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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

IN RE: XYREM (SODIUM OXYBATE)  
ANTITRUST LITIGATION

Case No. 3:20-md-02966-RS

THIS FILING RELATES TO: CLASS  
ACTION CASES

**JOINT DECLARATION OF DENA C.  
SHARP AND MICHAEL M. BUCHMAN IN  
SUPPORT OF PLAINTIFFS' NOTICE OF  
MOTION AND MOTION FOR FINAL  
APPROVAL OF CLASS ACTION  
SETTLEMENT AND CERTIFICATION OF  
SETTLEMENT CLASS**

1 We, Dena C. Sharp and Michael M. Buchman, jointly declare as follows:

2 1. I, Dena C. Sharp, am a partner of Girard Sharp LLP and am admitted to practice in  
3 the Northern District of California. I am one of the Court-appointed co-lead class counsel for the  
4 litigation classes in this matter. I make this declaration based on my own personal knowledge. If  
5 called upon to testify, I could and would testify competently to the truth of the matters stated  
6 herein.

7 2. I, Michael Buchman, am a partner of Motley Rice LLC and am admitted *pro hac*  
8 *vice* to practice in the Northern District of California for this matter. I am one of the Court-  
9 appointed co-lead class counsel for the litigation classes in this matter. I make this declaration  
10 based on my own personal knowledge. If called upon to testify, I could and would testify  
11 competently to the truth of the matters stated herein.

12 3. We submit this declaration in support of Class Representative Plaintiffs' Notice of  
13 Motion and Motion for Final Approval of Class Action Settlement and Certification of Settlement  
14 Class.

15 4. Attached as **Exhibit 1** is Class Representative Plaintiffs' Proposed Order Granting  
16 Final Approval of the Settlement.

17 5. At the time of the settlement, co-lead class counsel and the members of the  
18 Plaintiffs' Steering Committee ("Class Counsel") had conducted extensive fact discovery,  
19 including dozens of depositions, the production and review of millions of pages of documents,  
20 extensive written discovery, robust motion practice, and expert discovery.

21 6. Likewise, each of the Class Representative Plaintiffs has spent substantial time and  
22 effort participating in this litigation. Each class representative has collected and produced  
23 documents in response to Defendants' discovery requests, answered interrogatories, and appeared  
24 for a deposition.

25 7. The proposed settlement was reached after extensive fact discovery, motion  
26 practice and several months of arms' length negotiations between experienced counsel. We have  
27 served as court-appointed lead counsel in numerous pharmaceutical antitrust cases brought on  
28 behalf of end-payers. Based on our experience, taking into account the challenges and risks the

1 plaintiffs face in this litigation, and given the benefits of streamlining this case for trial, we are of  
2 the opinion that the proposed settlement is fair, adequate, and reasonable, and in the best interests  
3 of the class.

4 8. Class Counsel does not intend to move for an award of attorneys' fees or service  
5 awards, at this time. Rather, Class Counsel recommend the Settlement Fund be used for the  
6 payment of common expenses in connection with the continued prosecution of this litigation. Use  
7 of the settlement funds to fund the litigation against the Remaining Defendants will benefit class  
8 members by maximizing the chances for recovery against the non-settling Defendants while  
9 preserving Class Representative Plaintiffs' ability to seek the full amount of overcharge damages.

10 9. Class Counsel did not reach any agreements with Amneal or Lupin regarding the  
11 payment of attorneys' fees, expenses, or services awards that would be paid.

12 10. While expense submissions by Class Counsel, and co-lead class counsel's review  
13 of those submissions, are ongoing, based on information received to date the total costs and  
14 expenses incurred already exceeds \$2,500,000. Class Representative Plaintiffs anticipate  
15 incurring substantial ongoing expenses, particularly in connection with further merits expert work  
16 and trial preparations.

17 11. As of November 10, 2023, Class Representative Plaintiffs' Settlement  
18 Administrator, A.B. Data, has received sixteen opt out requests from third party payors and no opt  
19 out requests from consumers. Furthermore, as of November 10, 2023, A.B. Data has received no  
20 objections to the proposed settlement.

21 12. A.B. Data has submitted invoices for its expenses incurred through October 31,  
22 2023, totaling \$195,926.52. And A.B. Data projects that the additional expenses for completing  
23 the Court-approved Notice Plan will not exceed \$5,000.

1 We declare under penalty of perjury that the foregoing is true and correct. Executed this  
2 10th day of November, 2023 in San Francisco, CA and New York, NY, respectively.

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4 /s/ Dena C. Sharp  
5 Dena C. Sharp

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8 /s/ Michael M. Buchman  
9 Michael M. Buchman

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**CERTIFICATE OF SERVICE**

I hereby certify that on November 10, 2023, I electronically filed the foregoing document with the Clerk of the Court using the CM/ECF system, which will automatically send notification of the filing to all counsel of record.

By: /s/ Dena C. Sharp  
Dena C. Sharp