a reverse payment. *Id.* (Jul. 24, 2013 Tr.) at 58. Class Counsel argued that Plaintiffs' complaint was already sufficiently pled, but reiterated their request (previously made in briefing) for leave to amend if the Court believed that Plaintiffs needed to plead additional facts. *Id.* at 86-87.

23. On August 7, 2013, Class Counsel filed a motion for leave to amend Plaintiffs' complaint. *See* ECF No. 435. In their motion, Class Counsel articulated additional factual allegations supporting Plaintiffs' claim that the Accupril settlement constituted a reverse payment. *Id.* Defendants opposed the motion, arguing, *inter alia*, that amendment would be futile because the Accupril settlement, which Defendants characterized as a lawful compromise of a claim for potential damages specifically sanctioned by *Actavis*, did not qualify as a reverse payment. *See* ECF Nos. 443, 446. Class Counsel filed Plaintiffs' reply brief on August 27, 2013. *See* ECF No. 453.

24. On September 5, 2013, the Court issued its ruling on Defendants' motion to dismiss. *See In re Lipitor Antitrust Litig.*, 2013 U.S. Dist. LEXIS 126468 (D.N.J. Sept. 5, 2013). The Court dismissed all of the claims in Plaintiffs' complaint except for those premised upon Plaintiffs' reverse payment allegations,

and granted Plaintiffs leave to amend their reverse payment claims while declining to decide whether the proposed amendments would be sufficient to survive a subsequent motion to dismiss. *Id.* at *94-97.

25. On October 14, 2013, Class Counsel filed Plaintiffs' Second Amended Consolidated Complaint. *See* ECF No. 472.³

IV. THE SECOND ROUND OF MOTION TO DISMISS BRIEFING IN THE AFTERMATH OF ACTAVIS

26. On November 26, 2013, Pfizer and Ranbaxy filed a second round of motions to dismiss as to Plaintiffs' amended complaint. *See* ECF Nos. 490, 493. Defendants argued, *inter alia*, that the Accupril settlement—which Plaintiffs argued constituted a reverse payment from Pfizer to Ranbaxy—was a lawful compromise of a damages claim and therefore did not qualify as a reverse payment. *Id.*

27. On January 17, 2014, Class Counsel filed Plaintiffs' opposition. *See* ECF No. 509. Class Counsel argued that there was no legal support for Defendants' argument that a reverse payment need be in cash form, and that crediting Defendants' factual assertions concerning Accupril that fell without Plaintiffs' complaint would require conversion of Defendants' motion to dismiss

³ For purposes of preserving the issues for appeal, the complaint included allegations other than those concerning the reverse payment agreement. *Id.* at ¶ 2.

into one for summary judgment, and therefore necessitate that Plaintiffs be given a reasonable opportunity to take discovery. *Id.*

28. On February 7, 2014, Defendants filed reply briefing. *See* ECF Nos. 523, 524.

29. On March 6, 2014, the Court held oral argument on the second round of motion to dismiss briefing. *See* ECF No. 532.

30. On September 12, 2014, the Court granted Defendants' motion to dismiss with prejudice and without leave to replead. *See In re Lipitor Antitrust Litig.*, 2014 U.S. Dist. LEXIS 127877 (D.N.J. Sept. 12, 2014). The Court concluded that, *inter alia*, "in a case where a non-monetary payment is alleged...the pleading must demonstrate the reliable foundation showing a reliable cash value of the non-monetary payment through the use of more facts upon which Plaintiff depends." *Id.* at *65. *See also id.* ("In considering the monetary value of a patent infringement claim Plaintiff must allege facts as if Plaintiff was standing in the shoes of the parties at the time of settlement").

31. On October 10, 2014, Class Counsel filed a motion seeking to amend the Court's judgment of dismissal to the extent it denied Plaintiffs an opportunity to replead. *See* ECF No. 583. Class Counsel argued that the Court had dismissed Plaintiffs complaint based on a new, heightened evidentiary standard that Plaintiffs believed was erroneous and were prepared to appeal, but that in any event the

Court should convert its dismissal into one that allowed Plaintiffs to replead in order to meet that new standard. Class Counsel attached a proposed amended complaint, accompanied and supported by a valuation analysis performed by a patent damages and valuation expert. *Id.*

32. On October 27, 2014, Defendants filed their opposition. *See* ECF No. 598. Defendants argued that the Court had not articulated a “new” standard but had merely instead applied existing precedent, and that Plaintiffs’ proposed amendment would in any event be futile for reasons previously set forth in prior briefing. *Id.*

33. On November 3, 2014, Class Counsel filed Plaintiffs’ reply brief. *See* ECF No. 603.

34. On November 6, 2014, the Court heard oral argument on Plaintiffs’ motion to amend and replead. *See* ECF No. 612.

35. On March 17, 2015, the Court denied Plaintiffs’ motion. *See In re Lipitor Antitrust Litig.*, 2015 U.S. Dist. LEXIS 38887, at *12 (D.N.J. Mar. 17, 2015). The Court concluded that Plaintiffs’ characterization of its opinion as setting forth a new pleading standard was “overstated” and that “it simply applies [] precedent.” *Id.* at *13.

V. PLAINTIFFS’ APPEAL TO THE THIRD CIRCUIT

36. On October 10, 2014, the same day on which Plaintiffs moved to amend the Court’s judgment of dismissal with prejudice so that Plaintiffs could

replead, Class Counsel also filed a Notice of Appeal to the Third Circuit appealing this Court's decision granting Defendants' motions to dismiss. *See* ECF No. 589. The Third Circuit consolidated Plaintiffs' appeal with those of other plaintiff groups, and stayed all appeals pending this Court's decision on the above-referenced motion to amend the judgment to grant Plaintiffs leave to replead. *See In re Lipitor Antitrust Litig.*, Case No. 14-4206, Doc. No. 003111775730.⁴

37. On March 31, 2015, after this Court had ruled on the above-referenced motion, Class Counsel amended their Notice of Appeal to encompass the Court's decision. *See* ECF No. 632.

38. Appellate briefing then commenced. On December 18, 2015, Class Counsel filed an 84-page opening brief (joined in by indirect purchaser plaintiffs) with the Third Circuit seeking reversal of this Court's order dismissing Plaintiffs' complaint. *See In re Lipitor Antitrust Litig.*, Case No. 14-4206, Doc. No. 003112159634. Plaintiffs appealed this Court's dismissal of Plaintiffs' reverse payment allegations and Plaintiffs' *Walker-Process* theories (and thus this Court's consequential limitation on Plaintiffs' damages to the period only after June 2011,

⁴ Subsequently, the Third Circuit consolidated all *Lipitor* appeals with all appeals in the *In re Effexor Antitrust Litigation* due to the similarity of the issues presented in both appeals. *See In re Lipitor Antitrust Litig.*, Case No. 14-4206, Doc. No. 003111873534.

on the basis that Pfizer's '995 patent (which expired in June 2011) barred Ranbaxy from entering prior). *Id.*

39. On March 21, 2016, Defendants filed their opposition briefs, totaling nearly 200 pages. *See In re Lipitor Antitrust Litig.*, Case No. 14-4206, Doc. Nos. 003112239469, 003112239531. As an initial matter, Defendants argued for transfer of Plaintiffs' appeal to the Federal Circuit on the basis that Plaintiffs' *Walker-Process* and related claims purportedly required resolving questions of patent law. Defendants also argued that this Court's order of dismissal was appropriate in its entirety and that this Court properly denied Plaintiffs leave to amend. *Id.*

40. On May 31, 2016, Class Counsel filed Plaintiffs' reply brief and opposed transfer to the Federal Circuit. *See In re Lipitor Antitrust Litig.*, Case No. 14-4206, Doc. No. 003112311736.

41. On September 16, 2016, the Third Circuit advised that oral argument would initially be confined only to the issue of whether the appeal should be transferred to the Federal Circuit, with oral argument on the merits to be set forth at a later date if transfer was found unwarranted. *See In re Lipitor Antitrust Litig.*, Case No. 14-4206, Doc. No. 003112401374.

42. On September 26, 2016, the Third Circuit held oral argument on the above-referenced jurisdictional issue.

43. On April 13, 2017, the Third Circuit issued a precedential opinion concluding that Plaintiffs' claims did not arise under patent law, and thus denying Defendants' motion to transfer to the Federal Circuit. *See In re Lipitor Antitrust Litig.*, 855 F.3d 126 (3d Cir. 2017). Oral argument on the merits of the appeal was then scheduled. *See In re Lipitor Antitrust Litig.*, Case No. 14-4206, Doc. No. 003112592686.

44. On May 19, 2017, the Third Circuit held oral argument on the merits.

45. On August 21, 2017, the Third Circuit issued a second precedential opinion, ruling on the merits in favor of Plaintiffs. *See In re Lipitor Antitrust Litig.*, 868 F.3d 231 (3d Cir. 2017). The Third Circuit concluded that Plaintiffs had plausibly pled a reverse payment claim under *Actavis*, and reversed this Court's dismissal of that claim. *Id.* at 253-58. The Third Circuit also concluded that Plaintiffs had plausibly pled *Walker-Process* fraud, and reversed this Court's dismissal of Plaintiffs' *Walker-Process* allegations and related claims (and consequently reversed this Court's limitation on Plaintiffs' damages period). *Id.* at 266-75. The Third Circuit then remanded the case for further proceedings consistent with its opinion. *Id.* at 275.

46. On November 24, 2017, Pfizer filed a petition for writ of *certiorari* to the Supreme Court. *See generally Wyeth LLC v. Rite Aid Corp.*, 583 U.S. 1150 (2018). On February 20, 2018, Pfizer's petition was denied. *Id.*

VII. FACT DISCOVERY AND DISCOVERY MOTION PRACTICE

47. Due to the unique procedural history of this litigation, the discovery and related motion practice that took place occurred in various phases over multiple years, including during mediation and class certification and summary judgment briefing.

48. With respect to discovery requests and responses thereto, Class Counsel served two sets of document requests, three sets of interrogatories and one set of requests for admission on Defendants, and Defendants served one set of document requests on Plaintiffs. Over the course of the litigation, Defendants produced more than ten million pages of documents, which Class Counsel mined during motions to dismiss, fact discovery, mediation, and for purposes of filing Plaintiffs' class certification motion and defending against Defendants' summary judgment motion on causation (although full discovery on causation has not been completed). Plaintiffs also produced documents in response to Defendants' document requests, and, as discussed *infra*, each named plaintiff was deposed prior to class certification briefing.

49. With respect to discovery-related motion practice, extensive briefing occurred on a wide variety of issues.

50. Both aspects of discovery are outlined below.

51. In the initial stages of the litigation, Judge Arpert ordered that discovery on certain discrete categories of documents should proceed until a decision on the then-initial round of motion to dismiss briefing and decision. *See* ECF Nos. 197, 328. A limited amount of document production therefore ensued.

52. On April 26, 2013, following a dispute as to the scope of Defendants' production, Class Counsel filed a motion to compel. *See* ECF Nos. 378, 388. On August 21, 2013, Judge Arpert granted Plaintiffs' motion in part and denied it in part, ordering Defendants to produce certain additional documents. *See* ECF No. 447.

53. Separately, during this time period, the parties also negotiated a Protective Order and ESI Protocol, which were entered by the Court. *See* ECF Nos. 346, 416.

54. As detailed above, for the next several years, the parties were engaged in an additional round of motion to dismiss (and related) briefing resulting in appeal to the Third Circuit, and therefore no further discovery occurred during this time.

55. Following the Third Circuit's 2017 ruling in favor of Plaintiffs on Plaintiffs' appeal of the Court's motion to dismiss ruling and issuance of its mandate, litigation resumed in this Court. On January 5, 2018, pursuant to this Court's directive and in advance of a scheduled Rule 16 conference, the parties

filed a Joint Rule 16 conference report with competing proposals on, *inter alia*, a litigation schedule, privilege log issues and other matters. *See* ECF No. 694.

56. In February 2018, following a Rule 16 conference, Judge Arpert entered orders directing the filing of Defendants' answers, deeming fact discovery opened, and setting a target date for the close of fact discovery. *See* ECF Nos. 708, 710.

57. As discovery proceeded, numerous disputes arose concerning litigation scheduling, Plaintiffs' document productions, Defendants' interrogatory responses, and various issues pertaining to attorney-client privilege. These disputes resulted in extensive motion practice.

58. The first issue briefed concerned the parties' disagreement as to when Defendants should make their election as to whether they would assert a reliance on counsel defense. Relatedly, the parties disagreed on certain privilege logging obligations and the timing of service of privilege logs. As a result, multiple sets of briefing on these issues occurred.

59. During April and May 2018, the parties briefed issues pertaining to privilege logging obligations. *See* ECF Nos. 756-57, 775, 785. Subsequently, the parties resolved the dispute by agreement. *See* ECF No. 825 (Oct. 4, 2018 Tr.) at pp. 9-10.

60. During May and June 2018, the parties briefed the issue of when Defendants would be required to elect whether they would assert a reliance on counsel defense. *See* ECF Nos. 770-71, 787, 794-95.⁵

61. On October 4, 2018, Judge Arpert held oral argument on the motion concerning the timing of Defendants' privilege election. *See* ECF No. 825. On November 27, 2018, Judge Arpert ordered that Defendants were required to make their privilege election on the then-existing date for substantial completion of document production. *See* ECF No. 836.

62. The second issue briefed concerned the scope of Plaintiffs' document production, which Defendants contended was insufficient. In August 2018, the parties briefed whether Plaintiffs should produce certain documents and/or data sought by Defendants concerning market power, "downstream" discovery issues, and assignments. *See* ECF No. 812. On May 23, 2019, Judge Arpert granted in part and denied in part the discovery sought by Defendants. *See* ECF No. 858.

