IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COUNTY DEPARTMENT, LAW DIVISION

IN RE: ACTOS RELATED CASES	)	Case No. 11 L 10011, *et al.*
Applicable to all Cook County Cases	)	

CASE MANAGEMENT ORDER NO. 1

These consolidated proceedings were assigned to the Honorable Deborah M. Dooling pursuant to Judge William D. Maddux's Order of December 9, 2011, centralizing case management of all Cook County cases brought by plaintiffs alleging injury as a result of the ingestion of Actos®, ACTOplus Met®, ACTOplus Met XR®, Duetact®, or pioglitazone ("Actos") in *In re: Actos Related Cases*, Case No. 11 L 10011, a copy of which is attached as ***Exhibit A***. On February 24, 2012, the Illinois Supreme Court entered an Order granting the parties' Joint Motion to coordinate all Illinois cases involving Actos in Cook County as part of *In re: Actos Related Cases*, No. 11 L 10011, and transferring five Actos cases pending in Madison County to this Court for coordinated proceedings. A copy of the Supreme Court's Rule 384 Order is attached as ***Exhibit B***.

This Case Management Order ("CMO") and all CMOs and other orders of this Court in this consolidated proceeding shall be binding on all parties and their counsel involved in the *In Re Actos Related Cases* consolidated proceeding, Case No. 11 L 10011, including those involved in cases currently included in this proceeding and any cases subsequently added to this proceeding (hereinafter "this Proceeding").

This CMO is intended to provide an overview and direction to current and future parties involved in this consolidated proceeding and sets forth orders and procedures that have been entered and adopted and/or are requested to be adopted by this Court.

I. Filing Procedures

The following are procedures suggested by this Court to ensure the efficient transfer of newly filed Actos cases to this Proceeding:

A. **New Filings Outside of Cook County** –The suggested procedures for intra-state transfer of cases filed outside of Cook County will be the subject of a future order, if the need arises for such an order.

B. **New Filings in Cook County** – Upon filing a new Actos case in Cook County, Plaintiff's Counsel should present to the Clerk of the Circuit Court of Cook County a copy of: (1) the Consolidation Order, (2) the Order entered by Judge William D. Maddux on December 9, 2011, which served to consolidate all Cook County Actos cases before this Court (attached hereto as ***Exhibit A***), (3) the newly filed Complaint, and (4) a transfer request letter formally requesting transfer of the case to this Court (a suggested draft of which is attached as ***Exhibit C***).

C. **All Filings** – The Court requests that any Plaintiff's Counsel who files a new Actos case in any Illinois state court (in Cook County or any other county) send courtesy copies of the complaint to this Court after the case is filed, along with a prepared consolidation order to consolidate the new case with this Proceeding. All courtesy copies and draft orders shall be sent to the Law Clerk to the Honorable Deborah M. Dooling, either via mail or electronically at:

Law Clerk to Judge Deborah Mary Dooling
Circuit Court of Cook County
Law Division, Surety Section
50 W. Washington Street Room 2404
Chicago, IL 60602
E-Mail: InReActos@cookcountyil.gov

This will allow the Court to maintain a current inventory of all newly filed Actos cases in this Proceeding.

D. **Removals** - The Court requests that if a Notice of Removal is filed in any Illinois Actos matter, including any newly-filed matter which may not have yet been formally transferred to this consolidated proceeding, the removing party send this Court formal notice of the removal of the case. The notices shall be sent to the Law Clerk to the Honorable Deborah M. Dooling, either via mail or electronically, at the address noted above in Section I.3.

II. Substituted Service Procedures

The Court approved and entered a First Amended Stipulated Order regarding Substituted Service on May 2, 2012, a copy of which is attached hereto as ***Exhibit D***.[1]

III. Appointment of Lead Counsel

Pursuant to an Order entered on February 17, 2012, the Court has appointed the following individuals as Lead Counsel:

Plaintiffs' Lead Counsel:

Peter J. Flowers
Foote, Meyers, Mielke, Flowers
3 North Second Street, Suite 300
St. Charles, IL 60174
E-Mail: pjf@foote-meyers.com

[1] The only difference between the amended order regarding substituted service and the prior order, which the Court entered on March 27, 2012, is a correction to Takeda Pharmaceutical Company Limited's service address as set forth in Section II.D of the Order.

Tel. (630) 232-6333
Fax (630) 845-8982

Chicago Office:
30 North LaSalle Street, Suite 2340
Chicago, IL 60603
Tel. (312) 214-1017

Tor A. Hoerman
Tor Hoerman Law LLC
P.O. Box 536
Edwardsville, IL 62025
E-Mail: THoerman@torhoermanlaw.com
Tel. (618) 656-4400
Fax (618) 656-4401

Chicago Office:
234 S. Wabash – 7th floor
Chicago, IL 60604
Tel. (312) 372-4800
Fax (312) 372-4848

Allen Schwartz
Kralovec, Jambois & Schwartz
Goodman Theatre Building
60 W. Randolph St., 4th Fl.
Chicago, IL 60601
Email: aschwartz@kjs-law.com
Tel. (312) 782-2525
Fax (312) 855-0068

Kenneth T. Fibich
Fibich Hampton Leebron Briggs & Josephson, LLP
1150 Bissonet
Houston, TX 77005
Email: tfibich@fhl-law.com
Tel. (713) 751-0025
Fax (713) 751-0030

Defendants' Lead Counsel:

Sherry A. Knutson
Sidley Austin LLP
1 South Dearborn

Chicago, IL 60603
E-Mail: sknutson@sidley.com
Tel. (312) 853-4710
Fax (312) 853-7036

The responsibilities and expected duties of Lead Counsel are more fully set forth in Case Management Order No. 2, which was entered on May 2, 2012, a copy of which is attached hereto as ***Exhibit E***.

IV. Discovery

A. Protective Order

The Court approved and entered an Agreed Stipulated Protective Order of Confidentiality on March 27, 2012, a copy of which is attached hereto as ***Exhibit F***.

B. Generic Discovery Directed to Defendants

All generic (non-case-specific) discovery propounded to defendants by plaintiffs, including deposition notices, interrogatories, requests for production, and requests to admit, in this Proceeding shall be served by Plaintiffs' Lead Counsel or on its behalf and shall apply to all cases pending in this Proceeding.

