

UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
SOUTHERN DIVISION

IN RE ALLERGAN, INC. PROXY VIOLATION
SECURITIES LITIGATION

Case No. 8:14-cv-02004-DOC-KESx
CLASS ACTION

**NOTICE OF (I) PROPOSED SETTLEMENT AND PLAN OF ALLOCATION;
(II) SETTLEMENT FAIRNESS HEARING; AND (III) MOTION FOR AN
AWARD OF ATTORNEYS' FEES AND REIMBURSEMENT OF LITIGATION EXPENSES**

TO: ALL PERSONS WHO SOLD ALLERGAN, INC. ("ALLERGAN") COMMON STOCK DURING THE PERIOD FEBRUARY 25, 2014 THROUGH APRIL 21, 2014, INCLUSIVE ("CLASS PERIOD"), AND WERE DAMAGED THEREBY.

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

NOTICE OF SETTLEMENT: This Notice has been sent to you pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Central District of California ("Court"). Please be advised that the Court-appointed representatives for the Court-certified Class (as defined in ¶ 26 below), State Teachers Retirement System of Ohio, Iowa Public Employees Retirement System, and Patrick T. Johnson (collectively, "Class Representatives" or "Plaintiffs"), on behalf of themselves and the Class, have reached a proposed settlement of the above-captioned securities class action lawsuit ("Action") for a total of \$250,000,000 in cash that, if approved, will resolve all claims in the Action (the "Settlement"). The terms and provisions of the Settlement are contained in the Stipulation and Agreement of Settlement dated January 26, 2018 (the "Stipulation").¹

This Notice is directed to you in the belief that you may be a member of the Class. If you do not meet the Class definition, or if you previously excluded yourself from the Class in connection with the Notice of Pendency of Class Action disseminated in July 2017 (the "Class Notice") and are listed on Appendix 1 to the Stipulation, this Notice does not apply to you.

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

If you have any questions about this Notice, the proposed Settlement, or your eligibility to participate in the Settlement, please DO NOT contact the Court, the Clerk's office, Allergan, Defendants, or their counsel. All questions should be directed to Lead Counsel or the Claims Administrator (see ¶ 77 below).

1. **Description of the Action and the Class:** This Notice relates to a proposed Settlement of claims in a pending securities class action brought by investors against defendants Valeant Pharmaceuticals International, Inc., Valeant Pharmaceuticals International, and J. Michael Pearson (collectively, the "Valeant Defendants") and Pershing Square Capital Management, L.P., PS Management GP, LLC, PS Fund 1, LLC, Pershing Square, L.P., Pershing Square II, L.P., Pershing Square GP, LLC, Pershing Square Holdings, Ltd., Pershing Square International, Ltd., and William Ackman (collectively, the "Pershing Defendants," and together with the Valeant Defendants, "Defendants"). The Action alleges that the Valeant Defendants tipped the Pershing Defendants to its contemplated takeover attempt of Allergan, and that the Pershing Defendants bought Allergan stock based on that information, violating federal securities laws prohibiting insider trading. A more detailed description of the Action is set forth in ¶¶ 11-25 below. If the Court approves the proposed Settlement, the Action will be dismissed and members of the Class (defined in ¶ 26 below) will settle and release all Released Plaintiffs' Claims (defined in ¶ 35 below).

2. **Statement of the Class's Recovery:** Subject to Court approval, Class Representatives, on behalf of themselves and the Class, have agreed to settle the Action in exchange for a settlement payment of \$250,000,000 in cash (the "Settlement Amount"). The Net Settlement Fund (i.e., the Settlement Amount plus any and all interest earned thereon (the "Settlement Fund") less (i) any Taxes; (ii) any Notice and Administration Costs; (iii) any Litigation Expenses awarded by the Court; (iv) any attorneys' fees awarded by the Court; and (v) any other costs or fees approved by the Court) will be distributed in accordance with a plan of allocation that is approved by the Court, which will determine how the Net Settlement Fund shall be allocated among members of the Class. The proposed plan of allocation (the "Plan of Allocation") is set forth on pages 7-8 below.

3. **Estimate of Average Amount of Recovery Per Share:** Based on Class Representatives' damages expert's estimate of the number of shares of Allergan common stock sold during the Class Period that may have been affected by the conduct alleged in the Action and assuming that all Class Members elect to participate in the Settlement, the estimated average recovery (before the deduction of any Court-approved fees, expenses and costs as described herein) per eligible share of Allergan common stock is \$5.22. **Class Members should note, however, that the foregoing average recovery per share is only an estimate.** Some Class Members may recover more or less than this estimated amount depending on, among other factors, the price at which they sold their Allergan common stock, whether they had purchases of Allergan common stock during the Class Period, and the total number and value of valid Claim Forms submitted. Distributions to Class Members will be made based on the Plan of Allocation set forth herein (see pages 7-8 below) or such other plan of allocation as may be ordered by the Court.

¹ The Stipulation can be viewed at www.AllerganProxyViolationSecuritiesLitigation.com. Any capitalized terms used in this Notice that are not otherwise defined herein shall have the meanings ascribed to them in the Stipulation.