63. Subsequently, in March 2019, the Court issued a judicial notice stating that because the parties "have vigorously litigated and continue to litigate numerous discovery issues" and that the "Court has devoted substantial time to addressing and attempting to resolve these disputes," it was clear that the litigation

⁵ Separately, on June 27, 2018, at the request of the Court, the parties presented the Court with a full day in-person "tutorial" at which the parties presented an overview of the case and its various components. *See* ECF No. 802.

“will continue to require intensive case management” that was “untenable” and thus the appointment of a Special Discovery Master might be appropriate. *See* ECF No. 853. The parties filed submissions consenting to the appointment of a Special Discovery Master, (*see* ECF Nos. 855, 860, 862, 868), and on July 10, 2019, Judge Jose L. Linares (Ret.) was appointed Special Discovery Master. *See* ECF No. 877.

64. Additionally, in fall 2019, Judge Arpert set a litigation schedule going through class certification briefing and “Round 1 *Dauberts*,” with the remainder of a schedule through trial to be set at a later date. *See* ECF Nos. 899, 902. Under the schedule, the deadline for substantial completion of document production, and the corresponding deadline for Defendants to make their privilege election, was March 18, 2020. *Id.*

65. The third issue briefed concerned the sufficiency of Defendants’ interrogatory responses. On January 24, 2020, Class Counsel filed a motion to compel concerning those responses, which was directed to Special Master Linares. *See* ECF No. 925. On February 7, 2020, Defendants filed their opposition briefs. *See* ECF Nos. 930-31. On February 12, 2020, Class Counsel filed Plaintiffs’ reply brief. *See* ECF No. 934.

VII. THE MARCH 2020 DISCOVERY STAY AND MEDIATION

66. During a February 26, 2020 status conference, the parties expressed a wide divergence in views concerning whether mediation was appropriate given that

the parties were in the early stages of fact discovery. *See* ECF No. 942 (Feb. 26, 2020 Tr.) at pp. 1-22.

67. On March 2, 2020, the Court issued an order directing the parties to select a mediator. *See* ECF No. 943.

68. On March 10, 2020, Defendants filed a letter with the Court requesting that the Hon. Faith Hochberg (Ret). be appointed as mediator and requesting that discovery be stayed pending mediation. *See* ECF No. 945. On March 11, 2020, Plaintiffs filed a letter with the Court joining in the request that Judge Hochberg be appointed mediator, but making a competing proposal for a two-month stay and requesting that the Court order Defendants to provide Plaintiffs with certain discovery in order to make for an informed mediation. *See* ECF No. 946.

69. Also on March 10, 2020, Special Master Linares issued his opinion on Plaintiffs' motion to compel, directing Defendants to respond to and/or supplement responses to certain of Plaintiffs' interrogatories. *See* ECF No. 944.

70. On March 12, 2020, the Court appointed Judge Hochberg as mediator, issued a two-month stay of discovery with the potential for an extension based on the status of mediation efforts, directed Defendants to comply with Special Master Linares's ruling, and directed Judge Hochberg to adjudicate Plaintiffs' request for further discovery. *See* ECF No. 948.

71. On March 18, 2020, Judge Hochberg issued an Initial Mediation Order setting forth the process and schedule for mediation in view of the then-emerging COVID-19 pandemic,⁶ and directing the parties to meet and confer concerning Plaintiffs' request that Defendants produce further discovery for mediation. *See* ECF No. 949.

72. Mediation continued through 2020, with the parties making numerous written submissions to Judge Hochberg and participating in telephonic/Zoom mediation sessions in light of COVID-19. Extensive discussion also occurred, both among Class Counsel and through motion practice, concerning, *inter alia*, the various proposals for a settlement structure and the potential establishment and composition of a settlement committee. *See, e.g.*, ECF Nos. 1006, 1016-17, 1021-22.

73. On November 16, 2020, following a status conference concerning these issues, the Court issued an order establishing a settlement committee to negotiate a potentially "global" settlement on behalf of all plaintiff groups. *Id.*

74. On January 11, 2021, following further, extensive discussion among counsel and with the Court during status conferences, the Court issued a second

⁶ On March 11, 2020, the World Health Organization formally declared COVID-19 a global pandemic and a national emergency was declared by the United States two days thereafter, resulting in a series of mandatory lockdowns and the imposition of social distancing measures.

order concerning the scope and composition of the settlement committee, directed that the discovery stay remain in place and ordered mediation with Judge Hochberg to continue. *See* ECF No. 1031.

75. In accordance with the Court's order, mediation continued, and from August 2021 through March 2022, the parties submitted extensive, lengthy mediation briefs to Judge Hochberg concerning issues related to liability, causation, market power, and class certification.

76. In January 2022, following a December 7, 2021 status conference with the Court and Judge Hochberg, the parties submitted competing status reports (and responses thereto) to the Court on a variety of issues, including the status of mediation and proposals for resumption of the litigation. Class Counsel requested that, *inter alia*, because mediation had not resulted in any meaningful progress, that the Court lift the discovery stay and implement the previously-ordered scheduling structure which allowed for full fact and expert discovery to conclude prior to briefing on class certification and summary judgment. *See* ECF Nos. 1066, 1073. Conversely, Pfizer requested permission to file a motion for summary judgment on the ground that Plaintiffs could not prove antitrust injury (*i.e.*, causation). *See* ECF Nos. 1068, 1072. Ranbaxy requested that class certification be briefed as a threshold issue before briefing any merits issues. *See* ECF Nos. 1067, 1074.

77. On June 23, 2023, Judge Arpert issued a scheduling order directing certain discovery on issues of causation and class certification, and setting a schedule for class certification and summary judgment briefing. *See* ECF No. 1085 (the “June 23 Order”). *See generally*, Sections IX-X, *infra*.

78. During July 2023, the parties participated in a full day, in-person mediation session with Judge Hochberg in New York City.

79. Thereafter, Class Counsel and Pfizer negotiated a settlement of Plaintiffs’ claims against Pfizer. *See* Section XI, *infra*.

VIII. PLAINTIFFS’ APPEALS OF JUDGE ARPERT’S SCHEDULING ORDERS

80. On July 7, 2022, Class Counsel appealed the June 23 Order to this Court, requesting that it be vacated and for the discovery stay to be lifted and for the litigation to resume in full. *See* ECF No. 1096. Class Counsel argued that the June 23 order deprived Plaintiffs of the discovery necessary to brief class certification and summary judgment and would only serve to further delay the litigation. *Id.*

81. On July 18, 2022, Defendants filed an opposition, arguing that the June 23 Order afforded time for Plaintiffs to obtain all the requisite discovery needed and would not delay the case. *See* ECF No. 1088.

82. On July 25, 2022, Class Counsel filed Plaintiffs’ reply brief, noting that, *inter alia*, two days prior (and just weeks before Plaintiffs’ merits experts

reports on causation were due), Ranbaxy unexpectedly produced 2.2 million pages of documents and a 45,000+ entry privilege log. *See* ECF No. 1091. The parties then briefed the issue of whether an extension was warranted in view of Ranbaxy's production. *See* ECF No. 1093.

83. On August 10, 2022, the Court denied Plaintiffs' appeal without prejudice and granted Plaintiffs' permission to refile their appeal once Judge Arpert ruled on Plaintiffs' request for an extension. *See* ECF No. 1103.

84. On September 1, 2022, after Judge Arpert ruled on Plaintiffs' request for an extension by three months, (*see* ECF No. 1107), Class Counsel refiled Plaintiffs' appeal. *See* ECF No. 1114. Opposition and reply briefing were completed by September 26, 2022. *See* ECF Nos. 1120-21.

85. On September 29, 2022, the Court denied both of Plaintiffs' appeals. *See* ECF No. 1124. The parties then proceeded to summary judgment and class certification briefing, and motion practice related thereto.

IX. SUMMARY JUDGMENT

86. From November 2022 through March 2023, the parties served expert reports and took expert depositions related to Defendants' then-forthcoming summary judgment motion on causation.

87. The parties also briefed the time-sensitive issue of whether Plaintiffs would be permitted to file reply expert reports, which Plaintiffs sought leave for

but subsequently withdrew as to their causation (but not class certification) expert, leading to the request being denied as to Plaintiffs' causation expert. *See* ECF Nos. 1158, 1161, 1209.

88. On March 15, 2023, Defendants filed a motion for summary judgment on causation. *See* ECF No. 1183. Defendants' motion was accompanied by 164 statements of undisputed facts and 94 exhibits. *Id.*

89. On May 1, 2023, Class Counsel filed Plaintiffs' causation summary judgment opposition. *See* ECF No. 1217. In addition to opposing Defendants' motion and responding to each of Defendants' statements of undisputed fact, Class Counsel submitted a Rule 56 affidavit attesting that briefing one of the arguments that Defendants advanced as a basis for summary judgment was not possible until the completion of full fact and expert discovery. *Id.*

90. On May 22, 2023, Defendants filed their summary judgment reply brief. *See* ECF No. 1235.

91. On November 27, 2023, the Court held oral argument on Defendants' motion for summary judgment and reserved decision. *See* ECF No. 1323.

92. As of the date of this filing, Defendants' motion for summary judgment remains pending.

X. CLASS CERTIFICATION

93. From January to April 2023, the parties served expert reports and took expert depositions related to class certification.

94. Defendants also deposed each of the five class representatives.

95. The parties also briefed Pfizer's request to compel certain discovery from an absent class member. *See* ECF Nos. 1142, 1146, 1148, 1150, 1151.

96. The parties also briefed the time-sensitive issue of whether Plaintiffs would be permitted to file a class certification reply expert report. After Judge Arpert denied Plaintiffs' request, (*see* ECF No. 1161), Plaintiffs appealed to this Court on February 24, 2023. *See* ECF Nos. 1170-71, 1175, 1179. This Court granted Plaintiffs' appeal on April 14, 2023, permitting Plaintiffs to serve a class certification reply expert report. *See* ECF No. 1209.

97. On May 5, 2023, Class Counsel filed Plaintiffs' class certification motion. *See* ECF No. 1221.

98. On June 5, 2023, Defendants opposed Plaintiffs' class certification motion. *See* ECF No. 1241.

99. On June 30, 2023, Class Counsel filed Plaintiffs' reply brief. *See* ECF No. 1257.

100. On November 27, 2023, the Court heard oral argument and reserved decision. *See* ECF No. 1323.

101. As of the date of this filing, Plaintiffs' motion for class certification of a litigation class remains pending.

XI. THE SETTLEMENT

102. The Settlement was the product of the parties' multi-year attempt to negotiate a settlement of Plaintiffs' claims.

103. The parties initially engaged in mediation in February 2015 with Jonathan Marks of MarksADR, LLC, pursuant to this Court's directive in late 2014. The mediation was unsuccessful.

104. As detailed above, the parties engaged in a second and continuous multi-year mediation with Judge Hochberg starting in March 2020. At all times up through February 7, 2024 – the date that the Settlement was executed – Class Counsel and Pfizer engaged in hard fought, arm's-length negotiations concerning settlement, both as to general structure and specific terms.

105. On October 25, 2023, Class Counsel filed a motion for preliminary approval of the proposed Settlement. The Settlement provides for one immediate cash payment by Pfizer of \$93 million into an interest-bearing escrow account for the benefit of the Class, which payment Pfizer has already funded, in exchange for certain releases of claims.

106. In seeking preliminary approval, Class Counsel requested that the Court certify a settlement class, preliminarily approve the proposed Settlement,

approve a proposed form of notice to the Class, approve the appointment of an escrow agent and claims administrator and set a schedule leading up to and including a Fairness Hearing.

107. On March 8, 2024, the Court held a hearing on preliminary approval. *See* ECF No. 1373.

108. Following the hearing, the Court certified a settlement class, granted preliminary approval to the proposed Settlement, approved an escrow agent and the proposed escrow agreement, approved the appointment of an escrow agent and claims administrator, authorized notice to the Class, and set a schedule up through the Fairness Hearing. *See* ECF No. 1374.

109. Thereafter, Pfizer deposited the settlement fund into the approved interest bearing escrow account, and Co-Lead Counsel posted all relevant documents on their websites, including the notice to the Class, which was duly mailed by the claims administrator on March 23, 2024.

110. Class members have until May 8, 2024 to request exclusion from the Class, object to the Settlement or any of its terms and/or to Class Counsel's request for attorneys' fees, reimbursement of expenses and service awards for the class representatives. As of the date of this Declaration, no requests for exclusion and/or objections have been received by Class Counsel. If any are received between the date of this Declaration and May 8, 2024, Class Counsel will notify the Court and

address any such objections in Plaintiffs' forthcoming submission for final approval of the Settlement, due on May 29, 2024.

XII. SUMMARY OF ATTORNEYS' FEES AND UNREIMBURSED EXPENSES

111. Class Counsel are nationally reputed law firms with decades of experience representing direct purchaser classes in antitrust cases, many of which involved the same class members as here.

112. Antitrust cases are well known to be complex, and jury trials can involve a high degree of risk. Prosecuting pharmaceutical antitrust cases requires a mastering of not just antitrust law, but also an understanding of intricate FDA regulations governing the approval of brand and generic prescription pharmaceutical products, antitrust economics for purposes of establishing a relevant market and evaluating the contours of monopoly power, the development of one or more causation models to demonstrate a "but for world" free of the anticompetitive behavior, and the development of one or more damages models to calculate damages to class members. Such cases, as here, require substantial attorney (and support staff) hours and substantial out-of-pocket cash outlays, including significant expert expenses.

113. At all junctures of the litigation, Class Counsel faced a high degree of risk.

114. As an initial matter, as described *supra*, the litigation was filed in a highly unique era of rapidly evolving antitrust law during which a split in authority over the appropriate legal standard for evaluating antitrust challenges to reverse payment agreements led to the Supreme Court granting *certiorari* and issuing its landmark decision in *Actavis*. Moreover, because the Supreme Court specifically left it to lower courts to apply *Actavis*, even after its issuance courts reached differing interpretations, as evidenced by, *inter alia*, the motion to dismiss briefing and resulting appeal in this case.