In response to the extensive written generic discovery requests propounded by Plaintiffs' Lead Counsel in *Peavy* (No. 11 L 010011), the Takeda defendants began producing documents to Lead Counsel on April 6, 2012, with agreement for a rolling production of additional documents thereafter. This production to Plaintiffs' Lead Counsel shall serve as Takeda's document production in this Proceeding and may be used in all cases consolidated herein. Additional non-duplicative written discovery requests may be served in accordance with the orders of this Court. By agreement of the parties, any document production by Eli Lilly & Company is deferred at the present time and will be negotiated at a later date.

It is anticipated that the conduct of generic discovery will be lengthy and complex because, among other considerations: (1) research and development of pioglitazone began in 1982 and, as a result, discovery will cover a 30-year period of time, and (2) discovery is being sought in countries outside the United States, including, but not limited to, Japan, France, Germany, and the United Kingdom, which will implicate Data Protection and Privacy Laws of numerous countries (*see* Protective Order, Exhibit F, ¶ 4). In light of these considerations, all generic discovery directed to defendants shall be completed by **July 26, 2013**.

C. Plaintiff Fact Sheets

The Court hereby approves the use of the Plaintiff Fact Sheet ("PFS") attached hereto as ***Exhibit G*** and the corresponding medical records authorization attached hereto as ***Exhibit H***. General deadlines and obligations relating to the service of completed PFS responses are delineated in Case Management Order No. 3, which was entered on June 5, 2012, and is attached hereto as ***Exhibit I***.

D. Defendant Fact Sheets

The Court hereby approves the use of the Defendant Fact Sheet ("DFS") attached hereto as ***Exhibit J***. General deadlines and obligations relating to the service of completed DFS responses are delineated in Case Management Order No. 3.

E. Other Case-Specific Discovery

With the exception of the provision of a Plaintiff Fact Sheet, Defendant Fact Sheet, and collection of medical records as described in Sections IV.C and D of this CMO, any additional case-specific discovery of any plaintiff or any defendant shall not commence until the bellwether cases are selected for trial and the Court has entered an Order allowing case-specific discovery to proceed. The parties shall meet and confer regarding case-specific discovery to be taken of Eli

Lilly, if named as a defendant, which shall be delineated in a future case management order to be separately entered by the Court.

V. Designation of Bellwether Cases

The parties and the Court anticipate that bellwether cases in this Proceeding will be designated and set for trial. The parties and the Court agree that a critical element of a bellwether plan is for the most representative cases to be selected for the first trials. Factors that should be considered in choosing a representative sampling of cases include, but are not limited to: (1) the type of injury alleged, (2) other risk factors for the alleged injury, (3) the dose and duration of Actos use, (4) the time period during which Actos was used, and (5) the plaintiff's residence. Until a critical mass of Plaintiff Fact Sheets are completed and produced, the parties will not be in a position to assess which specific cases most accurately represent the typical cases at issue in this coordinated proceeding.

Methods for Selection of Bellwether Eligible Cases. The pool of cases eligible for selection as bellwether trial cases ("bellwether eligible cases") shall consist of all cases filed on or before June 1, 2012. Plaintiffs in the bellwether eligible cases shall serve a materially complete PFS and properly executed medical record authorizations by August 1, 2012. If a PFS and medical authorizations are not served by this date, the case shall be removed from the pool of bellwether eligible cases.

Methods for Selection of Bellwether Cases. On October 1, 2012, Plaintiffs' Lead Counsel shall select the first three bellwether cases to be set for trial from the pool of bellwether eligible cases. The first of these bellwether cases set for trial must have been filed by an Illinois resident. On December 1, 2012, Defendants' Lead Counsel shall select the next two bellwether cases to be set for trial from the pool of bellwether eligible cases.

Once the bellwether cases are selected, additional case-specific discovery will proceed in the bellwether cases pursuant to a schedule to which the parties and the Court agree.

The first bellwether trial has been scheduled to begin on or around March 4, 2013. The case management schedule for this first bellwether case is set forth in a separate Case Management Schedule, which is attached hereto as ***Exhibit K***. Four sequential bellwether cases will be set for trial at three month increments after the first trial, and the case management schedule for those cases shall be the subject of further order of this Court.

The parties shall meet-and-confer about the case management schedule for non-bellwether cases. Those schedules will be more fully set forth in subsequent Case Management Orders of this Court.

VI. Case Management Conferences

A. The Court intends to hold monthly Case Management Conferences, with notice of the same to be provided to all known counsel of record.

B. For purposes of receiving e-mail notice of regular Case Management Conferences and other transmissions from the Court, all Counsel shall provide the Court with his or her preferred e-mail address, sending the same to the Law Clerk to the Honorable Deborah M. Dooling, either via mail or electronically, at the address noted above in Section I.3, and providing the same to Plaintiffs' Lead Counsel and Defendants' Lead Counsel.

C. The Court requires that Plaintiffs' Lead Counsel and Defendants' Lead Counsel confer in advance of each scheduled Case Management Conference to discuss items to be addressed at the upcoming conference and, where practicable, to advise the Court of said items in advance. The Court shall direct Lead Counsel if any formal written submissions are to be filed, delivered and/or served in advance of any upcoming Case Management Conference.

VII. Future Case Management Orders

This Case Management Order and all subsequent Case Management Orders apply to all cases currently involved in and made part of the *In re: Actos Related Cases* Proceeding, No. 11 L 10011, as well as any cases subsequently added to this Proceeding. This Order will control the course of the *In re: Actos Related Cases* Proceeding and may not be amended except by consent of the parties and the Court, or by order of the Court.

It is so ORDERED.

The Honorable Deborah Mary Dooling
Circuit Court of Cook County

Prepared By:

Sherry A. Knutson
SIDLEY AUSTIN LLP
Firm ID No. 42418
One South Dearborn Street
Chicago, Illinois 60603
(312) 853-7000

Attorney for Takeda Pharmaceuticals America, Inc., Takeda Pharmaceuticals U.S.A., Inc., Takeda Pharmaceutical Company, and Eli Lilly & Company

EXHIBIT A

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COUNTY DEPARTMENT, LAW DIVISION

CC
J.M.