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

5. **Attorneys' Fees and Expenses Sought:** Lead Counsel, which have been prosecuting the Action on a wholly contingent basis since its inception in 2014, have not received any payment of attorneys' fees for their representation of the Class and have advanced the funds to pay expenses necessarily incurred to prosecute this Action. Court-appointed Lead Counsel – Bernstein Litowitz Berger & Grossmann LLP and Kessler Topaz Meltzer & Check, LLP – will apply to the Court for an award of attorneys' fees for all Plaintiffs' Counsel in an amount not to exceed 25% of the Settlement Fund. In addition, Lead Counsel will apply for reimbursement of Litigation Expenses paid or incurred in connection with the institution, prosecution, and resolution of the claims against the Defendants, in an amount not to exceed \$8.5 million, which amount may include an application for reimbursement of the reasonable costs and expenses incurred by Class Representatives directly related to their representation of the Class. Any fees and expenses awarded by the Court will be paid from the Settlement Fund. Class Members are not personally liable for any such fees or expenses. The estimated average cost per affected share of Allergan common stock, if the Court approves Lead Counsel's fee and expense application, is \$1.48 per share. **Please note that this amount is only an estimate.**

6. **Identification of Attorneys' Representatives and Further Information:** Class Representatives and the Class are represented by Mark Lebovitch, Esq. of Bernstein Litowitz Berger & Grossmann LLP, 1251 Avenue of the Americas, 44th Floor, New York, NY 10020, (800) 380-8496, blbg@blbglaw.com and Lee Rudy, Esq. of Kessler Topaz Meltzer & Check, LLP, 280 King of Prussia Road, Radnor, PA 19087, (610) 667-7706, info@ktmc.com. Further information regarding the Action, the Settlement, and this notice may be obtained by contacting Lead Counsel, or the Court-appointed Claims Administrator at: *Allergan Proxy Violation Securities Litigation*, c/o Garden City Group, LLC, P.O. Box 10436, Dublin, Ohio 43017-4036, (855) 474-3851, info@AllerganProxyViolationSecuritiesLitigation.com.

7. **Reasons for the Settlement:** Class Representatives' principal reason for entering into the Settlement is the substantial immediate cash benefit for the Class without the risk or the delays inherent in further litigation. Moreover, the substantial cash benefit provided under the Settlement must be considered against the significant risk that a smaller recovery – or indeed no recovery at all – might be achieved after further contested motions, a trial of the Action and the likely appeals that would follow a trial. This process could last several additional years. Defendants, who deny all allegations of wrongdoing or liability whatsoever, are entering into the Settlement to eliminate the uncertainty, burden and expense of further protracted litigation.

| YOUR LEGAL RIGHTS AND OPTIONS IN THE SETTLEMENT | |
|---|---|
| SUBMIT A CLAIM FORM POSTMARKED NO LATER THAN AUGUST 7, 2018. | This is the only way to be eligible to receive a payment from the Settlement Fund. If you are a Class Member, you will be bound by the Settlement as approved by the Court and you will give up any Released Plaintiffs' Claims (defined in ¶ 35 below) that you have against Defendants and the other Defendants' Releasees (defined in ¶ 36 below), so it is in your interest to submit a Claim Form. |
| OBJECT TO THE SETTLEMENT BY SUBMITTING A WRITTEN OBJECTION SO THAT IT IS RECEIVED NO LATER THAN MAY 9, 2018. | If you do not like the proposed Settlement, the proposed Plan of Allocation, or the request for attorneys' fees and reimbursement of Litigation Expenses, you may write to the Court and explain why you do not like them. You cannot object to the Settlement, the Plan of Allocation, or the fee and expense request unless you are a Class Member. |
| GO TO A HEARING ON MAY 30, 2018 AT 7:30 A.M., AND FILE A NOTICE OF INTENTION TO APPEAR SO THAT IT IS RECEIVED NO LATER THAN MAY 9, 2018. | Filing a written objection and notice of intention to appear by May 9, 2018 allows you to speak in Court, at the discretion of the Court, about the fairness of the proposed Settlement, the proposed Plan of Allocation, and/or the request for attorneys' fees and reimbursement of Litigation Expenses. If you submit a written objection, you may (but you do not have to) attend the hearing and, at the discretion of the Court, speak to the Court about your objection. |
| DO NOTHING. | If you are a member of the Class and you do not submit a valid Claim Form, you will not be eligible to receive any payment from the Settlement Fund. You will, however, remain a member of the Class, which means that you give up your right to sue about the claims that are resolved by the Settlement and you will be bound by any judgments or orders entered by the Court in the Action. |

The rights and options set forth above -- and the deadlines to exercise them -- are explained in this notice.

| |
|----------------------------------|
| WHAT THIS NOTICE CONTAINS |
|----------------------------------|

| | |
|---|--------|
| Why Did I Get This Notice? | Page 3 |
| What Is This Case About? | Page 3 |
| How Do I Know If I Am Affected By The Settlement? Who Is Included In The Class? | Page 4 |
| What Are Class Representatives' Reasons For The Settlement? | Page 5 |
| What Might Happen If There Were No Settlement? | Page 5 |
| How Are Class Members Affected By The Settlement? | Page 5 |
| How Do I Participate In The Settlement? What Do I Need To Do? | Page 6 |

| | |
|---|---------|
| How Much Will My Payment Be? | Page 6 |
| What Payment Are The Attorneys For The Class Seeking? How Will The Lawyers Be Paid? | Page 8 |
| When And Where Will The Court Decide Whether To Approve The Settlement? Do I Have To Come To The Hearing? May I Speak At The Hearing If I Don't Like The Settlement? | Page 8 |
| What If I Sold Allergan Shares On Someone Else's Behalf? | Page 9 |
| Can I See The Court File? Whom Should I Contact If I Have Questions? | Page 10 |

WHY DID I GET THIS NOTICE?

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

9. The purpose of this notice is to inform you of the terms of the proposed Settlement, and of a hearing to be held by the Court to consider the fairness, reasonableness, and adequacy of the Settlement, the proposed Plan of Allocation, and the motion by Lead Counsel for an award of attorneys' fees and reimbursement of Litigation Expenses (the "Settlement Hearing"). See ¶ 65 below for details about the Settlement Hearing, including the date and location of the hearing.

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

WHAT IS THIS CASE ABOUT?