115. Moreover, a number of pharmaceutical antitrust cases have been dismissed at summary judgment or lost at trial after significant outlays of time and money by class counsel in those cases. *See, e.g., In re Wellbutrin XL Antitrust Litig.*, 868 F.3d 132 (3d Cir. 2017) (affirming summary judgment in favor of defendants); *In re Nexium (Esomeprazole) Antitrust Litig.*, 842 F.3d 34 (1st Cir. 2016) (upholding jury verdict for defendant); *In re Opana ER Antitrust Litig.*, Case No. 1:14-cv-10150 (N.D. Ill. Aug. 22, 2022), ECF No. 1067 (jury verdict for defendant); *In re HIV Antitrust Litig.*, Case No. 19-cv-02573 (N.D. Cal. Jun. 30, 2023) (jury verdict for defendant); *Louisiana Wholesale Drug Co., Inc. v. Sanofi-Aventis*, Case No. 07-cv-07343 (S.D.N.Y. Nov. 20, 2008) (jury verdict for defendant).

116. Thus, Class Counsel were acutely aware of the inherent risks that come with prosecuting a complex antitrust case, particularly one that was filed at a unique point in time with regards to important developments in the substantive law governing the case. Class Counsel were aware that Plaintiffs' claims could have been dismissed in their entirety at the pleading stage (as indeed initially occurred, before the Third Circuit reversed), at summary judgment (again, as Defendants sought), and all times have been aware of the risks of an adverse jury verdict had the settlement with Pfizer not been reached. Class Counsel were also aware that Pfizer would almost certainly appeal, potentially even to the Supreme Court, a jury verdict in favor of Plaintiffs. Consequently, absent the proposed Settlement, if a jury had found in favor of Pfizer at trial or if a jury verdict in favor of Plaintiffs were vacated on appeal, Class Counsel's twelve-plus year efforts on behalf of the Class, undertaken on a purely contingent basis at great expense, would have been for naught.

117. Despite the risks outlined above, Class Counsel diligently prosecuted this case for more than twelve years (and continue to do so against Ranbaxy). In doing so, as outlined herein, Class Counsel, *inter alia*: (a) investigated, identified and filed this case; (b) filed multiple complaints and opposed multiple rounds of motions to dismiss amidst rapidly evolving law and the *Actavis* decision; (c) prevailed on an appeal to the Third Circuit; (d) obtained and reviewed a large

volume of documents; (e) engaged in extensive discovery-related motion practice cutting across numerous topics; (f) moved for class certification; (g) opposed an early summary judgment motion; (h) engaged in extensive motion practice concerning the discovery stay, including appeals; (i) engaged in two rounds of mediation, the second of which lasted multiple years; and (j) engaged in extensive negotiations concerning the execution of the Settlement with Pfizer.

118. Litigating this case for more than twelve years has involved significant effort on Class Counsel's part, both in terms of time and monetary expenditures. Both Pfizer and Ranbaxy have been represented by well-known law firms who vigorously defended against Plaintiffs' claims at all junctures.

119. Class Counsel believe that the Settlement with Pfizer represents an excellent result for the Class, particularly given the length of the litigation and its unique procedural history.

120. The following chart summarizes the aggregate time and necessary expenses (including litigation fund contributions) of all of Class Counsel, as set forth in more detail in the individual firm declarations of Class Counsel, annexed here as Exhibits A through O.

121. Class Counsel's time and expenses comport with the Court's Time and Expense Order.

Ex.	Firm	Hours	Lodestar Historical	Lodestar Current	Expenses
A	Garwin Gerstein & Fisher LLP	6,008.60	\$4,778,079.77	\$5,830,691.77	\$435,026.63
B	Hagens Berman Sobol & Shapiro LLP	7,418.20	\$5,033,750.25	\$6,133,001.00	\$385,491.81
C	Berger Montague PC	8,138.10	\$4,758,258.50	\$6,151,344.00	\$669,979.32
D	Odom & Des Roches LLC	4,705.40	\$2,811,946.50	\$3,716,348.50	\$328,317.33
E	Faruqi & Faruqi LLP	4,460.00	\$2,863,663.50	\$3,701,627.00	\$269,434.56
F	Smith Segura Raphael & Leger LLP	2,790.90	\$1,330,665.00	\$1,609,921.00	\$265,934.31
G	Taus Cebulash & Landau LLP	369.00	\$216,465.00	\$285,265.00	\$141.42
H	The Radice Law Firm PC	764.30	\$425,876.00	\$551,962.00	\$1,303.39
I	Heim Payne & Chorush LLP	2,047.10	\$1,101,504.75	\$1,531,340.00	\$267,553.90
J	Cohn Lifland Pearlman Herrmann & Knopf LLP	1,670.80	\$1,210,380.09	\$1,467,125.00	\$9,974.51

K	Carella, Byrne, Cecchi, Olstein, Brody & Agnello PC	2,074.40	\$1,845,720.00	\$2,375,635.00	\$67,562.75
L	The Barrett Law Group PA	337.10	\$222,910.00	\$314,500.00	\$14,160.98
M	NastLaw LLC	477.10	\$303,740.50	\$417,088.00	\$5,356.29
N	Gustafson Gluek PLLC	28.20	\$15,707.50	\$26,260.00	\$88.04
O	Roberts Law Firm PC	778.10	\$498,094.50	\$622,124.50	\$30,586.68
	Less litigation fund balance				(\$829.70)
	TOTAL	42,067.30	\$27,416,761.86	\$34,734,232.77	\$2,750,082.22

122. The expenses paid from the litigation fund were as follows:

Expense Category	Amount
Filing fees	
Deposition and hearing vendors	\$41,898.25
Document databases and review platform	\$464,815.05
Process servers/subpoena costs	
Experts	\$1,332,401.48
Data (used by experts)	\$22,266.50
Discovery	\$264.29
Mediation/Special Master	\$213,106.55
Travel/meals/lodging	
Costs of notice of class certification and settlement	
SUBTOTAL	\$2,074,752.12

(Less reimbursement from other plaintiff groups for shared expenses)	(\$14,850.93)
TOTAL	\$2,059,901.18

123. The expenses paid from the litigation fund throughout the course of the litigation were examined by a Certified Public Account, who determined that all such expenses were supported by receipt, reasonable and non-excessive. *See* Exhibit P annexed hereto.

124. As noted above, the litigation fund has a current balance of \$829.70, which, as noted above, has been deducted from the total expenses sought by Class Counsel.

125. The above expenses were all reasonably incurred and necessary to the representation of the Class.

126. Class Counsel respectfully request attorneys' fees in the amount of one-third (33 $\frac{1}{3}$ %) of the settlement amount plus a proportionate amount of any interest accrued since the settlement was escrowed, and unreimbursed expenses in the amount of \$2,750,082.22.

127. Under current billing rates, Class Counsel's lodestar is \$34,734,232.77, yielding a negative multiplier of 0.89.

128. Under historical billing rates, Class Counsel's lodestar is \$27,416,761.86, yielding a multiplier of 1.13.

XIII. THE EFFORTS OF THE CLASS REPRESENTATIVES ON BEHALF OF THE CLASS

129. The five class representatives – Betances, RDC, PDC, LaFrance and VDC – all made a significant contribution in prosecuting Plaintiffs’ claims against Pfizer for the benefit of all class members. The class representatives each actively protected the Class’s interests by filing suit on behalf of the Class and undertaking all of the responsibilities involved in being a named plaintiff, including monitoring the progress of the case and responding to discovery requests.

130. Discovery was a significant burden to the class representatives in this case. Specifically, each class representative executed broad document searches and collections based on keywords negotiated with Defendants, which resulted in document productions of thousands of pages, as well as purchase and chargeback data. These discovery efforts required that employees of the class representatives take time away from their regular job functions in order to comply. Additionally, each class representative was deposed.

131. The class representatives were required to expend time and effort that was not compensated over the decade-plus that Class Counsel prosecuted Plaintiffs’ claims.

132. In recognition of their time and efforts expended for the benefit of the Class, Class Counsel request a service award of \$100,000.00 for each of the five class representatives.

I, Peter S. Pearlman, on this 24th day of April 2024, declare under penalty of perjury that the above is true and correct.

/s/ Peter S. Pearlman
PETER S. PEARLMAN

EXHIBIT A

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF BRUCE E. GERSTEIN ON BEHALF OF GARWIN
GERSTEIN & FISHER LLP IN SUPPORT OF DIRECT PURCHASER
CLASS COUNSEL'S MOTION FOR ATTORNEYS' FEES,
REIMBURSEMENT OF EXPENSES AND SERVICE AWARDS FOR THE
NAMED PLAINTIFFS**

I, Bruce E. Gerstein, subject to the penalties of perjury provided by 18

U.S.C. § 1746, hereby declare as follows:

1. I am a managing partner at the law firm of Garwin Gerstein & Fisher LLP. I submit this declaration in support of Direct Purchaser Class Counsel's Motion for Attorneys' Fees, Reimbursement of Expenses and Service Awards for the Named Plaintiffs.

2. In August 2012, GGF, along with two other firms, was appointed Interim Lead Counsel for the Class. *See* ECF No. 109. During the course of this litigation, and while serving as Co-Lead Counsel for the direct purchaser class (the "Class"), GGF has been extensively involved in all aspects of the litigation and has

led the efforts of Class Counsel in managing the workload necessary to aggressively prosecute the claims of the Class in an efficient manner.

3. GGF attorneys, including with certain other of Class Counsel, conducted a pre-filing investigation, including analyzing the facts known against the legal elements of an antitrust claim. GGF then took the lead, with significant input from certain other Class Counsel, in drafting a complaint on behalf of Burlington Drug Company, Inc., and filing that complaint on November 17, 2011. GGF was also centrally involved in drafting the subsequent consolidated amended complaints that were filed.

4. GGF was centrally involved in briefing related to Defendants' motions to dismiss, both to this Court and to the Third Circuit Court of Appeals.

5. GGF took the lead role in drafting and/or editing numerous other briefs, including briefs related to: (a) Defendants' motions to stay; (b) motions to compel document discovery; (c) motions to compel interrogatory responses; (d) privilege issues; (e) appeals of scheduling orders directing class certification and summary judgment briefing (and related issues); and (f) summary judgment briefing.

6. GGF oversaw and guided various aspects of fact discovery, including being centrally involved in the negotiation of discovery responses and overseeing document production from Defendants and certain third parties. GGF was also

centrally involved in document review, collecting repositories of key documents relating to liability issues and creating white papers related to such issues that were then used for various purposes throughout the litigation, including motion practice and mediation.

7. GGF was centrally involved in drafting and/or editing numerous Court-ordered status reports and other submissions to the Court, and participated in and/or attended all status conferences and oral arguments held by the Court.

8. GGF frequently communicated with defense counsel throughout the litigation concerning various logistical and scheduling issues, and participated in meet-and-confers with defense counsel (and counsel for third parties) related to discovery issues.

9. GGF was centrally involved in the mediation process presided over by Judge Hochberg, including taking a leading role in drafting numerous mediation statements, submissions and briefs, and participating in Zoom, telephonic and in-person mediation sessions.

10. GGF was involved in negotiating the terms of a formal settlement agreement and briefing related to preliminary approval. In addition, GGF attorneys will be involved in briefing supporting final approval of the settlement and, if the settlement is finally approved, settlement administration.

11. In accordance with the Court’s Order on Procedures and Guidelines for Direct Purchaser Plaintiffs’ Counsel’s Time and Expense Submissions (ECF No. 806) (“Time and Expense Order”), all attorneys, paralegals and other support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. My firm also kept books and records concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

12. The schedule below reports the time spent by my firm’s attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion. In accordance with the Time and Expense Order, all hourly rates are reported below at both then-current (*i.e.*, historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.¹

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Andrew Aubertine	Of Counsel*	4.30	3,117.50	3,117.50
Carl Baker	Paralegal*	9.70	4,550.00	4,607.50
Elena Chan	Partner*	285.00	197,525.00	239,400.00

¹ Former employees are identified with an asterisk.

Claire Cimino	Paralegal	379.80	172,684.00	191,799.00
Deborah Elman	Partner	3.95	3,574.75	3,910.50
Bruce Gerstein	Partner	869.35	1,200,139.61	1,456,161.25
Ephraim Gerstein	Associate*	106.00	79,500.00	82,150.00
Jonathan Gerstein	Partner	1.00	600.00	990.00
Kimberly Hennings	Partner	2,465.94	1,978,045.41	2,441,280.60
Scott Levy	Associate*	13.33	9,664.25	9,664.25
Dan Litvin	Partner	20.18	15,672.75	19,978.20
Katie McGee	Paralegal*	34.95	11,508.75	12,232.50
Rimma Neman	Clerk	17.16	4,800.86	5,577.00
Joseph Opper	Partner*	501.12	507,462.99	651,456.00
David Rochelson	Partner	6.50	5,882.50	6,435.00
Susan Roth	Paralegal	57.58	24,699.58	29,077.90
Janet Seidman	Paralegal*	1.33	365.75	365.75
Noah Silverman	Partner	58.66	55,733.37	79,191.00
Anna Tydniouk	Associate	231.66	171,723.40	220,077.00
Apolinar Uriarte	Paralegal	395.40	160,538.15	187,815.00
Aakruti Vakharia	Associate*	373.49	147,353.65	162,468.15
Ashley Velasquez	Clerk*	7.00	1,750.00	1,750.00

Avery Wolf	Paralegal*	169.50	21,187.50	21,187.50
TOTAL		6,008.60	4,778,079.77	5,830,691.60

13. My firm incurred a total of \$435,026.63 in unreimbursed expenses, as set forth in the following table²:

Expense	Amount
Court reporting/transcription services	4,054.07
Filing fees	5,952.28
Litigation Fund Contributions	289,716.00
Postage/FedEx	1,306.58
Telephone	3,594.02
Photocopying	3,096.90
Travel/hotel/meals	18,161.39
Legal research and datasets	43,839.78
Hyman, Phelps & McNamara (Expert Kurt Karst)	65305.61
Total	435,026.63

² In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

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

Executed this 24th day of April, 2024

/s/ Bruce E. Gerstein

Bruce E. Gerstein

EXHIBIT B

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF GREGORY T. ARNOLD ON BEHALF OF HAGENS
BERMAN SOBOL SHAPIRO LLP IN SUPPORT OF DIRECT
PURCHASER CLASS COUNSEL’S MOTION FOR ATTORNEYS’ FEES,
REIMBURSEMENT OF EXPENSES AND SERVICE AWARDS FOR THE
NAMED PLAINTIFFS**

I, Gregory T. Arnold, subject to the penalties of perjury provided by 18
U.S.C. § 1746, hereby declare as follows:

1. I am a partner at the law firm of Hagens Berman Sobol Shapiro, LLP
(HBSS). I submit this declaration in support of Direct Purchaser Class Counsel’s
Motion for Attorneys’ Fees, Reimbursement of Expenses and Service Awards for
the Named Plaintiffs.