JAMES PEAVEY, Plaintiff, v. TAKEDA PHARMACEUTICALS AMERICA, INC., *et al.*, Defendants.	)	No. 11 L 10011 IN RE: Actos Related Cases

ORDER

This matter coming before the court on its own motion, the Court determining that numerous cases may potentially be filed arising from the above captioned incident,

IT IS HEREBY ORDERED:

Due to the necessity for extensive pretrial activity, the requirement for intensive judicial supervision, and the need to manage these cases in an organized and uniform fashion, this case and all future cases filed in the Law Division of the Circuit Court of Cook County, arising out of the above captioned incident, are assigned to Judge Deborah Dooling.

These assignments will be for all purposes, including trial, pursuant to General Administrative Order 91-4. All previous assignments of any case pending in the Law Division arising from the above captioned incident are stricken.

4882
159

W. D. Maddux

JUDGE WILLIAM D. MADDUX
Presiding Judge
Law Division

ENTERED
JUDGE WILLIAM D. MADDUX-1559
DEC 09 2011
DOROTHY BROWN
CLERK OF THE CIRCUIT COURT
OF COOK COUNTY, IL
DEPUTY CLERK

EXHIBIT B

SUPREME COURT OF ILLINOIS
SUPREME COURT BUILDING
200 East Capitol Avenue
SPRINGFIELD, ILLINOIS 62701-1721

CAROLYN TAFT GROSBOLL
Clerk of the Court

(217) 782-2035
TDD: (217) 524-8132

FIRST DISTRICT OFFICE
160 North LaSalle Street, 20th Floor
Chicago, Illinois 60601-3103
(312) 793-1332
TDD: (312) 793-6185

February 24, 2012

Ms. Sherry Knutson
Sidley Austin LLP
One South Dearborn Street
Chicago, IL 60603

In re: Takeda Pharmaceuticals America, Inc., et al., etc., movants, v. John L. Allen et al., etc., respondents.
No. 113814

Dear Ms. Knutson:

Enclosed is a copy of a certified order entered February 24, 2012, by the Supreme Court of Illinois.

Very truly yours,

Carolyn Taft Grosboll

Clerk of the Supreme Court

CTG:lam
Enclosure
cc: Attorneys of Record
Clerk of the Circuit Court of Madison County
Clerk of the Circuit Court of Cook County

No. 113814

IN THE

SUPREME COURT OF ILLINOIS

TAKEDA PHARMACEUTICALS AMERICA, Inc., et al., etc., Movants,	)	
vs.	)	Motion for Consolidation
JOHN L. ALLEN, et al., etc., Respondents.	)	

ORDER

This cause coming to be heard on the motion of the movants, Takeda Pharmaceuticals America, Inc., et al., due notice having been given to the respondents, and the Court being fully advised in the premises;

IT IS ORDERED that the motion for transfer and consolidation pursuant to Supreme Court Rule 384 is allowed. Pursuant to Supreme Court Rule 384, Bettorf et al. v. Takeda Pharmaceuticals America, Inc. et al., Madison County No. 2011 L 934; Greenlee et al. v. Takeda Pharmaceuticals America, Inc. et al., Madison County No. 2012 L 16; Sandidge et al. v. Takeda Pharmaceuticals America, Inc. et al., Madison County No. 2012 L 72; Allen et al. v. Takeda Pharmaceuticals America, Inc. et al., Madison County No. 2012 L 71; and Block et al. v. Takeda Pharmaceuticals America, Inc. et al., Madison County No. 2012 L 70, are transferred to the Circuit Court of Cook County and consolidated with In re Actos Related Cases, Cook County No. 11 L 10011, et al.

Order entered by the Court.

FILED

FEB 24 2012

SUPREME COURT
CLERK

State of Illinois
Supreme Court

I, CAROLYN TAFT GROSBOLL, *Clerk of the Supreme Court of the State of Illinois, and keeper of the records, files and Seal thereof do hereby certify the foregoing to be a true copy of an order entered February 24, 2012, in a certain cause entitled:*

Takeda Pharmaceuticals America, Inc., et al., etc.,

Movants,

No. 113814 *v.*

John L. Allen, et al., etc.,

Respondents.

Consolidation

Circuit Court of Madison County

11L10011	*12L16*
11L11085	*12L339*
11L11476	*12L341*
11L12128	*12L342*
11L12350	*12L343*
11L13256	*12L70*
11L13258	*12L71*
11L13928	*12L72*
11L13929	*12L739*
11L13930	*12L777*
11L14095	*12L779*
11L14096	*12L780*
11L14097	*12L781*
11L14098	*12L782*
11L14099	*12L786*
11L14100	
11L934	

filed in this office on the 3rd day of February *A.D. 2012.*

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the Seal of said Court this 24th day of February, 2012.

Carolyn Taft Grosboll

Clerk,

Supreme Court of the State of Illinois.

EXHIBIT C

Clerk of the Circuit Court of Cook County
Law Division
Daley Center
50 W. Washington, Room 701
Chicago, IL 60602

Re: [Plaintiff] v. Takeda Pharmaceuticals U.S.A., Inc., et al.
Complaint and Transfer Request

Dear Clerk:

Enclosed for filing, please find the original and one copy of Plaintiff [Name]'s Complaint at Law. Also enclosed is a check in the amount of $ [Amount] for the filing fee. Please file the original and return a file-stamped copy to me in the enclosed self-addressed, stamped envelope.

In addition, please find enclosed a copy of the Illinois Supreme Court's Rule 384 Order, entered on February 24, 2012, transferring Illinois cases involving claims relating to Actos®, ACTOplus Met®, ACTOplus Met XR®, Duetact®, or pioglitazone ("Actos") to the *In re Actos Related Cases* Cook County Consolidated Proceeding, Case No. 2011 L 010011, pending before Judge Deborah Mary Dooling of this Court. A copy of the prior Order entered by Judge William D. Maddux on December 9, 2011, which served to initially consolidated all Cook County Actos cases before Judge Dooling also is enclosed for your review. In light of the two Orders, Plaintiff [Name] formally requests a transfer or his/her Actos case to Judge Dooling and the *In re Actos Related Cases* litigation. Lastly, enclosed is a proposed order to effectuate this transfer.

