

Appendix

Paragraph	Text	Reason for Sealing
74	Other large retail customers have similar contractual provisions in their contracts with generic manufacturers that allow for potentially greater compensation when prices are higher. For example, contracts between Walgreens Boots Alliance Development GmbH, a GPO, and generic manufacturers contain provisions about Rebates and Administrative fees that are directly tied to "total contract sales" – a number that increases when prices increase. In other words, that GPO (and other larger retail customers with similar contractual terms) may make more money when generic pharmaceutical prices are higher.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
75	The generic manufacturers are keenly aware that some of their customers benefit from their price increases. For example, when Defendant Heritage planned to increase prices on a large number of different drugs in April 2014, as discussed more fully below, one of the national account representatives noted at that time that in addition to benefitting Heritage "[t]hese increases help customers w/ Annual Incentives."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
84	At these industry dinners, one company is usually responsible for paying for all of the attendees. For example, in a group email conversation among the competitors in December 2013, one of the participants -- a high-ranking executive for Defendant Dr. Reddy's -- joked "[y]ou guys are still buying for Mark and I, right?" The response from another executive: "Well. . . I didn't think the topic would come up so quickly but . . . we go in alphabetical order by company and [a generic drug manufacturer not identified in this Complaint as a conspirator] picked up the last bill. . . . PS. . . . no backing out now! Its [sic] amazing how many in the group like 18 year-old single malt scotch when they aren't buying."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
86	Many "Women in the Industry" dinners were organized by a salesperson from Defendant Heritage, A.S., who resides in the State of Minnesota. Other participants in these meetings were employees of generic drug manufacturers located in Minnesota, or salespeople residing in the area. However, out of town sales representatives were also aware of these dinners and were included when in the area. For example, in November 2014, a salesperson from Defendant Lannett sent A.S. a text message asking "[w]hen is your next industry women event? I'm due for a trip out there and I'd love to plan for it if possible...." A.S. responded: "There is an XMas [sic] party at Tanya's house on Dec 6th. Yes that is a Saturday. We do it about once a quarter and usually it is during the week -- this was an exception."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
87	Sometimes dinners were also planned around visits of out-of-town competitors. As A.S. stated in organizing the dinner: "Sorry if the meeting/dinner invite is a little short notice, but [K.N., a National Account Representative at Defendant Dr. Reddy's] will [be] in MN on Sept 29th and it would be a great time for everyone to get together! So much has been happening in the industry too -- we can recap all our findings from NACDS [trade show] over a martini or glass of wine! :) Plus the food is	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from</li> </ul>

Appendix

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	super Yummy!"	Defendants' Documents
90	The overarching conspiracy among generic manufacturers, however – which ties together all of the agreements on individual drugs identified in this Complaint – is an agreement that each competitor is entitled to its "fair share" of the market, whether the market is a particular generic drug, or a number of generic drugs. "Fair share" is an approximation of how much market share each competitor is entitled to, based on the number of competitors in the particular drug market, with a potential adjustment based on the timing of their entry. Generally speaking, if a generic manufacturer is the first to enter a particular drug market it is entitled to a little more than its proportional share of the market; conversely, those generic manufacturers that enter later are typically entitled to a little less than their proportional share.	<ul style="list-style-type: none"> <li>• Uses Industry Code Word</li> </ul>
91	There is a common understanding among generic manufacturers, including Defendants, about what represents "fair share" in different circumstances. This collusive methodology has evolved over time during the numerous in-person meetings, telephonic communications and other interactions between generic manufacturers about specific drugs over the course of several years, but general rules of the road have been in place since at least 2006. These events occur with such great frequency that there is an almost constant ability for Defendants to meet in person and discuss their business plans. For example, between February 20, 2013 and December 20, 2013 (a 41-week period), there were at least forty-four (44) different tradeshows or customer conferences where the Defendants had the opportunity to meet in person. These in-person meetings gave the Defendants the opportunity to have these conversations, and reach these agreements, without fear of detection	<ul style="list-style-type: none"> <li>• Uses Industry Code Word</li> </ul>
97	There is no precise method for apportioning each participant's "fair share" because market share is obtained by winning the business of various customers, which is inherently variable in a given year. The shared understanding and goal, instead, is for the competitors in a particular market to reach out to each other with the expectation that they would be able to reach an agreement on "fair share" based on the industry understanding. The objective is to attain a state of equilibrium, where none are incentivized to compete for additional market share by eroding price.	<ul style="list-style-type: none"> <li>• Uses Industry Code Word</li> </ul>
99	Evidence of the larger conspiracy often presents itself as follows: When a competitor needs to obtain one or more customers to reach its fair share, a competitor with more than its "fair share" will identify and "walk away" from a customer or customers by informing them of a significant price increase. The competitor looking to increase its share will then submit a supra-competitive bid at an amount slightly less than the original competitor. The competitors then continue to divide up customers until	<ul style="list-style-type: none"> <li>• Uses Industry Code Word</li> </ul>

Appendix

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	they reach an artificial equilibrium. This is referred to as a "stable" market. Once the market is "stable," the competitors agree not to compete on price and, at times, significantly raise prices in the absence of competition.	
100	This understanding regarding "fair share" has been particularly effective when a new competitor enters the market – a time when, in a free-functioning competitive market, prices should go down. In today's generic drug markets, a new competitor will either approach or be approached by the existing competitors. Existing competitors will agree to "walk away" from specific customers until the market reaches a new artificial equilibrium. The new competitor's transition into the market is seamless; the new entrant obtains market share and immediately charges a supra-competitive price.	<ul style="list-style-type: none"> <li>• Uses Industry Code Word</li> </ul>
101	Decisions on "fair share" can, at times, be based on conduct that occurs between competitors across more than one generic drug market. To maintain the artificial equilibrium, customers in one drug market might be traded for customers in another drug market in an effort to arrive at a more global "fair share" outcome. Alternatively, competitors might allow price increases on one or more generic drugs without competing based on a quid pro quo from other competitors on different drugs.	<ul style="list-style-type: none"> <li>• Uses Industry Code Word</li> </ul>
102	For example, as discussed more fully below, when Defendant Heritage was preparing to launch a formulation of the generic drug Zoledronic Acid that was about to come off patent, its Associate Director of National Accounts, N.O., spoke to Dr. Reddy's Vice President of Sales and Marketing, J.A., to "see if he [was] willing to discuss strategy at all." After speaking with J.A., N.O. stated that "[J.A.] views it this way. If they [Dr. Reddy's] are first and others come out after, he deserves 60%. If he launches with others on day [one], he considers fair share 2-50%, 3-33%, 4-25%, etc."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
103	Similarly, as discussed more fully below, Defendant Rajiv Malik, the President of Mylan, told the CEO of Heritage that Mylan would "play fair" as Heritage entered the Doxy DR market and agreed that Mylan would give up two large accounts to Heritage. Malik specifically cited Heritage's prior agreement to allow Mylan to enter the market for another drug without competition as a reason that Mylan would cede share to Heritage in this instance.	<ul style="list-style-type: none"> <li>• Uses Industry Code Word</li> </ul>
104	When a generic manufacturer complies with the scheme, and prices remain high, it is viewed as "playing nice in the sandbox." For example, in December 2014 Defendant Teva was approached by a customer on behalf of one of Teva's competitors. The large retail customer indicated that Teva's competitor was entering the market for a particular drug not identified in this Complaint and was seeking to target specific customers. The customer specifically requested that Teva give up a specific large customer to the new entrant, and indicated that the new entrant – Teva's competitor – "has	<ul style="list-style-type: none"> <li>• Uses Industry Code Word</li> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

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	promised to play nice in the sandbox." After discussing the matter internally, a Teva representative responded to the customer: "[t]ell [the competitor] we are playing nice in the sandbox and we will let them have [the targeted customer.]"	
105	This pattern is frequently followed even in the absence of direct communication between the competitors, demonstrating the universal understanding and code of conduct agreed to by Defendants. "Fair share" and "playing nice in the sandbox" have become part of the industry lexicon, and part of the larger understanding between Defendants. Defendants use these terms not only in discussions with each other in order to reach agreement regarding allocation of market share and pricing, but also with their customers.	<ul style="list-style-type: none"> <li>• Uses Industry Code Word</li> </ul>
106	These rules about "fair share" apply equally to price increases. As long as everyone in the "sandbox" is playing fair, and the manufacturers believe that they have their "fair share," the larger understanding dictates that they will not seek to compete or take advantage of a competitor's price increase by bidding a lower price to take that business. Doing so is viewed as "punishing" a competitor for raising prices – which is against the rules.	<ul style="list-style-type: none"> <li>• Uses Industry Code Word</li> </ul>
107	The agreement among all of the Defendants to adhere to the rules regarding "fair share" is critical in order to maintain high prices. If even one competitor is not aware of (and behaving in accordance with) the larger understanding, it can lead to unwanted competition and lower prices. In the relatively few instances where a competitor prioritizes gaining market share over the larger understanding of maintaining "fair share", that competitor is viewed as "irresponsible," and is spoken to by competitors.	<ul style="list-style-type: none"> <li>• Uses Industry Code Word</li> </ul>
117	In June, 2012, Jason Malek, Vice President of Commercial Operations at Heritage, asked A.S. to contact Caraco to discuss raising the price of Nimodipine. The resulting conversations reflect an agreement between the two companies to allocate the market and avoid competing on price, while at the same time making overt efforts to increase pricing market wide.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
118	A.S. subsequently exchanged numerous text messages and participated in telephone calls with her Caraco contact throughout June 2012.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
119	On June 28, 2012, in an email titled "Caraco," A.S. summarized the state of conversation between the companies: [S.K., Senior Sales Manager at Sun] brought up nimo[dipine] to her boss [G.S., President of Sun], his only concern was that they get their fair share of the market. She was not so much help on the pricing discussion – because she does not have much control over it. All pricing goes through	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>

Appendix

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	[G.S.] and [G.S.] sets it. I do not know [G.S.] but [S.K.] mentioned our discussion with him so I can only hope the ground work has been set. I reiterated that we would like to see \$ go up and we would be fair.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
120	Malek responded: "Thanks for the info. Not sure what this means 'his only concern was that they get their fair share of the market.' They are getting their fair share of the market at a price they don't need to go to is what I wanted to communicate to them."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
121	In her email response, A.S. agreed: That is exactly how I stated it to [S.K.] too! She made it almost seem like he did not care about the price or even this product. She admitted she knew nothing about the item – it is not a big/key item for them. I said it is big for us and with only two players it should command more \$. I'd like to see if [S.K.] can communicate back to [G.S.] about the Nimo[dipine] on the Cardinal RFP (when it gets closer to the close of the RFP) – specifically mentioning the pricing we are going at so that Caraco can bring their price up too. This could demonstrate how communication can and should work between us to get the \$ up.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
122	The same day, A.S. sent an analysis of the upcoming Cardinal RFP to Malek and others at Heritage. The notes section regarding Nimodipine reflected that Heritage should "keep price high for Caraco." The plan for Heritage was that it would bid at a high price, which would be communicated to Sun beforehand, and would allow Sun to raise its price and still retain the Cardinal business.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
123	On July 20, 2012, K.F., a Contract Analyst at Heritage, circulated proposed pricing for the Cardinal RFP which included pricing for Nimodipine that was lower than that proposed by A.S. In an email exchange that same day, A.S. and Malek discussed raising prices: A.S.: "My only concern is Nimodipine – and situation with Caraco and raising our market pricing. If we don't let them increase pricing here – will it always be a fight to the bottom with them?" Malek: "I don't have a problem with it but, we need another account. Who is that account? They took CVS from us and we let it go and now they are getting aggressive at publix and at GPO's." A.S.: "I understand – I just think the timing is critical if we want to raise our pricing everywhere. This Cardinal RFP was mentioned in previous conversations – and now with NACDS coming – it is a perfect time to have those off-show conversations with the right folks and reiterate the 'plan.' Plus the	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

