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11 *Class Counsel*

12 [Additional Counsel Listed on Signature Page]

13 **UNITED STATES DISTRICT COURT**
14 **NORTHERN DISTRICT OF CALIFORNIA**
15 **OAKLAND DIVISION**

16 MATTHEW EDWARDS, et al., individually
17 and on behalf of all others similarly situated,
18 Plaintiffs,

19 v.

20 NATIONAL MILK PRODUCERS
21 FEDERATION, aka COOPERATIVES
22 WORKING TOGETHER; DAIRY FARMERS
OF AMERICA, INC.; LAND O'LAKES, INC.;
23 DAIRYLEA COOPERATIVE INC.; and
AGRI-MARK, INC.,

24 Defendants.

Case No. 11-CV-04766-JSW

[consolidated with 11-CV-04791-JSW
and 11-CV-05253-JSW]

CLASS ACTION

**PLAINTIFFS' RESPONSE TO
ORDER RE MOTION FOR
PRELIMINARY APPROVAL OF
SETTLEMENT**

Dept: Courtroom 5
Judge: Hon. Jeffrey S. White

In response to the order of the Court dated August 22, 2016 (ECF No. 426), Plaintiffs submit a revised long form Legal Notice of Settlement to include the language set forth in the Court's order. See Exhibit A.

In addition, the address for the dedicated case website has been updated from www.freshmilkpricefixing.com to www.boughtmilk.com, because the notice administrator believes the latter will be more effective. The proposed revised long form Legal Notice of Settlement has been updated throughout to reflect this change. *Id.*

Respectfully submitted,

DATED: August 24, 2016

HAGENS BERMAN SOBOL SHAPIRO LLP

By /s/ Steve W. Berman
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Class Counsel

EXHIBIT A

LEGAL NOTICE OF SETTLEMENT

Matthew Edwards v. National Milk Producers Federation
United States District Court, Northern District of California
Case No. 11-cv-04766-JSW

If you purchased **milk or other fresh milk products** (including cream, half & half, yogurt, cottage cheese, cream cheese, or sour cream) while a resident of *Arizona, California, the District of Columbia, Kansas, Massachusetts, Michigan, Missouri, Nebraska, Nevada, New Hampshire, Oregon, South Dakota, Tennessee, Vermont, West Virginia, or Wisconsin* during the period of 2003 to the present for your own use and not for resale, you may be eligible for cash benefits from a settlement reached in antitrust litigation currently pending in federal court. **For class members to ensure cash payment, you must file a claim online by January 31, 2017.**

This notice is a summary only. For the precise terms and conditions of the settlement and other information, visit www.boughtmilk.com.

Para una notificación en Español, llamar 1-877-417-4561 o visitar www.boughtmilk.com.

WHY SHOULD I READ THIS NOTICE?

You may be eligible for a payment from a settlement reached with defendants National Milk Producers Federation, aka Cooperatives Working Together (CWT), Dairy Farmers of America, Inc., Land O'Lakes, Inc., Dairylea Cooperative Inc., and Agri-Mark, Inc. to resolve an antitrust class action lawsuit pending before Judge Jeffrey White in federal court.

This antitrust lawsuit alleges a nationwide conspiracy by CWT and its members to limit the production of raw farm milk by prematurely slaughtering cows, in order to illegally increase the price of milk and other fresh milk products. Defendants deny any wrongdoing or liability for the claims alleged.

This antitrust lawsuit has already been certified by the Court as a class action. In a class action, one or more individuals, called named plaintiffs, file suit on behalf of others with similar claims, called the class or class members. These named plaintiffs represent and act on behalf of the class. You are a class member if you purchased milk or other fresh milk products (including cream, half & half, yogurt, cottage cheese, cream cheese, or sour cream) while a resident of *Arizona, California, the District of Columbia, Kansas, Massachusetts, Michigan, Missouri, Nebraska, Nevada, New Hampshire, Oregon, South Dakota, Tennessee, Vermont, West Virginia, or Wisconsin* during the period of 2003 to 2012 for your own use and not for resale.

The Court has ordered that this notice be published to inform you of the settlement and your rights in the litigation. This notice is not an expression by the Court of any opinion as to the merits of any of the claims or defenses asserted by either side in this lawsuit. ***Read on for more information on your options, including how to claim your cash payment.***

WHO IS INCLUDED IN THE SETTLEMENT?

Individuals and entities who, as residents of *Arizona, California, the District of Columbia, Kansas, Massachusetts, Michigan, Missouri, Nebraska, Nevada, New Hampshire, Oregon, South Dakota, Tennessee, Vermont, West Virginia, or Wisconsin*, during the period of 2003 to 2012, purchased milk or other fresh milk products (including cream, half & half, yogurt, cottage cheese, cream cheese, or sour cream) for their own use and not for resale. Governmental entities are excluded from the class.

To be a class member, you must not have purchased the milk or other fresh milk products directly from a defendant. Instead, you must have purchased the milk indirectly, for example, through a grocery store or other retailer.

To be a class member, you must have purchased the milk for your own consumption or that of your household or organization and ***not for resale***. Entities charging their participants for milk, for meals including milk, or for general programming with meals and/or drinks including milk are not eligible to recover.

WHAT DOES THE SETTLEMENT PROVIDE?

