

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

IN RE SOLODYN (MINOCYCLINE
HYDROCHLORIDE) ANTITRUST
LITIGATION

MDL No. 2503
1:14-MD-2503-DJC

THIS DOCUMENT RELATES TO:

*Ahold USA, Inc. v. Medicis Pharmaceutical Corp.,
et al.*, No. 1:13-cv-12225 (D.Mass.)

*Rochester Drug Co-Operative, Inc. v. Medicis
Pharmaceutical Corp., et al.*, No. 2:13-cv-04270
(E.D. Pa.)

~~PROPOSED~~ **CASE MANAGEMENT ORDER NO. 1**

WHEREAS, beginning in July 2013, direct purchasers of the prescription drug Solodyn (minocycline hydrochloride) brought two individual actions in different judicial districts (and end payor plaintiffs of Solodyn brought ten additional individual actions in various judicial districts) alleging an anticompetitive scheme to unlawfully restrain trade and maintain monopoly power in the U.S. market for extended-release minocycline hydrochloride tablets in violation of Sections 1 and 2 of the Sherman Act, 15 U.S.C. §§ 1 and 2, and seeking relief for a proposed class of direct purchasers (*i.e.*, all purchasers who purchased brand name or generic Solodyn directly from Medicis or the other defendants or whose assignor purchased directly from Medicis or the other defendants);¹

WHEREAS defendants in both of the direct purchaser actions are Medicis Pharmaceutical Corp. (“Medicis”), Valeant Pharmaceuticals International, Inc. (“Valeant”)

¹ The actions are *Ahold USA, Inc. v. Medicis Pharmaceutical Corp., et al.*, No. 1:13-cv-12225 (D.Mass.) and *Rochester Drug Co-Operative, Inc. v. Medicis Pharmaceutical Corp., et al.*, No. 2:13-cv-04270 (E.D. Pa.).

(Medicis and Valeant together are “Medicis”), Teva Pharmaceutical Industries, Ltd., Teva Pharmaceuticals USA, Inc., and Barr Laboratories, Inc. (a wholly owned subsidiary of Teva Pharmaceuticals USA, Inc.) (“Teva”), Impax Laboratories, Inc. (“Impax”), Mylan Laboratories, Inc. and Mylan’s majority owned subsidiary Matrix Laboratories Ltd. (“Mylan”), Lupin Limited and Lupin Pharmaceuticals Inc. (“Lupin”), Ranbaxy Pharmaceuticals, Inc., Ranbaxy Inc., Ranbaxy Laboratories, Ltd. (“Ranbaxy”), and Sandoz Inc. (“Sandoz”) (collectively, Teva, Impax, Mylan, Lupin, Ranbaxy, and Sandoz are the “Generic Defendants,” and together with Medicis, the “Defendants”);

WHEREAS, on February 25, 2014, the United States Judicial Panel on Multidistrict Litigation (“JPML”), finding that the two direct purchaser actions shared common issues of law and fact, entered an order centralizing the direct purchaser actions (and the ten end payor actions) in this District under the caption *In re Solodyn (Minocycline Hydrochloride) Antitrust Litigation*, MDL No. 2503, and transferring the direct purchaser actions, along with all direct purchaser actions that are filed in the future, to this Court;²

² The Transfer Order also transferred the following end payor class actions to this district: *City of Providence, Rhode Island v. Medicis Pharmaceutical Corp., et al.*, No. 2:13-cv-01952 (D.Ariz.); *Int’l Union of Op. Eng. Stationary Eng. Local 39 Health & Welfare Trust Fund v. Medicis Pharmaceutical Corp., et al.*, No. 1:13-cv-12435 (D. Mass.); *Painters District Council No. 30 Health and Welfare Fund v. Medicis Pharmaceutical Corp., et al.*, No. 1:13-cv-12517 (D. Mass.); *United Food and Com. Workers Local 1776 & Participating Empl’rs Health and Welfare Fund v. Medicis Pharmaceutical Corp., et al.*, No. 2:13-cv-04235 (E.D. Pa.); *Local 274 Health & Welfare Fund v. Medicis Pharmaceutical Corp., et al.*, No. 2:13-cv-04642 (E.D. Pa.); *Sheet Metal Workers Local No. 25 Health & Welfare Fund v. Medicis Pharmaceutical Corp., et al.*, No. 2:13-cv-05021 (E.D. Pa.); *Frat. Order of Police, Fort Lauderdale Lodge 31, Ins. Trust Fund v. Medicis Pharmaceutical Corp., et al.*, No. 2:13-cv-05097 (E.D. Pa.); *Heather Morgan v. Medicis Pharmaceutical Corp., et al.*, No. 2:13-cv-05097 (E.D. Pa.); *Plumbers & Pipefitters Local 178 Health & Welfare Trust Fund v. Medicis Pharmaceutical Corp., et al.*, No. 2:13-cv-05105 (E.D. Pa.); and *Int’l Union of Op. Eng. Local 132 Health and Welfare Fund v. Medicis Pharmaceutical Corp., et al.*, No. 2:13-cv-5108 (E.D. Pa.). This CMO does not pertain to these end payor actions or any end payor actions that may be transferred to this court in the future.