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	<p>RFP pricing will not be effective until Oct 1st – we would have time to discuss our pricing with Cardinal (and others) before that final date. Ie: I think we could still lowball the Nimo a little later if necessary."</p> <p>Malek: "If you feel comfortable we can have those conversations and benefit from this then I agree. We can talk off line."</p> <p>A.S.: "If I don't continue the conversations now (and at NACDS) and if we lowball right of the gate on the RFP, I think we close the door for a long time."</p> <p>Malek: "Ok, let's give it a shot. So we will increase the price, you should tell them that so they can do the same without any comp."</p>	
124	<p>That same day, A.S. spoke to S.K. During this and other numerous communications over the coming weeks, by text, phone and in-person at NACDS, the two companies reached an understanding about raising the price and avoiding competition for Nimodipine. Pursuant to the agreement, Heritage provided a cover bid -- i.e., it raised its price on the bid high enough so that Sun would be able to significantly raise its price and still retain the Cardinal business.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
126	<p>Only a few months later, after awarding the contract for Nimodipine to Sun, Cardinal approached Heritage asking for a "one off bid for Nimodipine." On October 15, 2012, the Cardinal representative explained that "We are not convinced Caraco has there [sic] supply chain right so we are looking for a new partner and I thought I'd come to you first."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
127	<p>A.S. immediately forwarded the request to Malek, describing it as a "gift" from Cardinal. A.S. explained: "Please see email below... Cardinal wants a Nimo offer! I don't think this harms our 'understanding' with Caraco because Cardinal is coming to us."</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
128	<p>A.S. proposed that Heritage provide Cardinal with an offer consistent with price increases it had recently taken with another wholesaler. A.S. explained that Heritage could offer the higher price and still win the business because "I believe Caraco raised pricing on the RFP, from discussions I had at NACDS [in August 2012]." Malek responded: "Yes, if you think that gets us there." A.S. confirmed this understanding the next day, when she spoke to S.K. for more than thirty-eight (38) minutes.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>



Appendix

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		Documents
129	<p>In late 2012 and early 2013, Heritage began to hear that Sun would potentially be subject to an FDA recall for Nimodipine relating to certain problems with manufacturing. On December 17, 2012, Malek emailed A.S. and said "Can you reach out to your friend at caraco and ask about nimo? Looks like they have recalls over some serious issues. Haven't heard them coming back but need to gauge timing they will be back in the market." A.S. later confirmed that she reached out to her contact at Sun, who was "not aware or [sic] any problems/issues and supply was fine."</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
130	<p>Subsequently, on April 16, 2013, A.S. reported to Malek that "Caraco has not been bidding Nimo on recent RFPs due to lack of knowledge of when product will be available again. Rep from Caraco says it's not discontinued; they do plan/hope to be back with it soon but [don't] know when."</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
131	<p>Malek's first response was "Great feedback, time for next increase!" But he also followed up with some additional instructions about a week later, expressing his willingness to continue the agreement with Sun when it did re-enter the market: "Please feel free to tell your friend generally what has happened in the nimo market and to make sure if/when they are back they talk to us first so we can be smart about it."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
132	<p>On May 23, 2013, A.S. again spoke to S.K., who indicated that Caraco may be returning to the market for Nimodipine in June or July. A.S. immediately reported this news to Malek: "Caraco's Nimodipine has an estimated ship date of June/July but frankly that looks even too hopeful. And there's a small rumor they may not come back with it. A reminder was provided about our recent changes on that item." This resulted in the following email exchange between the two:          Malek: "OK... Where did you hear this from!!"          A.S.: "Vendor/friend [S.K.]"          Malek: "Are they raising theirs?"          A.S.: "They are not yet but admit it would be nice to"          Malek: "Well we would follow in one second....."          A.S.: "I did say that!"</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	Malek: "hahahahahaha"	
135	In April of 2014, Defendant Ascend received FDA approval to begin producing Nimodipine for sale. Malek informed Heritage employees of the approval on April 8, 2014, instructing them to "be aware of [Ascend] coming to the market." That same day, Malek sent a message to J.D., the Executive Vice President of Sales and Marketing at Ascend, through the website LinkedIn, asking if J.D. had "time to catch up tomorrow afternoon or Thursday morning." J.D. responded: "I would like to catch up."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
136	On April 22, 2014, Heritage identified Nimodipine as one of eighteen different drugs designated for a price increase. As discussed more fully below, a large majority of the price increases were to be achieved through collusive efforts. During a "Price Increase Discussion" conference call with members of the Heritage sales team, led by Malek, Heritage noted that Ascend was going to launch Nimodipine. Malek took responsibility within Heritage to communicate with Ascend about market shares. Heritage planned to offer Ascend one-third (1/3) market share, so that Ascend would not compete with Heritage on price.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
137	Malek took this responsibility to communicate with Ascend because he already had a relationship with J.D. The pair had previously met in February 2013. Malek had also been communicating frequently with J.D. through the website LinkedIn in the weeks leading up to the April 22, 2014 Price Increase Discussion.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
138	Later in the day after the Heritage "Price Increase Discussion" on April 22, 2014, Malek called J.D. and the two spoke for nineteen (19) minutes. Upon information and belief, during this conversation they agreed on a plan where Heritage would raise its prices, Ascend would enter the market at a high price to avoid erosion, and in exchange Heritage would walk away from certain accounts that Ascend had targeted so that Ascend could gain market share at favorable pricing.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
139	On May 9, 2014 Heritage had another internal conference to discuss price increases. After obtaining buy-in from Ascend during the April 22 telephone call between Malek and J.D., Heritage confirmed that it would be raising prices of Nimodipine across the board. Heritage also identified specific customers that it would "let go" to the "new entrant into market," Ascend.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>



Appendix

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		<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
140	<p>In June 2014, Malek sought to continue his conversations with J.D. regarding Nimodipine. He emailed J.D. on June 6, 2014 seeking to arrange a phone call. After they were unable to connect by phone, J.D. suggested they meet in person and "grab coffee" at the NACDS conference in Boston.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
142	<p>Malek emailed J.D. on October 29, 2014, again asking to "catch up." The two spoke by phone for ten minutes the next day. On November 4, 2014, Malek emailed J.D. to "[I]et me know when we can re-connect to continue our discussions from the other day." Instead of communicating specifics over email, Malek and J.D. made plans to have lunch together when Malek returned from India.</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
143	<p>Two weeks later, on November 18, 2014, Malek emailed J.D., stating: "[J.D.], [j]ust sent you a text. Fresh back from India. Wanted to pick up discussions. Let me know if you can chat." On November 25, 2014, Malek emailed J.D. again asking if J.D. "had a few minutes to connect."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
144	<p>On January 22, 2015, Malek asked Heritage employee R.S. to reach out to Ascend to see if Ascend had Nimodipine in its warehouse. Malek stressed that this inquiry should be kept confidential.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
145	<p>R.S. reached someone at Ascend. By January 24, 2015, Malek was able to inform his sales team that Ascend had Nimodipine in its warehouse.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the</li> </ul>

Appendix

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		Conspiracy
151	<p>For example, on January 21, 2013, Malek sent an email to N.O., Associate Director of National Accounts at Heritage, asking N.O. to reach out to Dr. Reddy's, the only other competitor that Malek believed would be selling the product on the first day it could be made available. The email read:            NO:            Would like you to have a call with [J.A., Vice President, Sales &amp; Marketing at Dr. Reddy's], on Zoledronic.            Right now, only us and DRL have a tentative on the 5mg (reclast).            Need to know if he's going to be there day one and see if he's willing to discuss strategy at all.            This is huge right now if it's only a two player market and we need to lock in our strategy.            The information from customers and competitors will be key in our pricing and bidding decisions.</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
152	<p>The next day, N.O. attempted to contact J.A., but J.A. was on a conference call. N.O. informed Malek that J.A. would call him back later that morning. Malek then outlined exactly what he wanted N.O. to say when J.A. called him back:            Ok. Here are the questions if you would..            Are they going to be there day one (March 4)            Have they heard of any others there say [sic] one?            Are they launching the 4mg (zometa) at risk?[2]            Have they heard of anyone else launching the 4mg at risk?            What's their market share goal?</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
153	<p>N.O. immediately called J.A. and they spoke for ten (10) minutes. N.O. then reported his findings to Malek that Dr. Reddy's would be launching on day one for the 4mg product, but that it was not yet certain about the 5mg. In response to Heritage's questions about market share, N.O. generally described J.A.'s willingness to divide the market: "he views it this way. If they are first and others come out after, he deserves 60%. If he launches with others on day [one], he considers fair share 2-50%, 3-33%, 4-25% etc." Less than an hour later, J.A. called N.O. and they spoke again for nearly nine (9) minutes.</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
154	<p>N.O. spoke to J.A. again on January 24, 2013 for nearly twenty-four (24) minutes.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
155	<p>Even though he believed that Dr. Reddy's would be Heritage's only competition for Zoledronic Acid, Malek did not take anything for granted. On January 22, 2013, Malek also asked A.S. to reach out to</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants'</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	several individuals, including her "friend at caraco", S.K., to see "if they are launching zoledronic day one?" He provided A.S. with the same list of questions to ask S.K. that he had provided to N.O.	<p>Documents</p> <ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
156	Malek also asked A.S. to contact a large wholesaler and ask whether the wholesaler was aware of any other manufacturers that would be entering the market for Zoledronic Acid on "day one." Lastly, Malek asked A.S. to reach out to a representative at a company not identified as a coconspirator in this Complaint. A.S. reached out to each of those competitors, and confirmed that they would not be entering the market for Zoledronic Acid.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
157	As the launch approached, Heritage continued to communicate with Dr. Reddy's to refine their agreement on market share and initial pricing for Zoledronic Acid, acutely aware that what they were doing was illegal. For example, on March 1, 2013, N.O. emailed Malek informing him that N.O. had left J.A. a message "to have him call me back. Did not leave anything that would incriminate me—very generic." N.O. then spoke to J.A. for almost eight (8) minutes on March 4, 2013.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
158	At the same time, M.E., a Senior National Account Manager at Heritage, was communicating with his counterpart at Dr. Reddy's. M.E. called his counterpart and left a message on March 3, 2013. Two days later, the Dr. Reddy's National Account representative returned the call and the two spoke for fifteen (15) minutes.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
159	Malek was concerned that Dr. Reddys' initial pricing to at least one customer appeared to be lower than he hoped. On March 6, 2013, he emailed N.O. expressing this concern and asking "[a]ny chance you can talk to them and educate them on supply and demand economics?" N.O.'s response was "[y]es, they were working on it yesterday, but [I] will give him a call and discuss."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
160	<p>Malek also asked M.E. to speak again with his counterpart at Dr. Reddy's about Zoledronic Acid while they were attending a customer conference together in March 2013. They spoke by phone twice and exchanged numerous text messages on March 12, 2013. On March 13, 2013, Malek emailed M.E. asking "Did you talk zoledronic with anyone?" M.E.'s response was: "There were a bunch of people around us before and during dinner. After dinner I was supposed to go gamble with him but I started talking to [a customer representative] and ended up talking to him for an hour. By that time it was late and I went to bed." M.E. indicated that he had called his counterpart at Dr. Reddy's and they would "talk about it soon." M.E. spoke with his counterpart at Dr. Reddy's on April 3, 2013 and confirmed that Dr. Reddy's had just begun shipping the 5mg product that day, and would be pricing "in the 500 range." The two continued to speak numerous times throughout the rest of that month.</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
161	<p>As Heritage continued to discuss the matter internally, Malek sent a text message to his entire sales team on April 19, 2013, reminding them to keep their discussions out of writing: "Team: please hold off on emails regarding zoledronic indication, insert, prescribing, etc. take all questions off line. We will have a call today with Jeff [Glazer, CEO of Heritage] to discuss."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
162	<p>Whenever there were challenges between Heritage and Dr. Reddy's for specific customers, those disagreements were resolved through direct communications between the companies. For example, in November 2013, Dr. Reddy's offered a lower price to one of Heritage's customers. When Malek learned of this, he immediately emailed M.E., saying "When you spoke to [your counterpart at Dr. Reddy's], weren't they going to chill on share[?]" M.E. replied: "He told me that he was going to speak to their injectable people and let them know that they should chill."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
167	<p>Heritage decided it wanted to increase price significantly. On March 21, 2013, Malek sent an email to N.O. and M.E. titled "mepro." In the email, Malek stated "Looking to take a price increase on this. Only other competition is DRL. We don't want to make any waves and we are not looking for additional share, just want to maintain what we have at a minimum of a 4x price. Anyone want to reach out to DRL [Dr. Reddy's] and communicate to feel out?"</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
168	<p>N.O. responded: "I will try to reach out to [J.A.]." Malek added: "[M.E.], maybe you can touch base with your buddy too." M.E. responded: "Will do."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
		<ul style="list-style-type: none"> <li>implicated in the Conspiracy</li> </ul>
169	<p>N.O. spoke with J.A. the next day for nine (9) minutes, and the two companies reached an agreement to raise the price of Meprobamate. N.O. confirmed the agreement in an email that same day, stating: "DRL is on board with price increase. I will fill you in later."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
170	<p>On March 25, 2013, Malek responded: "Great news. So if we move forward we shouldn't expect any backlash?" N.O. once again confirmed the agreement in his response: "No, they were actually thinking about it as well, but lack of inventory kept them stationary. I think they will follow suit and not pursue others if we raise."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
171	<p>Only two days later, on March 27, 2013, Heritage received a request from a large national wholesaler for a bid on Meprobamate. Malek immediately forwarded the email to N.O., asking "This DRL?" In response, N.O. said "Yes, they are on a tight supply schedule, thus the reason they have not increased pricing yet. Due to my conversation with [J.A.] the other day, I think we should tread lightly or else bid a high price to show them where we are going."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
172	<p>Malek agreed. His response clearly reflected the agreement that existed between Heritage and Dr. Reddy's, and Heritage's intention to abide by it:          Unless [the large national wholesaler] calls you and asks for supply, I recommend letting the market dry up a bit and showing DRL we stayed away from their business.          We are taking the price up asap everywhere else.          N.O. then had a four-and-a-half minute conversation with J.A. on March 29, 2013.</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
173	<p>Subsequently, in April 2013, Dr. Reddy's approached Heritage to discuss its desire to get additional market share on Meprobamate. Dr. Reddy's specifically asked Heritage "to walk from" one large national pharmacy chain. Heritage then sent an email to the large pharmacy chain on April 24, 2013,</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	stating: "Hate to do this, but due to API and manufacturing increases, we are increasing all prices of Meprobamate across the board. Please review and contact me with any questions."	
174	In response, the large pharmacy chain responded that it had "made a business decision to name another manufacturer as our primary supplier of Meprobamate tablets." M.E. forwarded the email to Malek stating "We knew this was coming."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
175	<p>On May 17, 2013, after some initial confusion about exactly which business Heritage had agreed to give up to Dr. Reddy's, Malek told M.E. "Please call [your counterpart who was a National Accounts Director at Dr. Reddy's] and tell him we walked from this for them but that's it." Malek then provided M.E. with more detail to convey to Dr. Reddy's:</p> <p>This is what you say.</p> <p>We know you bid at [the large national pharmacy chain] and although we had a ROFR [Right of First Refusal] we decided to walk based on the conversation we had two weeks ago.</p> <p>This makes the playing field for market share more even and I assume since you were looking for one more customer that you are good now.</p> <p>Tell him you don't think the team is going to walk from anymore share at this point.</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
176	M.E. called his counterpart at Dr. Reddy's that day and left a message. The two subsequently spoke on May 21, 2013 for nearly seven (7) minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
185	On May 3, 2013, Malek asked N.O. to set up a call between Malek and his counterpart, the Vice President of Sales at Mylan. The next day, N.O. provided Malek with contact information for J.N., a Vice President and Executive Director at Mylan. Malek promptly connected with J.N. through the website LinkedIn.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
186	Similarly, on May 7, 2013, Glazer emailed Defendant Malik, President and Executive Director at Mylan. Glazer stated: "Rajiv: Would like to schedule a time for a call to catch up and discuss some recent Heritage news. Please let me know when you are available and we'll pencil it in." Malik responded with a phone number where he could be reached in England, and the two spoke the next day.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
188	Malik responded that Mylan would "play fair" and agreed to give up the two accounts to Heritage.	<ul style="list-style-type: none"> <li>• Uses Industry</li> </ul>



