

UNITED STATES DISTRICT COURT FOR THE DISTRICT OF MASSACHUSETTS

If you bought brand or generic Intuniv directly from a manufacturer, you could get a payment from a proposed class action settlement.

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

- The purpose of this notice is to alert you about a proposed settlement relating to a Class Action Lawsuit (the “Lawsuit”) brought by Direct Purchasers of brand and generic Intuniv (extended release guanfacine hydrochloride). The lawsuit asserts that Shire plc, Shire LLC, and Shire U.S., Inc. (“Shire”) and Actavis Elizabeth LLC, Actavis LLC, and Actavis Holdco US, Inc. (“Actavis”) violated antitrust laws relating to the sale of these prescription pharmaceuticals. Shire and Actavis have denied any wrongdoing.
- The Court previously determined that the Lawsuit can be a class action because it meets the requirements of Federal Rule of Civil Procedure 23, which governs class actions in federal courts. The class (the “Direct Purchaser Class” or the “Class”) is defined as follows:

All persons or entities in the United States and its territories, or subsets thereof, that purchased Intuniv and/or generic Intuniv in any form directly from Shire or Actavis, including any predecessor or successor of Shire or Actavis, from October 19, 2012 through June 1, 2015 (the “Class”). Excluded from the Class are Shire, Actavis, and any of their officers, directors, management, employees, subsidiaries, and affiliates, as well as governmental entities.

- The Court has preliminarily approved the proposed settlement between the Direct Purchaser Class and one of the defendants, Actavis. The proposed settlement will provide for the payment of \$19.9 million in cash into an escrow account (the “Settlement Fund”) for allocation to the members of the Class after payment of Class Counsel’s attorneys’ fees and costs out of the Settlement Fund, as approved by the Court. The full text of the proposed settlement (“Settlement Agreement”), which is dated September 1, 2020, is available for your review at IntunivAntitrustSettlement.com.
- *The proposed settlement does not resolve any of the claims of the Direct Purchaser Class against Shire and the Lawsuit against Shire is proceeding.*
- The Court has scheduled a hearing on Final Approval of the proposed settlement, the plan for allocating the Settlement Fund to members of the Class (summarized in Question 8 below), and Class Counsel’s request for reimbursement of costs and payment of attorneys’ fees out of the Settlement Fund. That hearing is scheduled for December 9, 2020, before Judge Allison D. Burroughs of the U.S. District Court for the District of Massachusetts, in Courtroom 17 of the United States Courthouse, 1 Courthouse Way, 5th Floor, Boston, MA 02210.

**YOUR LEGAL RIGHTS ARE AFFECTED WHETHER YOU ACT OR DO NOT ACT,
SO PLEASE READ THIS NOTICE CAREFULLY.**

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT	
WHEN YOU RECEIVE A CLAIM FORM, PROMPTLY COMPLETE AND RETURN IT	You do not need to do anything now to retain your right to seek a share of the proposed settlement. If the Court decides to give the proposed settlement Final Approval and you are a Class Member, then you will need to complete, sign and return a Claim Form (which will be mailed to you) to obtain a share of the proposed settlement.
OBJECT TO THE SETTLEMENT	If you object to all or any part of the proposed settlement, write to the Court about why you object to the proposed settlement.
GETTING MORE INFORMATION	If you would like to obtain more information about the proposed settlement, you can send questions to the lawyers identified in this notice and/or ask to attend the hearing at which the Court will evaluate the proposed settlement.

- These rights and options – **and the deadlines to exercise them** – are explained in this notice.
- The Court in charge of this case still has to decide whether to give Final Approval to the proposed settlement with Actavis.

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BASIC INFORMATION

1. Why Did I Get This Notice?

You received this notice because according to sales records produced by Shire and Actavis in this Action, you may have purchased brand and/or generic Intuniv directly from Shire or Actavis at some point from October 19, 2012 through June 1, 2015. A prior notice about the Lawsuit and the Court’s decision to certify a class was mailed to you on or about January 24, 2020. This second notice is being sent to you because a proposed settlement with one defendant, Actavis, has been reached in the Lawsuit.

