

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

IN RE ALLERGAN GENERIC DRUG PRICING
SECURITIES LITIGATION

Case No. 2:16-cv-09449 (KSH) (CLW)

**NOTICE OF (I) PENDENCY OF CLASS ACTION AND PROPOSED SETTLEMENT; (II) SETTLEMENT HEARING;
AND (III) MOTION FOR AN AWARD OF ATTORNEYS' FEES AND LITIGATION EXPENSES**

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

NOTICE OF PENDENCY OF CLASS ACTION: Please be advised that your rights may be affected by the above-captioned securities class action (the “Action”) pending in the United States District Court for the District of New Jersey (the “Court”), if, during the period between October 29, 2013 and November 2, 2016, both dates inclusive (the “Class Period”), you purchased or otherwise acquired the common and/or preferred stock of Allergan plc¹ and were damaged thereby.² As set forth in the definition of Settlement Class (*see* ¶ 26 below), the Settlement Class includes: (i) all persons and entities who held Forest Laboratories, Inc. (“Forest”) common stock as of May 2, 2014, and were entitled to vote on the merger between Actavis plc and Forest (the “Forest Merger”), and acquired shares of Allergan common stock in the Forest Merger and were damaged thereby, and (ii) all persons and entities who held Allergan, Inc. common stock as of January 22, 2015, and were entitled to vote on the merger between Actavis plc and Allergan, Inc. (the “Actavis Merger”), and acquired shares of Allergan common stock in the Actavis Merger and were damaged thereby.

NOTICE OF SETTLEMENT: Please also be advised that the Court-appointed Lead Plaintiffs Sjunde AP-Fonden (“AP7”) and Union Asset Management Holding AG (“Union,” and together with AP7, “Lead Plaintiffs”), on behalf of themselves and the Settlement Class, have reached a proposed settlement of the Action for \$130,000,000 in cash (the “Settlement”).

PLEASE READ THIS NOTICE CAREFULLY. This Notice explains important rights you may have, including the possible receipt of a payment from the Settlement. If you are a member of the Settlement Class, your legal rights will be affected whether or not you act.

If you have any questions about this Notice, the proposed Settlement, or your eligibility to participate in the Settlement, please DO NOT contact the Court, the Office of the Clerk of the Court, Defendants, or their counsel. All questions should be directed to Lead Counsel or the Claims Administrator (*see* ¶ 72 below).

1. **Description of the Action and the Settlement Class:** This Notice relates to a proposed Settlement of claims in a pending securities class action brought by investors alleging, among other things, that defendants Allergan, Paul Bisaro, Brenton L. Saunders, R. Todd Joyce, Maria Teresa Hilado, Sigurdur O. Olafsson, David A. Buchen, James H. Bloem, Christopher W. Bodine, Tamar D. Howson, John A. King, Ph.D, Catherine M. Klema, Jiri Michal, Jack Michelson, Patrick J. O’Sullivan, Ronald R. Taylor, Andrew L. Turner, Fred G. Weiss, Nesli Basgoz, M.D., and Christopher J. Coughlin (collectively, “Defendants”) violated the federal securities laws by making false and misleading statements regarding Allergan’s financial results during the Class Period. A more detailed description of the Action is set forth in ¶¶ 11-25 below. The proposed Settlement, if approved by the Court, will settle claims of the Settlement Class, as defined in ¶ 26 below.

The Action is pending before United States District Judge Katharine S. Hayden. Judge Hayden has, with the consent of the Parties, assigned to United States Magistrate Judge Cathy L. Waldor the responsibility to consider approval of the proposed Settlement (including the manner in which notice will be provided) and the proposed Plan of Allocation of the Settlement proceeds if the Settlement is approved, as well as the motion for an award of attorneys’ fees and Litigation Expenses, and all matters relating to the proposed Settlement including any objections that may be filed. Judge Waldor’s rulings on these matters will be final; they will not be reviewed by Judge Hayden.

2. **Statement of the Settlement Class’s Recovery:** Subject to Court approval, Lead Plaintiffs, on behalf of themselves and the Settlement Class, have agreed to settle the Action in exchange for \$130,000,000 in cash (the “Settlement Amount”) to be deposited into an escrow account. The Net Settlement Fund (*i.e.*, the Settlement Amount plus any and all interest earned thereon (the “Settlement Fund”) less: (i) any Taxes; (ii) any Notice and Administration Costs; (iii) any Litigation Expenses awarded by the Court; (iv) any attorneys’ fees awarded by the Court; and (v) any other costs or fees approved by the Court) will be distributed in accordance

¹ Before June 15, 2015, Allergan plc was known as Actavis plc. Allergan plc and Actavis plc are collectively referred to in this Notice as “Allergan” or the “Company.”

² All capitalized terms used in this Notice that are not otherwise defined in this Notice have the meanings ascribed to them in the Stipulation and Agreement of Settlement dated July 8, 2021 (the “Stipulation”), which is available at www.AllerganDrugPricingSecuritiesLitigation.com.

with a plan of allocation that is approved by the Court. The proposed plan of allocation (the “Plan of Allocation”) is attached hereto as Appendix A. The Plan of Allocation will determine how the Net Settlement Fund will be allocated among members of the Settlement Class.

3. **Estimate of Average Amount of Recovery Per Share:** Based on Lead Plaintiffs’ damages expert’s estimate of the number of shares of Allergan common and preferred stock purchased or acquired during the Class Period that may have been affected by the conduct at issue in the Action, and assuming that all Settlement Class Members elect to participate in the Settlement, the estimated average recovery (before the deduction of any Court-approved fees, expenses, and costs as described in this Notice) is \$0.32 per affected share of Allergan common stock and \$0.78 per affected share of Allergan preferred stock. Settlement Class Members should note, however, that the foregoing average recoveries per share are only estimates. Some Settlement Class Members may recover more or less than these estimated amounts depending on, among other factors, when and at what prices they purchased/acquired or sold their Allergan common stock and/or Allergan preferred stock, and the total number and value of valid Claim Forms submitted. Distributions to Settlement Class Members will be made based on the Plan of Allocation attached hereto as Appendix A or such other plan of allocation as may be ordered by the Court.

4. **Average Amount of Damages Per Share:** The Parties do not agree on the average amount of damages per share that would be recoverable if Lead Plaintiffs were to prevail in the Action. Among other things, Defendants do not agree with the assertion that they violated the federal securities laws or that any damages were suffered by any members of the Settlement Class as a result of their conduct.

5. **Attorneys’ Fees and Expenses Sought:** Plaintiffs’ Counsel have been prosecuting the Action on a wholly contingent basis since 2016, have not received any payment of attorneys’ fees for their representation of the Settlement Class, and have advanced the funds to pay expenses necessarily incurred to prosecute this Action. Court-appointed Lead Counsel, Bernstein Litowitz Berger & Grossmann LLP (“BLB&G”) and Kessler Topaz Meltzer & Check, LLP (“KTMC”), will apply to the Court for an award of attorneys’ fees, on behalf of Plaintiffs’ Counsel, in an amount not to exceed 24% of the Settlement Fund. In addition, Lead Counsel will apply for payment of Litigation Expenses incurred in connection with the institution, prosecution, and resolution of the Action in an amount not to exceed \$4,000,000, which amount may include an application for reimbursement of the reasonable costs and expenses incurred by Lead Plaintiffs directly related to their representation of the Settlement Class, pursuant to the Private Securities Litigation Reform Act of 1995 (“PSLRA”). Any fees and expenses awarded by the Court will be paid from the Settlement Fund. Settlement Class Members are not personally liable for any such fees or expenses. The estimated average cost for such fees and expenses, if the Court approves Lead Counsel’s fee and expense application, is \$0.09 per affected share of Allergan common stock and \$0.21 per affected share of Allergan preferred stock.

6. **Identification of Attorneys’ Representatives:** Lead Plaintiffs and the Settlement Class are represented by John C. Browne, Esq. of Bernstein Litowitz Berger & Grossmann LLP, 1251 Avenue of the Americas, 44th Floor, New York, NY 10020, 1-800-380-8496, settlements@blbglaw.com, www.blbglaw.com, and Matthew L. Mustokoff, Esq. of Kessler Topaz Meltzer & Check, LLP, 280 King of Prussia Road, Radnor, PA 19087, 1-610-667-7706, info@ktmc.com, www.ktmc.com. Further information regarding the Action, the Settlement, and this Notice may be obtained by contacting Lead Counsel or the Claims Administrator at: *Allergan Generic Drug Pricing Securities Litigation*, c/o A.B. Data, Ltd., P.O. Box 173016, Milwaukee, WI 53217, 1-877-777-9328, info@AllerganDrugPricingSecuritiesLitigation.com, www.AllerganDrugPricingSecuritiesLitigation.com. **Please do not contact the Court regarding this Notice.**

7. **Reasons for the Settlement:** Lead Plaintiffs’ principal reason for entering into the Settlement is the substantial and certain recovery for the Settlement Class without the risk or the delays inherent in further litigation. Moreover, the substantial recovery provided under the Settlement must be considered against the significant risk that a smaller recovery—or indeed no recovery at all—might be achieved after contested motions, a trial of the Action, and the likely appeals that would follow a trial. This process could be expected to last several years. Defendants, who deny that they have committed any act or omission giving rise to liability under the federal securities laws, are entering into the Settlement solely to eliminate the uncertainty, burden, and expense of further protracted litigation.