Appendix

Paragraph	Text	Reason for Sealing
	Malik specifically cited Heritage's prior agreement to allow Mylan to enter the market for another drug without competition as a reason that Mylan would cede share to Heritage in this instance. The competitors understood that this agreement would allow Heritage to gain market share without eroding the lucrative Doxy DR pricing in the market at that time. Malik told Glazer that he would let others at Mylan know of the plan.	Code Word
191	During that same period, Heritage and Mylan executives continued to discuss the market allocation scheme. For example, on June 11, 2013, M.A., a National Account Manager at Mylan called N.O. and the two spoke for nearly ten (10) minutes. Immediately following that call, N.O. called Malek to report his conversation and left him a voicemail. The two connected fifteen (15) minutes later and spoke for seven (7) minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
192	On June 18, 2013, a senior manager at Wholesaler A emailed L.W., a National Account Manager at Mylan, informing him that he had received an unsolicited bid for Doxy DR from a new entrant. The manager asked that Mylan submit a bid to retain the business by close of business on June 21, 2013. This process is a customary practice in the industry and is often referred to as a "Right of First Refusal" ("ROFR"). An ROFR is often included as a term in supply contracts between manufacturers and their customers, giving the incumbent manufacturer the right to beat a competitor's price and retain the business.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
198	At the same time that Heritage was attempting to secure an agreement with The Pharmacy, both Heritage and its parent company Emcure continued to communicate with Mylan to keep its competitor updated on the company's efforts. In particular, Heritage wanted to make sure that Mylan was still committed to the agreement and would cede the very important large retail pharmacy account to Heritage if challenged. To further this effort, Defendant Mehta of Emcure spoke to Defendant Malik of Mylan on July 18, 2013. Shortly thereafter, V.T., the President of Corporate Development and Strategy at Emcure, emailed Glazer stating "Satish spoke to Rajiv. Call me when free."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
199	After speaking to V.T., Glazer e-mailed Malik asking whether the Mylan President had time that day for a call. Malik responded that he could call Glazer later in the evening. That evening, Malik called Glazer and left a voicemail. Fifteen minutes later, Glazer called Malik back and the two spoke for 4 minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
200	During the call, Glazer conveyed Heritage's strategy and position to Malik about The Pharmacy as well as Doxy DR in general. Glazer told Malik directly that Mylan's reaction to Heritage's bid with The Pharmacy would "set the tone of whether this is a high priced item or more erosion." As set forth more fully below, Mylan's reaction was to cede the business to Heritage and	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	avoid price erosion. After speaking to Glazer, Malik immediately spoke to certain Mylan employees.	
201	On August 6, 2013, M.A. of Mylan called N.O. and the two spoke for nearly thirteen (13) minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
202	On August 15, 2013, an executive at The Pharmacy contacted G.T., a National Account Manager at Mylan, to inform him that The Pharmacy had received an unsolicited bid for the Doxy DR business. The executive gave Mylan a very short turnaround time to submit a counter bid to retain the business.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
204	Later that day, The Pharmacy contacted G.T. notifying him that Mylan's price reduction was not enough to retain the Doxy DR business and offered Mylan a second opportunity to lower its pricing. G.T. responded that he would let The Pharmacy know by the next morning if Mylan intended to submit a revised bid.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
208	For example, on November 25, 2013, after Mylan sought to protect its business with another large account, Malek sent an email to N.O. asking "can you reach out?" N.O. responded: "I have tried with [M.A., Director of National Accounts at Mylan] and nothing. Will try again."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
209	That same day, Malek also emailed Glazer, saying that "Mylan is trying to protect [the one large account at issue]. We should reach out to rajiv [sic.], we need one more account and we are done." Glazer's response made clear the purpose of the agreement with Mylan (maintain high prices) and questioned whether Heritage should take any action that would disrupt that agreement: "We need to look at our market share, current biz and pricing with and without [the one large account at issue] and make a decision. You don't want them retaliating and lowering prices at other accounts."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
212	Shortly thereafter, Heritage was solicited by a large wholesaler requesting a bid for Doxy DR. A.S. learned from the wholesaler that Mayne had provided an unsolicited bid for the Doxy DR business, which prompted the wholesaler to approach the incumbent supplier, Mylan, to see if Mylan would match the price in order to retain the contract. Because the unsolicited Mayne bid essentially re-opened the bid process, the wholesaler asked Heritage if it would like to bid on the Doxy DR as well.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
213	In discussing the issue internally, Malek conceded that Heritage had the Doxy DR supply to fulfill the contract, but wanted "to be careful." Providing a bid would be perceived as an attack on Mylan's	<ul style="list-style-type: none"> <li>• Quotes from Defendants'</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	business and could have resulted in retaliation. A.S. agreed, adding that "we may want to allow Midlothian to have [the large wholesaler's business] since we have [a different, very large wholesale account], and others, already."	<ul style="list-style-type: none"> <li>• Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
214	The next day A.S. responded to the wholesaler and declined to provide a bid. The reason A.S. gave to the customer for the inability to provide the bid was that Heritage might not have enough supply to fulfill a contract with the wholesaler. A.S.'s explanation, however, was a lie, because three days later, she solicited a different customer – a pharmacy chain – and asked if Heritage could bid for that company's Doxy DR business, saying "we have the opportunity to add another customer."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
215	Finally, in August 2014, Heritage refused to bid for the Doxy DR business on an RFP issued by yet another Mylan customer. After deciding against submitting a proposal, Malek sent an internal email to N.O. titled "doxy dr." In the email Malek stated "[f]eel free to let your contact at mylan know we are not bidding on the rfp . . . ."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
218	Defendant Mayne entered the market for Doxy DR in or about February 2014. Even before launching the product, Mayne approached Heritage to discuss its plans. For example, on January 7, 2014, G.S., a Director of National Accounts at Mayne, spoke by phone with A.S., a National Accounts Manager at Heritage, for 12 minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
219	As a result of that conversation, Mayne's initial strategy was to avoid bidding on Heritage customers and to instead target Mylan, which at the time had roughly 60% of the Doxy DR market. That strategy was not entirely successful, however. In an internal Mayne email discussion on February 21, 2014, after learning from a wholesaler that Mylan had retained its business with that wholesaler, C.S., Executive Vice President of Generic Products at Mayne, gave G.S. his understanding of the situation based on his experience in the industry: "How I read this is Mylan has given up several large customers to Heritage and they are not giving any more. We need to go after business at Heritage also." G.S. replied "Perhaps. . . ."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
220	G.S. continued to communicate with A.S. about Doxy DR. They spoke by phone on March 13, 2014 and again four days later on March 17, 2014 for 17 minutes. Later that day, in an email to Malek and	<ul style="list-style-type: none"> <li>• Quotes from Defendants'</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	<p>others at Heritage entitled "Midlothian intel on Doxy DR," A.S. recounted their latest conversation, as well as her current understanding with G.S.:</p> <p>I just spoke with [G.S.] of Midlothian (Mayne Pharma) about Doxy DR. She is the "one-man" show for that company -- she has all accounts including GPOs. She has not been able to get much share on the product yet, so she says.</p> <p>She did not bid OneStop, we have that customer.</p> <p>She did not bid Optisource, we have that customer, and she was aware that Rick had no interest in switching.</p> <p>She has been shut down at WalMart (Walmart said they couldn't go back to Mylan to reduce price again after we bid); and she was shut down at Rite Aid, Cardinal and ABC -- stating Mylan does not seem to want to give up any share. I shared info that we chose not to bid at Cardinal when asked. She will be bidding it on the HD Smith RFP.</p> <p>She will be targeting M&amp;D now. She may go after NC Mutual but the usage is very small there. She already has some GPO business and they already have Publix and WinnDixie business. (Important for tracking reports).</p> <p>They are no where near a contract with WAG yet so she feels like that is not an option.</p> <p>She is feeling pressure from the Mayne Pharma folks to get some share on this product asap. I let her know what accounts we had locked up -- and I got the impression she would not target those folks.</p>	<p>Documents</p> <ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
221	<p>Malek responded: "[t]hanks for the notes below. How well do you know [G.S.]?" A.S.'s response was "I know her pretty well from over the years in the industry."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
222	<p>Only two weeks later, however, Heritage learned that Mayne had made an unsolicited bid for Doxy DR to one of Heritage's large retail pharmacy accounts. On March 31, 2014, Malek emailed A.S. stating that Mayne "[t]ook a shot at our doxy dr [at the large pharmacy account]. Can you reach out?" A.S. responded: "Yes - I can."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
223	<p>The next day, on April 1, 2014, A.S. spoke with G.S. for 27 minutes. Immediately thereafter, A.S.</p>	<ul style="list-style-type: none"> <li>• Quotes from</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	sent a text message to Malek stating "[s]poke with [G.S.] of Midlothian. Said she had to go to [the large pharmacy customer]. Just got declined at Walgreens and went back a second time to cardinal and got declined again." Malek responded that Heritage "can't walk from [the large pharmacy customer]. Tell her to try Walmart."	<ul style="list-style-type: none"> <li>Defendants' Documents</li> <li>Initials of Individuals implicated in the Conspiracy</li> </ul>
224	G.S. called A.S. again the next day and they spoke for 11 minutes. Malek also emailed the CEO Glazer, stating "[w]e are going to have to take doxy dr 30% lower at [the large pharmacy customer]. They don't pick up the phone for less than 20% difference. In this case, we spoke with Midlothian and they have struck out completely on getting share. They have gone to wag [Walgreens] and cah [Cardinal Health] twice and mylan won't budge. Please let me know your thoughts."	<ul style="list-style-type: none"> <li>Quotes from Defendants' Documents</li> <li>Initials of Individuals implicated in the Conspiracy</li> </ul>
225	A.S. and G.S. spoke again on April 9, 2014 for 3 minutes. A.S. then reported the conversation to Malek and N.O.: "Just got a call from [G.S.] at Midlothian and she said she has offers in to [McKesson] One Stop and Econdisc."	<ul style="list-style-type: none"> <li>Quotes from Defendants' Documents</li> <li>Initials of Individuals implicated in the Conspiracy</li> </ul>
226	<p>The next day, A.S. and G.S. exchanged a series of text messages:</p> <p>(1:14pm) A.S.: "Hi! It is [A.S.]! Just getting back to you on our discussion yesterday. I don't have either account but my boss said since we are strategically aligned with both they will probably not move. We will protect. Sorry – I know it is not the news you wanted to hear."</p> <p>(1:16pm) G.S.: "Thanks. Had he given up CVS we would not have gone after the other two. We'll just keep going back as soon as we can."</p> <p>(1:18pm) A.S.: "I am bummed for you. I am keeping my ears open to understand the landscape too. I will let you know what I find out. Best bets are the RFPs that are out now."</p> <p>(1:19pm) G.S.: "Need volume. Need one Large account."</p>	<ul style="list-style-type: none"> <li>Quotes from Defendants' Documents</li> <li>Initials of Individuals implicated in the Conspiracy</li> </ul>
227	Mayne continued to look for a large account over the next several months. Heritage did walk away from one account in May, 2014 when Mayne underbid Heritage's price. Upon learning of the unsolicited bid from Mayne, K.F., Associate Director of Pricing and Contracts at Heritage, asked Malek, "[l]et me know what you want me to do on this. Would like to keep, but at the same time,	<ul style="list-style-type: none"> <li>Quotes from Defendants' Documents</li> <li>Initials of</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	Midlothian will keep going after accounts." To that, Malek responded, "[w]e will walk."	Individuals implicated in the Conspiracy
228	In November 2014, Mayne again put in offers to McKesson One Stop and Econdisc. On November 20, 2014, M.E. sent an email to Malek and others at Heritage stating "Midlothian has taken another shot at our business on the Doxy 150mg at Econdisc and we have to respond to this in a timely manner."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
229	The next morning, A.S. sent a text message to G.S. stating "Happy Friday! Do you have a minute to talk about Econdisc?" G.S. responded, "Yes. Call me." A.S. then called G.S. and the two spoke for 15 minutes.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
230	A.S.'s notes reflect that when they spoke, she asked G.S. what her goals were with respect to Doxy DR. G.S. responded that Mayne was looking for market share; she told A.S. that Mayne had to get a "big customer like Econdisc." G.S. told A.S. that she had also submitted an offer to McKesson 10 days ago. A.S. floated the idea that Heritage may be willing to walk from Econdisc if Mayne would agree not to price Doxy DR aggressively, and if Mayne would also agree to withdraw its offer to McKesson.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
231	Immediately after speaking with G.S., A.S. sent an email to Malek with a subject line "spoke with [G.S.]" and stating "[c]an discuss any time."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
232	After conveying to Malek what she had discussed with G.S., A.S. and G.S. exchanged several voicemails and text messages over the course of the day.	<ul style="list-style-type: none"> <li>• Initials of Individuals</li> </ul>