2. During the course of this litigation, HBSS been involved in a
leadership role in virtually every major aspect of the litigation on behalf of the
Direct Purchaser Class, including:

- Individuals at HBSS, including Thomas M. Sobol, undertook an extensive
factual investigation beginning in April 2010. This investigation included
obtaining and reviewing the transcripts from the underlying patent trial
between Pfizer and Ranbaxy, analyzing those facts that could be obtained

from the public record and assessing them against potential legal theories. This work culminated in HBSS drafting and filing some of the initial complaints filed in this action. *See* Complaint, *Stephen L. LaFrance Holdings, Inc. v. Pfizer, Inc., et al.*, 11-cv-07003 (E.D. Pa. Nov. 9, 2011); Complaint, *Professional Drug Comp. v. Pfizer, Inc., et al.*, 11-cv-12058 (D. Mass. Nov. 21, 2011).

- Organizing plaintiffs' counsel in the consolidated action before this Court, culminating in the appointment of HBSS and Thomas M. Sobol being appointed as one of three co-lead counsel in the matter. *See* ECF No. 109.
- Working cooperatively with counsel for all plaintiff groups (end payors and retailers) while playing a major role in all strategic decisions in the litigation.
- Beginning in 2014, managing the litigation fund on behalf of the direct purchaser class, gathering, organizing, and ensuring payment of case-related shared expenses.
- Playing a major role in leading all aspects of the prosecution of this case, from drafting and arguing major motions such as the motions to dismiss, the appeal to the Third Circuit, and various other discovery-related motions throughout the case.
- Appearing at virtually every case conference and hearing throughout the nearly 12 years of litigation, oftentimes serving as a main spokesperson on behalf of the direct purchaser class.
- Assessing, leading, and implementing litigation strategy, appellate strategy, and mediation efforts.
- Playing a lead role in negotiating discovery protocols with defense counsel, spending months hammering out an ESI protocol, protective order, and privilege log protocol. This included motions practice before the Court, which HBSS attorneys played a leading role in briefing and arguing.
- Participating in, and often leading many discovery efforts, including the initial review of documents obtained from the defendants concerning the underlying litigation, assessing those documents and drafting comprehensive follow-up discovery that was served on the defendants.

- Drafting white papers and detailed factual summaries based on the documents produced in discovery on issues relating to the *Accupril* litigation, and the patent fraud allegations, including in-depth review of numerous foreign patent litigations relating to counterpart patents.
- Researching and drafting multiple motions filed in connection with the mediation.
- Played a lead role in mediation and settlement efforts throughout the case, culminating in the settlement with Pfizer.

3. In accordance with the Court's Order on Procedures and Guidelines for Direct Purchaser Plaintiffs' Counsel's Time and Expense Submissions (ECF No. 806) ("Time and Expense Order"), all attorneys, paralegals and other support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. My firm also kept books and records concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

4. The schedule below reports the time spent by my firm's attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion. In accordance with the Time and Expense Order, all hourly rates are reported below at both then-

current (*i.e.*, historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.¹

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Addanki, Srinidhi*	Co-Op	0.2	\$6.00	\$6.00
Aramati, Adam M*	Paralegal	94.0	\$14,100.00	\$14,100.00
Arnold, Greg	Partner	2,905.3	\$2,417,415.00	\$2,760,035.00
Arnold, Michael*	Staff	6.4	\$192.00	\$192.00
Barker, Michael*	Paralegal	77.5	\$15,420.00	\$20,537.50
Barnes, Lauren	Partner	98.1	\$55,972.25	\$93,195.00
Berman, Steve	Partner	1.5	\$1,462.50	\$2,025.00
Bruns, Cameron B*	Paralegal	235.8	\$35,370.00	\$35,370.00
Burd, Beatriz*	Staff	4.7	\$235.00	\$235.00
Burns, Erin	Partner	9.4	\$7,990.00	\$8,225.00
Compagna, Brian N*	Attorney	55.0	\$13,750.00	\$13,750.00
Cruseaden, John A*	Attorney	12.3	\$3,062.50	\$3,062.50
Devries, A J*	Paralegal	10.6	\$1,590.00	\$1,590.00
Downey, Rachel	Attorney	89.1	\$30,211.50	\$44,550.00
Falcon, Linaris	Staff	140.7	\$42,905.50	\$49,227.50
Gaw, Debra*	Attorney	148.3	\$46,714.50	\$46,714.50
Gunther, Steve P*	Paralegal	2.0	\$300.00	\$300.00
Gwardschaladse, Jess*	Staff	5.5	\$275.00	\$275.00
Hayes, Laura	Attorney	7.5	\$3,695.00	\$4,500.00
Jackson, Marcella*	Paralegal	32.1	\$11,442.50	\$12,037.50
Johnson, Kristen	Partner	802.4	\$551,402.50	\$762,280.00
Kavanah, Matthew*	Paralegal	78.1	\$19,525.00	\$19,525.00
Khan, Iman	Paralegal	27.1	\$6,990.00	\$9,485.00
Largmann, Taylor*	Paralegal	5.6	\$1,804.50	\$1,820.00
LaSalle, Kristie*	Attorney	174.6	\$92,210.00	\$96,030.00
MacKerron, Jane	Paralegal	0.3	\$97.50	\$112.50

¹ Former employees are identified with an asterisk.

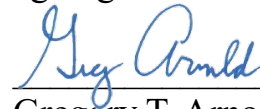
Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Mann, Benjamin*	Staff	0.4	\$12.00	\$12.00
McGarry, Daniel J*	Paralegal	38.0	\$6,641.25	\$6,641.25
McGovern, Grace*	Staff	0.8	\$40.00	\$40.00
Nalven, David*	Partner	262.8	\$239,535.00	\$249,660.00
Nicklaus, James	Attorney	54.9	\$33,002.50	\$39,802.50
O'Brien, Jennifer*	Paralegal	0.8	\$271.00	\$280.00
Pelles, Emily*	Staff	1.3	\$352.50	\$357.50
Penza, Vittorio*	Staff	25.0	\$750.00	\$750.00
Portney, Joshua	Attorney	115.1	\$40,285.00	\$48,917.50
Seder, Cayla*	Staff	0.5	\$15.00	\$15.00
Shumate, Sage*	Staff	0.2	\$10.00	\$10.00
Silva, Achebe*	Paralegal	608.8	\$195,914.50	\$197,860.00
Sobol, Thomas	Partner	1,149.4	\$1,104,997.50	\$1,551,690.00
Swiec, Nicole E*	Paralegal	39.5	\$5,926.50	\$5,926.50
Vasicek, Andrew J*	Attorney	90.8	\$31,308.75	\$31,308.75
Waggoner, Heidi	Staff	2.0	\$350.00	\$350.00
Wang, Sarah*	Staff	4.0	\$200.00	\$200.00
Total:		7,418.2	\$5,033,750.25	\$6,133,001.00

5. My firm incurred a total of \$385,491.81 in unreimbursed expenses, as set forth in the following table²:

Expense	Amount
Filing fees	\$1,608.73
Litigation Fund Contributions	\$319,786.29
Postage/FedEx	\$779.95
Telephone	\$4,153.72
Photocopying	\$1,290.73
Travel/hotel/meals	\$30,309.27
Legal research and datasets	\$13,807.63
Online time management platform	\$13,755.49
Total	\$385,491.81

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

Executed this 22nd day of April, 2024



Gregory T. Arnold

² In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

EXHIBIT C

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

MDL No. 2332

THIS DOCUMENT RELATES TO:

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

All Direct Purchaser Class Actions

**DECLARATION OF DAVID F. SORENSEN ON BEHALF OF BERGER
MONTAGUE PC IN SUPPORT OF DIRECT PURCHASER CLASS
COUNSEL'S MOTION FOR ATTORNEYS' FEES, REIMBURSEMENT OF
EXPENSES AND SERVICE AWARDS FOR THE NAMED PLAINTIFFS**

I, David F. Sorensen, subject to the penalties of perjury provided by 18
U.S.C. § 1746, hereby declare as follows:

1. I am an Executive Shareholder at the law firm of Berger Montague
PC. I submit this declaration in support of Direct Purchaser Class Counsel's
Motion for Attorneys' Fees, Reimbursement of Expenses and Service Awards for
the Named Plaintiffs.

2. During the course of this litigation, and while serving as Co-Lead
Counsel for the Class, my firm has been extensively involved in the litigation,
including participating in the following activities on behalf of the Direct Purchaser
Class: (1) developing the overarching litigation strategy; (2) drafting pleadings;
(3) drafting and editing briefing related to Defendants' motion to dismiss, both to
the District Court and to the Third Circuit Court of Appeals; (4) drafting and

editing class certification briefing; (5) preparing for and handling various oral arguments, including concerning Defendants' motion to dismiss and concerning Plaintiffs' motion for class certification, and including in the District Court and on appeal in the Third Circuit Court of Appeals; (6) overseeing and guiding various aspects of fact and expert discovery, including defending and taking economic expert depositions, overseeing and coordinating extensive document and data discovery from third-parties, and overseeing negotiations with Defendants for documents and transactional data; and (7) participating in mediation and settlement negotiations, including drafting mediation briefing.

3. In accordance with the Court's Order on Procedures and Guidelines for Direct Purchaser Plaintiffs' Counsel's Time and Expense Submissions (ECF No. 806) ("Time and Expense Order"), all attorneys, paralegals and other support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. My firm also kept books and records concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

4. The schedule below reports the time spent by my firm's attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion. In accordance with

the Time and Expense Order, all hourly rates are reported below at both then-current (i.e., historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.¹

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Sorensen, David F.	Executive Shareholder	818.10	\$712,203.50	\$1,137,159.00
Cramer, Eric	Executive Shareholder	149.00	\$106,313.00	\$207,110.00
Coslett, Caitlin G	Shareholder	615.10	\$451,465.50	\$599,722.50
Curley, Andrew C.	Shareholder	67.70	\$31,681.00	\$66,346.00
Noteware, Ellen T.	Shareholder	638.50	\$484,449.50	\$702,350.00
Parker, Phyllis M.*	Shareholder	3.50	\$2,240.00	\$2,590.00
Urban, Nick*	Shareholder	77.20	\$37,813.00	\$49,408.00
Walker, Daniel J.	Shareholder	17.80	\$10,237.00	\$17,355.00
Klein, Joseph	Senior Counsel	268.70	\$178,308.50	\$228,395.00
Langer, David	Senior Counsel	200.70	\$135,967.00	\$174,609.00
Schwartz, Richard D.	Senior Counsel	154.30	\$108,791.00	\$131,155.00
Simons, Daniel C.*	Senior Counsel	2,679.60	\$1,604,932.50	\$1,768,536.00
Thomas, Susan	Of Counsel	45.40	\$30,418.00	\$38,590.00
Boman, Laurel	Associate	22.40	\$12,651.00	\$13,552.00
Chaudhury, Aurelia*	Associate	2.40	\$1,056.00	\$1,128.00
Hollinger, Taylor	Associate	9.10	\$4,686.50	\$5,414.50

¹ Former employees are identified with an asterisk (*). For former employees, the lodestar at current rates is based on the employee's rate at the time they departed the firm.

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
MacNaughton, Jenna E.*	Associate	65.50	\$36,680.00	\$36,680.00
McGrath, Julia	Associate	347.20	\$197,973.00	\$234,360.00
Parron, John D.*	Associate	63.60	\$29,778.00	\$33,072.00
Rios, Sophia	Associate	25.80	\$12,384.00	\$18,318.00
Ripley, Josh*	Associate	17.10	\$5,154.00	\$8,208.00
Suter, Mark R.*	Associate	9.10	\$4,004.00	\$5,232.50
Bucher, Matthew K.*	Contract Attorney	81.50	\$20,375.00	\$20,375.00
Tyson, Steven G.*	Contract Attorney	507.70	\$126,925.00	\$126,925.00
Arteaga, Alexandra*	Paralegal	22.00	\$7,040.00	\$7,260.00
Choe, Caroline	Paralegal	695.30	\$244,914.50	\$305,932.00
Ebbesen, Anne N.*	Paralegal	2.40	\$744.00	\$816.00
Frohbergh, Patricia L.*	Paralegal	350.10	\$95,695.00	\$136,539.00
Ginis, Haroula	Paralegal	27.50	\$10,715.50	\$12,100.00
Kerr, Joseph R.*	Paralegal	7.50	\$2,277.50	\$2,287.50
Leo, Susan L.	Paralegal	9.70	\$3,345.50	\$4,365.00
Matteo, Shawn L.*	Paralegal	14.50	\$3,330.00	\$4,785.00
Shappell, David D.*	Paralegal	16.10	\$4,991.00	\$4,991.00
Werwinski, Diane R.	Paralegal	90.20	\$32,729.50	\$39,688.00
Stein, Mark*	Research Specialist	6.00	\$2,070.00	\$2,070.00
Seigel, Jessica*	Other	9.80	\$3,920.00	\$3,920.00
Total:		8,138.10	\$4,758,258.50	\$6,151,344.00

5. My firm incurred a total of \$669,979.32 in unreimbursed expenses, as set forth in the following table²:

Expense	Amount
Court reporting/transcription services	\$110.00
Filing fees	\$2,314.46
Litigation Fund Contributions	\$350,000.00
Postage/FedEx	\$752.27
Telephone	\$760.47
Photocopying	\$16,549.27
Travel/hotel/meals	\$8,947.51
Legal research and datasets	\$30,092.00 ³
Document database vendor	\$249,791.50
Consulting/Expert fees	\$10,121.84
Other (Search Fees - Business Entities)	\$540.00
Total	\$669,979.32

I declare under penalty of perjury that the foregoing is true and correct. (28 U.S.C. 1746).