YOUR LEGAL RIGHTS AND OPTIONS IN THE SETTLEMENT	
SUBMIT A CLAIM FORM POSTMARKED (IF MAILED), OR ONLINE, NO LATER THAN DECEMBER 27, 2021.	This is the only way to be eligible to receive a payment from the Net Settlement Fund. If you are a Settlement Class Member and you remain in the Settlement Class, you will be bound by the Settlement as approved by the Court and you will give up any Released Plaintiffs’ Claims (defined in ¶ 35 below) that you have against Defendants and the other Defendants’ Releasees (defined in ¶ 36 below), so it is in your interest to submit a Claim Form.
EXCLUDE YOURSELF FROM THE SETTLEMENT CLASS BY SUBMITTING A WRITTEN REQUEST FOR EXCLUSION SO THAT IT IS RECEIVED NO LATER THAN OCTOBER 27, 2021.	If you exclude yourself from the Settlement Class, you will not be eligible to receive any payment from the Net Settlement Fund. This is the only option that allows you ever to be part of any other lawsuit against any of the Defendants or the other Defendants’ Releasees concerning the Released Plaintiffs’ Claims.

OBJECT TO THE SETTLEMENT BY SUBMITTING A WRITTEN OBJECTION SO THAT IT IS RECEIVED NO LATER THAN OCTOBER 27, 2021.	If you do not like the proposed Settlement, the proposed Plan of Allocation, and/or the request for an award of attorneys' fees and Litigation Expenses, you may write to the Court and explain why you do not like them. You cannot object to the Settlement, the Plan of Allocation, and/or the fee and expense request unless you are a Settlement Class Member and do not exclude yourself from the Settlement Class.
PARTICIPATE IN A HEARING ON NOVEMBER 17, 2021 AT 1:00 P.M., AND FILE A NOTICE OF INTENTION TO APPEAR SO THAT IT IS RECEIVED NO LATER THAN OCTOBER 27, 2021.	Filing a written objection and notice of intention to appear by October 27, 2021 allows you to speak in Court, at the discretion of the Court, either in person or by video or telephonic conference as required or allowed by the Court, about the fairness of the proposed Settlement, the proposed Plan of Allocation, and/or the request for an award of attorneys' fees and Litigation Expenses. If you submit a written objection, you may (but you do not have to) attend the hearing and, at the discretion of the Court, speak to the Court about your objection.
DO NOTHING.	If you are a member of the Settlement Class and you do not submit a valid Claim Form, you will not be eligible to receive any payment from the Net Settlement Fund. You will, however, remain a member of the Settlement Class, which means that you give up your right to sue about the claims that are resolved by the Settlement and you will be bound by any judgments or orders entered by the Court in the Action.

These rights and options – and the deadlines to exercise them – are further explained in this Notice. **Please Note:** The date and time of the Settlement Hearing – currently scheduled for November 17, 2021 at 1:00 p.m. – is subject to change without further notice to the Settlement Class. It is also within the Court's discretion to hold the hearing in person or by video or telephonic conference. If you plan to attend the hearing, you should check the Settlement website, www.AllerganDrugPricingSecuritiesLitigation.com, or with Lead Counsel as set forth above to confirm that no change to the date and/or time of the hearing has been made.

WHAT THIS NOTICE CONTAINS

Why Did I Get This Notice?	Page 3
What Is This Case About?	Page 4
How Do I Know If I Am Affected By The Settlement? Who Is Included In The Settlement Class?	Page 5
What Are Lead Plaintiffs' Reasons For The Settlement?	Page 5
What Might Happen If There Were No Settlement?	Page 6
How Are Settlement Class Members Affected By The Action And The Settlement?	Page 6
How Do I Participate In The Settlement? What Do I Need To Do?	Page 7
How Much Will My Payment Be?	Page 8
What Payment Are The Attorneys For The Settlement Class Seeking? How Will The Lawyers Be Paid?	Page 8
What If I Do Not Want To Be A Member Of The Settlement Class? How Do I Exclude Myself?	Page 9
When And Where Will The Court Decide Whether To Approve The Settlement? Do I Have To Come To The Hearing? May I Speak At The Hearing If I Don't Like The Settlement?	Page 9
What If I Bought Shares On Someone Else's Behalf?	Page 11
Can I See The Court File? Whom Should I Contact If I Have Questions?	Page 11
Proposed Plan of Allocation of Net Settlement Fund Among Authorized Claimants	Appendix A

WHY DID I GET THIS NOTICE?

8. The Court directed that this Notice be mailed to you because you or someone in your family or an investment account for which you serve as a custodian may have purchased or otherwise acquired Allergan common and/or preferred stock during the Class Period. The Court directed us to send you this Notice because, as a potential Settlement Class Member, you have the right to know about your options before the Court rules on the proposed Settlement. Additionally, you have the right to understand how this class action lawsuit may generally affect your legal rights. If the Court approves the Settlement and the Plan of Allocation (or some other plan of allocation), the Claims Administrator selected by Lead Plaintiffs and approved by the Court will make payments pursuant to the Settlement after any objections and appeals are resolved.

9. The purpose of this Notice is to inform you of the existence of this case, that it is a class action, how you might be affected, and how to exclude yourself from the Settlement Class if you wish to do so. It is also being sent to inform you of the terms of the proposed Settlement and of a hearing to be held by the Court to consider the fairness, reasonableness, and adequacy of the proposed Settlement, the proposed Plan of Allocation, and the motion by Lead Counsel for an award of attorneys' fees and Litigation Expenses

(the “Settlement Hearing”). See ¶¶ 61-62 below for details about the Settlement Hearing, including the date and location of the hearing.

10. The issuance of this Notice is not an expression of any opinion by the Court concerning the merits of any claim in the Action, and the Court still has to decide whether to approve the Settlement. If the Court approves the Settlement and a plan of allocation, then payments to Authorized Claimants will be made after any appeals are resolved and after the completion of all claims processing. Please be patient, as this process can take some time to complete.

WHAT IS THIS CASE ABOUT?

11. Allergan is a specialty pharmaceutical company that develops, manufactures, markets, and distributes medical aesthetics, biosimilar, and over-the-counter pharmaceutical products worldwide. In this Action, Lead Plaintiffs allege that, throughout the Class Period, Defendants made materially false and misleading statements by: (1) representing that Allergan actively competed in the generic drug markets, while concealing that it was in fact colluding with its competitors to artificially inflate drug prices; (2) misleading investors about Allergan’s compliance with antitrust laws and policies prohibiting anticompetitive conduct; and (3) misleading investors into believing that Allergan’s generic drug profits were legitimately (and legally) increasing. Lead Plaintiffs further allege that the Settlement Class suffered damages when the alleged truth regarding these matters was publicly disclosed.

12. Beginning on December 22, 2016, several related securities class actions brought on behalf of investors in Allergan common and preferred stock were filed in this Court.

13. Pursuant to the PSLRA, notice to the public was issued setting forth the deadline by which putative class members could move the Court to be appointed to act as lead plaintiff. By Order dated February 2, 2017, the Court appointed AP7 and Union as Lead Plaintiffs in this Action; approved AP7’s selection of KTMC and Union’s selection of Motley Rice LLC (“Motley Rice”) as Lead Counsel; and consolidated all related actions.

14. On May 1, 2017, Lead Plaintiffs filed the Consolidated Amended Class Action Complaint (the “Amended Complaint”). The Amended Complaint asserted claims under Sections 10(b), 14(a), and 20(a) of the Securities Exchange Act of 1934 (the “Exchange Act”) and SEC Rules 10b-5 and 14a-9.

15. On June 6, 2017, the Court approved Union’s May 17, 2017 Stipulation and Proposed Order Substituting Lead Counsel, which sought to allow Motley Rice to withdraw as co-Lead Counsel and appoint BLB&G as counsel for Union and co-Lead Counsel for the proposed class.

16. On July 17, 2017, Defendants moved to dismiss the Amended Complaint. Lead Plaintiffs opposed Defendants’ motion to dismiss on September 15, 2017. Defendants filed a reply in further support of their motion on October 6, 2017.

17. On November 22, 2017, Lead Plaintiffs filed a motion to supplement and amend the Amended Complaint, which the Court granted on November 27, 2017. Thereafter, on November 28, 2017, Lead Plaintiffs filed the operative complaint in the Action, the Consolidated Second Amended Class Action Complaint (the “Second Amended Complaint” or “Complaint”). The Second Amended Complaint asserts: (i) claims against Defendants Allergan, Bisaro, Saunders, Joyce, Hilado, Olafsson, and Buchen under Section 10(b) of the Exchange Act and Rule 10b-5 promulgated thereunder; (ii) claims against Defendants Bisaro, Saunders, Joyce, Hilado, Olafsson, and Buchen under Section 20(a) of the Exchange Act; and (iii) claims against Defendants Allergan, Saunders, Bisaro, Olafsson, Bloem, Bodine, Howson, King, Klema, Michal, Michelson, O’Sullivan, Taylor, Turner, Weiss, Basgoz, and Coughlin under Section 14(a) of the Exchange Act and Rule 14a-9 promulgated thereunder. Among other things, the Second Amended Complaint alleges that, during the Class Period (*i.e.*, between October 29, 2013 and November 2, 2016, both dates inclusive), Defendants made materially false and misleading statements regarding Allergan’s financials as detailed in ¶ 11 above. The Second Amended Complaint further alleges that Defendants’ alleged misstatements caused the prices of Allergan common and preferred stock to be inflated during the Class Period and to decline when the alleged truth emerged, resulting in financial losses to those who purchased or acquired the securities at the inflated prices.