11. This case arises out of allegations that Defendants violated Sections 14(e), 20A, and/or 20(a) of the Securities Exchange Act of 1934 (the "Exchange Act"), and Rule 14e-3 promulgated thereunder. Specifically, the Action alleges that, during the Class Period from February 25, 2014 through April 21, 2014 (inclusive), the Pershing Defendants acquired or caused the acquisition of a 9.7% stake in Allergan while in possession of material nonpublic information relating to the Valeant Defendants' contemplated takeover attempt for Allergan. On April 21 and 22, 2014, the Valeant Defendants announced their takeover bid and the Pershing Defendants disclosed their stake. Allergan's stock price increased about 15% in the immediate aftermath of that announcement. The Pershing Defendants' profits from their Class Period transactions grew to well over \$2 billion after a third-party, "white knight" – Actavis plc – agreed to acquire Allergan for cash and stock valued at approximately \$219 per Allergan share. Of this amount, the Pershing Defendants paid approximately \$400 million to the Valeant Defendants pursuant to a February 2014 agreement that the Pershing Defendants would share their gains with the Valeant Defendants in the event that a competing offer for Allergan was successful, and retained the rest.

12. This Action was commenced in December 2014. On May 5, 2015, the Court issued an Order appointing the State Teachers Retirement System of Ohio and the Iowa Public Employees Retirement System as "Lead Plaintiffs" pursuant to the Private Securities Litigation Reform Act of 1995. In the same Order, the Court approved Lead Plaintiffs' selection of Bernstein Litowitz Berger & Grossmann LLP and Kessler Topaz Meltzer & Check, LLP as Lead Counsel for the putative class, and consolidated all related actions.

13. On June 26, 2015, Lead Plaintiffs, along with additional named plaintiff, Patrick T. Johnson, filed an amended complaint. On August 7, 2015, Defendants moved to dismiss Plaintiffs' amended complaint, and on November 9, 2015, the Court denied Defendants' motion to dismiss in its entirety.

14. On April 21, 2016, Plaintiffs filed the operative complaint in the Action, the Second Amended Complaint (the "Second Amended Complaint" or "Complaint"), adding additional Defendants and additional claims. The Complaint asserted, among other things, claims under Sections 14(e) and 20A of the Exchange Act and Rule 14e-3 promulgated thereunder, which, with certain exceptions, prohibits insider trading by a person while in possession of material nonpublic information relating to a tender offer, after a person (the "offering person") has taken a substantial step or steps toward commencement of a tender offer. The Complaint sought damages arising from Defendants' alleged violation of these provisions.

15. On May 23, 2016, the additional Defendants moved to dismiss the Complaint and on August 5, 2016, the Court denied the second motion to dismiss in its entirety.

16. In September 2016, the Parties participated in an in-person mediation before former United States District Court Judge Layn Phillips ("Judge Phillips") to discuss a possible settlement of the Action. The Parties, however, were too divergent in their respective positions to reach a settlement at that time.

17. On October 11, 2016, Plaintiffs filed a motion for class certification. Following briefing on the motion and oral argument, the Court, on March 15, 2017, issued an Order granting the class certification motion ("Certification Order"), certifying the Class as defined in ¶ 26 below, appointing Plaintiffs as "Class Representatives," and appointing Lead Counsel as "Class Counsel." The Court also denied another motion to dismiss by Defendants, which argued that the Action should be dismissed because the Class is limited to only those who sold Allergan common stock, and did not extend to those who traded derivative securities that were price-interdependent with Allergan common stock ("Allergan Derivative Securities").

18. On March 28, 2017, Defendants filed a petition with the Court of Appeals for the Ninth Circuit (the “Ninth Circuit”) seeking permission to appeal the Court’s Certification Order. Class Representatives opposed the petition. The Ninth Circuit denied the motion on June 12, 2017.

19. On June 14, 2017, the Court granted Class Representatives’ motion to approve the form and manner of notifying the Class of the pendency of the Action as a class action. The Class Notice was provided to the Class and a summary notice was published. The Class Notice and summary notice each informed potential Class Members that requests for exclusion from the Class were to be submitted no later than September 11, 2017. Out of the thousands of Class Notices distributed, a total of six requests for exclusion from the Class were received, as listed on Appendix 1 to the Stipulation.² Per the Court’s direction in its Certification Order, Plaintiffs also provided sellers of Allergan Derivative Securities with notice of the Action, providing them with notice that they are not included in the Class and may need to bring their own claims. See ¶ 27 below.

20. Between January 2016 and June 2017, the Parties engaged in extensive fact and expert discovery. During this time, the Parties took 70 depositions and exchanged more than 2.5 million pages of documents. The Parties also litigated dozens of discovery-related motions before the Special Masters appointed by the Court to oversee discovery in the case, Robert C. O’Brien and the Honorable James Smith (Ret.). In total, the Special Masters issued 42 orders in the Action. The Parties also exchanged opening and rebuttal reports for 13 expert witnesses.

21. On July 10, 2017, the Parties cross-moved for summary judgment on each liability element. Defendants’ motions also sought judgment on their behalf on the “profits cap” and loss causation issues. Following full briefing by the Parties, the Court heard four days of oral argument on the Parties’ summary judgment motions in December 2017. The Court (tentatively) granted in part and denied in part Plaintiffs’ summary judgment motions, and (tentatively) denied Defendants’ summary judgment motions in their entirety.

22. During this same time, the Parties were substantially engaged in trial preparation for a trial of this Action scheduled to begin on February 26, 2018. By December 27, 2017, the Parties had submitted to the Court their proposed exhibit and witness lists, filed certain *Daubert* and *in limine* motions, and exchanged their contentions of law and fact, proposed stipulated facts, and other pretrial disclosures.

23. As the Parties prepared for trial, another attempt was made to resolve the Action. Following substantial negotiations with the assistance of Judge Phillips and Gregory P. Lindstrom, the Parties ultimately agreed to settle the Action for \$250 million, memorializing their agreement-in-principle in a term sheet executed on December 28, 2017.