² In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the maximum charge for black and white photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

³ This includes \$26,378.48 in expenses for legal research on Westlaw that were allocated to the case based on research done in this case. The allocated charges were less than the actual cost of the research conducted due to our contract with Westlaw.

Executed this 19th day of April, 2024



David F. Sorensen

EXHIBIT D

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF STUART E. DES ROCHEs ON BEHALF OF ODOM &
DES ROCHEs, LLC IN SUPPORT OF DIRECT PURCHASER CLASS
COUNSEL’S MOTION FOR ATTORNEYS’ FEES, REIMBURSEMENT OF
EXPENSES AND SERVICE AWARDS FOR THE NAMED PLAINTIFFS**

I, Stuart E. Des Roches, subject to the penalties of perjury provided by 18 U.S.C. § 1746, hereby declare as follows:

1. I am a partner at the law firm of Odom & Des Roches, LLC (ODR”). I submit this declaration in support of Direct Purchaser Class Counsel’s Motion for Attorneys’ Fees, Reimbursement of Expenses and Service Awards for the Named Plaintiffs.

Firm Background.

2. ODR has engaged in antitrust litigation for many years, including over twenty-five (25) years of litigating antitrust cases on behalf of individual and classes of plaintiffs who purchase FDA-approved drugs directly from pharmaceutical manufacturers. ODR was a member of the litigation team that first challenged reverse payments on behalf of the direct purchaser class starting in 1998, and later challenged for

the first time other types of anticompetitive conduct, such as product-hopping, improper Orange Book listings, and the filing of sham Citizen Petitions and patent lawsuits, all of which artificially delay or impair market entry of less-expensive generic drugs in contravention of the antitrust laws and the Hatch-Waxman regulatory scheme that govern prescription drugs in the United States (collectively, “Hatch-Waxman antitrust cases”).

3. In particular, the firm has extensive experience with: (a) the Hatch-Waxman Act and the Medicare Modernization Act, as well as associated regulations, guidances, manuals, practices and procedures pertaining to the filing, maintenance, and FDA approval of Abbreviated New Drug Applications (“ANDA”) filed by generic drug manufacturers and New Drug Applications filed by branded drug manufacturers; (b) regulatory and operational issues associated with the processes and procedures employed by pharmaceutical manufacturers in preparing for, launching, and maintaining commercial quantities of pharmaceutical products on the U.S. market; and (c) organizing, preparing for and being trial-ready in Hatch-Waxman antitrust cases.

4. ODR’s attorneys and paralegals leveraged their Hatch-Waxman antitrust experience in this case to efficiently and effectively assist in evaluating this case prior to filing, conducting fact and expert discovery, engaging in motion practice, presenting arguments to this Court, and participating in multiple mediation processes that resulted in the settlement presented to this Court for approval.

Work in this Case.

5. During the course of this litigation, ODR has been involved in the following activities on behalf of the Direct Purchaser Class Plaintiffs:

- Conducting pre-filing investigations, particularly regarding causation issues related to the ability and willingness of generic manufacturers such as Ranbaxy, Teva, Sandoz, Mylan, Apotex, and Cobalt-Watson to enter the market earlier with less-expensive generic versions of Lipitor “but for” the alleged reverse payment at issue.
- Drafting and editing the initial complaint and amended consolidated complaint.
- Participation in multiple tutorials with the Court, covering operation of the Hatch-Waxman Act and causation issues.
- Drafting and editing the opposition to Defendants’ motion to dismiss.
- Drafting and enforcing discovery requests upon Defendants, with an emphasis on causation issues.
- Drafting and enforcing third-party subpoenas upon the above-stated generic companies.
- Extensive review and analysis of document productions from Defendants and third-parties, with a particular emphasis on causation issues.
- Retention of and work with Plaintiffs’ FDA regulatory expert Kurt Karst, Esq., including defense of Mr. Karst during his deposition.
- Prepared for and deposed Defendants’ FDA regulatory expert, Daniel Troy, Esq.

- Participation in the Court-ordered mediation processes, including drafting causation-related mediation position papers and presentations, and active participation in multiple mediation sessions.
- Drafting and editing the opposition to Defendants' causation-related motion for summary judgment, and presenting arguments to this Court in opposition to that same motion on behalf of all Plaintiffs.

6. In accordance with the Court's Order on Procedures and Guidelines for Direct Purchaser Plaintiffs' Counsel's Time and Expense Submissions (ECF No. 806) ("Time and Expense Order"), all attorneys, paralegals and other support staff at ODR were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. ODR also kept books and records concerning the expenses necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

7. The schedule below reports the time spent by ODR's attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion. In accordance with the Time and Expense Order, all lodestar amounts are reported below at both then-

current (*i.e.*, historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.¹

Professional	Hours	Lodestar Historical Rates	Lodestar Current Rates
John Odom* (partner, deceased)	7.60	\$6,650.00	\$7,600.00
Stuart Des Roches (partner)	1023.20	\$927,794.50	\$1,227,840.00
Andrew Kelly (partner)	77.60	\$44,517.00	\$91,956.00
Christopher Letter (partner)	1299.00	\$874,842.00	\$1,201,575.00
Dan Chiorean (partner)	13.80	\$5,818.50	\$12,420.00
Thomas Maas (of counsel)	44.30	\$33,225.00	\$39,870.00
John Fitzpatrick* (associate)	41.40	\$16,560.00	\$16,560.00
Anne Schmidt* (associate)	445.20	\$194,650.00	\$233,730.00
Christopher Stowe-Serge* (associate)	818.20	\$449,087.50	\$450,010.00
Craig Glantz* (associate)	91.20	\$52,440.00	\$59,280.00
Amanda Haas (associate)	87.20	\$45,780.00	\$65,400.00
Caroline Hoffmann (associate)	64.90	\$29,205.00	\$38,940.00

¹ Former partners and employees are identified with an asterisk.

Kimberly Fontenot (paralegal)	191.60	\$48,768.00	\$86,220.00
Amy Kennelly (paralegal)	417.70	\$75,184.00	\$177,522.50
Kevin Kelly* (paralegal)	82.50	\$7,425.00	\$7,425.00
Total:	4,705.40	\$2,811,946.50	\$3,716,348.50

8. My firm incurred a total of **\$328,317.33** in unreimbursed expenses, as set forth in the following table²:

Expense	Amount
Court reporting/transcription services	
Filing fees	\$450.00
Litigation Fund Contributions	\$300,000.00
Postage/FedEx	\$479.48
Telephone	\$14.36
Photocopying	\$3,597.24
Travel/hotel/meals	\$22,981.90
Legal research and datasets	\$753.10

² In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

Obtain documents from FDA	\$41.25
Total	\$328,317.33

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

Executed this 24th day of April, 2024

/s/Stuart E. Des Roches

EXHIBIT E

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF PETER KOHN ON BEHALF OF FARUQI & FARUQI
LLP IN SUPPORT OF DIRECT PURCHASER CLASS COUNSEL'S
MOTION FOR ATTORNEYS' FEES, REIMBURSEMENT OF EXPENSES
AND SERVICE AWARDS FOR THE NAMED PLAINTIFFS**

I, Peter Kohn, subject to the penalties of perjury provided by 28 U.S.C. § 1746, hereby declare as follows:

1. I am a partner at the law firm of Faruqi & Faruqi LLP, attorneys for the successor to plaintiff Rochester Drug Co-Operative, Inc. ("RDC"). I submit this declaration in support of Direct Purchaser Class Counsel's Motion for Attorneys' Fees, Reimbursement of Expenses and Service Awards for the Named Plaintiffs.

2. Since 2009 and all throughout the course of this litigation, my firm has been involved in the following activities on behalf of the Direct Purchaser Class:

- Investigation of the case and preparing original complaints;
- Preparation of amended and consolidated complaints;
- Extensive pre-answer motion practice briefing and court tutorial preparation;

- Drafting discovery requests directed to Defendants;
- Discovery motion practice;
- Prosecuting FOIA litigation to obtain relevant documents from FDA;
- Analysis of Defendants' document productions;
- Analysis of nonparty document productions pursuant to subpoena;
- Responding to discovery requests from Defendants;
- Producing discovery from the successor to plaintiff Rochester Drug Co-Operative, Inc.;
- Meeting and conferring with Defendants about discovery;
- Defending Rochester Drug Co-Operative, Inc.'s successor at deposition; and
- Contributing to case strategy and theory.

3. In accordance with the Court's Order on Procedures and Guidelines for Direct Purchaser Plaintiffs' Counsel's Time and Expense Submissions (ECF No. 806) ("Time and Expense Order"), all attorneys, paralegals and other support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. My firm also kept books and records concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

4. The schedule below reports the time spent by my firm's attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion. In accordance with the Time and Expense Order, all hourly rates are reported below at both then-

current (*i.e.*, historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.¹

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Peter Kohn	Partner	707.7	\$544,201.50	\$842,163.00
Joseph Lukens	Partner	6.3	\$5,859.00	\$7,402.50
Adam Steinfeld	Partner	580.7	\$441,397.00	\$551,665.00
Bradley Demuth	Partner	20.1	\$15,075.00	\$19,597.50
David Calvello	Partner	1.8	\$970.00	\$1,206.00
Raymond Barto	Partner	78.4	\$45,602.50	\$54,096.00
Stephen Doherty	Counsel	597.6	\$388,127.00	\$478,080.00
Neill Clark	Counsel	1,153.9	\$830,249.00	\$1,096,205.00
Christopher Hayes*	Counsel	2.5	\$1,875.00	\$1,875.00
Elizabeth Silva*	Associate	66.7	\$25,012.50	\$25,012.50
Richard Schwartz*	Associate	224.5	\$124,606.50	\$126,842.50
Sarah Westby*	Associate	415.6	\$164,170.00	\$197,410.00
Luke Smith*	Associate	571.1	\$259,411.00	\$282,694.50
Stephen Connolly*	Associate	33.1	\$17,107.50	\$17,377.50
Total:		4,460.0	\$2,863,663.50	\$3,701,627.00

5. My firm incurred a total of \$269,434.56 in unreimbursed expenses, as set forth in the following table²:

Expense	Amount
Filing fees	\$2,264.84
Litigation Fund Contributions	\$250,000.00

¹ Former employees are identified with an asterisk. "Current Rate" for a former employee is calculated at the last rate for that employee at the time of his or her last work performed on this matter.

² In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services or cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

Postage/FedEx	\$244.71
Telephone	\$96.80
Photocopying	\$1,162.89
Travel/hotel/meals	\$4,375.56
Legal research and datasets	\$11,289.76
Total	\$269,434.56

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

Executed this 19th day of April, 2024

/s/ Peter Kohn

Peter Kohn

EXHIBIT F

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF ERIN R. LEGER ON BEHALF OF
SMITH SEGURA RAPHAEL & LEGER, LLP IN SUPPORT OF DIRECT
PURCHASER CLASS COUNSEL'S MOTION FOR ATTORNEYS' FEES,
REIMBURSEMENT OF EXPENSES AND SERVICE AWARDS FOR THE
NAMED PLAINTIFFS**

I, Erin R. Leger, subject to the penalties of perjury provided by 28 U.S.C. § 1746, hereby declare as follows:

1. I am a partner at the law firm of Smith Segura Raphael & Leger, LLP (“SSRL”) attorneys for Direct Purchaser Class Plaintiffs and class representatives Value Drug Company (“Value”) and Drogueria Betances, LLC (“Betances”). I am admitted to practice *pro hac vice* in this matter. I submit this declaration in support of Direct Purchaser Class Counsel’s Motion for Attorneys’ Fees, Reimbursement of Expenses and Service Awards for the Named Plaintiffs. The factual matters set forth and the assertions made herein are true and correct to the best of my knowledge, information, and belief.

2. SSRL has over twenty-five years of experience in representing drug wholesalers in antitrust litigation related to the delayed market entry of generic products. This experience includes decades of assisting wholesaler clients (many of whom are members of the class in this case) in efforts to investigate potential violations of antitrust law in the pharmaceutical industry and prosecuting such violations from the drafting of initial complaints through jury trial.