Appendix

Paragraph	Text	Reason for Sealing
		implicated in the Conspiracy
233	Later in the afternoon on November 21, 2014, N.O. sent an email to Malek and others at Heritage, stating "Midlothian coming after us @ McKesson. Will discuss with you on Monday." Malek immediately forwarded the email to A.S. who responded, "[G.S.] and I played phone tag after I had spoken to you for the second time so we will definitely connect Monday."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
234	On November 24, 2014, A.S. and G.S. connected by phone and spoke for six (6) minutes. After speaking with G.S., A.S. emailed Malek stating "Just spoke with her ... can you call me anytime?" Within a half hour, after speaking with Malek, A.S. made a formal offer to G.S. by text message: "If you retract McK[esson] - we will give up Econ[disc]. I can talk anytime."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
235	The next day, November 25, 2014, Malek emailed A.S. asking "[d]id you speak with [G.S.]?" A.S. responded "Yes -- told her exactly what we talked about. She is on vacation this week but was going to try to rescind McKesson. . . ." Malek ended the conversation by saying "[s]ounds like we know what we need to do."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
236	In internal email communications in the weeks following this agreement, Heritage CEO Glazer confirmed that Heritage was "walking away from one [customer] so pricing would stabilize" and that Heritage "wanted to give Midlothian market share so they stop eroding" the price for Doxy DR.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
237	A.S. and G.S. continued to communicate throughout December 2014, by text message and even in person at the American Society of Health-System Pharmacists ("ASHP") conference on December 9, 2014.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
238	When Econdisc put the Doxy DR business out to bid again in January 2015, Heritage made sure that it bid a higher price than Mayne (a "cover bid"), which fulfilled Heritage's end of the agreement by	<ul style="list-style-type: none"> <li>• Quotes from</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	"walking" from Econdisc. As one Heritage employee described it in March 2015, "[w]e basically walked from Doxy DR" at Econdisc.	Defendants' Documents
239	This anticompetitive agreement between Heritage and Mayne continued until at least December, 2015, and the effects were felt for much longer. For example, in September, 2015, Heritage was approached by a large nationwide pharmacy chain requesting a bid on Doxy DR. A.S., initially excited about the opportunity, confirmed internally that Heritage had the capacity to bid. Malek cautioned, however, that "[w]e need to know why this is out to bid and find out who the incumbent is" before providing a response.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
240	After finding out that the incumbent supplier was Mayne, A.S. reached out to G.S. by text message. G.S. confirmed that Mayne had no supply issues and that the pharmacy chain was simply shopping for a better price. In accordance with their agreement not to compete with each other and avoid price erosion, Heritage refused to provide a bid. That same day, A.S. sent another text message to G.S. reiterating Heritage's intent to abide by the agreement, stating: "Confirming we are not bidding." G.S. responded: "Thank you."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
249	On March 7, 2013, A.S. spoke to T.S., the Director of National Accounts at Lannett, for fourteen (14) minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
250	On March 13, 2013, A.S. sent an email to T.S. at Lannett stating: "Hi [T.S.]! I just had a question for you on Doxycycline Monohydrate. Would you have a chance to chat today? Or tomorrow? Let me know a convenient time for you..." They spoke later the same day for five (5) minutes and discussed Heritage's intent to increase Doxy Mono prices.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
251	On March 17, 2013, Malek created a spreadsheet, which he then forwarded to himself by email, which included various items on which he wanted to follow up. Included was a reference for "Price Increases: Take Doxy Mono up more than 3x asap." On March 21, 2013, Malek emailed Glazer expressing his intention to increase the price for Doxy Mono by as much as four (4) times the current price, and asking for Glazer's thoughts.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
252	On March 25, 2013, T.S. sent an email to her boss, the Vice President of Sales at Lannett, titled "Recap." In that email, she indicated that she was "[w]orking on a WAC & SWP review" for certain drugs, including Doxy Mono, but had heard that "there will be a price increase on Doxycycline from Heritage soon. We are waiting to find out when and why." T.S. continued to communicate with A.S. about Doxy Mono, through numerous phone conversations, text messages and in-person meetings over the next several months.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
253	253. Also on March 25, 2013, Malek sent an email to his sales team indicating that Heritage would be "taking a price increase in the market this week" for Doxy Mono and another drug.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
254	Heritage kept in contact with its Doxy Mono competitors throughout 2013. A.S., in particular, spoke, texted and met in person with several different Lannett employees over the period. She called T.S. on April 25, 2013 and left a message. T.S. returned the call the next day and they spoke for more than eight (8) minutes. They spoke again on May 13, 2013 for almost six (6) minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
255	The next day, A.S. and T.S. attended a conference together, where they again discussed Doxy Mono. During the day on May 14, 2013, they exchanged the following text messages: A.S.: "Meeting in parking lot at Cardinal at 5:45 to carpool over. Can meet you at Cardinal then or at the bar? Should be to bar a little after 6." T.S.: "I have a conference call in a half hour about a market wide increase. I might have to meet you at the bar." A.S.: "Ok sounds good – see u there" A.S.: "Is it doxy mono?" T.S.: "Headed over now."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
256	Similarly, on June 4, 2013, A.S. called and texted with G.W., a Director of National Accounts at Lannett. On June 5, 2013, while at a conference with T.S., A.S. and T.S. exchanged numerous calls and text messages.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
257	Lannett increased its pricing for Doxy Mono effective June 12, 2013. When it was asked by one customer in July 2013 whether Lannett could provide a lower price for Doxy Mono, a Lannett National Account Manager stated: "We just took a price increase on this item effective 6/12/13. This is our standard pricing across the board going forward. Any pricing you see out there right now will	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	not be that low for long."	
258	During this same time period, the four competitors selling Doxy Mono were all communicating frequently. For example, the day before Lannett raised its price – June 11, 2013 – N.O. of Heritage spoke to M.A. of Mylan for nearly ten (10) minutes. T.S. of Lannett was also communicating with K.O., the Vice President of National Accounts at Par, during this time period. The two were friends who frequently saw each other and spoke in person at trade shows and customer conferences. K.O., in turn, was in frequent communication with M.A. of Mylan during June and July 2013, speaking numerous times, including several calls on June 7, 2013 and June 13, 2013 – the day after Lannett raised its prices for Doxy Mono. K.O. was also in frequent communication with G.W. at Lannett, exchanging nine (9) text messages on June 11 and 12, 2013.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
259	Heritage was slower to raise its prices for Doxy Mono, due to supply problems throughout 2013. But A.S. continued to keep in frequent communication with Lannett and other competitors. She met in person with T.S. and K.O. from Par during a conference in Arizona on August 1 and 2, 2013. This was followed by a flurry of communications between the four competitors in August 2013.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
260	At some point thereafter, as Heritage was evaluating its planned price increase, Malek asked A.S. to obtain specifics regarding Lannett's price increase for Doxy Mono. That resulted in the following text message exchange between A.S. and T.S. on August 12, 2013, after they had again met in person together at a conference: A.S.: "From our conversation, [i]ncreasing WAC too?" T.S.: "Yes" A.S.: "When are you guys changing WAC or have u already?" T.S.: "Are you free at 4:30?" A.S.: "Yes—but still need to hang around for 5pm mtg" T.S.: "OK I'll swing by"	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
261	The next day, August 13, 2013, while still together at the conference, A.S. texted T.S. saying "Let's connect sometime today—need a little more specifics on the \$ we discussed." That same day, A.S. also exchanged several text messages and phone calls with L.C., another National Accounts Representative at Lannett. G.W. of Lannett also sent a text message to K.O. of Par.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
262	Later that evening, the Senior Vice President of Generic Sales at Par sent an internal email to the Vice President of Marketing and Business Analytics, stating: "I hear that Lannett is taking a price increase	<ul style="list-style-type: none"> <li>• Quotes from Defendants'</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	on doxy mono and Heritage will follow." The email was forwarded internally at Par with the instruction: "FYI...we will follow. . . . No new opps until we see where pricing ends up."	<p>Documents</p> <ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
263	One week later, on August 20, 2013, A.S. confirmed via email to Malek that Lannett had "tripled WACs and did/will do similar to contract prices."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
264	In October, A.S. informed a customer that "[w]e are expecting continued supply issues with" Doxy Mono and that "supply will be tight through Oct and Nov."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
265	On January 23, 2014, A.S. informed a large supermarket chain customer that "I also wanted to let you [know] that we are looking to take a price increase on all the Doxy Monohydrate skus some time in 2014."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
268	On April 22, 2014, Heritage held a "Price Increase Discussion" teleconference. Present on the teleconference were members of the Heritage sales team as well as Malek. Malek ran the call, and dictated the strategy for Heritage.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
269	During the teleconference, Malek identified eighteen (18) different drugs that Heritage would target for price increases. Prior to the call, Malek had circulated to his sales team a spreadsheet which listed each drug, the competitors for each and their respective market shares. The list included	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	Acetazolamide ER, Carisoprodol ASA, Cidofovir, Doxy Mono (which was slated for a "big price increase"), Fosinopril-HCl/HCTZ, Glipizide-Metformin HCl, Glyburide, Glyburide-Metformin HCl, Leflunomide, Meprobamate, Methimazole, Nimodipine, Nystatin, Paromomycin, Theophylline ER and Verapamil HCl, among others. In order to accomplish the price increases, Malek instructed members of the sales team to immediately reach out to their contacts at each competitor for the drugs on the list, and attempt to reach agreement on the price increases. Different Heritage employees were identified as being primarily, although not exclusively, responsible for communicating with different competitors.	
270	Malek had been working on the price increases for weeks before holding this meeting with his sales team. He held a meeting with K.F. and D.L. of Heritage during the week of April 14, 2014 and asked them to begin analyzing the impact of the planned price increases.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
271	Malek also began communicating with competitors even before he instructed his sales team to start doing so during the April 22, 2014 price increase discussion. He was responsible for communicating with Teva, which was a competitor on seven (7) of the drugs on the list: Acetazolamide, Glipizide-Metformin, Glyburide, Glyburide-Metformin, Leflunomide, Nystatin and Theophylline. Malek had a direct relationship with N.P., Teva's Director of Strategic Customer Marketing. He called her on April 15, 2014 and they had a seventeen (17) minute phone conversation during which N.P. agreed that if Heritage increased prices for the drugs on the list, Teva would follow or, at a minimum, would not challenge Heritage's price increases by underbidding Heritage.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
272	For two of the drugs – Nystatin and Theophylline ER – Teva had already been planning a price increase and Malek and N.P. agreed that Teva would take the lead on those increases.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
273	273. In the next few months after April 2014, Malek spoke to N.P. several more times, and Malek kept N.P. informed with more details about when Heritage would be increasing prices for those drugs.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
274	Malek was also responsible for communicating with Defendant Ascend – who, as detailed above, was a new entrant in the market for Nimodipine – and offering Ascend a one-third (1/3) share of the market in exchange for not competing on price. Malek reached out to J.D., the Executive Vice President of Sales and Marketing at Ascend, through LinkedIn earlier in April after learning that Ascend had received approval to sell Nimodipine, and they exchanged several messages. Malek	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>



