

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

MYLAN PHARMACEUTICALS, INC., :
et al., :

Plaintiffs, :

v. :

WARNER CHILCOTT PUBLIC :
LIMITED COMPANY, *et al.*, :

Defendants. :

Civ. No. 12-3824
CONSOLIDATED

Relates to: Indirect Purchaser
Action

DECLARATION OF CLASS REPRESENTATIVE INTERNATIONAL
BROTHERHOOD OF ELECTRICAL WORKERS 38, HEALTH AND WELFARE FUND
IN SUPPORT OF FINAL APPROVAL OF SETTLEMENT AND APPLICATION FOR
SERVICE AWARD

1. I, Walter O'Malley, pursuant to 28 U.S.C. §1746, respectfully submit this declaration in support of: (a) final approval of the settlement of the above-captioned action for \$8,000,000 (the "Settlement"); and (b) Class Representative International Brotherhood of Electrical Workers 38, Health and Welfare Fund's ("IBEW 38") request for a service award to compensate for the time expended, and resources utilized, by IBEW 38 in representing the Class in the above-captioned action (the "Action"). I have personal knowledge of these statements and, if called as a witness, could competently testify about them.

2. I am the President of IBEW 38.

3. As a health and welfare fund, IBEW 38 has a strong interest in ensuring that the pharmaceutical market is subject to fair competition, and that purchasers of pharmaceuticals pay the lowest possible prices. After consultation with its legal counsel, IBEW 38 made the decision to initiate this action as a named Plaintiff and understood its responsibility to serve the best interests of the putative class.

4. On behalf of IBEW 38, I have been in regular contact with the attorneys representing the Class of indirect purchasers of Doryx to monitor and contribute to the successful prosecution of this antitrust class action. I have provided counsel with my input regarding various aspects of the litigation throughout the proceedings and have done my best to vigorously promote the Class' interests and to obtain the largest recovery possible under the circumstances.

5. In the course of this litigation, IBEW 38 has devoted significant time and resources to fulfilling its role as a named plaintiff and Class Representative. The specific tasks performed by me or others working for IBEW 38 include, but are not limited to:

a. regularly communicating with counsel by email and telephone regarding the posture and progress of the case;

- b. discussing the litigation with IBEW 38's Board;
- c. reviewing and discussing with counsel the complaint, amended complaint, briefing before this Court, Plaintiffs' mediation statement, and the Court's orders;
- d. instituting a "litigation hold" to ensure that documents related to this litigation would not be lost or destroyed;
- e. responding to document requests, and collecting and providing responsive documents, to counsel and, ultimately, Defendants;
- f. responding to interrogatories;
- g. preparing for, travelling to, and giving a deposition;
- h. discussing settlement strategy with counsel;
- i. communicating with counsel regarding the settlement process and procedure;
- j. receiving pertinent information regarding the settlement negotiations and approving execution of the Settlement Agreement;
- k. reviewing briefing in support of the Settlement; and
- l. reviewing the Court's Order preliminarily approving the settlement and discussing issues relevant to the final approval process, including counsel's request for attorneys' fees and expenses.

6. IBEW 38 authorized counsel to settle this Action for \$8,000,000. In making its determination that the Settlement represented a fair, reasonable, and adequate result for the Class, IBEW 38 weighed the substantial benefits to the putative Class against the significant risks and uncertainties of continued litigation. Based on this analysis, IBEW 38 believes that the

Settlement represents a highly favorable recovery and that final approval of the Settlement is in the best interest of the Class.

7. I understand that the Court has discretion to grant in full or in part, or to deny, a Class Representative's request for a service award. IBEW 38 was not promised and did not expect to receive compensation for serving as a representative Plaintiff in this Action, but due to the extent of its participation in achieving a multi-million dollar recovery for the Class, I believe a service award for IBEW 38 is warranted.

8. IBEW 38 respectfully requests a service award in the amount of \$10,000. in connection with its representation of the Class. I believe that this request is appropriate given the substantial amount of time and resources IBEW 38 devoted to this litigation and the result achieved. The time and resources spent on this case could have otherwise been devoted to other professional activities on behalf of IBEW 38.

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

Dated: November 1, 2014
Cleveland, Ohio


Walter O'Malley