3. During the course of this litigation, my firm has been involved in the following activities on behalf of the Direct Purchaser Class:

- a. Investigating the case including review of multiple generics' ANDA material, review of multiple infringement suits related to generic Lipitor, research related to generic pricing and Pfizer's rebate and coupon program, and assisting with the preparation of initial and amended complaints in this matter;
- b. Managing and coordinating discovery and document production by direct purchaser class representatives "Betances" and "Value" and other direct purchaser plaintiffs by utilizing the expertise and proficiency developed over many years in connection with discovery directed to plaintiffs. This included drafting responses to written discovery requests, negotiating with Defendants regarding the scope of discovery directed to Plaintiffs, drafting

various communications and participating in numerous meet-and-confer discussions with counsel for Defendants, participating in numerous conference calls and frequently corresponding with co-counsel regarding discovery directed to direct purchaser plaintiffs, coordinating with counsel for other class representatives and plaintiffs with respect to Defendants' discovery requests, coordinating the search and collection of responsive data and documents by Betances and Value, and conducting attorney review of their data and documents for production;

- c. Communicating regularly with the principals of Betances and Value throughout the litigation to keep them informed of all developments in the case;
- d. Preparing the corporate designees of Betances and Value for Rule 30(b)(6) deposition and defending those depositions;
- e. Participating in numerous conference calls and frequently corresponding with co-counsel regarding case management and litigation strategies;
- f. Reviewing and analyzing thousands of pages of documents and data produced by Defendants and preparing memoranda summarizing production on discrete topics of potential relevance;

- g. Drafting multiple third party subpoenas, including negotiations over production, and review and analysis of documents produced by those third parties.
- h. Participating in multiple mediation sessions, consulting with lead counsel and direct purchaser class representatives, Betances and Value, in connection with settlement discussions, and assisting with submissions on plaintiff-related and class certification issues;

4. In accordance with the Court's Order on Procedures and Guidelines for Direct Purchaser Plaintiffs' Counsel's Time and Expense Submissions (ECF No. 806) ("Time and Expense Order"), all attorneys, paralegals and other support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. My firm also kept books and records concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

5. The schedule below reports the time spent by my firm's attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion. In accordance with the Time and Expense Order, all hourly rates are reported below at both then-

current (*i.e.*, historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.¹

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
David P. Smith, APLC	Partner	38.40	\$26,311.50	\$31,680.00
Susan C. Segura	Partner	1,052.90	\$730,231.50	\$868,642.50
David C. Raphael, Jr.	Partner	375.30	\$238,092.50	\$309,622.50
Erin R. Leger	Partner	187.60	\$94,717.50	\$133,196.00
Nancy Blackwell	Paralegal	489.70	\$108,762.00	\$129,770.50
Donna Thompson	Paralegal	.30	\$46.50	\$49.50
David Cannon	Paralegal	219.20	\$29,592.00	\$33,976.00
Brian D. Brooks*	Partner	40.80	\$24,072.00	\$23,460.00
Mittie J. Bolton*	Associate	12.40	\$5,580.00	\$6,200.00
Michael L. Martin*	Contract Attorney	82.40	\$20,600.00	\$20,600.00
Mark Windham*	Paralegal	4.30	\$795.50	\$860.00
Jessical Chiasson*	Paralegal	220.50	\$40,792.50	\$40,792.50
Aruna Patel*	Paralegal	67.10	\$11,071.50	\$11,071.50
Total:		2,790.90	\$1,330,665.00	\$1,609,921.00

¹ Former employees are identified with an asterisk.

6. My firm incurred a total of \$265,934.31 in unreimbursed expenses, as set forth in the following table²:

Expense	Amount
Court reporting/transcription services	
Filing fees	\$978.10
Litigation Fund Contributions	\$250,000.00
Postage/FedEx	\$146.21
Telephone	\$706.40
Photocopying	\$1,829.00
Travel/hotel/meals	\$7,994.23
Legal research and datasets	\$4,280.37
Total:	\$265,934.31

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

Executed this 19th day of April, 2024

/s/ 

² In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

EXHIBIT G

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF BARRY S. TAUS ON BEHALF OF TAUS, CEBULASH
& LANDAU, LLP IN SUPPORT OF DIRECT PURCHASER CLASS
COUNSEL’S MOTION FOR ATTORNEYS’ FEES, REIMBURSEMENT OF
EXPENSES AND SERVICE AWARDS FOR THE NAMED PLAINTIFFS**

I, Barry S. Taus, subject to the penalties of perjury provided by 18 U.S.C. § 1746, hereby declare as follows:

1. I am a partner at the law firm of Taus, Cebulash & Landau, LLP. I submit this declaration in support of Direct Purchaser Class Counsel’s Motion for Attorneys’ Fees, Reimbursement of Expenses and Service Awards for the Named Plaintiffs.

2. During the course of this litigation, my firm has been involved in the following activities on behalf of the Direct Purchaser Class:

- Analyzing publicly available information, pleadings and briefs regarding underlying patent litigation in connection with drafting an antitrust complaint;

- Investigating potential theories of the case, including fraud on the patent office;
- Analyzing evidence relating to causation and researching causation theories;
- Investigating issues regarding polymorphism and impact on patent issues, and discuss same with potential expert (Brittain);
- Drafting brief regarding venue issues/MDL;
- Researching and drafting section of brief in opposition to motion to dismiss regarding adequacy of consideration;
- Identifying potential non-parties with relevant information and drafting subpoenas;
- Analyzing data and documents produced by subpoena recipients; and
- Analyzing and reviewing documents produced by Pfizer.

3. In accordance with the Court's Order on Procedures and Guidelines for Direct Purchaser Plaintiffs' Counsel's Time and Expense Submissions (ECF No. 806) ("Time and Expense Order"), all attorneys, paralegals and other support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. My firm also kept books and records

concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

4. The schedule below reports the time spent by my firm's attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion. In accordance with the Time and Expense Order, all hourly rates are reported below at both then-current (*i.e.*, historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.¹

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Barry Taus	P	174.6	\$122,260.00	\$157,140.00
Archana Tamoshunas	P	4.0	\$2,200.00	\$3,300.00
Brett Cebulash	P	66.3	\$48,615.00	\$62,985.00
Kevin Landau	P	1.0	\$625.00	\$825.00
Evan Rosin	A	121.5	\$42,525.00	\$60,750.00
Isabel Kuplik*	O	1.6	\$240.00	\$240.00
Total:		369.0	\$216,465.00	\$285,265.00

5. My firm incurred a total of \$141.42 in unreimbursed expenses, as set forth in the following table²:

¹ Former employees are identified with an asterisk.

² In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the

Expense	Amount
Court reporting/transcription services	
Filing fees	
Litigation Fund Contributions	
Postage/FedEx	
Telephone	
Photocopying	\$116.50
Travel/hotel/meals	
Legal research and datasets	\$24.92
Total	\$141.42

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

Executed this 19th day of April, 2024

/s/ Barry S. Taus

Barry S. Taus

maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

EXHIBIT H

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF JOHN D. RADICE ON BEHALF OF THE RADICE
LAW FIRM, PC IN SUPPORT OF DIRECT PURCHASER CLASS
COUNSEL'S MOTION FOR ATTORNEYS' FEES, REIMBURSEMENT OF
EXPENSES AND SERVICE AWARDS FOR THE NAMED PLAINTIFFS**

I, John D. Radice, subject to the penalties of perjury provided by 18 U.S.C. § 1746, hereby declare as follows:

1. I am a Partner at the Radice Law Firm, PC. I submit this declaration in support of Direct Purchaser Class Counsel's Motion for Attorneys' Fees, Reimbursement of Expenses and Service Awards for the Named Plaintiffs.

2. During the course of this litigation, my firm has been involved in the following activities on behalf of the Direct Purchaser Class:

- Engaged numerous third parties in discovery, including drafting subpoenas and meeting and conferring and reviewing materials from same;
- Drafted FOIA requests and analyzed productions from same;
- Compiled various materials and crafted causation analysis; and

- Reviewed and summarized documents.

3. In accordance with the Court’s Order on Procedures and Guidelines for Direct Purchaser Plaintiffs’ Counsel’s Time and Expense Submissions (ECF No. 806) (“Time and Expense Order”), all attorneys, paralegals and other support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. My firm also kept books and records concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

4. The schedule below reports the time spent by my firm’s attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion. In accordance with the Time and Expense Order, all hourly rates are reported below at both then-current (*i.e.*, historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.¹

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
J. Radice	P	4.0	\$2,780	\$3,780
L. Smith	P	267.9	\$154,098	\$210,302
C. Craddock	P	308.8	\$177,803	\$242,408

¹ Former employees are identified with an asterisk.

E. Kane	OC	152.8	\$79,456	\$79,456
E. Blanco	OC	30.8	\$11,712	\$16,016
Total:		764.3	\$425,876	\$551,962

5. My firm incurred a total of \$1,303.39 in unreimbursed expenses, as set forth in the following table²:

Expense	Amount
Court reporting/transcription services	
Filing fees	\$1,303.39
Litigation Fund Contributions	
Postage/FedEx	
Telephone	
Photocopying	
Travel/hotel/meals	
Legal research and datasets	
Total	\$1,303.39

² In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

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

Executed this 18th day of April, 2024

/s/ John D. Radice

EXHIBIT I

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF RUSSELL A. CHORUSH ON BEHALF OF HEIM,
PAYNE & CHORUSH, LLP IN SUPPORT OF DIRECT PURCHASER
CLASS COUNSEL'S MOTION FOR ATTORNEYS' FEES,
REIMBURSEMENT OF EXPENSES AND SERVICE AWARDS FOR THE
NAMED PLAINTIFFS**

I, Russell Allen Chorush, subject to the penalties of perjury provided by 18 U.S.C. § 1746, hereby declare as follows:

1. I am a partner at the law firm of Heim, Payne & Chorush, LLP (“HPC”). I submit this declaration in support of Direct Purchaser Class Counsel’s Motion for Attorneys’ Fees, Reimbursement of Expenses and Service Awards for the Named Plaintiffs.

2. During the course of this litigation, my firm has been involved in the following activities on behalf of the Direct Purchaser Class:

- Case investigation;
- Drafting of amended complaint;
- Assisting in various briefing including in response to Defendants’ motion to dismiss and summary judgment motion;

- Work with expert Mr. Jim Nawrocki relating to expert evaluation on Ranbaxy's likely monetary liability in the Accupril patent infringement case;
- Investigation and memoranda relating to assessment of subject matter jurisdiction for appellate proceedings;
- Review of prior judicial opinions relating to the Lipitor patents;
- Drafting of discovery requests including requests for production and interrogatories;
- Review of Lipitor patents and prosecution histories as well as Ranbaxy's ANDA product and DMF records, and development of various defenses relating to infringement, validity and inequitable conduct;
- Document database review and creation of a patent documents database;
- Evaluation of the Accupril litigation, including Ranbaxy's likelihood of success, its enablement and inventorship defenses, and likely monetary exposure;
- Evaluation of the size of the reverse payment based on the Accupril settlement;
- Investigation of Pfizer's foreign Lipitor patents and patent proceedings;
- Preparation of a variety of attorney work product including a white paper on patent issues and various memoranda relating to patent merits analysis and patent damages analysis;
- Preparing for, preparing presentations for, and attending various meetings and mediations.

3. In accordance with the Court's Order on Procedures and Guidelines for Direct Purchaser Plaintiffs' Counsel's Time and Expense Submissions (ECF No. 806) ("Time and Expense Order"), all attorneys, paralegals and other support

staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. My firm also kept books and records concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

4. The schedule below reports the time spent by my firm’s attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement.¹ This submission does not include time relating to this motion. In accordance with the Time and Expense Order, all hourly rates are reported below at both then-current (*i.e.*, historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.²

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Russell Chorush	Partner	774.50	\$ 703,763.00	\$ 910,037.50
Allan Bullwinkel	Partner	36.50	\$ 17,362.50	\$ 25,550.00
Blaine A. Larson	Partner	100.80	\$ 50,400.00	\$ 70,560.00
Miranda Y. Jones	Partner*	240.20	\$ 100,317.50	\$ 156,130.00
Nick P. Patel	Associate*	52.00	\$ 15,300.00	\$ 15,600.00

¹ The summed time records of two of HPC’s professionals has been rounded down to the nearest tenth of an hour from HPC’s contemporaneously maintained time records.

² Former employees are identified with an asterisk. For such individuals who did not have a 2024 rate, the “current rate” is the individual’s rate during the last year in which he or she worked at HPC.

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Carlos I. Ruiz	Associate	340.00	\$ 110,500.00	\$ 170,000.00
Kyle S. Ruvolo	Associate	119.50	\$ 32,535.00	\$ 56,762.50
Michael Dunbar	Associate	155.60	\$ 23,340.00	\$ 66,130.00
Carrie J Anderson	Paralegal*	27.30	\$ 6,746.25	\$ 6,825.00
Angie McGinnis	Paralegal*	1.50	\$ 375.00	\$ 375.00
Amber L. Branum	Paralegal	179.70	\$ 37,004.25	\$ 49,417.50
Natasha Baudoin	Assistant*	18.50	\$ 3,706.25	\$ 3,792.50
Amanda Wilson	Assistant*	1.00	\$ 155.00	\$ 160.00
Total:		2,047.10	\$1,101,504.75	\$ 1,531,340.00

5. My firm incurred a total of \$267,553.90 in unreimbursed expenses, as set forth in the following table³:

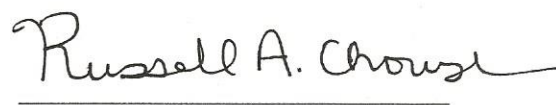
Expense	Amount
Filing fees	\$476.00
Litigation Fund Contributions	\$250,000.00
Postage/FedEx	\$152.09
Photocopying	\$2,771.98
Travel/hotel/meals	\$3,231.34

³ In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

Expense	Amount
Legal research and datasets	\$7,228.09
Database User Fees	\$3624.40
Journal Publications/Books	\$70.00
Total	\$267,553.90

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

Executed this 20th day of April, 2024



Russell A. Chorush

EXHIBIT J

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF PETER S. PEARLMAN, ESQ. ON BEHALF OF COHN
LIFLAND PEARLMAN HERRMANN & KNOPF LLP IN SUPPORT OF
DIRECT PURCHASER CLASS COUNSEL'S MOTION FOR ATTORNEYS'
FEES, REIMBURSEMENT OF EXPENSES AND SERVICE AWARDS FOR
THE NAMED PLAINTIFFS**

I, PETER S. PEARLMAN, ESQ., subject to the penalties of perjury provided by 18 U.S.C. § 1746, hereby declare as follows:

1. I am Senior Counsel at the law firm of Cohn Lifland Pearlman Herrmann & Knopf LLP. I submit this declaration in support of Direct Purchaser Class Counsel's Motion for Attorneys' Fees, Reimbursement of Expenses and Service Awards for the Named Plaintiffs.