Thank you for your time and attention to this matter. Please to not hesitate to contact me at _____ if there are any problems or concerns.

Very truly yours,

[Attorney(s) for Plaintiff]

Enclosures

EXHIBIT D

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COUNTY DEPARTMENT, LAW DIVISION

IN RE: ACTOS RELATED CASES	)	Case No. 11 L 010011
Applicable to all Cook County Cases	)	

FIRST AMENDED STIPULATED ORDER REGARDING SUBSTITUTED SERVICE[1]

I. Scope of Order

This Order applies to claims brought by any U.S. citizen or resident based on alleged ingestion of Actos®, ACTOplus Met®, ACTOplus Met XR®, Duetact®, or pioglitazone ("Actos") that (i) currently are pending in the Circuit Court of Cook County or (ii) will be filed in or transferred to this Court.

II. Service of Process – Takeda Entities

A. Takeda Pharmaceutical Company Limited, Takeda Pharmaceuticals U.S.A., Inc. (formerly known as Takeda Pharmaceuticals North America, Inc.), Takeda Pharmaceuticals America, Inc., Takeda Global Research & Development Center, Inc., Takeda California, Inc. (formerly known as Takeda San Diego, Inc.), and Takeda Pharmaceuticals International, Inc. agree, without waiver of any defenses, to accept service of process as set forth in this Order.

B. For purposes of this Order, the "U.S. Takeda entities" are: Takeda Pharmaceuticals U.S.A., Inc., Takeda Pharmaceuticals America, Inc., Takeda Global Research &

[1] This First Amended Stipulated Order Regarding Substituted Service SUPERSEDES the original Order, which was entered on March 27, 2012, in *In re Actos Related Cases* (No. 11 L 010011). The only change is found in Section II.D, at 2, *infra*. It corrects the service address for Takeda Pharmaceutical Company Limited in Osaka, Japan. All other aspects of the original Order remain the same.

Development Center, Inc., Takeda California, Inc., and Takeda Pharmaceuticals International, Inc.

C. Plaintiffs who have not already served the U.S. Takeda entities through original service may effectuate service on any named U.S. Takeda entity by serving, within 30 days of filing the complaint, a copy of the complaint and one summons directed to all named U.S. Takeda entities on Takeda's registered agent for service of process at:

CT Corporation
208 South LaSalle Street, Suite 814
Chicago, IL 60604

A separate summons need not be issued to each U.S. Takeda entity for service to be effective. However, if the summons includes any of the Takeda entities addressed in Section III of this Order, substituted service on the U.S. Takeda entities as described in this Section (II.C) shall not be considered effective. Under such circumstances, each of the U.S. Takeda entities must be served through the service of process methods required by Illinois law, including 735 ILCS 5/2-202 and Illinois Supreme Court Rules 102 and 104.

D. Plaintiffs who have not already served Takeda Pharmaceutical Company Limited ("TPC") through original service may effectuate service on TPC by mailing a cover letter, a copy of the complaint, and a summons directed to TPC via registered mail, return receipt requested, to:

Takeda Pharmaceutical Company Limited
Attn: Legal Department
1-1 Doshomachi 4-chome
Chuo-Ku Osaka, 540-8645
Japan

For service to be effective, plaintiffs also must send a copy of the cover letter that was mailed to TPC to:

Stacey Dixon Calahan
Assistant General Counsel, Litigation
Takeda Pharmaceuticals U.S.A., Inc.
One Takeda Parkway
Deerfield, Illinois 60015.

E. If plaintiffs abide by the terms of this Order, service on the U.S. Takeda entities will be considered effective on the date that CT Corporation is served with the documents discussed in Sections II.C of this Order, and service on TPC will be considered effective on the date that TPC receives the summons and complaint in Osaka, Japan.

III. Responses to Complaints and Discovery by Other Takeda Entities

F. It is defendants' position that Takeda America Holdings, Inc., Takeda Ventures, Inc., and/or Takeda Pharmaceuticals LLC are not proper parties to the Actos litigation, because none had any involvement with Actos, including in the design, development, manufacturing, advertising, marketing, labeling, sale or distribution of the medication.

G. If plaintiffs name as defendants Takeda America Holdings, Inc. ("TAH"), Takeda Ventures, Inc. ("TVI"), and/or Takeda Pharmaceuticals LLC ("TPLLC") in any complaint filed in or transferred to this Court for coordination in *In Re Actos Related Cases*, TAH, TVI, and/or TPLLC shall be relieved of any obligation to move, answer, or otherwise plead in response to each such complaint until further order of this Court. TAH, TVI, and TPLLC also are relieved of any obligation to respond to discovery requests until further order of this Court.

H. If plaintiffs believe that discovery shows the involvement of TAH, TVI, and/or TPLLC in a way that will require plaintiffs to pursue one or more of these entities as a defendant, plaintiffs shall meet and confer with defendants regarding whether discovery is required from these entities. If no agreement is reached through the meet-and-confer process, the parties shall seek the Court's guidance before plaintiffs commence any such discovery.

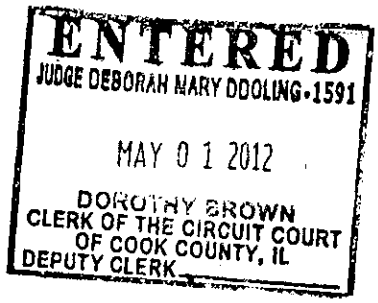
IV. Service of Process – Eli Lilly & Company

I. Plaintiffs who have not already served Eli Lilly & Company through original service may effectuate service on Eli Lilly & Company by serving, within 30 days of filing the complaint, a copy of the complaint and summons on Eli Lilly & Company's registered agent for service of process at:

National Registered Agents Inc.
200 West Adams Street
Chicago, IL 60606.

It is so ORDERED.

ENTERED this the _____ day of _____, 2012.