2. What is this lawsuit about?

The Lawsuit is a class action known as *In re Intuniv Antitrust Litigation (Direct Purchaser)*, Civil Action No. 16-cv-12396-ADB (D. Mass.). United States District Judge Allison D. Burroughs of the United States District Court for the District of Massachusetts is overseeing this class action.

The Lawsuit alleges that Shire and Actavis violated federal antitrust laws by engaging in an unlawful scheme to delay and impede the market entry of less expensive, generic versions of Intuniv. Specifically, the Lawsuit alleges that Shire and Actavis entered into a scheme to delay the entry of generic versions of Intuniv including entering into an agreement by which Shire agreed to pay Actavis in exchange for Actavis agreeing to delay selling its generic version of Intuniv. The Lawsuit alleges that as a result of this scheme, members of the Direct Purchaser Class suffered antitrust overcharges in their purchases of brand and generic Intuniv. A copy of the operative Class Action Complaint filed August 11, 2020 (the “Complaint”) is available at IntunivAntitrustSettlement.com.

Shire and Actavis deny all of these allegations, including that any Class member is entitled to damages or other relief. Shire and Actavis also respond that none of their conduct violated any applicable law or regulation.

Following full investigation of relevant facts, including reviewing nearly a million pages of documents, taking the depositions of 15 of defendants' present and past employees, obtaining the opinions of experts, and preparing for trial, and following extensive negotiations with Actavis, Plaintiff, individually and on behalf of the Direct Purchaser Class, entered into the Settlement Agreement with Actavis.

The proposed settlement between Direct Purchaser Plaintiff and Actavis is not an admission of wrongdoing by Actavis. The proposed settlement does not resolve any of the claims of the Direct Purchaser Class against Shire and the Lawsuit against Shire is proceeding.

THE COURT HAS NOT DECIDED WHETHER ANY DEFENDANT VIOLATED ANY LAWS. THIS NOTICE IS NOT AN EXPRESSION OF ANY OPINION BY THE COURT AS TO THE MERITS OF DIRECT PURCHASER PLAINTIFF'S CLAIMS AGAINST SHIRE OR ACTAVIS OR THE DEFENSES ASSERTED BY SHIRE OR ACTAVIS.

3. Why is this lawsuit a class action?

In a class action, class member may serve as a class representative to sue on behalf of other entities with similar claims. In this case, the class representatives are Meijer, Inc. and Meijer Distribution, Inc. They are the "Plaintiff." The class representatives and the entities on whose behalf they have sued together constitute the "Direct Purchaser Class" and the entities in the Direct Purchaser Class are called "Direct Purchaser Class members." The attorneys for the Plaintiff and the Direct Purchaser Class are called "Class Counsel."

The companies that have been sued are called the "Defendants." In this case, the Defendants are Shire plc, Shire LLC, and Shire U.S., Inc. ("Shire") and Actavis Elizabeth LLC, Actavis LLC, and Actavis Holdco US, Inc. ("Actavis").

In a class action lawsuit, one court resolves the issues for all of the members of the class, except for those class members who exclude themselves from the class. The Court, by its Memorandum and Order on Motion for Class Certification dated September 24, 2019, determined that the Lawsuit can proceed as a class action. A copy of the Court's order may be found at IntunivAntitrustSettlement.com.

4. Has the Court identified Class Claims, Issues, or Defenses?

In its Memorandum and Order on Motion for Class Certification dated September 24, 2019, the Court stated:

The requirement of Federal Rule of Civil Procedure 23(a)(2) for "questions of law or fact common to the class" is easily met here. The common questions include whether Defendants unlawfully maintained a monopoly, whether the settlement agreement constituted an unreasonable restraint of trade, the quantum of damages, and

numerous subsidiary issues. *See* [ECF No. 198-1 at 1–2]. The Court finds that there are questions of law and fact common to the class.