2. During the course of this litigation, my firm has been involved in the following activities on behalf of the Direct Purchaser Class:

- Review, revise, and file Complaints, Amended Complaints, CIS forms, Disclosure Statements, and related documents for Direct Purchaser Plaintiffs (DPPs).
- Prepare and effect service of process.

- Review Complaints filed by other plaintiffs—other DPPs, End Purchaser, Retailers, and California state plaintiffs.
- Prepare and file *pro hac vice* applications for DPP counsel, and monitoring, generally, the conduct of DPP *pro hac vice* counsel in accordance with responsibility under L. Civ. R. 101.1(c).
- Negotiate, review, and file scheduling stipulations in the District of New Jersey (DNJ) prior to and during Judicial Panel on Multidistrict Litigation (JPML) process.
- Review, revise, and submit filings before the JPML re consolidation; strategize and prepare for argument, and argue before the JPML for consolidation in the DNJ.
- Correspond with the Court and co-counsel of issue of potential conflict raised by Judge Sheridan.
- Prepare and respond to competing motions for consolidation/coordination and lead counsel in the DNJ; respond to Order from the Court regarding desire for resolution; negotiate resolution; negotiate, prepare, and revise CMO-1 with other plaintiff groups on behalf of the DPPs; prepare for and attend hearing re CMO-1.
- Review motions for stays; participate preparation of, and file oppositions.
- Attend tutorials for the Court on facts and law.
- Review and revise ESI Protocol and Discovery Confidentiality Orders.
- Prepare for, attend, and participate in numerous status conferences with the Court.
- Prepare, oppose, and argue motions to compel discovery.
- Oppose and argue motion to intervene.

- Review motions to dismiss; review, revise, file oppositions; review and discuss Order granting motion.
- Participate in preparation of motion to amended complaint.
- Prepare, revise, and file Rule 54 Motion re finality for appeal.
- Prepare Notices of Appeal and Amended Notices of Appeal and review notices from other parties.
- Prepare and file status reports with Third Circuit.
- Participate in briefing on both jurisdictional and 12(b)(6) appeals and prepare for and attend argument.
- Review Third Circuit opinions on both appeals; review mandates; prepare and submit Rule 79.4 Order; negotiate and litigate with Defendants with respect thereto.
- Review defendants' *certiorari* petition and related briefing.
- Participate in preparation of DPP Rule 26 Disclosures; review those of other Plaintiff groups and Defendants.
- Draft DPP position re Rule 16 conference.
- Review and revise Plaintiffs' position and review Defendant position on privilege defense.
- Participate in appointment of Discovery Master and presentation of positions on various issues, including motions to compel and privilege issues, to Judge Linares.
- Attendance at conference re mediation; consider mediators and arguments re issue of stay.
- Review and oppose motion to amend CMO-1 to add additional class representatives and lead counsel; review of Drogueria Betances Complaint; argument of motion; respond to Court's appointment of myself and James

Cecchi to meet with and advise the Court re position of plaintiff counsel on potential reorganization of lead counsel and/or settlement committee; negotiate format and protocol for conferences among counsel; convene and conduct meetings of, and communicate with Plaintiffs' counsel regarding those organizational issues; prepare reports to the Court on both issues; present and argue positions of DPP Plaintiffs' counsel to the Court re issues of additional counsel and settlement committee; prepare and argue issues regarding form and substance of Order.

- Participate in preparation and filing of DPP motion for class certification; review of defendant opposition; participation in preparation of and filing of reply.
- Review and participation in preparation of opposition to summary judgment motion.
- Attendance at arguments of motion for class certification and in opposition to summary judgment.
- Attendance at conferences with the Court re settlement with Pfizer.
- Participation in preparation and filing of motion for preliminary approval of partial settlement.

3. In accordance with the Court's Order on Procedures and Guidelines for Direct Purchaser Plaintiffs' Counsel's Time and Expense Submissions (ECF No. 806) ("Time and Expense Order"), all attorneys, paralegals and other support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. My firm also kept books and records concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

4. The schedule below reports the time spent by my firm's attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion. In accordance with the Time and Expense Order, all hourly rates are reported below at both then-current (*i.e.*, historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Peter S. Pearlman	Senior Counsel	1589.10	\$1,182,863.59	\$1,430,190.00
Matthew F. Gately	Partner	17.40	\$10,340.00	\$ 13,050.00
Jeffrey W. Herrmann	Partner	6.50	\$4,735.00	\$ 5,850.00
Audra DePaolo	Partner	.70	\$332.50	\$ 525.00
Kory Ann Ferro	Associate	6.70	\$2,345.00	\$ 3,350.00
Javier Royal	Associate	21.50	\$6,450.00	\$ 10,750.00
Melinda Lugo	Paralegal	.70	\$ 129.50	\$ 157.50
Massiel D. Suarez	Paralegal	1.70	\$ 314.50	\$ 382.50
Alexandria D. Weining	Law Clerk	9.50	\$1,425.00	\$ 1,425.00
Thomas R. Kenny*	Investigator	17.00	\$1,445.00	\$ 1,445.00
Total:		1670.80	\$1,210,380.09	\$1,467,125.00

5. My firm incurred a total of \$9,974.51 in unreimbursed expenses, as set forth in the following table¹:

Expense	Amount
Court reporting/transcription services	\$2,702.72
Filing fees	\$1,910.00
Litigation Fund Contributions	\$0
Postage/FedEx	\$254.28
Telephone	\$145.75
Photocopying	\$206.25
Travel/hotel/meals	\$3,634.24
Legal research and datasets	\$1,121.27
Total	\$9,974.51

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

Executed this 23rd day of April, 2024

/s/Peter S. Pearlman
Peter S. Pearlman

¹ In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

EXHIBIT K

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF JAMES E. CECCHI ON BEHALF OF CARELLA
BYRNE CECCHI OLSTEIN BRODY & AGNELLO, P.C. IN SUPPORT
OF DIRECT PURCHASER PLAINTIFFS MOTION FOR ATTORNEYS'
FEES, REIMBURSEMENT OF EXPENSES AND SERVICE AWARDS
FOR THE NAMED PLAINTIFFS**

I, JAMES E. CECCHI, declares as follows pursuant to 28 U.S.C. § 1746:

1. I am a partner at the law firm of Carella Byrne Cecchi Olstein Brody & Agnello, P.C. I submit this declaration in support of the Direct Purchaser Plaintiffs' Motion for Attorneys' Fees, Reimbursement of Expenses and Service Awards for the Named Plaintiffs. I have personal knowledge of the matters set forth herein based on personal knowledge and the business records of our firm. By making this declaration, I do not intend to waive any attorney-client privilege or applicable work product protections. I also reserve the right to amend this declaration.

2. I have served as Co-Liaison Counsel throughout the long history of this matter. I was involved in all aspects of the case and was one of the principal

architects of the settlement at issue. The majority of my firm’s time was spent on settlement related matters.

3. In accordance with our regular practice, all attorneys, paralegals and other support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case. My firm also kept books and records concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

4. The schedule below reports the time spent by my firm’s attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion or anticipated work into the future. In accordance with the Time and Expense Order, all hourly rates are reported below at what I estimate to be an average historical billing rate and at current billing rates equal to recent large multi-district matters.¹

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Cecchi, James	Partner	1,199.00	\$1,139,050.00	\$1,558,700.00
Bartlett, Caroline	Partner	5.80	\$4,640.00	\$5,655.00

¹ Former employees are identified with an asterisk.

Bower, Zach	Partner	11.30	\$9,040.00	\$10,735.00
Cooper, Kevin	Partner	5.10	\$2,805.00	\$3,825.00
Ecklund, Donald	Partner	14.40	\$11,520.00	\$11,520.00
Flax, Melissa	Partner	0.60	\$420.00	\$420.00
Taylor, Lindsey*	Partner	745.00	\$619,840.00	\$726,375.00
Gilfillan, David	Partner	4.10	\$3,075.00	\$3,075.00
O'Brien, James	Of Counsel	46.10	\$36,880.00	\$36,880.00
O'Toole, Brian	Associate	14.20	\$9,230.00	\$9,230.00
Petrolle, Audra*	Associate	5.10	\$2,295.00	\$2,295.00
Patel, Chirali*	Associate	9.10	\$3,640.00	\$3,640.00
Falduto, Jeff	Paralegal	4.00	\$900.00	\$900.00
Houser, Nancy	Paralegal	2.00	\$450.00	\$450.00
Rago, Mary Ellen	Paralegal	7.40	\$1,665.00	\$1,665.00
Tempesta, Laura*	Paralegal	0.30	\$67.50	\$67.50
Kaplan, Alison*	Lawclerk	0.90	\$202.50	\$202.50
TOTAL:		2,074.40	\$1,845,720.00	\$2,375,635.00

5. My firm incurred a total of \$67,562.75 in unreimbursed expenses, as set forth in the following table²:

Expense	Amount
Filing fees	\$227.60
McCarter & English (Special Master)	\$963.24
Postage/FedEx	\$87.76
Telephone	\$53.59
Experts/Consulting (Econ One)	\$22,175.00
Travel/hotel/meals	\$1,965.56
Hochberg ADR (Mediation)	\$42,090.00
Total	\$67,562.75

I declare that the foregoing is true and correct.

Executed this 23rd day of April, 2024

/s/ James E. Cecchi, Esq.

² Postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

EXHIBIT L

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF JOHN W. BARRETT ON BEHALF OF PLAINTIFF
PROFESSIONAL DRUG COMPANY, INC. IN SUPPORT OF DIRECT
PURCHASER CLASS COUNSEL'S MOTION FOR ATTORNEYS' FEES,
REIMBURSEMENT OF EXPENSES AND SERVICE AWARDS FOR THE
NAMED PLAINTIFFS**

I, John W. Barrett, subject to the penalties of perjury provided by 18 U.S.C. § 1746, hereby declare as follows:

1. I am an attorney at the law firm of Barrett Law Group, P.A. I submit this declaration in support of Direct Purchaser Class Counsel's Motion for Attorneys' Fees, Reimbursement of Expenses and Service Awards for the Named Plaintiffs.

2. During the course of this litigation, my firm has worked in coordination with other co-counsel for the Direct Purchaser Plaintiffs and worked efficiently on behalf of our representative client Plaintiff Professional Drug Company, Inc., including investigating the claims, attending depositions, contributing to litigation strategy, participating in motion drafting, and assisting in discovery.

3. In accordance with the Court’s Order on Procedures and Guidelines for Direct Purchaser Plaintiffs’ Counsel’s Time and Expense Submissions (ECF No. 806) (“Time and Expense Order”), all attorneys, paralegals and other support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. My firm also kept books and records concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

4. The schedule below reports the time spent by my firm’s attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion. In accordance with the Time and Expense Order, all hourly rates are reported below at both then-current (*i.e.*, historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.¹

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
John (“Don”) Barrett	Partner	63.20	\$79,000.00	\$88,480.00
David McMullan	Partner	41.90	\$24,092.50	\$39,805.00
Brian Herrington	Attorney	2.10	\$1,207.50	\$1,995.00
Richard Barrett	Partner	1.20	\$690.00	\$1,140.00
Katherine Riley	Partner	17.00	\$13,600.00	\$16,150.00
Charles Barrett	Partner	137.80	\$79,235.00	\$130,910.00
Sterling Aldridge	Partner	8.00	\$4,600.00	\$7,600.00
Brandi Hamilton	Attorney	18.80	\$13,160.00	\$16,450.00

¹ Former employees are identified with an asterisk.

Chris Hammett	Legal Assistant	14.30	\$2,145.00	\$3,575.00
Nanci-Taylor Maddux	Paralegal	1.30	\$455.00	\$520.00
Dawn Garrison	Paralegal	31.50	\$4,725.00	\$7,875.00
Total:		337.10	\$222,910.00	\$314,500.00

5. My firm incurred a total of \$14,160.98 in unreimbursed expenses, as set forth in the following table²:

Expense	Amount
Court reporting/transcription services	\$0.00
Filing fees	\$561.00
Litigation Fund Contributions	\$0.00
Professional Fees (experts, investigators, etc.)	\$9,731.39
Postage/FedEx	\$141.74
Telephone	\$71.04
Photocopying	\$2.40
Travel/hotel/meals	\$3,142.55
Legal research and datasets	\$510.86
Total	\$14,160.98

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

Executed this 19th day of April 2024.

/s/ John W. Barrett
 John W. (“Don”) Barrett
 Barrett Law Group, P.A.

² In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

EXHIBIT M

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF DIANNE M. NAST IN SUPPORT OF DIRECT
PURCHASER CLASS COUNSEL'S MOTION FOR AN AWARD OF
ATTORNEYS' FEES, REIMBURSEMENT OF COSTS AND EXPENSES,
AND CLASS REPRESENTATIVE SERVICE AWARDS**

I, Dianne M. Nast, hereby declare as follows:

1. I am admitted to practice before Courts in the Commonwealth of Pennsylvania and the State of New Jersey; the Eastern District of Pennsylvania; the Courts of Appeals for the Third, Fifth, Sixth, Seventh, Eighth, and Eleventh Circuits; the Supreme Court of the United States; and other various federal district courts. I was actively involved in and oversaw my firm's participation in this litigation.

2. I am the founder and firm manager of NastLaw LLC ("NastLaw"). I submit this declaration in support of Direct Purchaser Class Plaintiffs' Motion for an award of Attorneys' Fees, Reimbursement of Costs and Expenses, and Class Representative Service Awards.

3. During the course of this litigation, my firm has been involved in multiple activities on behalf of the Direct Purchaser Class:

I participated in multiple meetings and planning sessions, including discussions related to case strategy, research projects, pleadings, and responses to pleadings. Also, I or another NastLaw attorney attended status conferences with the Honorable Peter G. Sheridan either in-person or telephonically.

In addition to myself, NastLaw attorneys Erin C. Burns and Michael S. Tarringer, have been directly involved with this litigation.