The Honorable Deborah Mary Dooling
Circuit Court of Cook County

Prepared By:
Sherry A. Knutson
SIDLEY AUSTIN LLP
Firm ID No. 42418
One South Dearborn Street
Chicago, Illinois 60603
(312) 853-7000

Attorney for Takeda Pharmaceuticals America, Inc., Takeda Pharmaceuticals U.S.A., Inc., Takeda Pharmaceutical Company, and Eli Lilly & Company

EXHIBIT E

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COUNTY DEPARTMENT, LAW DIVISION

IN RE: ACTOS RELATED CASES	)	Case No. 11 L 10011, *et al.*
Applicable to all Cook County Cases	)	

CASE MANAGEMENT ORDER NO. 2
APPOINTMENT AND OBLIGATIONS OF DESIGNATED LEAD COUNSEL

These consolidated proceedings have been assigned to the Honorable Deborah M. Dooling for purposes of centralizing case management of all cases filed in Illinois state courts brought by plaintiffs alleging injury as a result of the ingestion of Actos®, ACTOplus Met®, ACTOplus Met XR®, Duetact®, or pioglitazone ("Actos") in *In re: Actos Related Cases*, Case No. 11 L 10011. This Order, and all case management and other orders of this Court in this consolidated proceeding, shall be binding on all parties and their counsel involved in *In re: Actos Related Cases*, including in any case currently consolidated in this proceeding and in any case subsequently added to this proceeding.

A. Appointment of Lead Counsel.

Pursuant to the Order entered on February 17, 2012, the Court has appointed and designated the following counsel as Lead Counsel to act on behalf of the parties in the *In re: Actos Related Cases* proceeding. These appointments are being made because all parties involved in the *In re: Actos Related Cases* consolidated proceeding have an interest in seeing that discovery and pretrial issues are handled in a just, orderly, consistent, and efficient manner.

Plaintiffs' Lead Counsel:

Peter J. Flowers
Foote, Meyers, Mielke, Flowers
3 North Second Street, Suite 300
St. Charles, IL 60174
E-Mail: pjf@foote-meyers.com
Tel. (630) 232-6333
Fax (630) 845-8982

Chicago Office:
30 North LaSalle Street, Suite 2340
Chicago, IL 60603
Tel. (312) 214-1017

Tor A. Hoerman
Tor Hoerman Law LLC
P.O. Box 536
Edwardsville, IL 62025
E-Mail: THoerman@torhoermanlaw.com
Tel. (618) 656-4400
Fax (618) 656-4401

Chicago Office:
234 S. Wabash – 7th floor
Chicago, IL 60604
Tel. (312) 372-4800
Fax (312) 372-4848

Allen Schwartz
Kralovec, Jambois & Schwartz
Goodman Theatre Building
60 W. Randolph St., 4th Fl.
Chicago, IL 60601
Email: aschwartz@kjs-law.com
Tel. (312) 782-2525
Fax (312) 855-0068

Kenneth T. Fibich
Fibich Hampton Leebron Briggs & Josephson, LLP
1150 Bissonet
Houston, TX 77005
Email: tfibich@fhl-law.com
Tel. (713) 751-0025
Fax (713) 751-0030

Defendants' Lead Counsel:

Sherry A. Knutson
Sidley Austin LLP
1 South Dearborn
Chicago, IL 60603
E-Mail: sknutson@sidley.com
Tel. (312) 853-4710
Fax (312) 853-7036

B. Duties and Responsibilities of Plaintiffs' Lead Counsel.

Plaintiffs' Lead Counsel shall meet periodically with all Plaintiffs' counsel, and shall interact and coordinate with the Court. Additionally, Plaintiffs' Lead Counsel shall have the following responsibilities:

1. Maintain and distribute to the Court, to counsel for Plaintiffs, and to Defendants' Lead Counsel an up-to-date service list of Plaintiffs' counsel, marked with the date of the last revision;
2. Communicate with all Plaintiffs' counsel involved in the *In Re: Actos Related Cases* consolidated proceeding so that all counsel remain informed as to all issues;
3. Receive and distribute to Plaintiffs' counsel, as appropriate, orders, notices and correspondence from the Court and from Defendants' Lead Counsel;
4. Maintain and make available to Plaintiffs' counsel, on reasonable notice and at reasonable times, a complete set of all pleadings and orders filed and/or served in these coordinated proceedings;
5. Attend, or have a capable and informed designee attend, all hearings related to the *In Re: Actos Related Cases* consolidated proceeding;
6. Coordinate the filing of notices and papers by Plaintiffs, sign documents submitted to the Court, communicate with Defendants' Lead Counsel (on items including, but not limited

to, status conference statements and agendas in advance of each status conference), negotiate case management orders, and engage in meet and confer sessions;

7. Advise the Court as to the status of the litigation and speak on behalf of all Plaintiffs and their counsel in that regard. Should other Plaintiffs' counsel wish to be heard at any time, Plaintiffs' Lead Counsel will use their best efforts to alert the Court in the agenda as to who will be speaking at the case management conference or other hearing;
8. Propound all generic (non-case-specific) discovery, including deposition notices, interrogatories, production requests and requests to admit, on behalf of the Plaintiffs in this consolidated proceeding. Plaintiffs' Lead Counsel shall conduct all generic discovery in a coordinated and consolidated manner on behalf of, and for the benefit of, all Plaintiffs in the *In Re: Actos Related Cases* consolidated proceeding;
9. Meet and confer with Defendants' Lead Counsel regarding any and all discovery issues and disputes, and have the authority and responsibility to attempt in good faith to settle disputes prior to presentation to the Court;
10. Present and argue all generic (non-case-specific) verbal or written motions applying to all cases pending in the *In Re: Actos Related Cases*. Plaintiffs' Lead Counsel shall ensure that all motions or other papers that Plaintiffs wish the Court to review prior to any hearing are in the possession of the Court at least one week prior to the hearing date;
11. Oppose, when necessary, any motions submitted by Defendants which involve generic matters. Service by defense counsel of written motions on generic matters upon Plaintiffs' Lead Counsel shall constitute effective service upon all Plaintiffs in the *In Re: Actos Related Cases* consolidated proceeding;
12. Take responsibility for formulating and presenting positions on substantive and

procedural issues during the litigation; and

13. Enter into agreements and stipulations with Defendants' Lead Counsel with respect to discovery, scheduling and other issues that may arise in the course of this litigation. Any such agreement shall be enforceable as to all cases pending in the *In Re: Actos Related Cases* consolidated proceeding, Case No. 11 L 010011.

