

If You Paid for Provigil[®] or Generic Versions of Provigil[®]

You Could Get Money from a State Attorney General Settlement

A Federal Court authorized this Notice. This is not a solicitation from a lawyer.

- A proposed Settlement has been reached in a lawsuit regarding the price that individuals in 48 states and the District of Columbia paid for Provigil[®] and generic versions of Provigil[®] (modafinil). The lawsuit asserts that Defendants Cephalon, Inc., Teva Pharmaceutical Industries, Ltd., Teva Pharmaceuticals USA, Inc., and Barr Pharmaceuticals, Inc., (collectively referred to as “Defendants”) violated antitrust laws relating to the sale of the prescription pharmaceutical Provigil[®]. All Defendants have denied any wrongdoing.
- A settlement has been reached between Alabama, Alaska, Arizona, Arkansas, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, and Wyoming (collectively, the “Plaintiff States”) and Defendants in the Lawsuit.
- *No question is raised about the safety or effectiveness of Provigil[®] or generic versions of Provigil[®] (modafinil).*
- The settlement provides a cash payment of \$35 million to be paid to individual consumers in the Plaintiff States.
- If you purchased Provigil[®] and/or generic versions of Provigil[®] (modafinil) between June 24, 2006 and March 31, 2012, you may be entitled to a payment from the Settlement Fund. If you purchased Provigil[®] and/or generic versions of Provigil[®] (modafinil) through July 28, 2016, your rights will be affected, whether you act or don't act.

A Summary of Your Rights and Choices

Your Legal Rights Are Affected Even If You Do Not Act.

Read This Notice Carefully.

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT		
You May:	Brief Description:	Due Date:
File a Claim	This is the only way to receive money from the Settlement. <i>See</i> Question 7 below.	April 13, 2017
Exclude Yourself	You will receive no benefits, but you will retain any rights you currently have to sue the Defendants about the claims in this case. <i>See</i> Questions 9 & 10 below.	April 14, 2017
Object to the Settlement	Write to the Court explaining why you don't like the Settlement. <i>See</i> Questions 11 & 12 below.	April 14, 2017
Go to the Hearing	Ask to speak in Court about your opinion of the Settlement. <i>See</i> Questions 16 & 17 below.	July 25, 2017
Do Nothing	You won't get a payment and will give up your rights to sue the Defendants about the claims in this case. <i>See</i> Question 8 below.	N/A

- These rights and options – **and the deadlines to exercise them** – are explained in this Notice.

BASIC INFORMATION

1. Why Did I Get This Notice?

A Court authorized this Notice because you have a right to know about a proposed Settlement of this lawsuit, and about all of your options, before the Court decides whether to give final approval to the Settlement. This Notice explains the lawsuit, the Settlement, and your legal rights.

2. What Is This Lawsuit About?

This lawsuit claims that Defendants engaged in a course of conduct to delay the sale of generic versions of Provigil[®]. The lawsuit claims this conduct violated federal and state antitrust laws and consumer protection laws by delaying the entry into the market of low-cost generic versions of Provigil[®]. Defendants deny all of these claims. The Court has not made any determinations regarding the merits of the case.

Judge Mitchell S. Goldberg of the U.S. District Court for the Eastern District of Pennsylvania is overseeing this lawsuit. The case is known as *State of New York, et al., v. Cephalon, Inc. et al.*, Civil No. 2:16-CV-4234. The states who sued are called the Plaintiffs. The Defendants are Cephalon, Inc., Teva Pharmaceutical Industries, Ltd., Teva Pharmaceuticals USA, Inc., and Barr Pharmaceuticals, Inc.

Provigil[®] and generic versions of Provigil[®] (modafinil) are primarily prescribed for the treatment of certain sleep disorders, including narcolepsy.

This case does not involve the safety or effectiveness of Provigil[®] or generic versions of Provigil[®] (modafinil).

WHO IS COVERED BY THE SETTLEMENT?

3. How Do I Know If I Am Eligible To Make A Claim?

You are eligible to make a claim if you fit the definition below:

All persons residing in the states of Alabama, Alaska, Arizona, Arkansas, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, Wyoming or entities throughout the United States and the District of Columbia who purchased and/or paid for Provigil[®] or generic versions of Provigil[®] (modafinil) for consumption by themselves or their families during the period from June 24, 2006 through March 31, 2012.

You “purchased and/or paid for” if you paid some or all of the cost of the drug. If insurance did not pay for the whole amount of the drug, you are included. Specifically, you purchased and/or paid for Provigil[®] or generic versions of Provigil[®] (modafinil) if you were:

- (a) An uninsured consumer who paid all of the purchase price of the prescription; or
- (b) An insured consumer who made a co-payment or other partial out-of-pocket payment, or paid the entire cost because you had not met a deductible amount under your health plan.

See Questions 4 for more details.