24. On January 26, 2018, the Parties entered into the Stipulation, which sets forth the terms and conditions of the Settlement. The Stipulation can be viewed at www.AllerganProxyViolationSecuritiesLitigation.com. Class Representatives thereafter filed with the Court the Parties’ Stipulation and supporting documentation, along with their motion for preliminary approval of the Settlement.

25. On March 19, 2018, the Court preliminarily approved the Settlement, authorized this notice to be disseminated to potential Class Members, and scheduled the Settlement Hearing to consider whether to grant final approval of the Settlement.

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

26. If you are a member of the Class who has not previously sought exclusion from the Class in connection with the Class Notice, you are subject to the Settlement. The Class certified by Order of the Court on March 15, 2017 consists of:

all persons who sold Allergan common stock contemporaneously with purchases of Allergan common stock made or caused by Defendants during the period February 25, 2014 through April 21, 2014, inclusive, and were damaged thereby.³

Excluded from the Class by definition are: Defendants; their Officers and directors during the Class Period; Immediate Family Members of the individual Defendants and of the excluded Officers and directors; any entity in which any of the foregoing has or had a controlling interest; any affiliates, parents, or subsidiaries of the Defendants; the legal representatives, agents, affiliates, heirs, successors or assigns of any of the foregoing, in their capacities as such; and Nomura International plc, and any of its affiliates, parents, or subsidiaries. Persons or entities who traded only Allergan Derivative Securities, or any other securities other than Allergan common stock, are not members of the Class as a consequence of those trades. Also excluded from the Class are any persons that previously submitted a request for exclusion in connection with the Class Notice as set forth on Appendix 1 of the Stipulation.

PLEASE NOTE: RECEIPT OF THIS NOTICE DOES NOT MEAN THAT YOU ARE A CLASS MEMBER OR THAT YOU WILL BE ENTITLED TO RECEIVE PROCEEDS FROM THE SETTLEMENT.

IF YOU ARE A CLASS MEMBER AND YOU WISH TO BE ELIGIBLE TO PARTICIPATE IN THE DISTRIBUTION OF PROCEEDS FROM THE SETTLEMENT, YOU ARE REQUIRED TO SUBMIT THE CLAIM FORM THAT IS BEING DISTRIBUTED WITH THIS NOTICE AND THE REQUIRED SUPPORTING DOCUMENTATION AS SET FORTH THEREIN POSTMARKED NO LATER THAN AUGUST 7, 2018.

27. **PLEASE NOTE:** As set forth above, persons and entities who traded Allergan Derivative Securities are not members of the Class as a consequence of those trades. This notice only discusses the rights and options of members of the Court-certified Class

² Pursuant to its Order Preliminarily Approving Settlement and Providing for Notice (“Preliminary Approval Order”) dated March 19, 2018, the Court is not permitting Class Members a second opportunity to exclude themselves from the Class in connection with the Settlement.

³ A person is considered to have sold “contemporaneously” if he, she, or it sold Allergan common stock on any trading day during the Class Period.

defined in ¶ 26 above. There is a separate proposed settlement for persons and entities who traded in Allergan Derivative Securities during the Class Period. If you traded in Allergan Derivative Securities during the Class Period, you can learn more about the claims asserted on your behalf in *Timber Hill LLC v. Pershing Square Capital Management, L.P. et al.*, No. 2:17-cv-04776-DOC-KES (C.D. Cal.), the settlement of those claims, and the rights or options you may have in connection with that settlement at: www.AllerganDerivativesSettlement.com

WHAT ARE CLASS REPRESENTATIVES' REASONS FOR THE SETTLEMENT?

28. Class Representatives and Lead Counsel believe that the claims asserted against Defendants have merit. They recognize, however, the expense and length of continued proceedings necessary to pursue their claims against Defendants through trial and appeals, as well as the very substantial risks they would face in establishing liability at trial. For example, Defendants would seek to argue and present evidence at trial that the Valeant Defendants and Pershing Defendants were "partners" or "co-bidders," that the Valeant Defendants were not actually planning a tender offer during the Class Period, that their actions were approved by experienced legal counsel as legal, and that the U.S. Securities and Exchange Commission condoned their conduct. The presentation of such argument and evidence by Defendants would depend on the outcome of certain pretrial disputes, including on jury instructions and *Daubert* and *in limine* motions. Thus, there were very significant risks attendant to the continued prosecution of the Action through trial and obtaining a unanimous liability verdict. At trial, Defendants would also challenge loss causation and damages, arguing, among other things, that the Class was not harmed, not forced to sell their shares of Allergan common stock, and took inherent risks in investing in the stock market.

29. In light of these risks, the amount of the Settlement, and the immediacy of recovery to the Class, Class Representatives and Lead Counsel believe that the proposed Settlement is fair, reasonable, and adequate, and in the best interests of the Class. Class Representatives and Lead Counsel believe that the Settlement provides a substantial benefit to the Class, namely \$250,000,000 in cash (less the various deductions described in this notice), as compared to the risk that the claims in the Action would produce a smaller, or zero, recovery after trial and appeals, possibly years in the future.

30. Defendants have denied all claims asserted against them in the Action and deny having engaged in any wrongdoing or violation of law of any kind whatsoever. Defendants have agreed to the Settlement solely to eliminate the burden and expense of continued litigation. Accordingly, the Settlement may not be construed as an admission of any wrongdoing by Defendants.

WHAT MIGHT HAPPEN IF THERE WERE NO SETTLEMENT?

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

HOW ARE CLASS MEMBERS AFFECTED BY THE SETTLEMENT?

32. As a Class Member, you are represented by Class Representatives and Lead Counsel, unless you enter an appearance through counsel of your own choice at your own expense. You are not required to retain your own counsel, but if you choose to do so, such counsel must file a notice of appearance on your behalf and must serve copies of his or her appearance on the attorneys listed in the section entitled, "When And Where Will The Court Decide Whether To Approve The Settlement?," on page 8 below.