Appendix

Paragraph	Text	Reason for Sealing
	called J.D. on April 22, after the Heritage Price Increase Discussion, and they spoke for nineteen (19) minutes. Upon information and belief, during this conversation they agreed on a plan where Heritage would raise its prices, Ascend would enter the market at a high price to avoid erosion, and in exchange Heritage would walk away from certain accounts that Ascend had targeted so that Ascend could gain market share at favorable pricing.	
275	In response to Malek's directive, the Heritage sales team started contacting their competitors immediately. A.S., for example, communicated with three counterparts at different competitors shortly after the call, reaching agreements with all of them to raise prices. First, she spoke to S.K. at Caraco for forty-five (45) minutes, and they agreed to increase prices for Nystatin and Paromomycin. She then spoke to M.D., a National Account Manager at Actavis, for more than nine (9) minutes and they agreed to increase prices for Glyburide-Metformin HCI and Verapamil. Last, she spoke to T.S. at Lannett for nearly twenty-nine (29) minutes, during which they agreed to raise prices of Doxy Mono.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
276	Similarly, N.O. was able to reach an agreement the next day with his counterpart at Mylan to raise prices on at least 3 different drugs: Doxycycline Monohydrate, Glipizide-Metformin and Verapamil. As he stated to Malek and A.S. in an email titled "Mylan," dated April 23, 2014: "Just let me know a day before we price adjust on the three Mylan products and they will put the word out to the reps to leave us alone. They are looking at price increases as well on a number of products." N.O. had spoken to M.A., a Director of National Accounts at Mylan, shortly before sending the email.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
277	Over the coming days and weeks, both Malek and Glazer pushed other Heritage employees to communicate with their competitors and obtain agreements to raise prices. On April 28, 2014, Malek sent an email to Heritage employee D.L., titled "bindo", referring to Defendant Aurobindo. In the email Malek stated "Let me know when you speak with [P.M., the Senior Director of Commercial Operations at Aurobindo.]" On the list of 18 generic drugs identified for price increases, D.L. had been charged with the responsibility for communicating about the drug Fosinopril/Hydrochlorothiazide ("Fosi/HCTZ"), of which Aurobindo was a competitor. Aurobindo was also a competitor with Heritage for the drugs Glyburide and Glyburide-Metformin. D.L. exchanged several voicemails with P.M. on April 28 and 29, 2014, but they were unable to connect.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
278	The next day, Glazer followed up with an email to D.L. titled "Aurobindo", stating "JM wanted me to ask you if we are all set so we can implement pricing?" D.L. responded saying "[w]e have been playing phone tag. I have reached someone internally but would like to get it up the ladder." One day later, Malek followed up with D.L. again, asking "[a]ny contact?"	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
		<ul style="list-style-type: none"> <li>Individuals implicated in the Conspiracy</li> </ul>
279	<p>D.L. was finally able to connect with P.M. on May 8, 2014 for a sixteen (16) minute phone call. They also spoke on June 25, 2014 for eighteen (18) minutes, and again on July 7, 2014 for three-and-a-half minutes.</p>	<ul style="list-style-type: none"> <li>Initials of Individuals implicated in the Conspiracy</li> </ul>
280	<p>In an email exchange between A.S. and Malek on May 6 and 7, 2014, Malek explained that he had been able to successfully obtain agreements to raise the price of the drug Acetazolamide. Malek had previously asked A.S. to hold off on a price reduction request on Acetazolamide from a large GPO customer. Malek told her "[w]e have buy in from all to go up..." and that Heritage would not agree to reduce its price. As Malek stated: "We are going to pass [on reducing the price] and most likely are taking an increase within the next week."</p>	<ul style="list-style-type: none"> <li>Quotes from Defendants' Documents</li> <li>Initials of Individuals implicated in the Conspiracy</li> </ul>
281	<p>On May 8, 2014, Malek sent an email to N.O. asking "Did you ever to [sic] with [M.B.] at Par?" Par was a competitor with Heritage for two of the drugs on the target list: Doxy Mono and Methimazole. N.O. was identified as a Heritage employee primarily responsible for communicating on both of those drugs. N.O. and M.B. were finally able to communicate by phone on June 2, 2014.</p>	<ul style="list-style-type: none"> <li>Quotes from Defendants' Documents</li> <li>Initials of Individuals implicated in the Conspiracy</li> </ul>
282	<p>Also on May 8, 2014, Malek sent an email to the Heritage sales team, stating: Two weeks back we had a teleconference regarding 13 [sic] products where the pricing dynamics may change. We each had takeaways, can everyone confirm or not who they have/not spoken with since our call? Need to move forward with the plan asap.</p>	<ul style="list-style-type: none"> <li>Quotes from Defendants' Documents</li> </ul>
283	<p>M.E. responded immediately: "Spoke with everyone and waiting in [sic] feedback on Mepro[bamate]." M.E. had been tasked with communicating with Defendant Dr. Reddy's about Meprobamate and also with Defendant Apotex regarding Leflunomide. He had initially exchanged 6 text messages with his counterpart at Dr. Reddy's, J.A., on April 24, 2014, and then the two spoke briefly on May 6, 2014.</p>	<ul style="list-style-type: none"> <li>Quotes from Defendants' Documents</li> <li>Initials of Individuals implicated in the Conspiracy</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
284	A.S. responded with a similar message: "Jason: I made contact with all my take aways -- with positive results. I can resend those notes or talk with you on any details." A.S. had been tasked with communicating with Defendants Lannett (a competitor for Doxy Mono), Actavis (Glyburide/Metformin and Verapamil) and Sun (Nystatin and Paromomycin), among others.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
285	K.B., an Associate Director of Institutional Sales at Heritage, also replied that she had spoken with two different Mylan individuals about the drug Cidofovir: I spoke with my friend who is NA [National Accounts] at Mylan and just alluded to the fact that we may take a price increase on Cidofovir and he said I have no control over these types of things ... so I told him to just be on the lookout for it and convey to his internal people that we had taken an increase ... he said they would most likely follow. I also talked to one of the Regional Reps at the HCP show and mentioned it to him ... he said if it's not already on our 'to do list' it will be.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
287	The following week, A.S. met in person and discussed the price increase strategies with a number of different competitors at the MMCAP conference. During that conference she was able to personally reach and/or confirm agreements with at least Defendants Aurobindo (Fosinopril/HCTZ, Glyburide and Glyburide/Metformin), Sandoz (Carisoprodol and Fosi-HCTZ) and Lannett (Doxy Mono), among other competitors. She advised Malek of her success via email on May 15, 2014: Hi Jason: At the MMCAP meeting yesterday, spoke with some other industry reps and found similar like minding on the pricing strategies we discussed. Overall, spoke with Aurobindo ([T.G.]), Sandoz ([C.B.]), Perrigo ([P.H.]) (Colistimethate), Xgen ([B.P.]) (Colistimethate), and Lannett ([T.S.]). . . . I will try to meet with the Teva rep, L.P., today. Supposedly, Midlothian is here too -- but I have not seen G.S. yet. . . .	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
288	On June 3, 2014, while at another customer conference, A.S. met in-person for dinner and drinks with two of Heritage's competitors on Doxy Mono – K.O. of Par and T.S. of Lannett – as well as other competitors including C.B., a Director of National Accounts at Sandoz.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
289	On June 23, 2014, Heritage employees had a "Price Change Call", to discuss the specific percentage amounts by which they would seek to increase the pricing of certain drugs, including drugs for which they had already obtained agreement from all competitors (or potential future competitors), and the strategies for doing so. Included on the list were: Acetazolamide (75% increase); Paromomycin (100% increase); Glyburide (200% increase); Nimodipine (48% increase); Theophylline (150%	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	increase); and Nystatin (95% increase). It was discussed on the call that those six increases alone would amount to an additional \$16 million in profit per year for Heritage, assuming no loss in market share.	
290	Malek continued to push Heritage employees to discuss the planned price increases with competitors, and he continued to do the same. On June 25, 2014, Malek spoke with N.P. at Teva for nearly fourteen (14) minutes and informed N.P. that Heritage would be increasing prices for a number of drugs sold by Teva shortly.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
291	On June 26, 2014, A.S. sent a text message to a contact at a large wholesaler customer stating that "As of 7/1, [m]arket wide we are increasing prices on: Paromomycin, Nimodipine, Acetazolamide ER, Fosi/HCTZ, Glip/Met, Glyburide and Theophylline ER. You will see only the Paro and Nimo increases—you have those letters." Moments later, she followed up with another text message: "Here are the approximate/average \$ increases on the other items: Acetazolamide 75% increase, Fosi/HCTZ 200%, Glip/Met 100%, Glyburide 200%, Theo ER . . . 150%."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
292	On July 1, 2014, Malek sent an email to the Heritage sales team titled "update - price increase." The email read: Team: Looks like you are making good traction with our July 1 price increase. Going forward, send a summary to [K.F.] and me at each cob of who is not yet signed with a status and plan. Please send each day until further notice or until all or [sic] accounted for. Any questions please call me directly.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
297	Jason Malek was responsible for obtaining Teva's agreement to the price increases. Malek spoke with N.P., his contact at Teva, on April 15, 2014 for more than seventeen (17) minutes, and they discussed Heritage's intention to raise the price of Acetazolamide and other drugs. During that phone call, N.P. agreed that if Heritage did raise the price of Acetazolamide (and/or the other drugs), Teva would follow with its own price increase or, at least, would not challenge Heritage's price increases by seeking to underbid and take Heritage's accounts. Malek and N.P. spoke several more times over the next several months and confirmed the agreement to raise prices, and Malek updated N.P. on the progress of the Heritage increases.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
298	The day after Malek spoke to N.P. – April 16, 2014 – N.P. called K.G., the Senior Director of National Accounts at Zydus, and the two spoke for nearly twenty (20) minutes. K.G. called N.P. back a day later and they spoke again for nearly twelve (12) minutes. N.P. and K.G. continued to communicate frequently over the next several months. Other Teva and Zydus employees were also in close communication. For example, J.P., an Associate Director of National Accounts at Teva, exchanged numerous text messages with K.R., the Vice President of Sales at Zydus, on May 14,	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	2014.	
299	For Heritage, Malek was also responsible for communicating with Zydus. On April 24, 2014, he contacted K.R., the Vice President of Sales at Zydus through the website LinkedIn, saying: "Hi Kristy, I hope this email finds you doing well. I wanted to see if you have a few minutes to chat. Let me know when you are free." K.R. responded later that day: "Hi Jason – I'm out in Arizona. I can give you a call tomorrow afternoon or call me anytime."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
300	By May 7, 2014, Malek confirmed to A.S. that Heritage had already obtained "buy in from all to go up" on Acetazolamide pricing, which A.S. referred to as "one of our strategic items," and expressed an intention to raise prices within the next week.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
302	On June 23, 2014, Heritage had a "Price Change Call," during which Malek and members of the Heritage sales team discussed an intention to raise prices for Acetazolamide by 75%.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
303	Three days later, on June 26, 2014, Heritage began sending out price increase notices to its customers of Acetazolamide. That same day, A.S. sent a text message to her contact at a large wholesaler customer informing her that Heritage would be increasing prices on Acetazolamide ER and a number of other drugs "market wide." She informed her contact that Acetazolamide prices would be increasing by 75%.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
308	On May 2, 2014, M.E. of Heritage was able to connect with J.B., the Vice President of Sales and Marketing at Glenmark, through the website LinkedIn.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
309	D.L. of Heritage was tasked with primary responsibility for communicating with Aurobindo about Fosi-HCTZ price increases. After several attempts, he spoke by phone with P.M. at Aurobindo on May 8, 2014 for sixteen (16) minutes. The same day, P.M. called the Executive Vice President of	<ul style="list-style-type: none"> <li>• Initials of Individuals</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	Generics at Glenmark, J.G., and they spoke for more than fourteen (14) minutes. The next day, May 9, 2014, T.G. of Aurobindo spoke with J.J., the Director of Sales and Marketing at Glenmark, for more than nine (9) minutes.	implicated in the Conspiracy
310	Also on May 9, 2014, Heritage held another internal call about "Price Increases." Fosi-HCTZ was again on the list of drugs slated for a price increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
311	Less than a week later, A.S. spoke to representatives from both Aurobindo and Sandoz about the Heritage "price increase strategies," for Fosi-HCTZ and other drugs, during an MMCAP conference in Minnesota. In particular, she spoke to T.G., the Director of National Sales at Aurobindo, and C.B., a National Accounts Executive at Sandoz. After meeting in person with both competitors on May 14, 2014, A.S. reported to Malek that she had found "similar like minding on the pricing strategies we discussed."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
312	The next day, May 15, 2014, T.G. of Aurobindo and C.B. of Sandoz spoke by phone and texted multiple times.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
313	Also on May 15, 2014, Heritage received notification from a large pharmacy customer that Aurobindo had recently provided a lower bid for Fosi-HCTZ. In discussing internally whether Heritage should reduce its price to retain the business, A.S. recommended that Heritage "walk" from Fosi-HCTZ with this particular customer because, based on her conversation one day prior with T.G., Aurobindo was on board with the price increase strategy. A.S. explained that "[t]he Fosi/HCTZ has some other pricing strategies at work – I spoke with a rep from Aurobindo yesterday and moving forward there should be better synergies; this bid was from earlier this year before new strategies were discussed."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
	On May 21, 2014, A.S. exchanged text messages with C.B. of Sandoz, confirming that she had his correct cell phone number.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
315	On June 3, 2014, A.S. again exchanged text messages with C.B. and invited him to meet with her and a group of friends and competitors for drinks at the Sandbar Restaurant while at an HDMA conference in Phoenix, AZ.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the</li> </ul>