Residents of Louisiana and California are not included.

Persons that purchased Provigil[®] or generic versions of Provigil[®] (modafinil) for purposes of resale or made purchases directly from the Defendants are not included.

Defendants, their officers, subsidiaries and affiliates are not included.

The judge and his immediate family are not included.

If you purchased Provigil[®] and/or generic versions of Provigil[®] (modafinil) through July 28, 2016, your rights will still be affected by the Settlement.

4. What If I Am Still Not Sure If I Am Included In The Settlement?

If you are still not sure whether you are included, you can get more information at www.StateAGProvigilSettlement.com, or get help by calling or writing the Claims Administrator listed in Question 18.

THE SETTLEMENT BENEFITS

5. What Does The Settlement Provide?

A \$35 million Settlement Fund will be established. The Fund will be distributed to consumers who submit valid and timely claim forms. More details are in the Plan of Allocation, which is available at www.StateAGProvigilSettlement.com.

6. How Much Will My Payment Be?

With a few exceptions, consumers' recovery will be calculated based on how much you paid for Provigil[®] and generic versions of Provigil[®] (modafinil) from June 24, 2006 through March 31, 2012, compared to the amount paid of all other consumers who file valid and timely claim forms. Complete details of how your recovery will be calculated are in the Plan of Allocation, which is available at www.StateAGProvigilSettlement.com.

HOW TO GET A PAYMENT

7. What Do I Need To Do To Get A Payment?

The Court must approve the Settlement before any money is paid to consumers. To be eligible to receive a payment, you must complete and submit a valid Claim Form by **April 13, 2017**. Claim Forms are available online at www.StateAGProvigilSettlement.com or you can obtain a copy by calling 1-877-236-1413. If you choose to submit your claim online, you must do so on or before **April 13, 2017**. If you choose to submit a Claim Form by mail, it must be postmarked by **April 13, 2017**, and mailed to:

State AG Provigil Settlement
c/o A.B. Data, Ltd.
P.O. Box 173026
Milwaukee, WI 53217

8. What Happens If I Do Nothing?

If you do nothing, you won't get any money from this Settlement. But, unless you exclude yourself, you won't be able to start a lawsuit or be part of any other lawsuit against the Defendants for the claims being resolved by this Settlement, if you reside in one of the Plaintiff States.

If the Settlement becomes final, you will be releasing the Defendants from all the claims identified in Definitions Sections O & P of the Settlement Agreement. The Settlement Agreement is available at www.StateAGProvigilSettlement.com. The Settlement Agreement describes the released claims with specific descriptions, in accurate legal terminology, so read it carefully.

Note to Consumers: Nothing in the definition of the Released Claims (as provided for in the Claim Form) is intended to affect any consumer's right to participate in or receive monies from the currently pending class action entitled *Vista Healthplan, Inc., et al., v. Cephalon, Inc. et al.*, Civil No. 06-CV-01833.

EXCLUDING YOURSELF (“OPTING OUT” OF THE SETTLEMENT)

9. What If I Don’t Want To Be In The Settlement?

If you decide to exclude yourself from the Settlement, you will be free to sue Defendants on your own for the claims being resolved by this Settlement. However, you will not receive any money from the Settlement. If you want to receive money from the Settlement, do not exclude yourself.

10. How Do I Exclude Myself From The Settlement?

You can exclude yourself from the Settlement by sending a written “Request to Opt Out” to the Claims Administrator so that it is received by **April 14, 2017**. Your written request must include:

- Your name, address, telephone number, and the statement that you want to opt out of the Settlement; and
- The case name and number: *State of New York, et al., v. Cephalon, Inc. et al.*, Civil No. 2:16-CV-4234.

Requests to exclude yourself from the Settlement must be sent to the following address:

**State AG Provigil Settlement
EXCLUSIONS
c/o A.B. Data, Ltd.
P.O. Box 173001
Milwaukee, WI 53217**

Residents of Louisiana and California are not included.

OBJECTING TO THE SETTLEMENT

11. May I Object To The Settlement?

Yes. If you are a resident of one of the Plaintiff States, and you have not requested to exclude yourself from the Settlement, you may object to any aspect of the Settlement, the fairness or adequacy of the Settlement or the Plan of Allocation.

12. How Do I Object To The Settlement?

To object to the Settlement, you (or your lawyer if you have one) must file a written objection. This must be done on or before **April 14, 2017**. Your written objection can include any supporting materials, papers, or briefs that you want the Court to consider. Your written objection must include:

- Your name, address, telephone number, and an explanation of your objection;
- The case name and number: *State of New York, et al., v. Cephalon, Inc. et al.*, Civil No. 2:16-CV-4234; and
- Documentation demonstrating that you are a resident of a Plaintiff State and/or this statement, followed by your signature: “I declare under penalty of perjury under the laws of the United States of America that [insert your name] is a resident of [insert applicable Plaintiff State: Alabama, Alaska, Arizona, Arkansas, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, or Wyoming].”