33. If you are a Class Member and you wish to object to the Settlement, the Plan of Allocation, or Lead Counsel's motion for an award of attorneys' fees and reimbursement of Litigation Expenses, and if you did not previously exclude yourself from the Class in connection with Class Notice (as listed on Appendix 1 to the Stipulation), you may present your objections by following the instructions in the section entitled, "When And Where Will The Court Decide Whether To Approve The Settlement?," on page 8 below.

34. If you are a Class Member you will be bound by any orders issued by the Court. If the Settlement is approved, the Court will enter a judgment (the "Judgment"). The Judgment will dismiss with prejudice the claims against Defendants and will provide that, upon the Effective Date of the Settlement, Plaintiffs and each of the other Class Members, on behalf of themselves, and their respective heirs, executors, administrators, predecessors, successors, and assigns in their capacities as such, will have fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged each and every Released Plaintiffs' Claim (as defined in ¶ 35 below) against Defendants and the other Defendants' Releasees (as defined in ¶ 36 below), and shall forever be barred and enjoined from prosecuting any or all of the Released Plaintiffs' Claims against any of the Defendants' Releasees.

35. "Released Plaintiffs' Claims" means all claims and causes of action of every nature and description, whether known claims or Unknown Claims, whether arising under federal, state, common or foreign law, that Plaintiffs or any other member of the Class: (i) asserted in the Complaint, or (ii) could have asserted in any forum that arise out of or are based upon the acts, facts, statements, or omissions involved, set forth in, or referred to in the Complaint, and that relate to the sale of Allergan common stock during the Class Period. Released Plaintiffs' Claims do not include: (i) any claims relating to the enforcement of the Settlement; (ii) any claims that relate to the purchase or sale of Allergan Derivative Securities, including any claims asserted in *Timber Hill LLC v. Pershing Square Capital Management, L.P. et al.*, No. 2:17-cv-04776-DOC-KES (C.D. Cal.); or (iii) any claims of any person or entity that submitted a request for exclusion as set forth on Appendix 1 to the Stipulation.

36. "Defendants' Releasees" means Defendants and their current and former parents, affiliates, subsidiaries, limited partners, stockholders, officers, directors, agents, successors, predecessors, assigns, assignees, employees, and attorneys, in their capacities as such.

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

A general release does not extend to claims which the creditor does not know or suspect to exist in his or her favor at the time of executing the release, which if known by him or her must have materially affected his or her settlement with the debtor.

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

38. The Judgment will also provide that, upon the Effective Date of the Settlement, Defendants, on behalf of themselves, and their respective heirs, executors, administrators, predecessors, successors, and assigns in their capacities as such, will have fully, finally, and forever compromised, settled, released, resolved, relinquished, waived, and discharged each and every Released Defendants' Claim (as defined in ¶ 39 below) against Plaintiffs and the other Plaintiffs' Releasees (as defined in ¶ 40 below), and shall forever be barred and enjoined from prosecuting any or all of the Released Defendants' Claims against any of the Plaintiffs' Releasees. This Release shall not apply to any person or entity who previously submitted a request for exclusion from the Class in connection with the Class Notice as set forth on Appendix 1 to the Stipulation.

39. "Released Defendants' Claims" means all claims and causes of action of every nature and description, whether known claims or Unknown Claims, whether arising under federal, state, common or foreign law, that arise out of or relate in any way to the institution, prosecution, or settlement of the claims asserted in the Action against Defendants. Released Defendants' Claims do not include (i) any claims relating to the enforcement of the Settlement; and (ii) any claims against any person or entity that previously submitted a request for exclusion from the Class as set forth on Appendix 1 to the Stipulation.

40. "Plaintiffs' Releasees" means Plaintiffs, all other Class Members, and their respective current and former parents, affiliates, subsidiaries, limited partners, stockholders, pensioners, officers, directors, agents, successors, predecessors, assigns, assignees, employees, and attorneys, in their capacities as such.

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

41. To be eligible for a payment from the proceeds of the Settlement, you must be a member of the Class and you must timely complete and return the Claim Form with adequate supporting documentation **postmarked no later than August 7, 2018**. A Claim Form is included with this notice, or you may obtain one from the website maintained by the Claims Administrator for the Settlement, www.AllerganProxyViolationSecuritiesLitigation.com, or you may request that a Claim Form be mailed to you by calling the Claims Administrator toll free at (855) 474-3851. Please retain all records of your ownership of and transactions in Allergan common stock, as they may be needed to document your Claim. If you previously requested exclusion from the Class in connection with Class Notice or do not submit a timely and valid Claim Form, you will not be eligible to share in the Net Settlement Fund.

HOW MUCH WILL MY PAYMENT BE?

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

43. Pursuant to the Settlement, Defendants have paid two hundred and fifty million dollars (\$250,000,000) in cash. The Settlement Amount has been deposited into an escrow account. The Settlement Amount plus any interest earned thereon is referred to as the "Settlement Fund." If the Settlement is approved by the Court and the Effective Date occurs, the "Net Settlement Fund" (that is, the Settlement Fund less (i) all federal, state, and/or local taxes on any income earned by the Settlement Fund and the reasonable costs incurred in connection with determining the amount of and paying taxes owed by the Settlement Fund (including reasonable expenses of tax attorneys and accountants), (ii) the Notice and Administration Costs, (iii) any attorneys' fees and Litigation Expenses awarded by the Court, and (iv) any other costs or fees approved by the Court) will be distributed to Class Members who submit valid Claim Forms, in accordance with the proposed Plan of Allocation or such other plan of allocation as the Court may approve.

44. The Net Settlement Fund will not be distributed unless and until the Court has approved the Settlement and a plan of allocation, and the time for any petition for rehearing, appeal, or review, whether by certiorari or otherwise, has expired.