Appendix

Paragraph	Text	Reason for Sealing
		Conspiracy
316	These approaches by Heritage to Aurobindo and Sandoz sparked a flurry of communications between T.G. of Aurobindo and his counterparts at both Sandoz and Glenmark. In a one-week period between June 3, 2014 and June 10, 2014, T.G. had three (3) phone calls with C.B. at Sandoz, and five (5) phone calls and multiple text messages with J.J. of Glenmark. Other than one phone call with J.J. on August 26, 2014, T.G. did not text or speak with either of them again by phone until April 8, 2015. On June 16, 2014, J.G. of Glenmark called P.M. at Aurobindo and they spoke for more than twenty-two (22) minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
317	D.L. of Heritage also spoke again with P.M. of Aurobindo on June 25, 2014 for eighteen (18) minutes, and on July 7, 2014 for three-and-a-half minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
318	Also on June 25, 2014, A.S. texted her friend K.A. of Citron, inquiring whether Citron would be entering the market for Glyburide. During that text message exchange, A.S. learned that Citron was also entering the market for Fosi-HCTZ in addition to Glyburide. A.S. informed K.A. of Heritage's plan to increase pricing on Fosi-HCTZ, and that Aurobindo was a competitor for that drug.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
319	On June 26, 2014, A.S. informed her contact at a large wholesaler customer that Heritage's prices would be going up for Fosi-HCTZ market wide by 200% as of July 1, 2014.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
320	Shortly after this text message exchange, on July 1, 2014, K.S., the Executive Vice President of Sales & Marketing at Citron, called D.L. at Heritage, informing him that she had been "looped" in on Heritage's plan. They spoke for nearly thirteen (13) minutes. According to A.S.'s notes, K.S. told D.L. that Heritage employees should not try to communicate with Citron through email. She also told D.L. that A.S. should not communicate through K.A., but should instead call L.S., Vice President of Sales at Citron, if she had sensitive information to convey about Fosi-HCTZ or the other price increase drugs.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
321	The next day, July 2, 2014, L.S. of Citron called A.S. and they spoke for nearly twenty-two (22) minutes. They continued to speak frequently through July and August 2014 about Fosi-HCTZ and other drugs.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
322	D.L. of Heritage also spoke directly with J.G. at Glenmark on July 18, 2014 for nearly twenty-three (23) minutes, and on July 30, 2014 for more than five (5) minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals</li> </ul>



Appendix

Paragraph	Text	Reason for Sealing
		implicated in the Conspiracy
323	Citron also communicated directly with Aurobindo. On July 28, 2014, L.S. of Citron called and texted P.M. at Aurobindo several times until they were finally able to speak by phone later that day for more than twenty-four (24) minutes. These were the first and only communications ever between the two by phone or text.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
324	Heritage began sending out Price Increase Notices to its customers for Fosi-HCTZ on June 26, 2014. The next day, P.M. of Aurobindo and J.G. of Glenmark spoke twice, with one call lasting almost eighteen (18) minutes. They continued to speak with some frequency over the next several months.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
326	On July 14, 2014, K.S. of Citron spoke with J.G. of Glenmark twice – once for seven (7) minutes and again shortly after for more than thirteen (13) minutes. The next day, Citron increased its pricing for Fosi-HCTZ to be in line with the price increases adopted by Heritage.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
331	Jason Malek was responsible for communicating with Teva about Glip-Met price increases. Malek spoke with N.P., his contact at Teva, on April 15, 2014 for more than seventeen (17) minutes, and they discussed Heritage's intention to raise the price of Glip-Met and other drugs. During that phone call, N.P. agreed that if Heritage did raise the price of Glip-Met (and/or the other drugs), Teva would follow with its own price increase or, at least, would not challenge Heritage's price increases by seeking to underbid and take Heritage's accounts. Malek and N.P. spoke several more times over the next several months and confirmed the agreement, and Malek updated N.P. on the progress of the Heritage increases.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
332	N.O. was primarily responsible for communicating with Mylan about Glip-Met. N.O. spoke to M.A. of Mylan on April 23, 2014 and reached an agreement to raise prices for Glip-Met and two other drugs. Shortly after speaking to M.A., N.O. sent an email to Malek and A.S. titled "Mylan," stating: "Just let me know a day before we price adjust on the three Mylan products and they will put the word out to the reps to leave us alone. They are looking at price increases as well on a number of products."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
333	Teva and Mylan were also in frequent communication during this time period. For example, J.N., Vice President of Sales at Mylan, spoke with D.R., a National Accounts Director at Teva, multiple times on May 9, 2014, including one call that lasted more than seven (7) minutes. The two continued	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	to stay in close contact throughout the rest of 2014.	Conspiracy
334	On May 9, 2014, Heritage held another internal call about "Price Increases." Glip-Met was again on the list of drugs slated for a price increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
335	On June 26, 2014, A.S. informed her contact at a large wholesaler customer that prices would be going up for Glip-Met market wide by 100% as of July 1, 2014. Heritage began sending out Price Increase Notices to its customers for Glip-Met the same day.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
337	As promised, neither Teva nor Mylan significantly challenged Heritage on its price increases. Teva, in fact, increased its bid prices to potential customers, and by November of 2014, K.F. reported to Malek internally that "a majority" of the Heritage price increases for Glip-Met "had stuck up to [that] point."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
341	Jason Malek was responsible for communicating with Teva regarding Glyburide price increases. Malek spoke with N.P., his contact at Teva, on April 15, 2014 for more than seventeen (17) minutes, and they discussed Heritage's intention to raise the price of Glyburide and other drugs. During that phone call, N.P. agreed that if Heritage did raise the price of Glyburide (and/or the other drugs), Teva would follow with its own price increase or, at least, would not challenge Heritage's price increases by seeking to underbid and take Heritage's accounts. Malek and N.P. spoke several more times over the next several months and confirmed the agreement to raise prices, and Malek updated N.P. on the progress of the Heritage increases.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
343	For example, on May 8, 2014, D.L. of Heritage spoke by phone with P.M. of Aurobindo for sixteen (16) minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
344	On May 9, 2014, Heritage held another internal call about "Price Increases." Glyburide was again on the list of drugs slated for a price increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants'</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
		Documents
345	<p>Less than a week later, A.S. spoke to T.G. from Aurobindo about the Heritage "price increase strategies" for Glyburide and other drugs, during an MMCAP conference in Minnesota. After meeting with the Aurobindo representative on May 14, 2014, A.S. reported to Malek that T.G. had expressed "similar like minding on the pricing strategies we discussed."</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
346	<p>On June 23, 2014, Heritage employees held a "Price Change Call," where they discussed the specific percentage amounts by which they would seek to increase certain drugs, and the strategies for doing so. Among those included on the list was Glyburide, which was slated for a 200% increase.</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
347	<p>Around this time Heritage also learned that there may be a new entrant in the Glyburide market. On June 25, 2014, A.S. texted her friend K.A., a Corporate Account Specialist at Citron. A.S. wanted to determine whether Citron would be selling Glyburide in the near future:</p> <p>A.S.: "Work question: is Citron launching Glyburide anytime soon?"</p> <p>K.A.: "Yes we currently have the product in our warehouse."</p> <p>A.S.: "We are raising the price right now -- just letting you know. Teva says they will follow."</p> <p>A.S.: "Aurobindo agrees too."</p> <p>K.A.: "?"</p> <p>K.A.: "You have micronaise brand equivalent."</p> <p>K.A.: "And are you also raising your wacs?"</p> <p>A.S.: "Sorry -- was on conference call. Ours is Micronase? Is yours Micro or Diabeta?"</p> <p>K.A.: "Micro"</p> <p>A.S.: "I don't think we changing WAC - verifying now"</p> <p>K.A.: "Okay i talked to [K.S., Executive Vice President, Sales &amp; Marketing at Citron] we are def in to raise pricing... are doing this immediately, i know she was mentioning teva can take a while to raise prices"</p> <p>A.S.: "Teva is slow but conversations have been good."</p> <p>A.S.: "No change to WAC for us"</p> <p>A.S.: "We are raising our customers 200% over current market price"</p> <p>K.A.: "Okay ill make sure the appropriate people find out"</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	<p>A.S.: "Teva has 66% of mkt- great target for share! By [sic] [t]hey should play fair. Aurobindo and us each have about 18% share. Good luck!" K.A.: "Thanks! Is this something you will be doing like this week?"</p> <p>A.S.: "Letters going out this week! A lot of customers have 30 day notices and price protection so real price will be felt in 30+ days"</p> <p>K.A.: "Perfect makes sense... Your not doing anything with glyb/met pricing right?"</p> <p>A.S.: "Not yet- but is on a short list!"</p> <p>A.S.: "Glyburide and Fosi/HCTZ are increasing too- those are Aurobindo items too"</p> <p>K.A.: "Okay yeah we have that too... Thanks for the info!"</p>	
138	<p>Shortly after this text message exchange, A.S. reported to the Heritage sales team, in an email titled "Citron: Glyburide", that "Citron is launching soon – product is in their warehouse now. They have our version – rated to Micronase. They are on board – communication is good." In a reply the next day, N.O. cautioned that "[t]hey will still need to get some market share. May keep away initially, but we need to be prepared to lose some."</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
139	<p>On June 26, 2014, A.S. informed her contact at a large wholesaler customer that Heritage's prices would be going up for Glyburide market wide by 200% as of July 1, 2014.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
350	<p>On July 1, 2014, K.S. of Citron, called D.L. at Heritage, confirming Citron's agreement to raise prices and informing him that she had been "looped" in on Heritage's plan. They spoke for nearly thirteen (13) minutes. According to A.S.'s notes, K.S. told D.L. that Heritage employees should not try to communicate with Citron through email. She also told D.L. that A.S. should not communicate through K.A., but should instead call L.S., Vice President of Sales at Citron, if she had sensitive information to convey about Glyburide or the other price increase drugs.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
351	<p>The next day, July 2, 2014, L.S. of Citron called A.S. and they spoke for nearly twenty-two (22) minutes. They continued to speak frequently through July and August 2014 about Glyburide and other drugs.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
		Conspiracy
353	The unlawful agreement resulted in specific price increases to customers who sold Glyburide to customers nationwide. For example, on July 9, 2014, Teva was contacted by a large national retail chain requesting a bid on both Glyburide and Nystatin, due to the Heritage price increases. The request was forwarded to N.P., with the questions: "Are you aware of the below? Should we engage?"	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
354	N.P. responded by reiterating her understanding of the agreement between Heritage and Teva on the two drugs at issue: "I am aware. Heritage is likely following Teva on the Nystatin. They are likely leading Glyburide Micronase. Per our conversation, please enter in Delphi for tracking purposes, but we will not be bidding. Thanks."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
356	After Heritage raised its price to one large wholesaler in July 2014, that wholesaler solicited bids from both Teva and Aurobindo in an effort to obtain lower pricing. On July 25, 2014, for example, the large wholesaler sent an email to N.P. at Teva indicating that there had been a "change in market dynamics" for Glyburide and certain other drugs and requesting a bid. The same day, the wholesaler sent an identical email to T.G. at Aurobindo.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
357	This sparked immediate communication between the competitors as they tried to ensure uniformity and compliance with the scheme. For example, on July 25, 2014, Malek sent a text message to N.O. with the following direction: "Tell [T.G. at Aurobindo] to stay away from [the wholesaler]." N.O. then called T.G. and they spoke for more than thirteen (13) minutes. During that call N.O. conveyed the direction that Aurobindo should not provide a bid to the wholesaler. After conveying this message, N.O. responded to Malek's text message simply: "Done."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
358	Malek also called N.P. at Teva the same day and they spoke for more than fifteen (15) minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
362	Citron also communicated directly with Aurobindo. On July 28, 2014, L.S. of Citron called and texted P.M. at Aurobindo several times until they were finally able to speak by phone for more than twenty-four (24) minutes. These were the first and only communications ever between the two by phone or text.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
367	Jason Malek was responsible for communicating with Teva regarding Glyburide-Metformin price increases. Malek spoke with N.P., his contact at Teva, on April 15, 2014 for more than seventeen (17) minutes, and they discussed Heritage's intention to raise the price of Glyburide-Metformin and other drugs. During that phone call, N.P. agreed that if Heritage did raise the price of Glyburide-Metformin (and/or the other drugs), Teva would follow with its own price increase or, at least, would not challenge Heritage's price increases by seeking to underbid and take Heritage's accounts. Malek and N.P. spoke several more times over the next several months and confirmed the agreement to raise prices, and Malek updated N.P. on the progress of the Heritage increases.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
368	A.S. was responsible for communicating with Defendant Actavis about Glyburide-Metformin and one other drug. On April 22, 2014, shortly after the initial Heritage "Price Increase Discussion," A.S. called M.D., Director of National Accounts at Actavis, and they spoke for more than nine (9) minutes. Upon information and belief, during that call A.S. and M.D. reached an agreement to raise the price of Glyburide-Metformin and the other drug, Verapamil.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
369	M.D. conveyed the message internally to the sales and pricing team at Actavis that Heritage was looking to take a price increase on Glyburide-Metformin and the other drug. Immediately after speaking to A.S., M.D. called two different Senior Pricing Managers at Actavis, J.R. and C.K. The information spread quickly throughout the sales and pricing teams at Actavis. In an internal email dated April 28, 2014 regarding potential price increases for a list of different drugs, an Actavis pricing manager added: "[M.D.] made mention of keeping an eye out for an increase on Glyburide/Met and Verapamil IR."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
370	Only a few days later, on May 1, 2014, M.F., the Vice President of Marketing, Pricing and Contracts at Actavis, who had also received the April 28 email discussed above, called D.R. at Teva, and they spoke for five (5) minutes. They spoke three more times on May 6, 2014, with one of the calls lasting fifteen (15) minutes, and continued to communicate frequently over the next several months.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
372	For example, on May 8, 2014, D.L. of Heritage spoke by phone with P.M. of Aurobindo for sixteen (16) minutes. Similarly, on May 14, 2014, A.S. spoke in person with T.G. at Aurobindo, and reported that she had "found similar like minding on the pricing strategies we discussed."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
373	On May 8, 2014, Malek also emailed the Heritage sales team asking them to confirm which competitors they had each been able to obtain agreements from in order to move forward with price increases discussed during the April 22, 2014 conference call. A.S. responded: "Jason: I made contact with all my take aways – with positive results. I can resend those notes or talk with you on any details."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
374	On May 9, 2014, Heritage held another internal call about "Price Increases." Glyburide-Metformin was still on the list of drugs slated for a price increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
375	On May 12, 2014, M.F. of Actavis spoke twice with the CEO of Aurobindo, B.C. Between May 19 and May 22, 2014, M.F. also exchanged thirty (30) text messages with D.R. of Teva.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
376	Through at least June 2014, Heritage still planned to increase prices for Glyburide-Metformin. On	<ul style="list-style-type: none"> <li>• Initials of</li> </ul>