Your objection must be received by **April 14, 2017**, and mailed to the three addresses below.

Court	Counsel for the Plaintiff States	Defendants' Counsel
U.S. District Court Eastern District of Pennsylvania Clerk of the Court James A. Byrne United States Courthouse 601 Market Street, Court Room 4B Philadelphia, PA 19106	Mitchell L. Gentile & Brian F. Jordan Principal Attorney, Antitrust Section Ohio Attorney General's Office Antitrust Section 150 East Gay Street, 22 nd Floor Columbus, OH 43215 (614) 466-4328 Mitchell.Gentile@OhioAttorneyGeneral.gov Brian.Jordan@OhioAttorneyGeneral.gov	Joseph Wolfson Stevens & Lee 620 Freedom Business Center, Suite 200 King of Prussia, PA 19406 (610) 205-6019 jwo@stevenslee.com <i>Counsel for Cephalon, Inc. and Teva Pharmaceuticals USA, Inc.</i>

Any lawyer representing an Eligible Consumer for the purpose of making objections must also file a Notice of Appearance with the Clerk of the Court no later than **April 14, 2017** (*see* Question 17).

13. What Is The Difference Between Objecting To The Settlement And Excluding Myself From The Settlement?

To object to the Settlement, you must be a resident of a Plaintiff State. An objection allows your views on the Settlement to be heard in Court. You will be bound by the terms and conditions of the Settlement if the Settlement is approved, even if the Court rules against your objection.

When you exclude yourself or opt out, you are no longer part of the Settlement. You will not be subject to the terms and conditions of the Settlement. You lose the right to object to the Settlement and you will not receive any payment from the Settlement. However, you keep your right to sue the Defendants for the same claims in another lawsuit.

14. Should I Get My Own Lawyer?

You do not need to hire your own lawyer, but if you hire a lawyer to speak for you or appear in Court, your lawyer must file a Notice of Appearance (*see* Questions 12 & 17). If you hire your own lawyer, you will have to pay for that lawyer at your own expense.

THE FINAL APPROVAL HEARING

15. When And Where Will The Court Decide Whether To Approve The Settlement?

The Court will hold a Final Approval Hearing on **July 25, 2017**, at **10:00 a.m.**, at the United States District Court for the Eastern District of Pennsylvania, James A. Byrne United States Courthouse, 601 Market Street, Courtroom 4B, Philadelphia, Pennsylvania 19106. The Court may reschedule the Final Approval Hearing without further written notice, so you should check www.StateAGProvigilSettlement.com or call 1-877-236-1413 if you want to find out if the Final Approval Hearing has been rescheduled.

The purpose of the Final Approval Hearing is to:

- Decide if the Settlement is fair, reasonable, adequate and in the best interests of the residents of the Plaintiff States, if it should be approved, and if a judgment should be entered;
- Consider the proposed Plan of Allocation;
- Consider all comments and objections; and
- Consider any other issues that the Court thinks are necessary.

16. Must I Attend The Final Approval Hearing?

No. Attendance is not required. Counsel for the Plaintiff States is prepared to answer questions on your behalf. Individuals who filed and served written objections may (but do not have to) appear at the Final Approval Hearing, in person or through an attorney hired at their own expense.

17. Can I Attend The Final Approval Hearing?

Yes, anyone can attend the Final Approval Hearing and watch. If you want to appear at the Final Approval Hearing and object, in person or through an attorney hired at your own expense, you need to mail a written Notice of Intent to Appear to the three addresses listed in Question 12 so that it is received by **April 14, 2017**. The Notice of Intent to Appear must contain the following information:

- Your name, address, and telephone number and, if applicable, the name, address, and telephone number of your attorney (who must file a Notice of Appearance);
- The objection, including any supporting papers; and
- The name and address of any witnesses to be presented at the Final Approval Hearing, together with a statement as to the matters on which they wish to testify and a summary of the proposed testimony.

GETTING MORE INFORMATION

18. Where Do I Get More Information?

This Notice summarizes the Settlement. Complete details are in the Settlement Agreement and the Plan of Allocation. You can get a copy of the Settlement Agreement and the Plan of Allocation at www.StateAGProvigilSettlement.com. You may also write to State AG Provigil Settlement, c/o A.B. Data, Ltd., P.O. Box 173026, Milwaukee, WI 53217, or call the Claims Administrator at 1-877-236-1413.

Complete copies of public pleadings, Court rulings, and other filings are available for review and copying at the Clerk's office. The address is United States District Court for the Eastern District of Pennsylvania, United States Courthouse, 601 Market Street, Courtroom 4B, Philadelphia, PA 19106.

Please do not contact the Court or the Judge regarding this Notice.