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

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

47. Unless the Court otherwise orders, any Class Member who fails to submit a Claim Form postmarked on or before August 7, 2018 shall be fully and forever barred from receiving payments pursuant to the Settlement but will in all other respects remain a Class

Member and be subject to the provisions of the Stipulation, including the terms of any Judgment entered and the releases given. This means that each Class Member releases the Released Plaintiffs' Claims (as defined in ¶ 35 above) against the Defendants' Releasees (as defined in ¶ 36 above) and will be enjoined and prohibited from filing, prosecuting, or pursuing any of the Released Plaintiffs' Claims against any of the Defendants' Releasees whether or not such Class Member submits a Claim Form.

48. Participants in and beneficiaries of any employee retirement and/or benefit plan ("Employee Plan") should NOT include any information relating to shares of Allergan common stock sold through an Employee Plan in any Claim Form they submit in this Action. They should include ONLY those shares of Allergan common stock sold during the Class Period **outside** an Employee Plan. Claims based on any Employee Plan(s)' sales of eligible Allergan common stock during the Class Period may be made by the Employee Plan(s)' trustees. To the extent any of the Defendants or any of the other persons or entities excluded from the Class are participants in an Employee Plan(s), such persons or entities shall not receive, either directly or indirectly, any portion of the recovery that may be obtained from the Settlement by such Employee Plan(s).

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

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

51. Only Class Members or persons authorized to submit a Claim on their behalf will be eligible to share in the distribution of the Net Settlement Fund. Persons and entities that are excluded from the Class by definition or that previously excluded themselves from the Class pursuant to request in connection with the Class Notice will not be eligible to receive a distribution from the Net Settlement Fund and should not submit Claim Forms.

PROPOSED PLAN OF ALLOCATION

52. The objective of the Plan of Allocation is to equitably distribute the Settlement proceeds to those Class Members who suffered economic losses as a proximate result of the alleged wrongdoing. The Plan of Allocation is not a formal damage analysis, and the calculations made in accordance with the Plan of Allocation are not intended to be estimates of, nor indicative of, the amounts that Class Members might have been able to recover after a trial. Nor are the calculations pursuant to the Plan of Allocation intended to be estimates of the amounts that will be paid to Authorized Claimants pursuant to the Settlement. The computations under the Plan of Allocation are only a method to weigh the claims of Authorized Claimants against one another for the purposes of making *pro rata* allocations of the Net Settlement Fund.

53. Lead Counsel developed the Plan of Allocation in consultation with Class Representatives' damages expert. Under the Plan of Allocation, a Recognized Loss Amount shall be calculated for the sale of each share of Allergan common stock that the Claimant sold during the Class Period. The Recognized Loss Amount calculated for each such share sold is the difference between \$209.20, the closing price of Allergan common stock on November 17, 2014 (the date Allergan agreed to be purchased for \$219 a share), and the actual sale price. In addition, a Recognized Gain Amount shall be calculated for each share of Allergan common stock purchased during the Class Period (other than shares purchased through the exercise of an option entered into prior to the beginning of the Class Period), which shall be the difference between \$209.20 and the actual purchase price. Recognized Gain Amounts will offset Recognized Loss Amounts as discussed below.

CALCULATION OF RECOGNIZED LOSS AND RECOGNIZED GAIN AMOUNTS

54. Based on the formula set forth below, a "Recognized Loss Amount" shall be calculated for sales of Allergan common stock during the Class Period that are listed in the Claim Form and for which adequate documentation is provided and a "Recognized Gain Amount" shall be calculated for purchases of Allergan common stock during the Class Period.

- (a) For each share of Allergan common stock sold during the Class Period (other than shares sold as the result of the exercise of an option entered into prior to the beginning of the Class Period), the Recognized Loss Amount is \$209.20 **minus** the sale price.
- (b) For each share of Allergan common stock purchased during the Class Period (other than shares purchased through the exercise of an option entered into prior to the beginning of the Class Period), the Recognized Gain Amount is \$209.20 **minus** the purchase price.

ADDITIONAL PROVISIONS

55. The Net Settlement Fund will be allocated among all Authorized Claimants whose Distribution Amount (defined in ¶ 57 below) is \$10.00 or greater.

56. A Claimant's "Recognized Claim" under the Plan of Allocation shall be (i) the sum of his, her, or its Recognized Loss Amounts for all sales of Allergan common stock during the Class Period **less** (ii) the sum of his, her, or its Recognized Gain Amounts for all purchases of Allergan common stock during the Class Period.

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

58. Purchases and sales of Allergan common stock shall be deemed to have occurred on the "contract" or "trade" date as opposed to the "settlement" or "payment" date. The receipt or grant by gift, inheritance or operation of law of Allergan common stock during the

Class Period shall not be deemed a purchase or sale of Allergan common stock for the calculation of an Authorized Claimant's Recognized Loss Amount, nor shall the receipt or grant be deemed an assignment of any claim relating to the Allergan common stock unless (i) no Claim Form was submitted by or on behalf of the donor, on behalf of the decedent, or by anyone else with respect to those shares; and (ii) it is specifically so provided in the instrument of gift or assignment.

59. Option contracts are not securities eligible to participate in the Settlement. With respect to shares of Allergan common stock purchased or sold through the exercise of an option that was entered into during the Class Period, the purchase/sale price of the Allergan common stock is the closing market price of Allergan common stock on the date of the exercise of the option. No Recognized Gain Amounts will be calculated for purchases of Allergan common stock that are the result of the exercise of an option entered into prior to the beginning of the Class Period. No Recognized Loss Amounts will be calculated for sales of Allergan common stock that are the result of the exercise of an option entered into prior to the beginning of the Class Period.