5. Why is there a settlement with Actavis?

The parties were preparing to go to trial beginning July 13, 2020. That date was postponed because of the coronavirus pandemic. The Plaintiff, individually and on behalf of the Direct Purchaser Class, and Actavis, have now agreed to a proposed settlement. By settling, the Direct Purchaser Class and Actavis avoid the risks and uncertainties of trial as to the claims against Actavis and any subsequent appeal, while at the same time, for the Direct Purchaser Class, preserving its claims against Shire, which under federal antitrust law is jointly and severally liable for all harm arising from the alleged scheme by Shire and Actavis to delay the market entry of less expensive generic versions of Intuniv. The Plaintiff and Class Counsel believe that the proposed settlement is fair, adequate, and reasonable and in the best interests of the Direct Purchaser Class.

WHO IS IN THE CLASS AND SETTLEMENT

To see if you are in the Class, and if so, how you will be able to share in the Settlement Fund, you first have to decide if you are a Class Member.

6. Am I part of the Class and the Settlement with Actavis?

You are in the Class if you are a person or entity in the United States and its territories and possessions including the Commonwealth of Puerto Rico who directly purchased brand or generic Intuniv from Shire or Actavis at any time during the period from October 19, 2012 until June 1, 2015. Excluded from the Class are Defendants and their officers, directors, management, employees, subsidiaries, and affiliates, and all federal governmental entities.

If you are not sure whether you are included, you may call or write to the lawyers in this case at the telephone numbers or addresses listed in Question 11 below.

THE SETTLEMENT BENEFITS—WHAT YOU GET

7. What does the settlement with Actavis provide?

Actavis agreed to pay \$19.9 million in cash into the Settlement Fund (which will include any interest that accrues). Class Counsel will apply to the Court for an award of attorneys' fees of up to one-third of the Settlement Fund, net of litigation expenses incurred and paid prior to the settlement, and a proportionate share of the interest, and payment for costs of administering the Settlement Fund. The remainder (the "Net Settlement Fund") will be divided among Class Members.

In exchange, the litigation by the Plaintiff, individually and on behalf of the Direct Purchaser Class, and Actavis, will be dismissed with prejudice and Actavis will be released by Direct Purchaser Class members from all claims concerning the subject matter of or

acts, omissions, or other conduct alleged in the complaints in this Action. The full text of the Settlement Agreement and the release is available at IntunivAntitrustSettlement.com.

The Settlement Agreement may be terminated if, for example, the Court does not approve the proposed settlement or materially modifies it. If the Settlement Agreement is terminated, the Lawsuit will proceed against Actavis as if such settlement had not been reached.

8. How much will my payment be?

Each Class Member's recovery will be *pro rata* based on its purchases of brand and/or generic Intuniv tablets and will be determined using a Court-approved Plan of Allocation. The detailed proposed Plan of Allocation is posted and can be reviewed at IntunivAntitrustSettlement.com.

Under the proposed Plan of Allocation, your share of the Net Settlement Fund will be calculated, *pro rata*, based on the total number of tablets of (a) brand Intuniv you purchased directly from Shire or Actavis from October 19, 2012 through February 29, 2016 (net of returns) and/or (b) generic Intuniv you purchased directly from Actavis from December 1, 2014 (when generic Intuniv launched) through June 1, 2015 (net of returns).

Your share of the Net Settlement Fund will also depend on the number of valid claim forms that Class Members submit. If less than 100% of the Class sends in a claim form, you could get a larger *pro rata* share. Or, if you have assigned the right to recover on some or all of your purchases, this will lower your *pro rata* share.