18. On January 18, 2018, Defendants moved to dismiss the Second Amended Complaint. Lead Plaintiffs opposed Defendants’ motion to dismiss on March 23, 2018. Defendants filed a reply in further support of their motion on April 23, 2018.

19. Following a hearing on Defendants’ motion to dismiss, the Court issued an Opinion and Order denying Defendants’ motion to dismiss the Second Amended Complaint in its entirety. Defendants answered the Second Amended Complaint on September 13, 2019.

20. Thereafter, discovery in the Action commenced. The Parties engaged in extensive fact discovery, including the production of more than 430,000 documents, totaling more than 2,600,000 pages, by Defendants and third parties, more than 64,700 pages of documents by Lead Plaintiffs, and more than 56,700 additional pages of documents by Lead Plaintiffs’ market-efficiency expert. In addition, Lead Plaintiffs deposed 20 fact witnesses. The Parties also served and responded to interrogatories and requests for admission and exchanged letters, including with respect to disputes between the Parties and with nonparties, concerning discovery issues, several of which were submitted to the Court for resolution.

21. While discovery was ongoing, on March 20, 2020, Lead Plaintiffs filed their motion for class certification (the “Class Certification Motion”), which Defendants opposed on October 14, 2020. Lead Plaintiffs filed a reply in further support of their motion

on November 25, 2020. In connection with the Class Certification Motion, Defendants deposed representatives for Lead Plaintiffs, as well as Lead Plaintiffs' market-efficiency expert.

22. In early 2021, while Lead Plaintiffs' Class Certification Motion was pending, the Parties agreed to engage in mediation in an attempt to resolve the Action. A mediation session before the Honorable Layn R. Phillips was held on May 11, 2021. In advance of the mediation, the Parties exchanged initial and responsive mediation statements addressing liability and damages issues.

23. Following the mediation, and after weeks of continued negotiations, the Parties accepted a mediator's proposal that the Action be resolved for \$130,000,000 in cash. The Parties memorialized their agreement in a term sheet executed on June 15, 2021.

24. After additional negotiations regarding the specific terms of their agreement, the Parties entered into the Stipulation on July 8, 2021. The Stipulation, which sets forth the terms and conditions of the Settlement, can be viewed at www.AllerganDrugPricingSecuritiesLitigation.com.

25. On July 30, 2021, the Court preliminarily approved the Settlement, authorized this Notice to be disseminated to potential Settlement Class Members, and scheduled the Settlement Hearing to consider whether to grant final approval of the Settlement.

**HOW DO I KNOW IF I AM AFFECTED BY THE SETTLEMENT?
WHO IS INCLUDED IN THE SETTLEMENT CLASS?**

26. If you are a member of the Settlement Class, you are subject to the Settlement, unless you timely request to be excluded. The Settlement Class consists of three subclasses:

- (1) as to claims arising under Sections 10(b) and 20(a) of the Exchange Act, all persons and entities who purchased or otherwise acquired Allergan common and/or preferred stock between October 29, 2013 and November 2, 2016, both dates inclusive, and were damaged thereby;
- (2) as to claims arising under Section 14(a) of the Exchange Act in connection with the merger between Actavis plc and Forest (*i.e.*, Forest Merger), all persons and entities who held Forest common stock as of May 2, 2014, and were entitled to vote on the Forest Merger, and acquired shares of Allergan common stock in the Forest Merger and were damaged thereby; and
- (3) as to claims arising under Section 14(a) of the Exchange Act in connection with the merger between Actavis plc and Allergan, Inc. (*i.e.*, Actavis Merger), all persons and entities who held Allergan, Inc. common stock as of January 22, 2015, and were entitled to vote on the Actavis Merger, and acquired shares of Allergan common stock in the Actavis Merger and were damaged thereby.

Excluded from the Settlement Class are: (i) Defendants; (ii) members of the immediate families of the Individual Defendants; (iii) the Company's parents, subsidiaries, and affiliates; (iv) any person who currently is, or was during the Class Period, an officer or director of the Company or any of the Company's parents, subsidiaries, or affiliates and members of the immediate families of such officers and directors; (v) any entity in which any Defendant currently has, or had during the Class Period, a controlling interest; and (vi) the legal representatives, agents, affiliates, heirs, successors, and assigns of any such excluded person or entity. Also excluded from the Settlement Class are any persons or entities who or which exclude themselves by submitting a request for exclusion in accordance with the requirements set forth in this Notice. *See* "What If I Do Not Want To Be A Member Of The Settlement Class? How Do I Exclude Myself?" on page 9 below.

PLEASE NOTE: RECEIPT OF THIS NOTICE DOES NOT MEAN THAT YOU ARE A SETTLEMENT CLASS MEMBER OR THAT YOU WILL BE ENTITLED TO A PAYMENT FROM THE SETTLEMENT. IF YOU ARE A SETTLEMENT CLASS MEMBER AND YOU WISH TO BE ELIGIBLE TO RECEIVE A PAYMENT FROM THE SETTLEMENT, YOU ARE REQUIRED TO SUBMIT THE CLAIM FORM THAT IS BEING DISTRIBUTED WITH THIS NOTICE AND THE REQUIRED SUPPORTING DOCUMENTATION AS SET FORTH IN THE CLAIM FORM BY MAIL POSTMARKED (IF MAILED), OR ONLINE THROUGH WWW.ALLERGANDRUGPRICINGSECURITIESLITIGATION.COM, NO LATER THAN DECEMBER 27, 2021.

WHAT ARE LEAD PLAINTIFFS' REASONS FOR THE SETTLEMENT?

27. Lead Plaintiffs and Lead Counsel believe that the claims asserted against Defendants have merit. They recognize, however, the expense and length of continued proceedings necessary to pursue their claims against Defendants through summary judgment, trial, and appeals, as well as the very substantial risks they would face in establishing liability and damages. Such risks include the potential challenges associated with proving that there were material misstatements and omissions in Defendants' public statements, and establishing significant damages under the securities laws. Also, as noted above, at the time the Settlement was reached, Lead Plaintiffs' Class Certification Motion was pending. An adverse ruling by the Court on this motion would have greatly impacted Lead Plaintiffs' case. And, even if the class was ultimately certified, Lead Plaintiffs would have had to prevail at several additional stages of litigation—summary judgment, a trial, and if they prevailed on those, on the appeals that were likely to follow. Thus, there were very significant risks related to the continued prosecution of the claims against Defendants.

28. In light of these risks, the amount of the Settlement, and the immediacy of recovery to the Settlement Class, Lead Plaintiffs and Lead Counsel believe that the proposed Settlement is fair, reasonable, and adequate, and in the best interests of the Settlement Class. Lead Plaintiffs and Lead Counsel believe that the Settlement provides a substantial benefit to the Settlement Class, namely \$130,000,000 in cash (less the various deductions described in this Notice), as compared to the risk that the claims in the Action would produce a smaller recovery, or no recovery, after summary judgment, trial, and appeals, possibly years in the future.

29. Defendants have denied the claims asserted against them in the Action and deny that the Settlement Class was harmed or suffered any damages as a result of the conduct alleged in the Action. Defendants have agreed to the Settlement solely to eliminate the uncertainty, burden, and expense of continued litigation. Accordingly, the Settlement may not be construed as an admission of any wrongdoing by Defendants.

WHAT MIGHT HAPPEN IF THERE WERE NO SETTLEMENT?

30. If there were no Settlement and Lead Plaintiffs failed to establish any essential legal or factual element of their claims against Defendants, neither Lead Plaintiffs nor the other members of the Settlement Class would recover anything from Defendants. Also, if Defendants were successful in proving any of their defenses, either at summary judgment, at trial, or on appeal, the Settlement Class could recover substantially less than the amount provided in the Settlement, or nothing at all.

HOW ARE SETTLEMENT CLASS MEMBERS AFFECTED BY THE ACTION AND THE SETTLEMENT?

31. As a Settlement Class Member, you are represented by Lead Plaintiffs and Lead Counsel, unless you enter an appearance through counsel of your own choice at your own expense. You are not required to retain your own counsel, but if you choose to do so, such counsel must file a notice of appearance on your behalf and must serve copies of his or her appearance on the attorneys listed in the section entitled, “When And Where Will The Court Decide Whether To Approve The Settlement?,” below.

32. If you are a Settlement Class Member and do not wish to remain a Settlement Class Member, you may exclude yourself from the Settlement Class by following the instructions in the section entitled, “What If I Do Not Want To Be A Member Of The Settlement Class? How Do I Exclude Myself?,” below.

33. If you are a Settlement Class Member and you wish to object to the Settlement, the Plan of Allocation, or Lead Counsel’s application for attorneys’ fees and Litigation Expenses, and if you do not exclude yourself from the Settlement Class, you may present your objections by following the instructions in the section entitled, “When And Where Will The Court Decide Whether To Approve The Settlement?,” below.