60. After the initial distribution of the Net Settlement Fund, the Claims Administrator shall make reasonable and diligent efforts to have Authorized Claimants cash their distribution checks. To the extent any monies remain in the fund nine (9) months after the initial distribution, if Lead Counsel, in consultation with the Claims Administrator, determine that it is cost-effective to do so, the Claims Administrator shall conduct a re-distribution of the funds remaining after payment of any unpaid fees and expenses incurred in administering the Settlement, including for such re-distribution, to Authorized Claimants who have cashed their initial distributions and who would receive at least \$10.00 from such re-distribution. Additional re-distributions to Authorized Claimants who have cashed their prior checks and who would receive at least \$10.00 on such additional re-distributions may occur thereafter if Lead Counsel, in consultation with the Claims Administrator, determine that additional re-distributions, after the deduction of any additional fees and expenses incurred in administering the Settlement, including for such re-distributions, would be cost-effective. At such time as it is determined that the re-distribution of funds remaining in the Net Settlement Fund is not cost-effective, the remaining balance shall be contributed to non-sectarian, not-for-profit 501(c)(3) organization(s), to be recommended by Lead Counsel and approved by the Court.

61. Payment pursuant to the Plan of Allocation, or such other plan of allocation as may be approved by the Court, shall be conclusive against all Authorized Claimants. No person shall have any claim against Plaintiffs, Plaintiffs' Counsel, Plaintiffs' damages expert, Defendants, Defendants' Counsel, or any of the other Releasees, or the Claims Administrator or other agent designated by Lead Counsel arising from distributions made substantially in accordance with the Stipulation, the plan of allocation approved by the Court, or further Orders of the Court. Plaintiffs, Defendants and their respective counsel, and all other Defendants' Releasees, shall have no responsibility or liability whatsoever for the investment or distribution of the Settlement Fund, the Net Settlement Fund, the plan of allocation, or the determination, administration, calculation, or payment of any Claim or nonperformance of the Claims Administrator, the payment or withholding of taxes owed by the Settlement Fund, or any losses incurred in connection therewith.

62. The Plan of Allocation set forth herein is the plan that is being proposed to the Court for its approval by Class Representatives after consultation with their damages expert. The Court may approve this plan as proposed or it may modify the Plan of Allocation without further notice to the Class. Any Orders regarding any modification of the Plan of Allocation will be posted on the website, www.AllerganProxyViolationSecuritiesLitigation.com.

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

63. Plaintiffs' Counsel have not received any payment for their services in pursuing claims against the Defendants on behalf of the Class, nor have Plaintiffs' Counsel been reimbursed for their out-of-pocket expenses. Before final approval of the Settlement, Lead Counsel will apply to the Court for an award of attorneys' fees for all Plaintiffs' Counsel in an amount not to exceed 25% of the Settlement Fund. At the same time, Lead Counsel also intend to apply for reimbursement of Litigation Expenses in an amount not to exceed \$8.5 million, which may include an application for reimbursement of the reasonable costs and expenses incurred by Class Representatives directly related to their representation of the Class. The Court will determine the amount of any award of attorneys' fees or reimbursement of Litigation Expenses. Such sums as may be approved by the Court will be paid from the Settlement Fund. Class Members are not personally liable for any such fees or expenses.

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

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

65. The Settlement Hearing will be held on **May 30, 2018 at 7:30 a.m.**, before The Honorable David O. Carter, in the United States District Court for the Central District of California, Ronald Reagan Federal Building, United States Courthouse, 411 West Fourth Street, Santa Ana, CA 92701, 9th Floor, Courtroom 9D. More detailed papers in support of Class Representatives' motion for final approval of the Settlement and approval of the Plan of Allocation and Lead Counsel's motion for fees and expenses will be filed with the Court on or before April 25, 2018 and will be made available thereafter on www.AllerganProxyViolationSecuritiesLitigation.com. The Court reserves the right to approve the Settlement, the Plan of Allocation, Lead Counsel's motion for an award of attorneys' fees and reimbursement of Litigation Expenses, and/or any other matter related to the Settlement at or after the Settlement Hearing without further notice to the members of the Class.

66. Any Class Member may object to the Settlement, the proposed Plan of Allocation, or Lead Counsel's motion for an award of attorneys' fees and reimbursement of Litigation Expenses. Objections must be in writing. You must file any written objection, together with copies of all other papers and briefs supporting the objection, with the Clerk's Office at the United States District Court for the

Central District of California at the address set forth below on or before May 9, 2018. You must also serve the papers on Lead Counsel and on the Representative Defendants' Counsel at the addresses set forth below so that the papers are **received on or before May 9, 2018**.

Clerk's Office
United States District Court
Central District of California
Clerk of the Court
Ronald Reagan Federal Bldg.
United States Courthouse
411 West Fourth Street
Santa Ana, CA 92701

Lead Counsel
**Bernstein Litowitz Berger
& Grossmann LLP**
Mark Lebovitch, Esq.
1251 Avenue of the Americas,
44th Floor
New York, NY 10020
**Kessler Topaz Meltzer
& Check, LLP**
Lee Rudy, Esq.
280 King of Prussia Road
Radnor, PA 19087

**Representative
Defendants' Counsel**
Hueston Hennington LLP
John C. Hueston, Esq.
523 West 6th Street
Los Angeles, CA 90014
Kirkland & Ellis LLP
Mark Holscher, Esq.
333 South Hope Street
Los Angeles, CA 90071

67. Any objections (i) must state the name, address, and telephone number of the person or entity objecting and must be signed by the objector; (ii) must contain a statement of the Class Member's objection or objections, and the specific reasons for each objection, including any legal and evidentiary support the Class Member wishes to bring to the Court's attention; and (iii) must include documents sufficient to prove membership in the Class, including documents showing the number of shares of Allergan common stock that the objector purchased and/or sold during the Class Period (i.e., February 25, 2014 through April 21, 2014, inclusive), as well as the number of shares, dates, and prices for each such purchase and sale. You may not object to the Settlement, the Plan of Allocation, or Lead Counsel's motion for attorneys' fees and reimbursement of Litigation Expenses if you excluded yourself from the Class in connection with the previously disseminated Class Notice and are listed on Appendix 1 to the Stipulation.

