

If you purchased brand or generic Intuniv directly from a manufacturer between October 19, 2012 and June 1, 2015, 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 (guanfacine). 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 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 Class and Shire, the remaining defendant (the “Settlement”). The Settlement will provide for the payment of \$58 million in cash into an escrow account (the “Settlement Fund”) for allocation to the members of the Class (“Class Members”) after payment of attorneys’ fees and expenses to attorneys for the Class (“Class Counsel”) and incentive awards to the class representatives out of the Settlement Fund, as approved by the Court. The full text of the proposed settlement (“Settlement Agreement”), which is dated June 18, 2024, is available for your review at www.IntunivAntitrustSettlement.com.
- The Class’s claims against Actavis were resolved by an earlier settlement. The Court

granted final approval of that settlement on December 9, 2020.

- The Court has scheduled a hearing to decide whether to approve the Settlement, the plan for allocating the Settlement Fund to Class Members (summarized in Question 8 below), and Class Counsel’s request for payment of attorneys’ fees, reimbursement of expenses, and incentive awards for the class representatives out of the Settlement Fund. That hearing is scheduled for November 6, 2024, at 9:15 AM, before Judge Allison D. Burroughs of the U.S. District Court for the District of Massachusetts in Courtroom 17 of the John Joseph Moakley U.S. 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 CLASS ACTION LAWSUIT	
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 Settlement. If the Court decides to approve the Settlement and you are a Class Member, then you will need to complete, sign, and return a claim form (which will be mailed and emailed to you) to obtain a share of the Settlement.
OBJECT TO THE SETTLEMENT	If you object to all or any part of the Settlement, write to the Court about why you object to the Settlement.
GET MORE INFORMATION	If you would like to obtain more information about the 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 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 grant final approval of the Settlement.

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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 the Lawsuit, you may have purchased brand Intuniv directly from Shire and/or generic Intuniv directly from 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 the Class was mailed to you on January 24, 2020. A second notice was sent to you on September 25, 2020 to inform you of the settlement with Actavis. This third notice is being sent to you because the Class has reached a proposed settlement with Shire, the remaining defendant.

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 the Lawsuit.

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 carried out 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, Class Members suffered antitrust overcharges for their purchases of brand and generic Intuniv. A copy of the operative Class Action Complaint filed April 2, 2019 is available at www.IntunivAntitrustSettlement.com.

The Class's claims against Actavis were resolved by an earlier settlement. The Court granted final approval of that settlement on December 9, 2020.

Shire denies all of the allegations, including that any Class Member is entitled to damages or other relief. Shire also responds that none of its conduct violated any applicable law or regulation.

Following a full investigation of the relevant facts, including reviewing nearly a million

pages of documents, taking the depositions of 15 of the defendants' past and present employees, obtaining the opinions of experts, and preparing for trial, and after extensive negotiations with Shire, the plaintiffs, individually and on behalf of the Class, entered into the Settlement Agreement with Shire.

The Settlement is not an admission of wrongdoing by Shire.

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 THE DIRECT PURCHASER PLAINTIFFS' CLAIMS AGAINST SHIRE OR THE DEFENSES ASSERTED BY SHIRE.

3. Why is this lawsuit a class action?

In a class action, a 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 QK Healthcare Inc. ("QKH") and Meijer, Inc. and Meijer Distribution, Inc. ("Meijer"). They are the "Plaintiffs." The class representatives and the entities on whose behalf they have sued together constitute the Class, and the entities in the Class are called Class Members. The attorneys for the Plaintiffs and the Class are called Class Counsel.

The companies that have been sued are the "Defendants." In this case, the current Defendants are Shire plc, Shire LLC, and Shire U.S., Inc. Actavis Elizabeth LLC, Actavis LLC, and Actavis Holdco US, Inc. were formerly defendants but resolved the Class's claims in 2020.

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 can be found at www.IntunivAntitrustSettlement.com.

4. Has the Court identified common 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 Shire?

The parties were preparing to go to trial beginning July 13, 2020. That trial date was postponed because of the COVID-19 pandemic and eventually rescheduled for October 2, 2023, and then February 26, 2024, but that date was taken off calendar and has not been rescheduled. The Plaintiffs, individually and on behalf of the Class, and Shire have now agreed to the Settlement. By settling, the Class and Shire avoid the risks and uncertainties of trial as to the claims against Shire and any subsequent appeal. The Plaintiffs and Class Counsel believe that the Settlement is fair, adequate, and reasonable and in the best interests of the Class.

WHO CAN PARTICIPATE IN THE 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 determine if you are a Class Member.

6. Am I part of the Class and the settlement with Shire?

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 Shire provide?

Shire has agreed to pay \$58 million in cash into the Settlement Fund. Class Counsel will apply to the Court for reimbursement of litigation expenses incurred prior to the Settlement, payment of the costs of administering the Settlement Fund, incentive awards for Class representatives QKH and Meijer in the amount of \$50,000 each, and an award of attorneys' fees of up to one-third of the Settlement Fund (net of litigation expenses, administration costs, and incentive awards and including a proportionate share of the interest). The remainder, including a proportionate share of the interest, (the "Net Settlement Fund") will be divided among Class Members that timely return valid, approved claim forms.