34. If you are a Settlement Class Member and you do not exclude yourself from the Settlement Class, you will be bound by any orders issued by the Court. If the Settlement is approved, the Court will enter a judgment (the “Judgment”). The Judgment will dismiss with prejudice the claims against Defendants and will provide that, upon the Effective Date of the Settlement, Lead Plaintiffs and each of the other Settlement Class Members, on behalf of themselves, and their respective heirs, executors, administrators, predecessors, successors, and assigns in their capacities as such, shall be deemed to have, and by operation of law and of the Judgment shall have, fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all Released Plaintiffs’ Claims (as defined in ¶ 35 below) against Defendants and the other Defendants’ Releasees (as defined in ¶ 36 below), and shall forever be barred and enjoined from prosecuting any and all Released Plaintiffs’ Claims against any of the Defendants’ Releasees. This Release shall not apply to any of the Excluded Plaintiffs’ Claims (as defined in ¶ 35 below).

35. “Released Plaintiffs’ Claims” means all claims (including Unknown Claims), debts, disputes, demands, rights, actions or causes of action, liabilities, damages, losses, obligations, sums of money due, judgments, suits, amounts, matters, issues, and charges of any kind whatsoever (including, but not limited to, any claims for interest, attorneys’ fees, or expert or consulting fees, and any other costs, expenses, amounts, or liabilities whatsoever), whether fixed or contingent, accrued or unaccrued, liquidated or unliquidated, at law or in equity, matured or unmatured, foreseen or unforeseen, whether individual or class in nature, whether arising under federal or state statutory or common law or any other law, rule, or regulation, whether foreign or domestic, that: (i) Lead Plaintiffs or any other member of the Settlement Class (A) asserted in any of the complaints filed in the Action or (B) could have asserted in the Action or in any other action or in any other forum that arise out of, are based upon, are related to, or are in consequence of any of the facts, allegations, transactions, matters, events, disclosures, non-disclosures, occurrences, representations, statements, acts or omissions, or failures to act that were involved, set forth, or referred to in any of the complaints filed in the Action (including, without limitation, any claims relating to price fixing or other anti-competitive conduct in connection with generic drugs), or that otherwise would have been barred by res judicata had the Action been fully litigated to a final judgment *and* (ii) relate to the purchase or sale of Allergan common and/or preferred stock during the Class Period. Released Plaintiffs’ Claims do not cover, include, or release any of the following claims: (i) claims asserted in any ERISA or derivative action; (ii) claims relating to the enforcement of the Settlement; or (iii) claims of any person or entity who or which submits a request for exclusion that is accepted by the Court (“Excluded Plaintiffs’ Claims”).

36. “Defendants’ Releasees” means Defendants and their current and former parents, including, but not limited to, AbbVie Inc., affiliates, subsidiaries, officers, directors, agents, successors, predecessors, assigns, assignees, partnerships, partners, trustees, trusts, employees, Immediate Family Members, insurers, reinsurers, and attorneys, in their capacities as such.

37. “Unknown Claims” means any Released Plaintiffs’ Claims which Lead Plaintiffs or any other Settlement Class Member does not know or suspect to exist in his, her, or its favor at the time of the release of such claims, and any Released Defendants’ Claims which any Defendant does not know or suspect to exist in his, her, or its favor at the time of the release of such claims, which, if known by him, her, or it, might have affected his, her, or its decision(s) with respect to this Settlement. With respect to any and all Released Claims, the Parties stipulate and agree that, upon the Effective Date of the Settlement, Lead Plaintiffs and Defendants shall expressly waive, and each of the other Settlement Class Members shall be deemed to have waived, and by operation of the Judgment or the Alternate Judgment, if applicable, shall have expressly waived, any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law or foreign law, which is similar, comparable, or equivalent to California Civil Code §1542, which provides:

A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS THAT THE CREDITOR OR RELEASING PARTY DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE AND THAT, IF KNOWN BY HIM OR HER, WOULD HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR OR RELEASED PARTY.

Lead Plaintiffs and Defendants acknowledge, and each of the other Settlement Class Members shall be deemed by operation of law to have acknowledged, that the foregoing waiver was separately bargained for and a key element of the Settlement.

38. The Judgment will also provide that, upon the Effective Date of the Settlement, Defendants, on behalf of themselves, and their respective heirs, executors, administrators, predecessors, successors, and assigns in their capacities as such, shall be deemed to have, and by operation of law and of the Judgment shall have, fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged any and all Released Defendants’ Claims (as defined in ¶ 39 below) against Lead Plaintiffs and the other Plaintiffs’ Releasees (as defined in ¶ 40 below), and shall forever be barred and enjoined from prosecuting any and all Released Defendants’ Claims against any of the Plaintiffs’ Releasees. This Release shall not apply to any of the Excluded Defendants’ Claims (as defined in ¶ 39 below).

39. “Released Defendants’ Claims” means all claims (including Unknown Claims), debts, disputes, demands, rights, actions or causes of action, liabilities, damages, losses, obligations, sums of money due, judgments, suits, amounts, matters, issues, and charges of any kind whatsoever (including, but not limited to, any claims for interest, attorneys’ fees, or expert or consulting fees, and any other costs, expenses, amounts, or liabilities whatsoever), whether fixed or contingent, accrued or unaccrued, liquidated or unliquidated, at law or in equity, matured or unmatured, foreseen or unforeseen, whether arising under federal or state statutory or common law or any other law, rule, or regulation, whether foreign or domestic, that arise out of or relate in any way to the institution, prosecution, or settlement of the claims against Defendants in the Action. Released Defendants’ Claims do not cover, include, or release any of the following claims: (i) claims relating to the enforcement of the Settlement; or (ii) claims against any person or entity who or which submits a request for exclusion from the Settlement Class that is accepted by the Court (“Excluded Defendants’ Claims”).

40. “Plaintiffs’ Releasees” means Lead Plaintiffs, all other plaintiffs in the Action, and all other Settlement Class Members, and their respective current and former parents, affiliates, subsidiaries, officers, directors, agents, successors, predecessors, assigns, assignees, partnerships, partners, trustees, trusts, employees, Immediate Family Members, insurers, reinsurers, and attorneys, in their capacities as such.

HOW DO I PARTICIPATE IN THE SETTLEMENT? WHAT DO I NEED TO DO?

41. To be eligible for a payment from the Settlement, you must be a member of the Settlement Class and you must timely complete and return the Claim Form with adequate supporting documentation *postmarked (if mailed), or submitted online using the website maintained by the Claims Administrator for the Settlement, www.AllerganDrugPricingSecuritiesLitigation.com, no later than December 27, 2021*. A Claim Form is included with this Notice, or you may obtain one from the Settlement website, www.AllerganDrugPricingSecuritiesLitigation.com. You may also request that a Claim Form be mailed to you by contacting the Claims Administrator by toll-free phone at 1-877-777-9328 or by email at info@AllerganDrugPricingSecuritiesLitigation.com. Please retain all records of your ownership of and transactions in Allergan common and preferred stock, as they will be needed to document your Claim. The Parties and Claims Administrator do not have information about your transactions in Allergan common and preferred stock.

42. If you request exclusion from the Settlement Class or do not submit a timely and valid Claim Form, you will not be eligible to share in the Net Settlement Fund.

HOW MUCH WILL MY PAYMENT BE?

43. At this time, it is not possible to make any determination as to how much any individual Settlement Class Member may receive from the Settlement.

44. Pursuant to the Settlement, Allergan has agreed to pay or caused to be paid a total of \$130,000,000 in cash (the “Settlement Amount”). The Settlement Amount will be deposited into an escrow account. The Settlement Amount plus any interest earned thereon is referred to as the “Settlement Fund.” If the Settlement is approved by the Court and the Effective Date occurs, the “Net Settlement Fund” (that is, the Settlement Fund less: (i) any Taxes; (ii) any Notice and Administration Costs; (iii) any Litigation Expenses awarded by the Court; (iv) any attorneys’ fees awarded by the Court; and (v) any other costs or fees approved by the Court) will be distributed to Settlement Class Members who submit valid Claim Forms, in accordance with the proposed Plan of Allocation or such other plan of allocation as the Court may approve.

45. The Net Settlement Fund will not be distributed unless and until the Court has approved the Settlement and a Plan of Allocation and that decision is affirmed on appeal (if any) and/or the time for any petition for rehearing, appeal, or review, whether by certiorari or otherwise, has expired.

46. Neither Allergan nor any other person or entity that paid any portion of the Settlement Amount on its behalf are entitled to get back any portion of the Settlement Fund once the Court’s order or judgment approving the Settlement becomes Final. Defendants will not have any liability, obligation, or responsibility for the administration of the Settlement, the disbursement of the Net Settlement Fund, or the plan of allocation.

47. Approval of the Settlement is independent from approval of a plan of allocation. Any determination with respect to a plan of allocation will not affect the Settlement, if approved.

48. Unless the Court otherwise orders, any Settlement Class Member who or which fails to submit a Claim Form **postmarked (if mailed), or online via the Settlement website, on or before December 27, 2021** will be fully and forever barred from receiving payments pursuant to the Settlement but will in all other respects remain a member of the Settlement Class and be subject to the provisions of the Stipulation, including the terms of any Judgment entered and the Releases given. This means that each Settlement Class Member releases the Released Plaintiffs’ Claims (as defined in ¶ 35 above) against the Defendants’ Releasees (as defined in ¶ 36 above) and will be barred and enjoined from prosecuting any of the Released Plaintiffs’ Claims against any of the Defendants’ Releasees whether or not such Settlement Class Member submits a Claim Form.