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

69. If you wish to be heard orally at the hearing in opposition to the approval of the Settlement, the Plan of Allocation, or Lead Counsel's motion for an award of attorneys' fees and reimbursement of Litigation Expenses, and if you timely file and serve a written objection as described above, you must also file a notice of appearance with the Clerk's Office and serve it on Lead Counsel and Representative Defendants' Counsel at the addresses set forth above so that it is **received on or before May 9, 2018**. Persons who intend to object and desire to present evidence at the Settlement Hearing must include in their written objection or notice of appearance the identity of any witnesses they may call to testify and exhibits they intend to introduce into evidence at the hearing. Such persons may be heard orally at the discretion of the Court.

70. You are not required to hire an attorney to represent you in making written objections or in appearing at the Settlement Hearing. However, if you decide to hire an attorney, it will be at your own expense, and that attorney must file a notice of appearance with the Court and serve it on Lead Counsel and Representative Defendants' Counsel at the addresses set forth above so that the notice is **received on or before May 9, 2018**.

71. The Settlement Hearing may be adjourned by the Court without further written notice to the Class. If you plan to attend the Settlement Hearing, you should confirm the date and time with Lead Counsel.

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

WHAT IF I SOLD ALLERGAN SHARES ON SOMEONE ELSE'S BEHALF?

73. **Please Note: If you previously provided the names and addresses of persons and entities on whose behalf you sold Allergan common stock during the period from February 25, 2014 through April 21, 2014, inclusive, in connection with the Class Notice, and (i) those names and addresses remain current and (ii) you have no additional names and addresses for potential Class Members to provide to the Claims Administrator, you need do nothing further at this time. The Claims Administrator will mail a copy of this Notice and the Claim Form (together, the "Settlement Notice Packet") to the beneficial owners whose names and addresses were previously provided in connection with the Class Notice.** If you elected to mail the Class Notice directly to beneficial owners, you were advised that you must retain the mailing records for use in connection with any further notices that may be provided in the Action. If you elected this option, the Claims Administrator will forward the same number of Settlement Notice Packets to you to send to the beneficial owners. If you require more copies of the Settlement Notice Packet than you previously requested in connection with the Class Notice mailing, please contact the Claims Administrator, GCG, toll-free at (855) 474-3851 and let them know how many additional packets you require. You must mail the Settlement Notice Packets to the beneficial owners within seven (7) calendar days of your receipt of the packets.

74. If you have not already provided the names and addresses for persons and entities on whose behalf you sold Allergan common stock during the period from February 25, 2014 through April 21, 2014, inclusive, in connection with the Class Notice, then, the Court

has ordered that you must, WITHIN SEVEN (7) CALENDAR DAYS OF YOUR RECEIPT OF THIS NOTICE, either: (i) send the Settlement Notice Packet to all beneficial owners of such Allergan common stock, or (ii) send a list of the names and addresses of such beneficial owners to the Claims Administrator at *Allergan Proxy Violation Securities Litigation*, c/o GCG, P.O. Box 10436, Dublin, OH 43017-4036, in which event the Claims Administrator shall promptly mail the Settlement Notice Packet to such beneficial owners. **AS STATED ABOVE, IF YOU HAVE ALREADY PROVIDED THIS INFORMATION IN CONNECTION WITH THE CLASS NOTICE, UNLESS THAT INFORMATION HAS CHANGED (E.G., BENEFICIAL OWNER HAS CHANGED ADDRESS), IT IS UNNECESSARY TO PROVIDE SUCH INFORMATION AGAIN.**

75. Upon full and timely compliance with these directions, nominees who mail the Settlement Notice Packet to beneficial owners may seek reimbursement of their reasonable expenses actually incurred by providing GCG with proper documentation supporting the expenses for which reimbursement is sought. Such properly documented expenses incurred by nominees in compliance with these directions shall be paid from the Settlement Fund, but will only be reimbursed upon review and approval by the Court.

76. Copies of this Notice and the Claim Form may also be obtained from the website maintained by the Claims Administrator, www.AllerganProxyViolationSecuritiesLitigation.com, by calling the Claims Administrator toll-free at (855) 474-3851, or by emailing the Claims Administrator at info@AllerganProxyViolationSecuritiesLitigation.com.

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

77. This Notice contains only a summary of the terms of the proposed Settlement. For more detailed information about the matters involved in this Action, you are referred to the papers on file in the Action, including the Stipulation, which may be inspected during regular office hours at the Office of the Clerk, United States District Court for the Central District of California, Ronald Reagan Federal Building, United States Courthouse, 411 West Fourth Street, Santa Ana, CA 92701. Additionally, copies of the Stipulation and any related orders entered by the Court will be posted on the website maintained by the Claims Administrator, www.AllerganProxyViolationSecuritiesLitigation.com.

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

Allergan Proxy Violation Securities Litigation
c/o GCG
P.O. Box 10436
Dublin, OH 43017-4036

(855) 474-3851

info@AllerganProxyViolationSecuritiesLitigation.com
www.AllerganProxyViolationSecuritiesLitigation.com

and/or

**Bernstein Litowitz Berger &
Grossmann LLP**
Mark Lebovitch, Esq.
1251 Avenue of the Americas
New York, NY 10020
(800) 380-8496
blbg@blbglaw.com

**Kessler Topaz Meltzer &
Check, LLP**
Lee Rudy, Esq.
280 King of Prussia Road
Radnor, PA 19087
(610) 667-7706
info@ktmc.com

DO NOT CALL OR WRITE THE COURT, THE OFFICE OF THE CLERK OF THE COURT, ALLERGAN, DEFENDANTS OR THEIR COUNSEL REGARDING THIS NOTICE.

Dated: March 19, 2018

By Order of the Court
United States District Court
Central District of California