The settlement provides for \$52 million in recovery for the class. You can submit a simple online claim form opting for cash, with no proof of purchase required. If final approval is granted to the settlement, Class members who have filed valid and timely claims will receive cash payments distributed directly into an online account of their choosing, e.g., Amazon, PayPal, or Google Wallet account. There will be two different levels of fixed cash payments, based on class member's purchases and the total number of class members making claims. Any class member whose claim form identifies it as purchasing milk and fresh milk products in an amount that exceeds normal household purchases will receive the higher fixed amount. For example, the regular fixed amount may be \$30, or it may be higher or lower depending on the numbers of all class members making claims, with the higher fixed cash payment above that amount. Any remaining funds may be distributed in a second round using grocery loyalty cards to be automatically loaded with a fixed dollar amount, based on triggering purchases of milk or fresh milk products in the relevant states, or, depending on the funds remaining, distributed to the Attorneys General for the class jurisdictions for use in prosecuting consumer antitrust claims. Under no circumstances will the money go back to the defendants.

WHO ARE RELEASED?

The settlement releases defendants National Milk Producers Federation, aka Cooperatives Working Together (CWT), Dairy Farmers of America, Inc., Land O'Lakes, Inc., Dairy Lea Cooperative Inc., and Agri-Mark, Inc. from the claims made in this litigation.

YOUR RIGHTS AND OPTIONS

- **Get a Payment**

File a claim online or by mail by January 31, 2017. **The simple online claim form usually takes only 3-5 minutes.** Claims may be submitted online at www.boughtmilk.com or by mail to *Fresh Milk Products Antitrust Litigation*, PO Box 6002, Larkspur, CA 94977-6002.

- **Exclude Yourself**

You can choose to exclude yourself from the litigation and keep your right to sue the defendants on your own. If you exclude yourself, you cannot receive any benefits from the settlement. Your written exclusion must set forth your name and a statement that you request exclusion from the class and do not wish to participate in the settlement. All requests for exclusion must be postmarked by October 28, 2016 and sent to *Fresh Milk Products Antitrust Litigation*, PO Box 6002, Larkspur, CA 94977-60.

- **File an Objection**

You can ask the Court to deny approval to the settlement by filing an objection. Please note that you cannot ask the Court to order a larger settlement or otherwise change the terms of the settlement; the Court can only approve or deny the settlement. If the Court denies approval, no settlement payments will be sent out and the lawsuit will continue. If that is what you want to happen, you must object.

You may object to the proposed settlement with a written objection filed or postmarked on or before October 28, 2016. All written objections and supporting papers must (a) clearly identify the case name and number (*Edwards v. National Milk Producers Federation*, Case No. 11-CV-04766-JSW); (b) be submitted to the Court either by mailing them to the Class Action Clerk, United States District Court for the Northern District of California, 1301 Clay Street, Oakland, CA 94612, or by filing them in person at any location of the United States District Court for the Northern District of California; and (c) be filed or postmarked on or before October 28, 2016.

You may also appear at the Final Approval Hearing, described below, either in person or through your own attorney. If you appear through your own attorney, you are responsible for paying that attorney.

- **Go to a Hearing**

The Court will hold a final approval hearing on December 16, 2016, at 9:00 a.m. at the United States District Court, 1301 Clay Street, Oakland, CA, Courtroom 5, 2nd Floor, to consider whether to approve the settlement as fundamentally fair, adequate, and reasonable, dismiss this lawsuit, and enter judgment or to deny the settlement and require the lawsuit to continue.

The Court will also consider at the final approval hearing the request of class counsel for an award of attorney's fees, not to exceed one third of the settlement funds or \$17,333,333 plus accrued interest; the request of class counsel for reimbursement of costs and expenses incurred in pursuing this lawsuit, not to exceed \$2,400,000; a request for service awards to each named class representative not to exceed \$5,000 per named individual and a total of \$90,000; and the Court's approval to pay the costs of settlement administration, not to exceed \$2,000,000, to the third party settlement administrators. These amounts, if awarded, will be deducted from the settlement fund.

You may appear at the final approval hearing either in person or through your own attorney, at your own expense. If you do not do so, you will be represented in the case by class counsel.

The Hearing may be moved to a different date or time without additional notice, so please check the Court docket in this case through the Court's Public Access to Court Electronic Records (PACER) system at <https://ecf.cand.uscourts.gov> or www.boughtmilk.com for any updates and additional information.

WHO REPRESENTS ME?

The Court appointed Hagens Berman Sobol Shapiro LLP to represent the class. You may hire your own attorney, if you wish, at your own expense.

HOW CAN I GET MORE INFORMATION?

This notice summarizes the proposed settlement. For the precise terms and conditions of the settlement, please see the settlement agreement available at www.boughtmilk.com, by contacting class counsel at Hagens Berman Sobol Shapiro (milk@hbsslaw.com), by accessing the Court docket in this case through the Court's Public Access to Court Electronic Records (PACER) system at <https://ecf.cand.uscourts.gov>, or by visiting the office of the Clerk of the Court for the United States District Court for the Northern District of California, 1301 Clay Street, Oakland, CA 94612, between 9:00 a.m. and 4:00 p.m., Monday through Friday, excluding Court holidays.

For questions about the settlement or the claims process, you may contact the Settlement Administrator at 1-877-417-4561, via email at info@boughtmilk.com, or visit www.boughtmilk.com. ***Please do not telephone the Court or the Court Clerk's Office to inquire about this settlement or the claims process.***