49. Participants in and beneficiaries of any employee retirement and/or benefit plan (“Employee Plan”) should NOT include any information relating to shares of Allergan common and/or preferred stock purchased/acquired through an Employee Plan in any Claim Form they submit in this Action. They should include ONLY those eligible shares of Allergan common and/or preferred stock purchased/acquired during the Class Period outside of an Employee Plan. Claims based on any Employee Plan’s purchases or acquisitions of Allergan common and/or preferred stock during the Class Period may be made by the plan itself.

50. The Court has reserved jurisdiction to allow, disallow, or adjust on equitable grounds the Claim of any Settlement Class Member.

51. Each Claimant will be deemed to have submitted to the jurisdiction of the Court with respect to his, her, or its Claim Form.

52. Only Settlement Class Members, *i.e.*, persons and entities who purchased or otherwise acquired Allergan common and/or preferred stock during the Class Period and were damaged as a result of such purchases or acquisitions, will be eligible to share in the distribution of the Net Settlement Fund. Persons and entities that are excluded from the Settlement Class by definition or that exclude themselves from the Settlement Class pursuant to an exclusion request will not be eligible for a payment and should not submit Claim Forms.

53. **Appendix A to this Notice sets forth the Plan of Allocation for allocating the Net Settlement Fund among Authorized Claimants, as proposed by Lead Plaintiffs. At the Settlement Hearing, Lead Counsel will request the Court approve the Plan of Allocation. The Court may modify the Plan of Allocation, or approve a different plan of allocation, without further notice to the Settlement Class.**

**WHAT PAYMENT ARE THE ATTORNEYS FOR THE SETTLEMENT CLASS SEEKING?
HOW WILL THE LAWYERS BE PAID?**

54. Plaintiffs’ Counsel have not received any payment for their services in pursuing claims asserted in the Action on behalf of the Settlement Class, nor have Plaintiffs’ Counsel been paid for their Litigation Expenses. Before final approval of the Settlement, Lead Counsel will apply to the Court, on behalf of Plaintiffs’ Counsel, for an award of attorneys’ fees in an amount not to exceed 24% of the Settlement Fund. At the same time, Lead Counsel also intend to apply for payment of Litigation Expenses from the Settlement Fund in an amount not to exceed \$4,000,000, which amount may include an application for reimbursement of the reasonable costs and expenses incurred by Lead Plaintiffs directly related to their representation of the Settlement Class, pursuant to the PSLRA. The Court will determine the amount of any award of attorneys’ fees or Litigation Expenses. Any award of attorneys’ fees and reimbursement or payment of Litigation Expenses, including any reimbursement of costs and expenses to Lead Plaintiffs, will be paid from the Settlement Fund prior to allocation and payment to Authorized Claimants. ***Settlement Class Members are not personally liable for any such fees or expenses.***

**WHAT IF I DO NOT WANT TO BE A MEMBER OF THE SETTLEMENT CLASS?
HOW DO I EXCLUDE MYSELF?**

55. Each Settlement Class Member will be bound by all determinations and judgments in this lawsuit, whether favorable or unfavorable, unless such person or entity mails or delivers a written request for exclusion from the Settlement Class, addressed to *Allergan Generic Drug Pricing Securities Litigation*, EXCLUSIONS, c/o A.B. Data, Ltd., P.O. Box 173001, Milwaukee, WI 53217. The request for exclusion must be **received no later than October 27, 2021**. You will not be able to exclude yourself from the Settlement Class after that date.

56. Each request for exclusion must: (i) state the name, address, and telephone number of the person or entity requesting exclusion, and in the case of entities, the name and telephone number of the appropriate contact person; (ii) state that such person or entity “requests exclusion from the Settlement Class in *In re Allergan Generic Drug Pricing Securities Litigation*, Case No. 2:16-cv-9449 (KSH) (CLW) (D.N.J.)”; (iii) state the number of shares of Allergan common stock and/or Allergan preferred stock that the person or entity requesting exclusion: (A) owned as of the opening of trading on October 29, 2013 (with respect to Allergan common stock) and (B) purchased/acquired and/or sold during the Class Period (from October 29, 2013 through and including November 2, 2016), including the dates, number of shares, and prices of each purchase/acquisition and sale of Allergan common stock and/or Allergan preferred stock during this period; and (iv) be signed by the person or entity requesting exclusion or an authorized representative. A request for exclusion that does not provide all the information called for in this paragraph and is not received within the time stated above will be invalid and will not be allowed. Lead Counsel may request that the person or entity requesting exclusion submit additional information or documentation sufficient to prove his, her, or its holdings and trading in Allergan common and/or preferred stock.

57. If you do not want to be part of the Settlement Class, you must follow these instructions for requesting exclusion even if you have pending, or later file, another lawsuit, arbitration, or other proceeding relating to any Released Plaintiffs’ Claim against Defendants or any of the other Defendants’ Releasees. Excluding yourself from the Settlement Class is the only option that allows you to be part of any other lawsuit against any of the Defendants’ Releasees concerning the Released Plaintiffs’ Claims. **Please note:** If you decide to exclude yourself from the Settlement Class, Defendants and the other Defendants’ Releasees will have the right to assert any and all defenses they may have to any claims that you may seek to assert, including that your claims are time-barred by a statute of repose that has possibly expired for claims under the federal securities laws.

58. If you ask to be excluded from the Settlement Class, you will not be eligible to receive any payment out of the Net Settlement Fund.

59. Allergan has the right to terminate the Settlement if valid requests for exclusion are received from persons and entities entitled to be members of the Settlement Class in an amount that exceeds an amount agreed to by Lead Plaintiffs and Allergan.

**WHEN AND WHERE WILL THE COURT DECIDE WHETHER TO APPROVE THE SETTLEMENT?
DO I HAVE TO COME TO THE HEARING?
MAY I SPEAK AT THE HEARING IF I DON’T LIKE THE SETTLEMENT?**

60. **Settlement Class Members do not need to attend the Settlement Hearing. The Court will consider any submission made in accordance with the provisions below even if a Settlement Class Member does not attend the Settlement Hearing. You can participate in the Settlement without attending the Settlement Hearing.**

61. **Please Note:** The date and time of the Settlement Hearing may change without further written notice to the Settlement Class. In addition, the COVID-19 pandemic is a fluid situation that creates the possibility that the Court may decide to conduct the Settlement Hearing by video or telephonic conference, or otherwise allow Settlement Class Members to appear at the hearing by video or telephone, without further written notice to the Settlement Class. **In order to determine whether the date and time of the Settlement Hearing have changed, or whether Settlement Class Members must or may participate by telephone or video, it is important that you monitor the Court’s docket and the Settlement website, www.AllerganDrugPricingSecuritiesLitigation.com, before making any plans to attend the Settlement Hearing. Any updates regarding the Settlement Hearing, including any changes to the date or time of the hearing or updates regarding in-person or remote appearances at the hearing, will be posted to the Settlement website, www.AllerganDrugPricingSecuritiesLitigation.com. If the Court requires or allows Settlement Class Members to participate in the Settlement Hearing by telephone or video conference, the information for accessing the telephone or video conference will be posted to the Settlement website, www.AllerganDrugPricingSecuritiesLitigation.com.**

62. The Settlement Hearing will be held on **November 17, 2021 at 1:00 p.m.**, before the Honorable Cathy L. Waldor, United States Magistrate Judge for the District of New Jersey, either in person at the Martin Luther King Building & U.S. Courthouse, 50 Walnut Street, Newark, NJ 07101, Courtroom 4D, or by telephone or videoconference (in the discretion of the Court). At the Settlement Hearing the Court will determine, among other things: (i) whether, for purposes of the Settlement only, the Action should be certified as a class action on behalf of the Settlement Class, Lead Plaintiffs should be certified as Class Representatives for the Settlement Class, and Lead Counsel should be appointed as Class Counsel for the Settlement Class; (ii) whether the proposed Settlement on the terms and conditions provided for in the Stipulation is fair, reasonable, and adequate to the Settlement Class, and should be finally approved by the Court; (iii) whether the Action should be dismissed with prejudice against Defendants and the

Releases specified and described in the Stipulation (and in this Notice) should be granted; (iv) whether the motion by Lead Counsel for an award of attorneys' fees and Litigation Expenses should be approved; and (v) any other matters that may properly be brought before the Court in connection with the Settlement. The Court reserves the right to certify the Settlement Class, approve the Settlement, the Plan of Allocation, and Lead Counsel's motion for attorneys' fees and Litigation Expenses, and/or consider any other matter related to the Settlement at or after the Settlement Hearing without further notice to the members of the Settlement Class.

63. Any Settlement Class Member who or which does not request exclusion may object to the Settlement, the Plan of Allocation, and/or Lead Counsel's motion for an award of attorneys' fees and Litigation Expenses. Objections must be in writing. You must file any written objection, together with copies of all other papers and briefs supporting the objection, with the Clerk's Office at the United States District Court for the District of New Jersey at the address set forth below as well as serve copies on Lead Counsel and Defendants' Counsel at the addresses set forth below so that they are **received on or before October 27, 2021**.