WHEREAS, all subsequently-filed or transferred direct purchaser actions arising from the same questions of law and fact, alleging substantially the same wrongful conduct against the same defendants, asserting violations of sections 1 and 2 of the Sherman Act, and seeking certification of the same nationwide class will entail substantially the same evidence and witnesses as the currently pending direct purchaser actions;

WHEREAS, all plaintiffs in the two direct purchaser actions support entry of this Case Management Order;

ACCORDINGLY, IT IS HEREBY ORDERED THAT:

A. Consolidation of All Direct Purchaser Actions

1. Pursuant to Fed. R. Civ. P. 42(a), all direct purchaser actions centralized in this District and assigned to this Court, and all subsequently-filed or transferred direct purchaser actions, shall be consolidated. Direct purchaser plaintiffs shall file an amended consolidated complaint by ~~April 25, 2014~~ ^{September 12, 2014}.

2. *Ahold USA, Inc. v. Medicis Pharmaceutical Corp., et al.*, No. 1:13-cv-12225 (D.Mass.), the first of the direct purchaser actions filed in this Court, shall be designated the Lead Direct Purchaser Action. A lead case file shall be established for the direct purchaser actions and a docket sheet shall be maintained for that file which shall include all filings subsequently consolidated with the Lead Direct Purchaser Action.

3. The Clerk shall make the initial determination to consolidate new and transferred direct purchaser actions with the Lead Direct Purchaser Action, subject to *sua sponte* review by the Court or timely objections by parties to any newly filed or transferred case.

4. Every pleading filed in the Lead Direct Purchaser Action shall bear the following caption:

IN RE SOLODYN (MINOCYCLINE HYDROCHLORIDE) ANTITRUST LITIGATION	MDL No. 2503
THIS DOCUMENT RELATES TO: All Direct Purchaser Actions	No. 1:13-cv-12225

5. When a pleading or other court paper filed is intended to apply to all direct purchaser actions, the words “All Direct Purchaser Actions” shall appear immediately after the words “THIS DOCUMENT RELATES TO:” in the caption set out above. When a pleading or other court paper is intended to apply only to one, or some, but not all, of such actions, the party filing the document shall indicate the action(s) to which the document is intended to be applied. The docket sheet entry will reflect the fact that any particular filing relates to one or more, but fewer than all, of the plaintiffs. It is the obligation of counsel for the party undertaking such a filing to insure that any orders entered pursuant to such a filing reflect this limitation.

6. Subsequently filed or transferred actions that assert claims on behalf of direct purchasers of brand name or generic Solodyn shall be consolidated with the Lead Direct Purchaser Action. When a case that relates to the subject matter of these actions is hereafter filed in this Court or transferred here from another court, the Clerk of this Court shall make an appropriate entry on the docket sheet of the Lead Direct Purchaser Action and mail a copy of this order to the attorneys for the plaintiffs and any new defendants.

7. This order shall apply to any direct purchaser action that is filed in or transferred to this Court unless a party objects within 14 days of notice of this Order. This Order shall not have the effect of making any person, firm, or corporation a party to any action in which they have not been added as such in accordance with the Federal Rules of Civil Procedure.

B. Organization of Plaintiffs' Counsel

1. Pursuant to Fed. R. Civ. P. 23(g), and based on the qualifications set forth in the CVs submitted by counsel, the Court appoints the following as Interim Co-Lead Counsel for the proposed class of direct purchasers:

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

David F. Sorensen
Andrew C. Curley
Berger & Montague, P.C.
1622 Locust Street
Philadelphia, PA 19103
Tel: (800) 424-6690
Email: dsorensen@bm.net
acurley@bm.net

2. Pursuant to Fed. R. Civ. P. 23(g), the Court appoints the following as Interim Liaison Counsel for the proposed class of direct purchasers:

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

3. Interim Co-Lead Counsel shall have sole authority over the following matters on behalf of the putative class and all plaintiffs in the direct purchaser actions: (a) convening meetings of counsel; (b) the initiation, response, scheduling, briefing and argument of all motions; (c) the scope, order and conduct of all discovery proceedings; (d) such work assignments to other counsel as Interim Lead Counsel may deem appropriate; (e) the retention of experts; (f) the designation of which attorneys may appear at hearings and conferences with the Court; (g) the timing and substance of any settlement negotiations with Defendants; (h) the

allocation of attorneys' fees, if any are awarded by the Court; and (i) any and all other matters concerning the prosecution of or resolution of their respective cases.

4. Only Interim Co-Lead Counsel, or their designees, may initiate or authorize the filing of any motions in the direct purchaser actions.

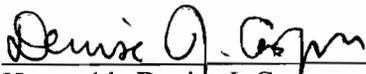
5. Interim Co-Lead Counsel, or their designees, shall have sole authority to communicate with Defendants' counsel and the Court on behalf of all plaintiffs in the direct purchaser actions. Defendants' counsel may rely on all agreements made only with Interim Co-Lead Counsel or their designees and such agreements shall be binding on all counsel in the direct purchaser actions.

6. Interim Co-Lead Counsel shall work together to ensure that all work necessary to prosecute this action is allocated based on the skills and abilities of counsel representing the direct purchaser class, and that such decisions shall not be made on the basis of whether a firm is, or is not, co-lead counsel.

7. All plaintiffs' counsel in the direct purchaser actions must keep contemporaneous time and expense records and submit them periodically to Interim Lead Counsel or their designee.

IT IS SO ORDERED.

Dated: ~~March~~ ^{August} 8, 2014


Honorable Denise J. Casper