Appendix

Paragraph	Text	Reason for Sealing
	<p>June 25, 2014, A.S. had a text message exchange with K.A. at Citron about raising prices for Glyburide. After K.A. had agreed to raise prices on Glyburide, she asked A.S. "Your [sic] not doing anything with glyb/met pricing right?" To which A.S. responded: "Not yet- but is on a short list!" Although Citron had approval to sell Glyburide-Metformin, it was not actively selling the drug and had zero market share throughout this time period.</p>	<p>Individuals Implicated in the Conspiracy</p> <ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
377	<p>Although Heritage did not increase customer prices for Glyburide-Metformin in July 2014, like it did for many other drugs, it did increase its WAC prices. In an internal Citron email dated July 9, 2014, K.S. of Citron noted that both Heritage and Teva had increased their WAC pricing on 3 different drugs, including Glyburide-Metformin. In that same internal conversation, a Citron employee involved in pricing reiterated the company's intent to "match their price increases."</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
378	<p>On August 20, 2014, A.S. exchanged text messages with S.K. at Sun. During this text message exchange, A.S. described agreements that Heritage had reached with Actavis to increase prices of both Glyburide/Metformin and Verapamil:          S.K.: "Have you heard anything about an Actavis price increase"          A.S.: "I heard they were on board with it. What item specifically?"          S.K.: "I don't know. I am just hearing about an increase but no details. What product have you heard about"          A.S.: "We were communicating on Glyburide/Metformin and Verapamil"</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
382	<p>Jason Malek was responsible for communicating with Teva about Leflunomide price increases. Malek spoke with N.P., his contact at Teva, on April 15, 2014 for more than seventeen (17) minutes, and they discussed Heritage's intention to raise the price of Leflunomide and other drugs. During that phone call, N.P. agreed that if Heritage did raise the price of Leflunomide (and/or the other drugs), Teva would follow with its own price increase or, at least, would not challenge Heritage's price increases by seeking to underbid and take Heritage's accounts. Malek and N.P. spoke several more times over the next several months and confirmed the agreement to raise prices, and Malek updated N.P. on the progress of the Heritage increases.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
383	<p>M.E. was responsible for communicating with Defendant Apotex about Leflunomide. On May 2, 2014, M.E. placed his first-ever phone call to D.V., a Sales Manager at Apotex. They spoke for more</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	than thirteen (13) minutes.	Implicated in the Conspiracy
384	On May 6, 2014, A.S. sent an email to Malek about several topics, one of which was Leflunomide. Heritage had recently learned that Teva might be leaving the market for Leflunomide. A.S. commented that "the Teva discontinuation of Leflunomide has everyone in a fuss! Wow – can we take more share???" Malek responded that, with regard to Leflunomide, "we may give some to apotex and follow our strategy we discussed. Will have clarity by tomorrow."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
385	That same day, M.E. had two (2) more phone calls with D.V. Shortly after those calls M.E. also sent an email to Malek, noting that Apotex "has taken another shot at our Leflunomide . . . I am waiting for a callback from the VP of Apotex before we do anything." Malek replied to M.E.'s email and confirmed the strategy he mentioned to A.S., telling M.E. "Let's walk from leflunomide." B.H., the Vice President of Sales at Apotex, then called M.E. and left a voicemail. M.E. returned her call and they spoke for more than nine (9) minutes, followed by another call shortly after that for almost eight (8) minutes. M.E. and B.H. followed up those phone conversations with two more the next day, May 7, 2014. Upon information and belief, during these conversations Heritage and Apotex agreed to avoid competition and increase prices on Leflunomide.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
386	On May 8, 2014, Malek sent an email to the Heritage sales team asking each of them to confirm which competitors they had been able to speak to because Heritage needed "to move forward with the plan asap." M.E. responded immediately that he had spoken "with everyone" and he was only waiting for feedback from one competitor with regard to the drug Meprobamate.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
387	On May 9, 2014, Heritage held another internal call about "Price Increases." Leflunomide was still on the list of drugs slated for a price increase. On May 27, 2014, Heritage learned that Apotex took a price increase on Leflunomide. When M.E. passed this information along to Malek, Malek confirmed that "we are going to increase."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
		<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
393	Communications between Heritage, Teva and Mutual/Sun about Nystatin preceded Heritage's "Price Increase Discussion" in April 2014.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
394	In or about June 2013, Teva began to consider raising its price of Nystatin. Defendant Sun, through its division Mutual, had increased Nystatin prices on April 15, 2013. When it was suggested internally to N.P. in June 2013 that Teva might want to add Nystatin to its current list of price increase items, N.P. initially responded negatively.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
395	N.P. began speaking to Malek shortly thereafter. On July 9, 2013, N.P. called Malek and they spoke for more than twenty-one (21) minutes. This was the first call between N.P. and Malek since N.P. had been hired by Teva in April 2013 to "run the pricing team." They spoke again on July 23, 2013 for nearly ten (10) minutes, and twice on July 30, 2013 with the second of those two calls lasting more than twelve (12) minutes. In the short time between Malek's two July 30 calls with N.P. of Teva, A.S. of Heritage also spoke to S.K. of Sun/Mutual for nearly eleven (11) minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
396	Heritage and Mutual/Sun were in close contact, both before and after Mutual took the Nystatin price increase in April 2013. In fact, the day after Mutual increased its price for Nystatin – April 16, 2013 – S.K. of Sun called A.S. and they spoke for nearly forty (40) minutes. They continued to communicate regularly throughout the summer of 2013.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
397	By late July 2013, Nystatin appeared on a list of potential "Price Increase Candidates," at Teva, created by N.P., with the following comments: "Heritage involved; follow Mutual."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants'</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
		Documents
398	<p>After these conversations with Teva and Mutual/Sun, Heritage also began exploring a price increase for Nystatin. On August 1, 2013, Malek sent an internal email to N.O., M.E. and A.S. stating: "Team: Pricing dynamics may be changing for us for Nystatin. Please advise when Mutual/URL/ (now Caraco) took their Nystatin price increase and if they kept it." On August 20, 2013, Malek sent an email titled "PRICE INCREASES" to K.F. at Heritage, with a copy to Glazer, stating "KF: We need [to] analyze the following product price increases and understand how much to increase and which customers to extend." Malek provided a list of four drugs, one of which was Nystatin.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
399	<p>N.P. went on maternity leave from August 12, 2013 through the end of that year, and the decision to raise Nystatin prices was temporarily put on hold at both Teva and Heritage. But shortly after her return from maternity leave, N.P. and Malek began communicating again. N.P. called Malek on February 4, 2014 and left a message. Malek returned her call the next day, and they spoke for more than one hour. This was the first communication between the two since N.P. went on maternity leave.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
400	<p>On February 7, 2014, N.P. created a spreadsheet titled "PI Candidates". That spreadsheet included Nystatin and Theophylline as candidates for price increases. With regard to Nystatin, the spreadsheet included the comments "Shared with Heritage and Mutual/Caraco" and "WAC increase likely."</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
401	<p>Malek and N.P. had a series of several phone calls in February and March 2014. By April 2014, Teva decided to increase prices for both Nystatin and Theophylline – and Heritage planned to follow those price increases to match Teva.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
403	<p>By the time that Heritage held its "Price Increase Discussion" on April 22, 2014, it already had its agreement with Teva in place with respect to Nystatin and Theophylline, and Teva had already taken the lead on implementing the price increases.</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
404	A.S. was responsible for communicating with Defendant Sun about Nystatin. On April 22, 2014, shortly after the initial Heritage "Price Increase Discussion," A.S. called S.K., her counterpart at Sun, and spoke for more than forty-five (45) minutes.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
405	After this call, A.S. immediately sent an email to Glazer and Malek titled "Conference call follow up." She reported her agreement with S.K. to her supervisors: "Caraco notified and on board." Glazer immediately replied: "No emails please."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
406	On May 9, 2014, Heritage held another call regarding "Price Increases." Nystatin was again on the list of drugs slated for a price increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
407	On June 23, 2014, Heritage employees held a "Price Change Call," where they discussed the specific percentage amounts they would seek to increase certain drugs, and the strategies for doing so. Nystatin was included on the list and was slated for a 95% increase. In her notes about the call, K.B., Associate Director, International Sales at Heritage, indicated that Heritage had to increase its WAC pricing for Nystatin, because Teva had "increased WAC already."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
408	On June 25, 2014, Heritage held one last call regarding "Product Price Changes" before those changes were to be implemented. Nystatin was again on the list of drugs slated for a price increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
409	While she was still on the Heritage "Product Price Changes" conference call on June 25, 2014, A.S.	<ul style="list-style-type: none"> <li>• Initials of</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	<p>exchanged text messages with her contact at competitor Sun, S.K., to let her know the details of the anticipated price increase:            A.S.: "Work news: we are raising price on Nystatin. Just letting you know. :)"            S.K.: "How much"            A.S.: "Double the price"            A.S.: "On conf call- will call you back"            S.K.: "Yes"</p>	<p>Individuals Implicated in the Conspiracy</p> <ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
410	<p>Malek also spoke with N.P. the same day for nearly fourteen (14) minutes. During that call, Malek reported that Heritage would be sending out Price Increase Notices the next day for Nystatin and several of the other drugs that Heritage and Teva had agreed to raise prices on.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the</li> </ul>
412	<p>In addition to leading the price increases, Teva also refused to bid or challenge the Heritage price increases when requested by Heritage customers. For example, on July 8, 2014 a large retail customer sent an email to a Teva representative requesting a quote for Nystatin given a price increase from its current supplier. The Teva representative forwarded that email to N.P., asking "Are you aware of the below? Should we engage?" N.P. responded that she was aware, and that Heritage would be "following Teva on the Nystatin" and "leading Glyburide." She concluded that "we will not be bidding. Thanks."</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
417	<p>A.S. was responsible for communicating with Defendant Sun about Paromomycin. On April 22, 2014, shortly after the initial Heritage "Price Increase Discussion," A.S. called S.K., her counterpart at Sun, and they spoke for more than forty-five (45) minutes.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
418	<p>After this call, A.S. immediately sent an email to Glazer and Malek titled "Conference call follow up." In that email she advised that "Caraco notified and on board." Glazer immediately responded: "No emails please."</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants'</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
		Documents
419	On May 8, 2014, Malek emailed the Heritage sales team asking them to confirm which competitors they had each been able to obtain agreements from in order to move forward with the price increases discussed during the April 22, 2014 conference. A.S. responded: "Jason: I made contact with all my take aways – with positive results. I can resend those notes or talk with you on any details."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
420	On May 9, 2014, Heritage held another conference call regarding "Price Increases." Paromomycin was again on the list of drugs targeted for a price increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
421	On May 20, 2014, A.S. spoke again to S.K. for more than twelve (12) minutes. During that call, S.K. informed A.S. that Sun would be "temporarily discontinuing" production of Paromomycin due to a need to transfer its manufacturing operations to another facility. A.S. immediately informed Malek of the news, and he responded: "Need price increase to go immediately. Jack it up."	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
423	On June 23, 2014, Heritage employees held a "Price Change Call," where they discussed the specific percentage amounts they would seek to increase certain drugs, and the strategies for doing so. Among those included on the list was Paromomycin, which at that time was slated for a 100% increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
424	On June 25, 2014, Heritage held one last call regarding "Product Price Changes" before the price increases were to be implemented. Paromomycin was again on the list of drugs slated for a price increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
429	Teva began to consider raising the price of Theophylline ER in early 2014. N.P. called Malek on February 4, 2014 and left a message. Malek returned her call the next day, and they spoke for more than one hour. This was the first communication between the two since before N.P. went on maternity leave in August 2013.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the</li> </ul>