The responsibilities of Plaintiffs' Lead Counsel, as outlined above, are not intended to create an attorney-client relationship between such counsel and the individual Plaintiffs in this proceeding and do not in any way relieve each individual attorney's obligations, duties and responsibilities to his or her own individual clients in this proceeding or preclude any attorney from signing documents in relation to his or her individual cases.

C. **Duties and Responsibilities of Defendants' Lead Counsel.**

Defendants' Lead Counsel shall meet periodically with all Plaintiffs' Lead Counsel, and shall interact and coordinate with the Court. Additionally, Defendants' Lead Counsel shall have the following responsibilities:

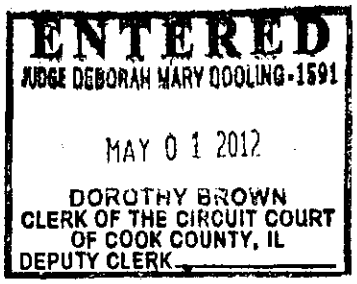
1. Attend, or have a capable and informed designee attend, all hearings related to the *In Re: Actos Related Cases* consolidated proceeding;
2. Coordinate the filing of notices and papers by all Defendants, sign documents submitted to the Court, communicate with Plaintiffs' Lead Counsel (on items including, but not limited to, status conference statements and agendas in advance of each status; conference), negotiate case management orders, and engage in meet and confer sessions;
3. Advise the Court as to the status of the litigation and speak on behalf of all Defendants

currently named in the *In Re: Actos Related Cases* consolidated proceeding[1];

4. Propound all generic (non-case-specific) discovery, including deposition notices, interrogatories, production requests and requests to admit, on behalf of the Defendants in this consolidated proceeding;
5. Meet and confer with Plaintiffs' Lead Counsel regarding any and all discovery issues and disputes, and have the authority and responsibility to attempt in good faith to settle disputes prior to presentation to the Court;
6. Present and argue all generic (non-case-specific) verbal or written motions applying to all cases pending in the *In Re: Actos Related Cases* consolidated proceeding. Defendants' Lead Counsel shall ensure that all motions or other papers that Defendants wish the Court to review prior to any hearing are in the possession of the Court at least one week prior to the hearing date;
7. Oppose, when necessary, any motions submitted by Plaintiffs which involve generic matters. Service by Plaintiffs' counsel of written motions on generic matters upon Defendants' Lead Counsel shall constitute effective service upon all Defendants in the *In Re: Actos Related Cases* consolidated proceeding;
8. Take responsibility for formulating and presenting positions on substantive and procedural issues during the litigation; and
9. Have the authority to enter into agreements and stipulations with Plaintiffs' Lead Counsel with respect to discovery, scheduling and other issues that may arise in the course of this litigation. Any such agreement shall be enforceable as to all cases pending in the *In Re: Actos Related Cases* consolidated proceeding, Case No. 11 L 010011.

[1] These defendants include Takeda Pharmaceutical Company Limited, Takeda Pharmaceuticals U.S.A., Inc., Takeda Pharmaceuticals America, Inc., Takeda Pharmaceuticals International, Inc., Takeda Global Research & Development Center, Inc., Takeda California, Inc., Takeda Pharmaceuticals LLC, and Eli Lilly & Company.

It is so ORDERED.



The Honorable Deborah Mary Dooling
Circuit Court of Cook County

Prepared By:
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EXHIBIT F

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COUNTY DEPARTMENT, LAW DIVISION

IN RE: ACTOS RELATED CASES	)	Case No. 11 L 10011, *et al.*
Applicable to all Cook County Cases	)	

AGREED STIPULATED PROTECTIVE ORDER OF CONFIDENTIALITY

Plaintiffs and Defendants before this Court in the consolidated *In Re Actos Related Cases* (sometimes referred to hereinafter as "Plaintiffs" and/or "Defendants," or collectively, the "Parties") hereby stipulate and agree, through their respective attorneys of record, as follows:

1. **Purpose.** This Stipulated Protective Order of Confidentiality – and any designation of a document, material, or information (whether written, graphic, or electronic) as being Confidential Information subject to this Stipulated Protective Order of Confidentiality – is intended solely to facilitate prompt discovery and the preparation for trial of the consolidated cases.

2. **Discovery Material.**

(a) This Stipulated Protective Order of Confidentiality (the "Order") applies to all hard copy and electronic materials, the information contained therein, and all other information produced or disclosed during this proceeding, including all copies, excerpts, summaries, or compilations thereof, whether revealed in a document, deposition, other testimony, discovery response or otherwise (collectively "discovery

material"), by any party to this proceeding (the "Producing Party") to any other party (the "Receiving Party").

(b) This Order is binding upon all parties at the time it is entered in the *In re Actos Related Cases* (Case No. 11 L 10011, *et al.*) including their respective corporate parents, subsidiaries and affiliates and their respective attorneys, principals, experts, consultants, representatives, directors, officers, employees, and others as set forth in this Order.(c)

(c) If additional parties are added, other than parents, subsidiaries or affiliates of current parties to this litigation, then their ability to receive Confidential Information as set forth in this Order will be subject to them being bound, by agreement or Court Order, to this Order.

3. **Confidential Discovery Material.** Confidential Information refers to discovery material protected under applicable Illinois and federal law as a "trade secret" (as defined in the Uniform Trade Secrets Act) or privacy laws, including personal or medical information, or other confidential or proprietary research, development, manufacturing or commercial or business information. This information may be designated by the Producing Party as "Confidential." Without prejudice to the right of a Producing Party to object to the production of the following information or of a party to seek production, examples of the information subject to such designation includes but is not limited to the Producing Party's:

(a) Customer names and compilations of information related to opinion leaders and other consultants;

(b) Proprietary licensing, distribution, marketing, design, development, research and manufacturing information regarding products and medicines, whether previously or currently marketed or under development (not to include disseminated marketing materials or materials that, on its face, was published to the general public);

(c) Unpublished clinical studies, scientific literature, and related documents;

(d) Information concerning competitors;

(e) Production information;

(f) Personnel records and information;

(g) Financial information not publicly filed with any federal or state regulatory authorities or not contained within any publicly available quarterly or annual reports;

(h) Private medical information that identifies a person, unless such identifying information is redacted; and

(i) Information submitted to any governmental or regulatory agency, which information is exempt from public disclosure.