Clerk's Office

United States District Court
District of New Jersey
Martin Luther King Building &
U.S. Courthouse
50 Walnut Street
Newark, NJ 07101

Lead Counsel

Bernstein Litowitz Berger &
Grossmann LLP
John C. Browne, Esq.
1251 Avenue of the Americas
New York, NY 10020

Defendants' Counsel

Quinn Emanuel Urquhart &
Sullivan, LLP
Richard Schirtzer, Esq.
865 S. Figueroa St., 10th Floor
Los Angeles, CA 90017

Kessler Topaz Meltzer & Check, LLP
Matthew L. Mustokoff, Esq.
280 King of Prussia Road
Radnor, PA 19087

64. Any objections, filings, and other submissions by the objecting Settlement Class Member must: (i) identify the case name and docket number, *In re Allergan Generic Drug Pricing Securities Litigation*, Case No. 2:16-cv-9449 (KSH) (CLW) (D.N.J.); (ii) state the name, address, and telephone number of the person or entity objecting, and if represented by counsel, the name, address, and telephone number of such counsel, and must be signed by the objector; (iii) state with specificity the grounds for the Settlement Class Member's objection, including any legal and evidentiary support the Settlement Class Member wishes to bring to the Court's attention and whether the objection applies only to the objector, to a specific subset of the Settlement Class, or to the entire Settlement Class; and (iv) include documents sufficient to prove membership in the Settlement Class, including the number of shares of Allergan common stock and/or Allergan preferred stock that the objecting Settlement Class Member: (A) owned as of the opening of trading on October 29, 2013 (with respect to Allergan common stock) and (B) purchased/acquired and/or sold during the Class Period (October 29, 2013 through and including November 2, 2016), as well as the dates, number of shares, and prices of each such purchase/acquisition and sale of Allergan common and/or preferred stock during this period. The objecting Settlement Class Member must provide documentation establishing membership in the Settlement Class through copies of brokerage confirmation slips or monthly brokerage account statements, or an authorized statement from the objector's broker containing the transactional and holding information found in a broker confirmation slip or account statement.

65. You may not object to the Settlement, Plan of Allocation, and/or Lead Counsel's motion for an award of attorneys' fees and Litigation Expenses if you exclude yourself from the Settlement Class or if you are not a member of the Settlement Class.

66. You may file a written objection without having to appear at the Settlement Hearing. You may not, however, appear at the Settlement Hearing to present your objection unless you first file and serve a written objection in accordance with the procedures described above, unless the Court orders otherwise.

67. If you wish to be heard orally at the Settlement Hearing in opposition to the approval of the Settlement, the Plan of Allocation, or Lead Counsel's motion for an award of attorneys' fees and Litigation Expenses, assuming you timely file and serve a written objection as described above, you must also file a notice of appearance with the Clerk's Office and serve it on Lead Counsel and Defendants' Counsel at the addresses set forth in ¶ 63 above so that it is **received on or before October 27, 2021**. Persons who intend to object and desire to present evidence at the Settlement Hearing must include in their written objection or notice of appearance the identity of any witnesses they may call to testify and exhibits they intend to introduce into evidence at the hearing. Objectors who intend to appear at the Settlement Hearing through counsel must also identify that counsel by name, address, and telephone number. Objectors and/or their counsel may be heard orally at the discretion of the Court.

68. You are not required to hire an attorney to represent you in making written objections or in appearing at the Settlement Hearing. However, if you decide to hire an attorney, it will be at your own expense, and that attorney must file a notice of appearance with the Court and serve it on Lead Counsel and Defendants' Counsel at the addresses set forth in ¶ 63 above so that the notice is **received on or before October 27, 2021**.

69. The Settlement Hearing may be adjourned by the Court without further written notice to the Settlement Class. If you intend to attend the Settlement Hearing, you should confirm the date and time of the hearing as stated in ¶¶ 61-62 above.

70. Unless the Court orders otherwise, any Settlement Class Member who does not object in the manner described above will be deemed to have waived any objection and will be forever foreclosed from making any objection to the proposed Settlement, the proposed Plan of Allocation, or Lead Counsel's motion for an award of attorneys' fees and Litigation Expenses. Settlement Class Members do not need to appear at the Settlement Hearing or take any other action to indicate their approval.

WHAT IF I BOUGHT SHARES ON SOMEONE ELSE'S BEHALF?

71. If you purchased or otherwise acquired shares of Allergan common and/or preferred stock during the period from October 29, 2013 through and including November 2, 2016 for the beneficial interest of persons or entities other than yourself, you must either (i) within seven (7) calendar days of receipt of this Notice, request from the Claims Administrator sufficient copies of the Notice and Claim Form (the "Notice Packet") to forward to all such beneficial owners and within seven (7) calendar days of receipt of those Notice Packets forward them to all such beneficial owners; or (ii) within seven (7) calendar days of receipt of this Notice, provide a list of the names, addresses, and, if available, email addresses of all such beneficial owners to *Allergan Generic Drug Pricing Securities Litigation*, c/o A.B. Data, Ltd., P.O. Box 173016, Milwaukee, WI 53217. If you choose the second option, the Claims Administrator will send a copy of the Notice Packet to the beneficial owners. Upon full compliance with these directions, such nominees may seek reimbursement of their reasonable expenses actually incurred, by providing the Claims Administrator with proper documentation supporting the expenses for which reimbursement is sought. Copies of this Notice and the Claim Form may also be obtained from the Settlement website, www.AllerganDrugPricingSecuritiesLitigation.com, by calling the Claims Administrator toll free at 1-877-777-9328, or by emailing the Claims Administrator at info@AllerganDrugPricingSecuritiesLitigation.com.

CAN I SEE THE COURT FILE? WHOM SHOULD I CONTACT IF I HAVE QUESTIONS?

72. This Notice contains only a summary of the terms of the Settlement. For the full terms and conditions of the Settlement, please see the Stipulation available at www.AllerganDrugPricingSecuritiesLitigation.com. More detailed information about the matters involved in this Action can be obtained by accessing the Court docket in this case, for a fee, through the Court's Public Access to Court Electronic Records (PACER) system at <https://ecf.njd.uscourts.gov>, or by visiting, during regular office hours, the Office of the Clerk, United States District Court for the District of New Jersey, Martin Luther King Building & U.S. Courthouse, 50 Walnut Street, Newark, NJ 07101. Additionally, copies of any related orders entered by the Court and certain other filings in this Action will be posted on the Settlement website, www.AllerganDrugPricingSecuritiesLitigation.com.

All inquiries concerning this Notice and the Claim Form should be directed to:

Allergan Generic Drug Pricing Securities Litigation
c/o A.B. Data, Ltd.
P.O. Box 173016
Milwaukee, WI 53217
1-877-777-9328
info@AllerganDrugPricingSecuritiesLitigation.com
www.AllerganDrugPricingSecuritiesLitigation.com

and/or

John C. Browne, Esq.
Bernstein Litowitz Berger & Grossmann LLP
1251 Avenue of the Americas
New York, NY 10020
1-800-380-8496
settlements@blbglaw.com

Matthew L. Mustokoff, Esq.
Kessler Topaz Meltzer & Check, LLP
280 King of Prussia Road
Radnor, PA 19087
1-610-667-7706
info@ktmc.com

PLEASE DO NOT CALL OR WRITE THE COURT, THE CLERK'S OFFICE, DEFENDANTS, OR DEFENDANTS' COUNSEL REGARDING THIS NOTICE.

Dated: August 27, 2021

By Order of the Court
United States District Court
District of New Jersey

Appendix A

Proposed Plan of Allocation of Net Settlement Fund Among Authorized Claimants

1. The Plan of Allocation set forth herein is the plan that is being proposed to the Court for approval by Lead Plaintiffs after consultation with their damages consultant. The Court may approve the Plan of Allocation with or without modification, or approve another plan of allocation, without further notice to the Settlement Class. Any Orders regarding a modification to the Plan of Allocation will be posted on the website www.AllerganDrugPricingSecuritiesLitigation.com. Defendants have had, and will have, no involvement or responsibility for the terms or application of the Plan of Allocation.

2. The objective of the Plan of Allocation is to equitably distribute the Net Settlement Fund among those Settlement Class Members who suffered economic losses as a result of the alleged violations of the federal securities laws set forth in the Consolidated Second Amended Class Action Complaint filed on November 28, 2017, as opposed to economic losses caused by market or industry factors or company-specific factors unrelated thereto. To that end, Lead Plaintiffs' damages consultant calculated the estimated amount of alleged artificial inflation in the per share prices of Allergan common stock and Allergan preferred stock (together, "Allergan Securities") over the course of the Class Period that was allegedly proximately caused by Defendants' alleged materially false or misleading statements and omissions.

3. Calculations made pursuant to the Plan of Allocation do not represent a formal damages analysis that has been adjudicated in the Action and are not intended to measure the amounts that Settlement Class Members would recover after a trial. Nor are these calculations intended to be estimates of the amounts that will be paid to Authorized Claimants pursuant to the Settlement. The computations under the Plan of Allocation are only a method to weigh the claims of Authorized Claimants against one another for the purposes of making *pro rata* allocations of the Net Settlement Fund.