9. How can I get a payment?

If the proposed settlement is approved by the Court, all Direct Purchaser Class members will receive a claim form by mail to request their *pro rata* share of the Net Settlement Fund. Court-approved fees and expenses for the attorneys and settlement administrative costs will also be paid from the Settlement Fund. You will not be responsible for calculating the amount you may be entitled to receive. Transactional sales data from Shire and Actavis will be used to make the *pro rata* share calculations. You will be asked to verify the accuracy of the information in the claim form that will be mailed to you if the Court approves the Settlement, and to sign and return the form according to the directions on the form. Class Members will be given the opportunity to provide data or information to supplement or correct this information.

10. When would I get my payment?

When you get your payment depends on the timing of Final Approval and any appeal of that Final Approval. The Net Settlement Fund will be allocated to Class Members as soon as possible after Final Approval has been obtained for the proposed settlement.

Money from the proposed settlement will be distributed to Class Members only if the Court grants final approval of the proposed settlement. Payment is conditioned on several matters, including the Court's final approval of the proposed settlement and such approval

no longer being subject to any appeals or, if there is an appeal, such appeal being final and no longer subject to any further appeal.

THE LAWYERS REPRESENTING YOU

11. Do I have a lawyer in this case?

The attorneys and law firms listed below have been appointed by the Court as Lead Counsel. Lead Counsel is experienced in handling similar pharmaceutical antitrust class action cases against other pharmaceutical companies. Lead Counsel are:

Thomas M. Sobol
Lauren Guth Barnes
Hagens Berman Sobol Shapiro LLP
55 Cambridge Parkway, Suite 301
Cambridge MA 02142
Tel: 617-482-3700
tom@hbsslaw.com
lauren@hbsslaw.com

12. Should I get my own lawyer?

You do not need to hire your own lawyer because Class Counsel are working on your behalf. However, if you wish to do so, you may retain your own lawyer at your own expense.

13. How will the lawyers be paid?

If the Court gives Final Approval to the proposed settlement, then the Court will be asked to approve reimbursement to the lawyers for the costs and expenses they have paid, and a fee to the lawyers of up to one-third of the Settlement Fund (including accrued interest but net of expenses the Court approves). You will not have to pay these fees and expenses out of your own pocket. If the Court grants Class Counsel's requests, these amounts would be deducted from the Settlement Fund.

Any application by Class Counsel for an award of attorneys' fees and reimbursement of expenses will be filed with the Court and made available for download and/or viewing on or before October 27, 2020 on IntunivAntitrustSettlement.com, as well as at the office of the Clerk of Court for the United States District Court for the District Massachusetts, United States Courthouse, 1 Courthouse Way, Boston, MA 02210, during normal business hours.

OBJECTING TO THE SETTLEMENT

You can tell the Court that you do not agree with any part of the proposed settlement, and/or the application for attorneys' fees and expenses.

14. How do I tell the Court that I do not like the settlement with Actavis?

If you are a Class Member, you can object to all or any part of the proposed settlement if

you do not like all or any part of it. You can give reasons why you think the Court should not approve it. You can also object to Class Counsel's application for attorneys' fees and costs and expenses, which will be filed with the Court and available for public viewing no later than October 27, 2020. The Court will consider your views. To object, you must send a letter via first class U.S. mail saying that you object to the proposed settlement in the Direct Purchaser Class Action in *In re Intuniv Antitrust Litigation (Direct Purchaser)*, Civil Action No. 16-cv-12396-ADB (D. Mass.). Be sure to include your name, address, telephone number, your signature, and the reasons you object to the proposed settlement. Mail the objection to the Clerk of the United States District Court for the District Massachusetts, United States Courthouse, 1 Courthouse Way, Boston, MA 02210, with copies to all of the following:

Thomas M. Sobol
Lauren Guth Barnes
Hagens Berman Sobol Shapiro LLP
55 Cambridge Parkway, Suite 301
Cambridge MA 02142
Tel: 617-482-3700
tom@hbsslaw.com
lauren@hbsslaw.com