4. **Discovery Material Protected under Foreign Law.** In the interests of comity, any entity organized under the laws of a country other than the United States, including but not limited to Japan, France, Germany, and the United Kingdom, that produces information in this litigation may designate as confidential those documents in any form (including electronic or paper form) containing "personal data" within the meaning of the data protection laws of the countries in which they are organized.

"Personal data" may include, but is not limited to, any and all data which concerns an identified person or a person who is identifiable with recourse to additional information available to the data processor (*e.g.*, reference to an individual by his/her title or position within the company whose identity is specified in other available sources of information). In particular, this applies to the following documents:

(a) any correspondence (electronic or on paper) which identifies or through recourse to other sources of information available to the data processor allows identification of its author(s)/sender(s) and/or its addressees/recipients (*e.g.*, all email correspondence, letters and faxes, including transmission reports);

(b) any document, such as memoranda, notes, and presentations, if it identifies or allows identification of its author/sender and/or its addressee/recipient through recourse to other information available to the data processor;

(c) minutes of internal or external meetings as far as they include information about which individual(s) did or did not attend the meeting;

(d) personnel records and information; and

(e) any document containing private medical information.

5. **Use of Confidential Discovery Material.**

(a) Any discovery material that is designated as "Confidential" in accordance with Paragraph 3 above, along with any copies, abstracts, summaries, excerpts, compilations thereof, or information derived from such discovery material, and any notes or other records regarding the contents of such discovery material (collectively

"confidential discovery material"), shall not be used for any business or competitive purpose, except by the Producing Party, or for any other purposes whatsoever, other than for the litigation of cases in this consolidated proceeding (hereinafter referred to collectively as "this litigation") and for any other action brought by or on behalf of a former pioglitazone user alleging injuries or other damages therefrom ("Other Actos Lawsuits"), so long as all parties are bound by and subject to another judicially approved order that is identical to or the substantial equivalent to this Order. Confidential discovery material will not be disclosed except in accordance with Paragraphs 5(b), 8, 11, and 12 of this Order.

(b) Prior to being given access to confidential discovery material, any person falling within subparagraphs 8(a)(vi) or 8(a)(vii) herein shall be provided with a copy of this Order and shall execute a copy of the Confidentiality Agreement, attached as Exhibit A. Counsel providing such access to confidential discovery material shall retain copies of the Confidentiality Agreement(s) and shall provide them to counsel producing confidential discovery materials as provided below. For testifying experts, a copy of the Confidentiality Agreement executed by the testifying expert shall be furnished to counsel for the party who produced the confidential discovery material to which the expert has access, either at the time the confidential material is given to the testifying expert, or at the time the expert's designation is served, whichever is later.

6. **Designation of Confidential Discovery Material.**

(a) Confidential discovery material, if in writing, shall have the following language stamped on the face of the writing, or shall otherwise have such language clearly marked:

Such stamping or marking will take place prior to production by the Producing Party, or subsequent to selection by the Receiving Party for copying, but prior to the actual copying, if done expeditiously. The stamp shall be affixed in such manner as not to obliterate or obscure any written matter.

(b) To the extent that confidential discovery material that is stored or recorded in the form of electronic or magnetic media (including information, files, databases, or programs stored on any digital or analog machine-readable device, computers, Internet sites, discs, networks, or tapes) ("Computerized Material") is produced by any party in such form, the Producing Party may designate such matters as confidential by a designation of "**CONFIDENTIAL – SUBJECT TO PROTECTIVE ORDER**" on the media. Whenever any Receiving Party reduces such material to hardcopy form, that party shall mark the hardcopy form with the corresponding "**CONFIDENTIAL – SUBJECT TO PROTECTIVE ORDER**" designation.

(c) In the case of deposition testimony relating to documents designated as confidential, the portion of the transcript in which confidential writings are offered, identified or discussed shall also be designated as confidential. Any additional confidentiality designations shall be made within thirty (30) calendar days after the transcript has been received by counsel making the designation, and shall specify the testimony being designated confidential by page and line number(s). Until the expiration of such thirty (30) day period, the entire text of the deposition, including exhibits, shall be treated as confidential under this Order.

(d) In the event that the Producing Party inadvertently fails to designate discovery material as confidential in this or any other litigation, it may make such a designation subsequently by notifying all parties to whom such discovery material was produced, in writing, as soon as practicable. After receipt of such notification, the Receiving Party shall treat the designated discovery material as confidential, subject to that party's right to dispute such designation in accordance with Paragraph 9.

7. **Consent to Jurisdiction.** All persons receiving or given access to confidential discovery material in accordance with the terms of this Order consent to the continuing jurisdiction of the Court for the purposes of enforcing this Order and remedying any violations thereof.

8. **Disclosure of Confidential Discovery Material.**

(a) Confidential discovery material shall not be disclosed to anyone other than the following categories of persons:

i. The Court (and any appellate court), including court personnel, jurors, and alternate jurors only in the manner provided in Paragraph 11 below.

ii. If produced by Plaintiffs, Defendants' in-house counsel, paralegals and clerical support staff, and outside counsel, including any attorneys employed by or retained by Defendants' outside counsel who are assisting in connection within this litigation, and the paralegal, clerical, secretarial and other staff employed or retained by such outside counsel or retained by the attorneys employed by or retained by Defendants' outside counsel. To the extent a Defendant does not have in-house counsel,

it may designate two individuals employed by each Defendant (in addition to outside counsel) to receive Confidential Discovery Materials produced by Plaintiffs.