4. For losses to be compensable damages under the federal securities laws, the disclosure of the allegedly misrepresented information must be the cause of the decline in the price of the security. Accordingly, to have a "Recognized Loss Amount" pursuant to the Plan of Allocation, a person or entity must have purchased or otherwise acquired shares of Allergan Securities during the Class Period (*i.e.*, the period between October 29, 2013 and November 2, 2016, both dates inclusive¹) and ***held such Allergan Securities through at least one of the alleged corrective disclosures*** that removed the alleged artificial inflation related to that information. Lead Plaintiffs' damages consultant has identified two dates on which alleged corrective disclosures removed alleged artificial inflation from the price of Allergan Securities: August 6, 2015 and November 3, 2016.

CALCULATION OF RECOGNIZED LOSS AMOUNTS

5. For purposes of calculating a Claimant's "Recognized Claim" under the Plan of Allocation, purchases, acquisitions, and sales of Allergan Securities will first be matched on a First In, First Out ("FIFO") basis for each respective security, as set forth in ¶ 12 below.

Allergan Common Stock

6. A "Recognized Loss Amount" will be calculated as set forth below for each share of Allergan common stock purchased or otherwise acquired during the Class Period that is listed in the Claim Form and for which adequate documentation is provided. To the extent that the calculation of a Claimant's Recognized Loss Amount results in a negative number, that number shall be set to zero.

7. A Claimant's Recognized Loss Amount will be calculated as follows:

- a. For each share of Allergan common stock purchased or otherwise acquired during the Class Period and subsequently sold prior to the opening of trading on August 6, 2015 (the date of the first alleged corrective disclosure), the Recognized Loss Amount is \$0.
- b. For each share of Allergan common stock purchased or otherwise acquired during the Class Period and subsequently sold after the opening of trading on August 6, 2015, and prior to the close of trading on November 2, 2016, the Recognized Loss Amount shall be ***the lesser of:***
 - i. the amount of artificial inflation applicable to each such share on the date of purchase/acquisition as stated in **Table A-1** below ***minus*** the amount of artificial inflation applicable to each such share on the date of sale as stated in **Table A-1** below; or
 - ii. the Out of Pocket Loss, calculated as the actual purchase/acquisition price per share ***minus*** the actual sale price per share.

¹ Allergan preferred stock was issued on February 24, 2015, and February 25, 2015 was its first day of trading. Thus, in regard to Allergan preferred stock, the Class Period begins on February 25, 2015.

- c. For each share of Allergan common stock purchased or otherwise acquired during the Class Period and subsequently sold after the opening of trading on November 3, 2016, and prior to the close of trading on January 31, 2017,² the Recognized Loss Amount shall be *the least of*:
 - i. the amount of artificial inflation applicable to each such share on the date of purchase/acquisition as stated in **Table A-1** below;
 - ii. the actual purchase/acquisition price per share *minus* the 90-day Look-Back Value on the date of sale as set forth in **Table B** below; or
 - iii. the Out of Pocket Loss, calculated as the actual purchase/acquisition price per share *minus* the actual sale price per share.
- d. For each share of Allergan common stock purchased or otherwise acquired during the Class Period and held as of the close of trading on January 31, 2017 (*i.e.*, the last day of the 90-day Look-Back Period), the Recognized Loss Amount shall be *the lesser of*:
 - i. the amount of artificial inflation applicable to each such share on the date of purchase/acquisition as stated in **Table A-1** below; or
 - ii. the actual purchase/acquisition price per share *minus* \$202.49 (the average closing price of Allergan common stock during the 90-day Look-Back Period, as shown on the last line in **Table B** below).

Allergan Preferred Stock

8. A “Recognized Loss Amount” will be calculated as set forth below for each share of Allergan preferred stock purchased or otherwise acquired during the Class Period that is listed in the Claim Form and for which adequate documentation is provided. To the extent that the calculation of a Claimant’s Recognized Loss Amount results in a negative number, that number shall be set to zero.

9. A Claimant’s Recognized Loss Amount will be calculated as follows:

- a. For each share of Allergan preferred stock purchased or otherwise acquired during the Class Period and subsequently sold prior to the opening of trading on August 6, 2015 (the date of the first alleged corrective disclosure), the Recognized Loss Amount is \$0.
- b. For each share of Allergan preferred stock purchased or otherwise acquired during the Class Period and subsequently sold after the opening of trading on August 6, 2015, and prior to the close of trading on November 2, 2016, the Recognized Loss Amount shall be *the lesser of*:
 - i. the amount of artificial inflation applicable to each such share on the date of purchase/acquisition as stated in **Table A-2** below *minus* the amount of artificial inflation applicable to each such share on the date of sale as stated in **Table A-2** below; or
 - ii. the Out of Pocket Loss, calculated as the actual purchase/acquisition price per share *minus* the actual sale price per share.
- c. For each share of Allergan preferred stock purchased or otherwise acquired during the Class Period and subsequently sold after the opening of trading on November 3, 2016, and prior to the close of trading on January 31, 2017,³ the Recognized Loss Amount shall be *the least of*:
 - i. the amount of artificial inflation applicable to each such share on the date of purchase/acquisition as stated in **Table A-2** below;
 - ii. the actual purchase/acquisition price per share *minus* the 90-day Look-Back Value on the date of sale as set forth in **Table B** below; or

² January 31, 2017 represents the last day of the “90-day Look-Back Period.” The PSLRA imposes a statutory limitation on recoverable damages using the 90-day Look-Back Period. This limitation is incorporated into the calculation of a Settlement Class Member’s Recognized Loss Amount. Specifically, a Settlement Class Member’s Recognized Loss Amount cannot exceed the difference between the purchase/acquisition price paid for the Allergan common stock and the average closing price of Allergan common stock during the 90-day Look-Back Period if the Allergan common stock was held through January 31, 2017, the end of this period. Losses on Allergan common stock purchased/acquired during the Class Period and sold during the 90-day Look-Back Period cannot exceed the difference between the purchase/acquisition price paid for the Allergan common stock and the average closing price of Allergan common stock during the portion of the 90-day Look-Back Period elapsed as of the date of sale (the “90-day Look-Back Value”), as stated in **Table B** below.

³ As explained in footnote 2 above, Recognized Loss Amounts are reduced to an appropriate extent by taking into account the closing prices of the security during the 90-day Look-Back Period. Specifically, a Settlement Class Member’s Recognized Loss Amount cannot exceed the difference between the purchase/acquisition price paid for the Allergan preferred stock and the average closing price of Allergan preferred stock during the 90-day Look-Back Period if the Allergan preferred stock was held through January 31, 2017, the end of this period. Losses on Allergan preferred stock purchased/acquired during the Class Period and sold during the 90-day Look-Back Period cannot exceed the difference between the purchase/acquisition price paid for the Allergan preferred stock and the average closing price of Allergan preferred stock during the portion of the 90-day Look-Back Period elapsed as of the date of sale (the “90-day Look-Back Value”), as stated in **Table B** below.

- iii. the Out of Pocket Loss, calculated as the actual purchase/acquisition price per share *minus* the actual sale price per share.
- d. For each share of Allergan preferred stock purchased or otherwise acquired during the Class Period and held as of the close of trading on January 31, 2017 (*i.e.*, the last day of the 90-day Look-Back Period), the Recognized Loss Amount shall be *the lesser of*:
 - i. the amount of artificial inflation applicable to each such share on the date of purchase/acquisition as stated in **Table A-2** below; or
 - ii. the actual purchase/acquisition price per share *minus* **\$742.13** (the average closing price of Allergan preferred stock during the 90-day Look-Back Period, as shown on the last line in **Table B** below).

ADDITIONAL PROVISIONS

10. A Claimant's "Recognized Claim" will be the sum of his, her, or its Recognized Loss Amounts as calculated above with respect to all purchases and/or acquisitions of Allergan Securities.

11. The Net Settlement Fund will be allocated among all Authorized Claimants whose Distribution Amount (as defined in ¶ 19 below) is \$10.00 or greater.

12. If a Settlement Class Member has more than one purchase/acquisition or sale of Allergan common stock or Allergan preferred stock during the Class Period, all purchases/acquisitions and sales of the like security shall be matched on a FIFO basis. Class Period sales of Allergan Securities will be matched first against any holdings at the beginning of the relevant Class Period (if applicable), and then against purchases/acquisitions in chronological order, beginning with the earliest purchase/acquisition made during the Class Period.

13. For the purposes of calculations under ¶¶ 7 and 9 above, "purchase/acquisition price" means the actual price paid, excluding any fees, commissions, and taxes, and "sale price" means the actual amount received, not deducting any fees, commissions, or taxes.

14. Purchases/acquisitions and sales of Allergan Securities shall be deemed to have occurred on the "contract" or "trade" date as opposed to the "settlement" or "payment" date. The receipt or grant by gift, inheritance, or operation of law of Allergan Securities during the Class Period shall not be deemed a purchase, acquisition, or sale of the Allergan Securities for the calculation of an Authorized Claimant's Recognized Claim, nor shall the receipt or grant be deemed an assignment of any claim relating to the purchase/acquisition of such Allergan Securities unless (i) the donor or decedent purchased or otherwise acquired such Allergan Securities during the Class Period; (ii) no Claim Form was submitted by or on behalf of the donor, on behalf of the decedent, or by anyone else with respect to such Allergan Securities; and (iii) it is specifically so provided in the instrument of gift or assignment.