Appendix

Paragraph	Text	Reason for Sealing
		Conspiracy
430	On February 7, 2014, N.P. created a spreadsheet titled "PI Candidates". That spreadsheet included Theophylline as a candidate for a price increase.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
431	Malek and N.P. had a series of phone calls in February and March 2014. By April 2014, Teva had decided to increase prices for Theophylline, and Heritage had planned to follow the price increases to match Teva.	<ul style="list-style-type: none"> <li>• Initials of Individuals Implicated in the Conspiracy</li> </ul>
433	Shortly after implementing the price increases, on April 24, 2014, Teva received the following email from a consumer of Theophylline, with the subject line "PLIVA.com [Info] Price Gouging": I have been a consultant to virtually every major pharma company including Teva and Pliva (before it was acquired and located in E. Hanover). Since retiring I have been asked to participate with a US Senate Special Committee on the issue of pharmaceutical price gouging in the U.S.A. Today, I acquired my usual Rx of Theophylline ER from Costco for which I usually pay \$19.01 and was charged \$53.28 an increase of almost 200%. Costco Pharmacy confirmed that this increase is correct and was instituted sometime earlier this year (2014). Before having this listed in our national report as another example of Pharmaceutical Price Gouging, [w]e respectfully request a confirmation response from you, the manufacturer, relative to the accuracy of our data. Please respond to me at the above email address. If you prefer you can respond to Senator Schumer a New York State representative.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
434	The email was forwarded to a member of the Government Affairs Department at Teva, who asked: "Can I get some details on the specifics of this product and the price increase. I'm hoping someone increased the price and we had to follow it up. Or, API or something I can give the senate." Ultimately, the request was forwarded to N.P. – who had directed and agreed to the price increases – with the question: "Please let me know the specifics of the price increase. Anything positive I can say?" N.P. responded: "I don't have a great story. I'll take a closer look." The real story was that Teva conspired with Heritage to raise market prices.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
435	By the time that Heritage held its "Price Increase Discussion" on April 22, 2014, it already had its agreement in place with Teva with respect to Theophylline, and Teva had already taken the lead on implementing the price increases. Malek specifically instructed the Heritage sales team during that meeting that Heritage would be following the Teva price increase on Theophylline.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
436	On May 9, 2014, Heritage held another call regarding "Price Increases." Theophylline was again on the list of drugs slated for a price increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
437	On June 23, 2014, Heritage employees held a "Price Change Call," where they discussed the specific percentage amounts they would seek to increase certain drugs, and the strategies for doing so. Among those included on the list was Theophylline, which was slated for a 150% increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
438	On June 25, 2014, Heritage held one last call regarding "Product Price Changes" before the price increases were to be implemented. Theophylline was again on the list of drugs slated for a price increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
439	Malek also spoke with N.P. the same day for nearly fourteen (14) minutes. During that call, Malek reported that Heritage would be sending out Price Increase Notices shortly for Theophylline and several of the other drugs for which Heritage and Teva had agreed to raise prices.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
441	On June 30, 2014, N.P. sent an email to Teva employees stating that "[i]t appears that Heritage took an increase [on Theophylline] to follow Teva. The new pricing looks like it will be effective tomorrow and matches Teva's WACs." N.P. noted to her Teva colleagues that this activity "will likely trigger some bid requests/activity," but stated that Teva "should not be considering decreases."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
445	N.O. was primarily responsible for communicating with Mylan about Verapamil and other drugs. N.O. spoke to M.A. of Mylan on April 23, 2014 and reached an agreement to raise prices for Verapamil and two other drugs. Immediately after hanging up the phone with M.A., N.O. sent an email to Malek and A.S. titled "Mylan," stating: "Just let me know a day before we price adjust on the three Mylan products and they will put the word out to the reps to leave us alone. They are looking at price increases as well on a number of products."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
		implicated in the Conspiracy
446	A.S. was responsible for communicating with Defendant Actavis about Verapamil and one other drug. On April 22, 2014, within hours after the initial Heritage "Price Increase Discussion," A.S. called M.D., Director of National Accounts at Actavis, and they spoke for more than nine (9) minutes. Upon information and belief, during that call A.S. and M.D. reached an agreement to raise the price of Verapamil and another drug, Glyburide-Metformin.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
447	M.D. conveyed the message internally to the sales and pricing team at Actavis that Heritage was looking to take a price increase on Verapamil. Immediately after speaking to A.S., M.D. called two different Senior Pricing Managers at Actavis, J.R. and C.K. The information spread quickly throughout the sales and pricing teams at Actavis. In an internal email dated April 28, 2014 regarding potential price increases for a list of different drugs, an Actavis pricing manager added: "[M.D.] made mention of keeping an eye out for an increase on Glyburide/Met and Verapamil IR."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
448	Just over a week later, on May 6, 2014, M.F., the Vice President of Marketing, Pricing and Contracts at Actavis, who had also received the April 28 email discussed above, called J.N., a Vice President at Mylan, and left a message. J.N. returned the call on May 9, 2014 and the two spoke for just over three (3) minutes. They spoke again on May 19, 2014 for almost seven (7) minutes, and continued to communicate frequently over the next several months.	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
449	On May 8, 2014, Malek emailed the Heritage sales team asking them to confirm which competitors they had each been able to obtain agreements from in order to move forward with price increases discussed during the April 22, 2014 conference. A.S. responded: "Jason: I made contact with all my take aways – with positive results. I can resend those notes or talk with you on any details."	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
450	On May 9, 2014, Heritage held another conference call regarding "Price Increases." Verapamil was again on the list of drugs targeted for a price increase.	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
452	On August 20, 2014, A.S. exchanged text messages with S.K. at Sun. During this text message	<ul style="list-style-type: none"> <li>• Quotes from</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	<p>exchange, A.S. described agreements that Heritage had reached with Actavis to increase prices of both Glyburide/Metformin and Verapamil:            S.K.: "Have you heard anything about an Actavis price increase"            A.S.: "I heard they were on board with it. What item specifically?"            S.K.: "I don't know. I am just hearing about an increase but no details. What product have you heard about"            A.S.: "We were communicating on Glyburide/Metformin and Verapamil"            A.S.: "We haven't touched verapamil yet"</p>	<p>Defendants' Documents</p> <ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> </ul>
456	<p>None of the email accounts maintained by Heritage had any document retention policy associated with them. Heritage executives were aware of this, and utilized the lack of a company retention policy to routinely destroy emails that memorialized their illegal conduct. Heritage executives were aware that in order to permanently destroy an email, however, the email had to be deleted from more than just the recipient's in box. For example, on June 27, 2012, Heritage CEO Glazer sent an email to Malek titled "Email," instructing: "Clean your sent file out as well."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
457	<p>Glazer continued to remind Malek not to put any evidence of his illegal conduct into writing. In a text message dated June 26, 2014, Glazer sternly warned Malek about his use of email: "No emails about products, price and competitors."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
458	<p>That same day, in an email to the entire sales team at Heritage, Glazer made the point as clearly as possible: "We don't talk about pricing dynamics and competition on emails. If you have questions – you can call JM or me directly and then punch yourself in the face."</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> </ul>
459	<p>Heritage was not alone in its efforts to conceal its illegal activity. For example, in June 2014, shortly after a text message exchange between K.A. of Citron and A.S. from Heritage wherein the two competitors discussed and agreed to raise the price of Glyburide, K.S. from Citron called D.L. at Heritage, informing him that she had been "looped" in on Heritage's plan. According to A.S.'s notes, K.S. told D.L. that Heritage employees should not communicate with Citron through email, but should instead call L.S., the Vice President of Sales at Citron, if they had information to convey.</p>	<ul style="list-style-type: none"> <li>• Initials of Individuals implicated in the Conspiracy</li> <li>• Quotes from Defendants' Documents</li> </ul>
460	<p>As Defendants became more aware that they were under state and federal investigation, there was even more urgency to avoid detection. For example, on June 2, 2015, after it had become public that Connecticut and the DOJ were investigating the industry, Malek sent A.S. a text message stating: "Just got your email on meprobamate. Let's avoid emailing about other manufacturers and having</p>	<ul style="list-style-type: none"> <li>• Quotes from Defendants' Documents</li> <li>• Initials of</li> </ul>

Appendix

Paragraph	Text	Reason for Sealing
	discussions with them. Can be misconstrued based on what we are hearing elsewhere...." Heritage did not produce the referenced email in response to Connecticut's subpoena, even though the subpoena sought all such documents. Upon information and belief, the referenced email has, along with other relevant documents, been deleted by Heritage.	Individuals implicated in the Conspiracy
462	G.S. of Mayne, realizing the illegal nature of the agreements she entered into, also deleted from her cell phone several of the most incriminating text messages between her and A.S. before the data on her phone was imaged and produced to Connecticut.	<ul style="list-style-type: none"><li>• Initials of Individuals implicated in the Conspiracy</li></ul>

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