By way of further example, I and the NastLaw attorneys conducted research and drafted or assisted with drafting the initial class complaint and the consolidated class complaint. Additionally, NastLaw attorneys undertook legal research and assisted with drafting the JPML motion to transfer, the response to the motion to transfer, researched the jurisdiction of the district court during the pendency of appeal, drafted a memorandum summarizing the Third Circuit opinion remanding the claims to the District of New Jersey, assisted with drafted the Rule 26 disclosures, and edited discovery requests. These are just some examples of the work undertaken by NastLaw. A full description of the work performed by NastLaw staff is listed in detail in the monthly fee and expense reports submitted by the firm.

4. In accordance with the Court's Order on Procedures and Guidelines for Direct Purchaser Plaintiffs' Counsel's Time and Expense Submissions (ECF

No. 806) (“Time and Expense Order”), all attorneys, paralegals and other support staff at NastLaw were instructed to keep contemporaneous time records reflecting their time spent on this case and did so. Also, NastLaw kept books and records concerning the expenses the firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

5. The schedule below reports the time spent by NastLaw attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed). NastLaw’s time submission does not include time relating to this motion. In accordance with the Time and Expense Order, all hourly rates are reported below at both then-current (*i.e.*, historical) billing rates and at current billing rates. NastLaw did not employ or use the services of any contract attorneys.¹

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Dianne M. Nast	Managing Shareholder	240.5	\$197,039	\$282,587.50
Erin C. Burns*	Attorney	135.6	\$67,192	\$88,140
Michael S. Tarringer	Attorney	37.3	\$29,392.50	\$34,316
Cathryn Roberts*	Paralegal	41.6	\$6,492	\$7,072
Emily C. Bell*	Paralegal	22.1	\$3,625	\$4,972.50
Total:		477.10	\$303,740.50	\$417,088

¹ Former employees are identified with an asterisk.

6. NastLaw incurred a total of \$5,356.29 in unreimbursed expenses, as set forth in the following table²:

Expense	Amount
Filing fees	\$1,560.00
Postage/FedEx	\$100.22
Telephone	\$78.05
Photocopying	\$1,003.75
Travel/hotel/meals	\$1,935.46
Legal research and datasets	\$678.81
Total	\$5,356.29

I declare that the foregoing is true and correct. Executed this 19th day of April 2024, at Philadelphia, Pennsylvania.

/s/ Dianne M. Nast
Dianne M. Nast

*Co-Counsel for DPP Plaintiff Stephan L.
LaFrance Holdings, Inc. and Stephen L.
LaFrance Pharmacy, Inc. d/b/a SAJ
Distributors*

² In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

EXHIBIT N

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF KARLA M. GLUEK ON BEHALF OF GUSTAFSON
GLUEK PLLC IN SUPPORT OF DIRECT PURCHASER CLASS
COUNSEL’S MOTION FOR ATTORNEYS’ FEES, REIMBURSEMENT OF
EXPENSES AND SERVICE AWARDS FOR THE NAMED PLAINTIFFS**

I, Karla M. Gluek, subject to the penalties of perjury provided by 18 U.S.C. § 1746, hereby declare as follows:

1. I am a founding member of the law firm of Gustafson Gluek PLLC. I submit this declaration in support of Direct Purchaser Class Counsel’s Motion for Attorneys’ Fees, Reimbursement of Expenses and Service Awards for the Named Plaintiffs.

2. During the course of this litigation, my firm has been involved in the following activities on behalf of the Direct Purchaser Class: factual investigation related to the allegations in this action, assisting in drafting the complaint, legal research, and consulting with co-counsel on case strategy.

3. In accordance with the Court’s Order on Procedures and Guidelines for Direct Purchaser Plaintiffs’ Counsel’s Time and Expense Submissions (ECF

No. 806) (“Time and Expense Order”), all attorneys, paralegals and other support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. My firm also kept books and records concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

4. The schedule below reports the time spent by my firm’s attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion. In accordance with the Time and Expense Order, all hourly rates are reported below at both then-current (*i.e.*, historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.¹

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Daniel E. Gustafson	Partner	6.70	\$5,635.00	\$8,040.00
Karla M. Gluek	Partner	2.70	\$2,105.00	\$2,970.00
Daniel C. Hedlund	Partner	2.80	\$1,605.00	\$3,080.00
Michelle J. Looby	Partner	4.00	\$2,585.00	\$3,900.00
Daniel J. Nordin	Partner	2.60	\$810.00	\$2,080.00
Joseph C. Bourne*	Partner	7.20	\$2,485.00	\$3,420.00

¹ Former employees are identified with an asterisk.

Diana Jakubauskiene	Paralegal	2.20	\$482.50	\$770.00
Total:		28.2	\$15,707.50	\$24,260.00

5. My firm incurred a total of \$88.04 in unreimbursed expenses, as set forth in the following table²:

Expense	Amount
Court reporting/transcription services	\$0.00
Filing fees	\$0.00
Litigation Fund Contributions	\$0.00
Postage/FedEx	\$0.00
Telephone	\$0.00
Photocopying	\$45.50
Travel/hotel/meals	\$0.00
Legal research and datasets	\$42.54
Total	\$88.04

² In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or monthly lease costs associated with long-distance services and cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

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

Executed this 24 day of April, 2024

/s/Karla M. Gluek

EXHIBIT O

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

**IN RE: LIPITOR ANTITRUST
LITIGATION**

THIS DOCUMENT RELATES TO:

All Direct Purchaser Class Actions

MDL No. 2332

**Master Docket No. 3:12-cv-2389
(PGS/JBD)**

**DECLARATION OF MICHAEL L. ROBERTS ON BEHALF OF ROBERTS
LAW FIRM US, PC IN SUPPORT OF DIRECT PURCHASER CLASS
COUNSEL'S MOTION FOR ATTORNEYS' FEES, REIMBURSEMENT OF
EXPENSES AND SERVICE AWARDS FOR THE NAMED PLAINTIFFS**

I, Michael L. Roberts, subject to the penalties of perjury provided by 18
U.S.C. § 1746, hereby declare as follows:

1. I am Managing Partner of Roberts Law Firm US, PC. I submit this
declaration in support of Direct Purchaser Class Counsel's Motion for Attorneys'
Fees, Reimbursement of Expenses and Service Awards for the Named Plaintiffs.

2. During the course of this litigation, my firm has been involved in the
following activities on behalf of the Direct Purchaser Class:

- Completed factual and legal research and developed strategy
supporting the claims filed on behalf of the Direct Purchaser
Class;
- Participated in the drafting of the complaints filed on behalf of
the Direct Purchaser Class;

- Collected, analyzed and produced plaintiff Stephen L. LaFrance Holdings, Inc.’s (“LaFrance”) documents and data in response to defendants’ requests for production;
- Prepared responses on behalf of LaFrance to defendants’ written discovery requests;
- Prepared for and defended the deposition of LaFrance’s corporate representative;
- Analyzed and edited pleadings and settlement documents.

3. In accordance with the Court’s Order on Procedures and Guidelines for Direct Purchaser Plaintiffs’ Counsel’s Time and Expense Submissions (ECF No. 806) (“Time and Expense Order”), all attorneys, paralegals and other support staff at my firm were instructed to keep contemporaneous time records reflecting their time spent on this case, and did so. My firm also kept books and records concerning the expenses my firm necessarily incurred in the prosecution of this litigation, prepared from receipts and other source material.

4. The schedule below reports the time spent by my firm’s attorneys, paralegals and other support staff from inception until February 7, 2024 (the date that the settlement was executed) and time thereafter related only to the settlement. This submission does not include time relating to this motion. In accordance with the Time and Expense Order, all hourly rates are reported below at both then-

current (*i.e.*, historical) billing rates and at current billing rates, and contract attorneys have been billed at no more than \$250 per hour.¹

Professional	Position	Hours	Lodestar Historical Rates	Lodestar Current Rates
Burton, April	Paralegal	63.4	\$10,778.00	\$10,778.00
DeLoach, Sarah	Partner	3.5	\$1,925.00	\$2,625.00
Halbert, Karen	Partner	173.8	\$126,003.00	\$165,110.00
Isclaw, Angelicia	Paralegal	7.3	\$1,241.00	\$1,241.00
Josephson, Debra	Partner	224.7	\$152,317.00	\$170,772.00
Law, Jana*	Partner	8.9	\$3,854.50	\$5,384.50
Olson, Will*	Associate	13.0	\$6,175.00	\$6,175.00
Roberts, Mike	Partner	38.3	\$31,707.00	\$39,832.00
Smith, Stephanie	Partner	239.8	\$159,972.00	\$215,820.00
Wang, Rita	Partner	5.3	\$4,081.00	\$4,346.00
Wells, Jennifer*	Associate	.1	\$41.00	\$41.00
Total:		778.10	\$498,094.50	\$622,124.50

5. My firm incurred a total of \$30,586.68 in unreimbursed expenses, as set forth in the following table²:

¹ Former employees are identified with an asterisk.

² In accordance with the Time and Expense Order, postage/FedEx are reported at actual cost; the above telephone expenses do not include general subscription or

Expense	Amount
Court reporting/transcription services	
Doc Data Vendor	\$25,205.10
Filing fees	\$1,330.00
Litigation Fund Contributions	
Postage/FedEx	
Telephone	
Photocopying	
Travel/hotel/meals	\$2,922.08
Legal research and datasets	\$1,129.50
Total	\$30,586.68

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

Executed this 18th day of April, 2024

/s/Michael L. Roberts

monthly lease costs associated with long-distance services and cellular phones; the maximum charge for photocopying is \$0.25 per page; and for any travel mileage, the IRS rules for mileage maximums were applied.

EXHIBIT P

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

IN RE: LIPITOR ANTITRUST LITIGATION	MDL No. 2332
This document relates to: Direct Purchaser Class Actions	Master Docket No. 3:12-cv-2389 (PGS/DEA)

**DECLARATION OF ROBERT A ZAGRODNY, CPA IN SUPPORT OF DIRECT
PURCHASER CLASS PLAINTIFFS MOTION FOR AN AWARD OF ATTORNEYS'
FEES AND REIMBURSEMENT OF LITIGATION EXPENSES**

I, Robert A. Zagrodny, CPA, subject to the penalties of perjury provided by 18

U.S.C. § 1776, hereby declare as follows:

1. I am a Certified Public Accountant (“CPA”) based in Fall River, Massachusetts. I Submit this declaration in support of the Direct Purchaser Class Plaintiffs’ Motion for and Award of Attorneys’ Fees and Reimbursement of Litigation Expenses.

2. On March 28, 2024, I was retained by co-lead counsel for the direct purchaser class to apply agreed-upon procedures to review the litigation expenses paid from the litigation fund maintained by co-lead counsel. Those agreed-upon procedures included, but were not limited to:

- Reviewing the Order on Procedures and Guidelines for Direct Purchaser Plaintiffs’ Counsel’s Time and Expense Submissions [ECF No. 806];

- Reviewing all reported expenses and ensuring that each was supported by a receipt, invoice, or other acceptable form of proof;
- Identifying and bringing to the attention of co-lead counsel any excessive or unreasonable expenses;
- Promptly communicating with co-lead counsel regarding any discrepancies, missing documentation, or other issues; and
- Preparing and signing a declaration on the accounting services performed to be filed with the Court in support of direct purchaser class plaintiffs' motion.

3. To conduct my review, co-lead counsel provided me with an itemized accounting of the unreimbursed litigation expenses that had been paid from the litigation fund throughout the course of the case, including invoice dates, invoice numbers, invoice amounts, vendor names, payment amount, and payment date, as well as supporting documentation for such expenses.

4. During the course of my review, if I determined that (i) the supporting documentation was missing or improper, or (ii) an expense was unreasonable or exceeded according to the criteria provided by co-lead counsel, I notified co-lead counsel to allow them the opportunity to remedy the deficiency.

5. Any expenses for which the original invoice could not be located were specifically discussed with co-lead counsel. In particular:

- There were two payments made from the litigation fund to Cardinal Health. I was provided with correspondence from February 2020 documenting one of those (in the amount of \$68.02), which indicated it was for a share of certain expenses incurred by Cardinal in responding to discovery in the case. I was not provided with documentation as to the second payment (in the amount of \$196.27), but counsel represented that this sum was also paid in connection with discovery in the case.

- The litigation fund paid \$342,654.37 invoices to The CommonSource, which I understand from counsel and a review of documents to be a document hosting vendor that maintained a litigation database for class counsel for many years. Due to the age of certain invoices, I was unable to review some of these invoices, but counsel has represented that the missing invoices were in form and substance similar to, and related to the same services performed (*i.e.*, document hosting) as those invoices that were provided.

6. I can attest that all litigation fund expenses included in the direct purchaser class counsel's request for reimbursement, totaling \$2,074,752.12, are (i) supported by a receipt, invoice, or other acceptable form of proof, and (ii) reasonable and non-excessive as per the above criteria.

7. I have conducted this agreed-upon procedures engagement in accordance with attestation standards, AT 201, Agreed-Upon Procedure Engagements (Statements on Standard for Attestation Engagements 10, as amended) established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of counsel for the direct purchaser class and ultimately the Court. Consequently, I make no representation regarding the sufficiency of the procedures described above for purposes of which this engagement was requested or for any other purpose.

8. Because this engagement did not constitute an examination, I do not express an opinion on the necessity of the expenses submitted, other than to ensure proper compliance with the agreed-upon procedures. Had I performed additional

procedures, other matters may have come to my attention that would have been reported to you.

9. This declaration is intended solely for the information of the Court and counsel for the direct purchaser class and is not intended to be, and should be, used by anyone other than those specified parties.

Executed this 22 day of April, 2024

Robert A. Zagrodny CPA, INC.
Robert A. Zagrodny CPA Inc.
57 North Main Street
Fall River, MA 02720
(508) 677-4707
Massachusetts License Number 2