15. The date of covering a "short sale" is deemed to be the date of purchase or acquisition of the Allergan Security. The date of a "short sale" is deemed to be the date of sale of the Allergan Security. In accordance with the Plan of Allocation, however, the Recognized Loss Amount on "short sales" is zero. In the event that a Claimant has an opening short position in an Allergan Security, the earliest purchases or acquisitions during the Class Period shall be matched against such opening short position and not be entitled to a recovery until that short position is fully covered.

16. Allergan common stock and Allergan preferred stock are the only securities eligible for recovery under the Plan of Allocation. Option contracts to purchase or sell Allergan Securities are not securities eligible to participate in the Settlement. With respect to Allergan Securities purchased or sold through the exercise of an option, the purchase/sale date of the security is the exercise date of the option and the purchase/sale price is the exercise price of the option. Any Recognized Loss Amount arising from purchases of Allergan Securities acquired during the Class Period through the exercise of an option on the security⁴ shall be computed as provided for other purchases of Allergan common stock or Allergan preferred stock in the Plan of Allocation.

17. The Claims Administrator will determine if the Claimant had a "Market Gain" or a "Market Loss" with respect to his, her, or its overall transactions in Allergan Securities during the Class Period. For purposes of making this calculation, the Claims Administrator will determine the difference between: (i) the Claimant's Total Purchase Amount⁵ and (ii) the sum of the Claimant's Total Sales Proceeds⁶ and the Claimant's Holding Value.⁷ If the Claimant's Total Purchase Amount minus the sum of the Claimant's

⁴ This includes (1) purchases of Allergan common stock or Allergan preferred stock as the result of the exercise of a call option, and (2) purchases of Allergan common stock or Allergan preferred stock by the seller of a put option as a result of the buyer of such put option exercising that put option.

⁵ The "Total Purchase Amount" is the total amount the Claimant paid (excluding any fees, commissions, and taxes) for all shares of Allergan common stock and all shares of Allergan preferred stock purchased/acquired during the Class Period.

⁶ For Allergan common stock, the Claims Administrator will match any sales of Allergan common stock during the Class Period first against the Claimant's opening position in Allergan common stock (the proceeds of those sales will not be considered for purposes of calculating market gains or losses). The total amount received (not deducting any fees, commissions, or taxes) for sales of the remaining Allergan common stock, and for sales of Allergan preferred stock, sold during the Class Period is the "Total Sales Proceeds."

⁷ The Claims Administrator will ascribe a "Holding Value" of \$188.82 to each share of Allergan common stock purchased/acquired during the Class Period that was still held as of the close of trading on November 2, 2016. The Claims Administrator will ascribe a "Holding Value" of \$708.45 to each share of Allergan preferred stock purchased/acquired during the Class Period that was still held as of the close of trading on November 2, 2016.

Total Sales Proceeds and the Holding Value is a positive number, that number will be the Claimant’s Market Loss; if the number is a negative number or zero, that number will be the Claimant’s Market Gain.

18. If a Claimant had a Market Gain with respect to his, her, or its overall transactions in Allergan Securities during the Class Period, the value of the Claimant’s Recognized Claim will be zero, and the Claimant will in any event be bound by the Settlement. If a Claimant suffered an overall Market Loss with respect to his, her, or its overall transactions in Allergan Securities during the Class Period but that Market Loss was less than the Claimant’s Recognized Claim, then the Claimant’s Recognized Claim will be limited to the amount of the Market Loss.

19. The Net Settlement Fund will be distributed to Authorized Claimants on a *pro rata* basis based on the relative size of their Recognized Claims. Specifically, a “Distribution Amount” will be calculated for each Authorized Claimant, which will be the Authorized Claimant’s Recognized Claim divided by the total Recognized Claims of all Authorized Claimants, multiplied by the total amount in the Net Settlement Fund. If any Authorized Claimant’s Distribution Amount calculates to less than \$10.00, it will not be included in the calculation and no distribution will be made to that Authorized Claimant.

20. After the initial distribution of the Net Settlement Fund, the Claims Administrator will make reasonable and diligent efforts to have Authorized Claimants cash their distribution checks. To the extent any monies remain in the Net Settlement Fund after the initial distribution, if Lead Counsel, in consultation with the Claims Administrator, determine that it is cost-effective to do so, the Claims Administrator, no less than seven (7) months after the initial distribution, will conduct a re-distribution of the funds remaining after payment of any unpaid fees and expenses incurred in administering the Settlement, including for such re-distribution, to Authorized Claimants who have cashed their initial distributions and who would receive at least \$10.00 from such re-distribution. Additional re-distributions to Authorized Claimants who have cashed their prior checks and who would receive at least \$10.00 on such additional re-distributions may occur thereafter if Lead Counsel, in consultation with the Claims Administrator, determine that additional re-distributions, after the deduction of any additional fees and expenses incurred in administering the Settlement, including for such re-distributions, would be cost-effective. At such time as it is determined that the re-distribution of funds remaining in the Net Settlement Fund is not cost-effective, the remaining balance will be contributed to non-sectarian, not-for-profit, 501(c)(3) organization(s), to be recommended by Lead Counsel and approved by the Court.

21. Payment pursuant to the Plan of Allocation, or such other plan of allocation as may be approved by the Court, will be conclusive against all Claimants. No person shall have any claim against Lead Plaintiffs, Plaintiffs’ Counsel, Lead Plaintiffs’ damages consultant, Defendants, Defendants’ Counsel, or any of the other Releasees, or the Claims Administrator or other agent designated by Lead Counsel arising from distributions made substantially in accordance with the Stipulation, the plan of allocation approved by the Court, or further Orders.

Table A-1

Estimated Artificial Inflation with Respect to Allergan Common Stock from October 29, 2013 through and including November 2, 2016	
Date Range	Artificial Inflation per Share
October 29, 2013 – August 5, 2015	\$10.92
August 6, 2015 – November 2, 2016	\$0.01

Table A-2

Estimated Artificial Inflation with Respect to Allergan Preferred Stock from February 25, 2015 through and including November 2, 2016	
Date Range	Artificial Inflation per Share
February 25, 2015 – August 5, 2015	\$23.76
August 6, 2015 – November 2, 2016	\$0.01

Table B

Allergan Common Stock and Allergan Preferred Stock 90-Day Look-Back Value by Sale/Disposition Date					
Sale Date	Average Closing Price of Allergan Common Stock Between November 3, 2016 and Date Shown	Average Closing Price of Allergan Preferred Stock Between November 3, 2016 and Date Shown	Sale Date	Average Closing Price of Allergan Common Stock Between November 3, 2016 and Date Shown	Average Closing Price of Allergan Preferred Stock Between November 3, 2016 and Date Shown
11/3/2016	\$188.82	\$708.45	12/16/2016	\$194.79	\$719.79
11/4/2016	\$191.91	\$717.78	12/19/2016	\$194.72	\$719.48
11/7/2016	\$194.42	\$725.18	12/20/2016	\$194.62	\$719.05
11/8/2016	\$194.77	\$727.49	12/21/2016	\$194.60	\$718.95
11/9/2016	\$198.39	\$737.74	12/22/2016	\$194.58	\$718.84
11/10/2016	\$201.39	\$745.61	12/23/2016	\$194.71	\$719.15
11/11/2016	\$202.28	\$746.72	12/27/2016	\$194.86	\$719.58
11/14/2016	\$202.25	\$745.50	12/28/2016	\$195.11	\$720.23
11/15/2016	\$201.61	\$742.36	12/29/2016	\$195.42	\$721.13
11/16/2016	\$201.00	\$739.63	12/30/2016	\$195.78	\$722.16
11/17/2016	\$200.91	\$738.53	1/3/2017	\$196.28	\$723.65
11/18/2016	\$200.15	\$736.13	1/4/2017	\$196.74	\$724.99
11/21/2016	\$199.45	\$733.68	1/5/2017	\$197.30	\$726.58
11/22/2016	\$198.70	\$731.73	1/6/2017	\$197.79	\$728.00
11/23/2016	\$198.32	\$730.80	1/9/2017	\$198.29	\$729.42
11/25/2016	\$197.94	\$729.82	1/10/2017	\$198.79	\$730.91
11/28/2016	\$197.47	\$728.54	1/11/2017	\$199.16	\$732.01
11/29/2016	\$197.21	\$727.89	1/12/2017	\$199.52	\$733.08
11/30/2016	\$197.05	\$727.32	1/13/2017	\$199.85	\$734.13
12/1/2016	\$196.72	\$726.25	1/17/2017	\$200.15	\$735.03
12/2/2016	\$196.38	\$725.29	1/18/2017	\$200.47	\$736.03
12/5/2016	\$196.15	\$724.56	1/19/2017	\$200.75	\$736.87
12/6/2016	\$195.92	\$723.97	1/20/2017	\$201.00	\$737.39
12/7/2016	\$195.66	\$723.11	1/23/2017	\$201.26	\$738.19
12/8/2016	\$195.37	\$722.14	1/24/2017	\$201.47	\$738.88
12/9/2016	\$195.25	\$721.74	1/25/2017	\$201.69	\$739.56
12/12/2016	\$195.09	\$721.10	1/26/2017	\$201.85	\$740.09
12/13/2016	\$195.03	\$720.80	1/27/2017	\$202.05	\$740.73
12/14/2016	\$194.93	\$720.41	1/30/2017	\$202.21	\$741.29
12/15/2016	\$194.86	\$720.08	1/31/2017	\$202.49	\$742.13