

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

_____	:	MASTER FILE NO. 99-MD-1278
IN RE CARDIZEM CD	:	
ANTITRUST LITIGATION	:	MDL NO. 1278
_____	:	
	:	HON. NANCY G. EDMUNDS
This document relates to:	:	
	:	
<i>Louisiana Wholesale, 99-CV-73259</i>	:	
	:	
<i>Duane Reade, 99-CV-73870</i>	:	
_____	:	

**SUMMARY NOTICE OF PROPOSED CLASS
SETTLEMENT AND HEARING REGARDING SETTLEMENT**

**THIS NOTICE MAY AFFECT YOUR LEGAL RIGHTS.
PLEASE READ CAREFULLY.**

TO: All persons (or assignees of such persons) who at any time during the period July 9, 1998 through June 23, 1999 directly purchased Cardizem CD from HMRI [now Aventis Pharmaceuticals, Inc.]; and who also, after the first generic version of Cardizem CD entered the market on June 23, 1999, either:

- (1) purchased one or more generic versions of Cardizem CD; or**
- (2) obtained increased discounts for their direct purchases of Cardizem CD.**

Excluded are all defendants in this lawsuit, and their officers, directors, management and employees, subsidiaries or affiliates. Also excluded are those direct purchasers who have already opted out of the class on or before the opt-out deadline of January 25, 2002 ordered by the Court, including those who brought their own separate actions against the defendants, which are currently being coordinated with the class's case before the United States District Court for the Eastern District of Michigan.

Plaintiffs Louisiana Wholesale Drug Company ("Louisiana Wholesale") and Duane Reade, Inc. ("Duane Reade") (collectively "Sherman Act Class Plaintiffs"), on behalf of themselves and a class of similarly situated entities defined more fully below (the "Sherman Act

Class” or “Class”), have brought an action against defendants Hoechst Marion Roussel, Inc. (now known as Aventis Pharmaceuticals, Inc.) (“Aventis”) and Andrx Pharmaceuticals, Inc. (“Andrx”) for violations of the federal antitrust laws. The Sherman Act Class Plaintiffs’ consolidated actions (the “Class Actions”) arise out of an agreement Aventis entered into with Andrx on or about September 24, 1997, pursuant to which Aventis agreed to pay Andrx \$10 million per quarter in return for Andrx’s agreement not to manufacture and sell its generic version of Cardizem CD. The Sherman Act Class Plaintiffs have alleged that this illegal agreement kept less expensive generic versions of Cardizem CD off the market, thereby forcing direct purchasers to pay artificially inflated prices for Cardizem CD and its AB-rated generic equivalents. All defendants have denied these charges.

The Honorable Nancy G. Edmunds, United States District Court Judge for the Eastern District of Michigan, has ruled that this lawsuit may be maintained as a class action on behalf of all persons (or assignees of such persons) who at any time during the period July 9, 1998 through June 23, 1999 (the “Class Period”) directly purchased Cardizem CD from HMRI [now Aventis] and who also, after the first generic version of Cardizem CD entered the market on June 23, 1999, either: (1) purchased one or more generic versions of Cardizem CD; or (2) obtained increased discounts for their direct purchases of Cardizem CD (“Sherman Act Class” or “Class”). Excluded from the Class are all defendants in this lawsuit, and their officers, directors, management and employees, subsidiaries or affiliates. Also excluded are those direct purchasers who have excluded themselves from the Class on or before the opt-out deadline of January 25, 2002 ordered by the Court, including those who brought their own separate actions against the defendants, which are currently being coordinated with the Class’s case before the United States District Court for the Eastern District of Michigan.

Judge Edmunds has also ruled that the agreement between Aventis and Andrx is *per se* illegal under the federal antitrust laws.

PROPOSED SETTLEMENT

A settlement of this lawsuit has been reached. In exchange for a cash payment of \$110 million plus interest (“Settlement Fund”) from defendants Aventis and Andrx, the Sherman Act Class will dismiss with prejudice their claims against Aventis and Andrx as set forth in the mailed Notice described below.

SETTLEMENT HEARING

A hearing will be held on November 20, 2002 at 10:00 a.m. before the Honorable Nancy G. Edmunds of the United States District Court for the Eastern District of Michigan, Theodore Levin United States Courthouse, 231 W. Lafayette Blvd., Detroit, MI 48226, to consider whether the Court will approve: (1) the proposed settlement between the Sherman Act Class and defendants as fair, reasonable, adequate, and in the best interests of the Sherman Act Class; (2) a proposed plan of allocation of the net Settlement Fund to Sherman Act Class members; and (3) the application of counsel for the Sherman Act Class for an award of attorneys’ fees and costs, and the application for incentive awards to the Sherman Act Class Plaintiffs for their participation as Class representatives. The Court may continue or reschedule the hearing without notice.

Class members who do not object to the settlement, the application for attorneys’ fees and expenses, the application for incentive payments or the plan of allocation need not appear at the hearing or take any other action to indicate their approval. Class members who object to the settlement or any of the other above issues may file their objections and appear at the hearing in accordance with the procedures set forth in the mailed Notice described below.

NOTICE OF PROPOSED SETTLEMENT

Persons who have been identified as potential Class members are being advised by mail of the settlement with defendants, in a ‘Notice of Proposed Class Settlement and Hearing Regarding Settlement’ (the ‘Notice’), of their rights with respect to the settlement, including the right to object to the settlement, and the right to appear at the hearing. This Summary Notice is being published because some Class members may not have received the mailed Notice. If you are or may be a member of the Class as defined above but have not received the mailed Notice, you may obtain a copy by sending a written request and giving your name and current address to the following: In re Cardizem CD Antitrust Litigation, c/o Heffler, Radelich & Saitta L.L.P., P.O. Box 910, Philadelphia, PA 19105-0910 or by downloading a copy from www.bsflp.com or www.gbgf-law.com.

The mailed Notice contains a more detailed explanation of your rights in this litigation. Class members who support the proposed settlement do not need to appear at the Fairness Hearing or take any other action to indicate their approval. Class members who wish to object to the proposed settlement or to any of the topics for the Fairness Hearing, or who wish to appear in person at the Fairness Hearing must first send a *Notice of Intention to Appear* and a *Summary Statement* outlining the position(s) to be asserted and the grounds therefore, together with copies of any supporting papers or briefs, via first-class mail, postage prepaid, to the Office of the Clerk, United States District Court for the Eastern District of Michigan, Theodore Levin United States Courthouse, 231 W. Lafayette Blvd., Detroit, MI 48226, with copies to Co-Lead Counsel for the Sherman Act Class: Richard B. Drubel, Boies, Schiller & Flexner LLP, 26 South Main Street, Hanover, NH 03755, and Barry S. Taus, Garwin, Bronzaft, Gerstein & Fisher, L.L.P.,

1501 Broadway, New York, NY 10036, **postmarked no later than November 13, 2002.**

Attendance at the Fairness Hearing is not necessary in order to object.

PLEASE DO NOT CONTACT THE COURT OR THE CLERK OF THIS COURT FOR INFORMATION.

BY ORDER OF THE COURT:

Clerk of the Court
United States District Court
Eastern District of Michigan
Theodore Levin United States Courthouse
231 W. Lafayette Blvd.
Detroit, MI 48226

Dated: _____, 2002.