In exchange, the litigation by the Plaintiffs, individually and on behalf of the Class, and Shire will be dismissed with prejudice, and Shire will be released by Class members from all claims concerning the subject matter of or acts, omissions, or other conduct alleged in the complaint in this Action. The full text of the Settlement Agreement and the release is available at www.IntunivAntitrustSettlement.com.

The Settlement Agreement may be terminated if, for example, the Court does not approve the Settlement or materially modifies it. If the Settlement Agreement is terminated, the Lawsuit will proceed against Shire as if the 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 the Court-approved Allocation Plan. The proposed Allocation Plan is posted and can be reviewed at www.IntunivAntitrustSettlement.com.

Under the proposed Allocation Plan, 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 from October 19, 2012, through February 29, 2016 (net of returns) and (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 Members submit 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.

HOW YOU GET A PAYMENT: SUBMITTING A CLAIM FORM

9. How can I get payment?

If the Settlement is approved by the Court, all Class Members will receive a claim form by mail and email to request their *pro rata* share of the Net Settlement Fund. Court-approved attorneys' fees, litigation expenses, administration costs, and incentive awards will also be paid from the Settlement Fund. You will not be responsible for calculating the amount you may be entitled to receive. The Class Members' *pro rata* shares have already been calculated based on transactional sales data from Shire and Actavis and any additional documentation submitted during administration of the Actavis settlement. You will be asked to verify the accuracy of the information in the claim form 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 the Court's final approval decision and any appeal of that decision. The Net Settlement Fund will be allocated to Class Members as soon as possible after the Court has granted final approval of the Settlement.

The Net Settlement Fund will be distributed to Class Members only if the Court grants final approval of the Settlement. Payment is conditioned on several matters, including the Court's final approval decision and such decision 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 law firm listed below has 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
Rachel A. Downey
Hagens Berman Sobol Shapiro LLP
1 Faneuil Hall Square, 5th Floor
Boston, MA 02109
617-482-3700
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racheld@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 grants final approval of the Settlement, then the Court will be asked to approve Class Counsel's request for reimbursement of their litigation expenses, payment of the costs of administering the Settlement, payment of incentive awards for the Class representatives, and payment of attorneys' fees of up to one-third of the Settlement Fund (including accrued interest but net of Court-approved expenses, administration costs, and incentive awards). You will not have to pay these amounts out of your own pocket. If the Court grants Class Counsel's requests, these amounts will be paid from the Settlement Fund.

Any application by Class Counsel for attorneys' fees, expenses, administration costs, and incentive awards will be filed with the Court and made available for download and/or viewing on or before August 22, 2024 on www.IntunivAntitrustSettlement.com, as well

as at the office of the Clerk of Court for the United States District Court for the District Massachusetts, John Joseph Moakley U.S. 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 Settlement and/or the application for attorneys' fees, expenses, administration costs, and incentive awards.

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

If you are a Class Member, you can object to all or any part of the 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, expenses, administration costs, and incentive awards, which will be filed with the Court and available for public viewing no later than August 22, 2024. The Court will consider your views. To object, you must send a letter via U.S. First-Class Mail saying that you object to the Settlement 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, signature, and the reasons you object to the Settlement. Mail the objection to the Clerk of the United States District Court for the District Massachusetts, John Joseph Moakley U.S. Courthouse, 1 Courthouse Way, Boston, MA 02210, with copies to all of the following:

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*Attorneys for Defendants Shire plc,
Shire LLC, and Shire U.S., Inc.*

YOUR OBJECTION MUST BE POSTMARKED NO LATER THAN SEPTEMBER 5, 2024.

THE FAIRNESS HEARING

The Court will hold a hearing to decide whether to give Final Approval to the 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 Shire?

The Court will hold a Fairness Hearing at 9:15 AM on November 6, 2024, before Judge Allison D. Burroughs of the U.S. District Court for the District of Massachusetts, in Courtroom 17 of the John Joseph Moakley U.S. Courthouse, 1 Courthouse Way, 5th Floor, Boston, MA 02210. At this hearing, the Court will consider whether the Settlement is fair, reasonable, and adequate. If there are objections, the Court will consider them. After the hearing, the Court will decide whether to grant final approval of the Settlement. We do not know how long the decision will take.

If you plan to attend the hearing, please check www.IntunivAntitrustSettlement.com to confirm any changes in schedule and 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 U.S. First-Class 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 signature. Your notice of intention to appear must be postmarked no later than September 5, 2024, and must be sent to the Clerk of the Court, John Joseph Moakley U.S. Courthouse, 1 Courthouse Way, 5th Floor, Boston, MA 02210, and to Class Counsel and Shire’s 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 Class Member and you do nothing, you will remain in the Class and be eligible to participate in the Settlement as described in this notice if the 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 www.IntunivAntitrustSettlement.com. This notice is only a summary of the 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, John Joseph Moakley U.S. Courthouse, 1 Courthouse Way, Boston, MA 02210 during normal business hours and is also available for download and/or viewing at www.IntunivAntitrustSettlement.com.

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