Christopher T. Holding
Sarah K. Frederick
Goodwin Proctor LLP
100 Northern Avenue
Boston, MA 02210
cholding@goodwinlaw.com
sfr frederick@goodwinlaw.com

Attorneys for Plaintiff and Lead Counsel for the Direct Purchaser Class *Attorneys for Actavis Elizabeth LLC, Actavis LLC, and Actavis Holdco U.S., Inc.*

YOUR OBJECTION MUST BE POSTMARKED NO LATER THAN NOVEMBER 10, 2020.

THE FAIRNESS HEARING

The Court will hold a hearing to decide whether to give Final Approval to the proposed settlement. You may attend and you may ask to speak, but you do not have to.

15. When and where will the Court decide whether to approve the Settlement with Actavis?

The Court will hold a Fairness Hearing at 10:00 a.m. on December 9, 2020, before Judge Allison D. Burroughs of the U.S. District Court for the District of Massachusetts, in Courtroom 17 of the United States Courthouse, 1 Courthouse Way, 5th Floor, Boston, MA 02210. At this hearing, the Court will consider whether the proposed settlement is fair, reasonable and adequate. If there are objections, the Court will consider them. After the hearing, the Court will decide whether to give Final Approval to the proposed settlement. We do not know how long the decision will take.

If you plan to attend the hearing, please check IntunivAntitrustSettlement.com for any changes in schedule or whether the hearing will be conducted in person or remotely.

16. Do I have to come to the hearing?

No. Class Counsel will answer questions that the Court may have. But, you are welcome to come at your own expense. If you send an objection, you do not have to come to Court to talk about it. So long as you mail your written objection on time, the Court will consider it. You may also pay your own lawyer to attend, but it is not necessary. Moreover, attendance is not necessary to receive a *pro rata* share of the Net Settlement Fund.

17. May I speak at the hearing?

You may ask the Court for permission to speak at the Fairness Hearing. To do so, you must send a letter via first class U.S. mail saying that it is your “Notice of Intention to Appear in *In re Intuniv Antitrust Litigation (Direct Purchaser)*, Civil Action No. 16-cv-12396-ADB (D. Mass.)” Be sure to include your name, address, telephone number, and your signature. Your Notice of Intention to Appear must be postmarked no later than November 10, 2020, and must be sent to the Clerk of the Court, United States Courthouse, 1 Courthouse Way, 5th Floor, Boston, MA 02210; and to Class Counsel and Actavis’ counsel, at the addresses set forth in the response to Question 14. You may not be permitted to speak at the Fairness Hearing if you do not send a notice of intention to appear.

IF YOU DO NOTHING

18. What happens if I do nothing at all?

If you are a Direct Purchaser Class Member and you do nothing, you will remain in the Direct Purchaser Class and be eligible to participate in the proposed settlement as described in this notice, if the proposed settlement is approved. However, you will need to complete, sign and return the Claim Form (once it is sent to you) in order to obtain a payment.

GETTING MORE INFORMATION

19. How do I get more information?

If you have questions about this case or want to get additional information, you may call or write to the lawyers listed in answer to Question 11 or visit the website IntunivAntitrustSettlement.com. This notice is only a summary of the proposed settlement and is qualified in its entirety by the terms of the actual Settlement Agreement. A copy of the Settlement Agreement is on public file with the United States District Court for the District of Massachusetts, United States Courthouse, 1 Courthouse Way, 5th Floor, Boston, MA 02210 during normal business hours and is also available for download and/or viewing at IntunivAntitrustSettlement.com.

Dated: September 11, 2020

/s/ Allison D. Burroughs
ALLISON D. BURROUGHS
U.S. DISTRICT JUDGE

PLEASE DO NOT WRITE OR CALL THE COURT OR THE CLERK’S OFFICE FOR INFORMATION.