iii. If produced by any Defendant, a Plaintiff in this litigation, Plaintiff's attorneys in this litigation, including the paralegal, clerical, secretarial and other staff employed or retained by such counsel. Additionally, confidential discovery material produced by any Defendant in this consolidated proceeding may be disclosed to the named plaintiff(s) in Other Actos Lawsuits and their counsel of record, including paralegal, clerical, secretarial and other staff employed or retained by such other plaintiffs' counsel of record if: (a) the lawsuit alleges injuries or damages resulting from the ingestion of pioglitazone; (b) the Producing Party is a defendant in the lawsuit; (c) counsel for Plaintiffs in this matter provide notice to the Producing Party of their intent to use the documents in discovery in the other lawsuit; and (d) an order identical to or the substantial equivalent to this Order has been entered in such lawsuit or all counsel for plaintiff in the lawsuit who receive the documents agree to be governed by the terms of this Order and shall sign a Confidentiality Agreement, in the form annexed hereto as Exhibit A, acknowledging that he or she has read this Order and shall abide by its terms. Responses to case specific document requests may only be used in the matter in which they are served, unless the parties, after meet-and-confer, agree that those responses can be used in other matters.

iv. If produced by any Defendant, clients of Plaintiffs' attorneys in this litigation, including those with unfiled claims, if those clients agree to be governed by the terms of this Order and sign a Confidentiality Agreement, in the form

annexed hereto as Exhibit A, acknowledging that he or she has read this Order and shall abide by its terms.

v. If produced by any Defendant, outside counsel for any other Defendant, including any attorneys employed by or retained by any other Defendant's outside counsel who are assisting in connection with this litigation, and the paralegal, clerical, secretarial and other staff employed or retained by such outside counsel.

vi. Any Defendant's insurer or counsel for its insurer provided that prior to receiving confidential discovery materials a person with sufficient authority to bind each insurer and its counsel executes the Confidentiality Agreement and provides a copy to the Producing Party on behalf of the insurer or law firm. Any materials provided to an insurer or its counsel shall not be used for any purpose other than evaluation of the claims asserted in this litigation and shall not be used outside the claims asserted in this litigation.

vii. Court reporters (including persons operating video recording equipment at depositions) and persons preparing transcripts of testimony to the extent necessary to prepare such transcripts.

viii. Retained experts, advisors and consultants, including persons directly employed by such experts, advisors and consultants (collectively "Experts"), but only to the extent necessary to perform their work in connection with this litigation or Other Actos Lawsuits in which an order that is identical to or the substantial equivalent of this Order has been entered.

ix. The persons who authored the confidential discovery material or who received such confidential discovery material in the ordinary course of business.

(b) All parties and their respective counsel, paralegals and the employees and assistants of all counsel receiving discovery material shall take all steps reasonably necessary to prevent the disclosure of confidential discovery material other than in accordance with the terms of this Order.

(c) Each person who is permitted to see confidential documents shall first be shown a copy of this Order and shall further be advised of the obligation to honor the confidentiality designation.

(d) Disclosure of confidential discovery material other than in accordance with the terms of this Order may subject the disclosing person to such sanctions and remedies as the Court may deem appropriate, including without limitation, contempt, injunctive relief and damages.

9. **Disputes concerning designation of Confidential Discovery Material.**

a) If at any time a Receiving Party wishes in good faith to dispute a designation of discovery material as confidential hereunder, such party shall notify the designating party of such dispute in writing, specifying by exact document numbers the discovery material in dispute and providing a brief explanation of the basis of the dispute with regard to each such document or other discovery material. If no change in designation is offered by the Producing Party, the Producing Party must provide within fourteen (14) calendar days a written explanation of the good faith basis for the designation(s) at issue. If a Receiving Party elects to press a challenge to a

confidentiality designation after considering the justification offered by the Producing Party, the Receiving Party shall, in writing, notify the Producing Party that a resolution cannot be reached regarding the confidentiality designation of a document, and the Producing Party shall, within twenty-one (21) calendar days of receiving such notice from the Receiving Party, file and serve a motion that identifies the challenged material and sets forth in detail the basis for the confidentiality designation. The Producing Party shall have the burden of proof on such motion to establish the propriety of the confidentiality designation. The time allotted under this paragraph for a Producing Party to respond in writing to a challenge of confidentiality or to file and serve a motion setting forth the basis of a challenged confidentiality designation shall not be shortened except upon a showing of good cause, which shall include a showing that the Receiving Party could not have challenged the confidentiality designations at issue at an earlier date.

(b) All discovery material designated as confidential under this Order, whether or not such designation is in dispute pursuant to subparagraph 9(a) above, shall retain that designation and be treated as confidential in accordance with the terms hereof unless and until:

i. the Producing Party agrees in writing that the material is no longer confidential and subject to the terms of this Order; or

ii. fourteen (14) calendar days after the expiration of the appeal period of an Order of this Court that the matter shall not be entitled to confidential status (or such longer time as ordered by this Court) if the Order on appeal is not subject to a stay.

10. **Designation by Non-Parties.** Any non-party who is producing discovery materials in this litigation may subscribe to and obtain the benefits of the terms and protections of this Order by designating pursuant to the terms of this Order as "Confidential" the discovery materials that the non-party is producing.

11. **Filing with the Court.** If, in connection with any motion or other proceeding except trial, any Receiving Party intends to offer into evidence any documents designated confidential pursuant to this Order, such evidence shall be filed under seal and in accordance with the applicable local court rules, and unless otherwise ordered by the Court, shall be sealed with any proceedings involving disclosure of the evidence. The Parties shall be entitled to identify and use documents for trial purposes regardless of a confidentiality designation, provided that for any documents identified on Exhibit Lists for use at trial, the Parties shall be entitled to seek appropriate protection, by motions *in limine* or otherwise, for any document so identified.

12. **Use of Confidential Discovery Material at Hearings or Trial.** This Order does not restrict or limit the use of confidential discovery material at any hearing or trial, which is expected to be the subject of a further protective order and/or appropriate court orders. Prior to any hearing or trial at which the use of confidential discovery material is anticipated, the parties shall meet and confer regarding the use of the confidential discovery material. If the parties cannot agree, the parties shall request the Court to rule on such procedures.

13. **Responses to Subpoenas or Other Process.** If a Receiving Party or its counsel or expert is served with a subpoena or other process by any court, administrative or legislative body, or any other person or organization which calls for production of any

confidential discovery material produced by another party, the party to whom the subpoena or other process is directed shall not, to the extent permitted by applicable law, provide or otherwise disclose such document or information until fourteen (14) calendar days after notifying counsel for the producing party in writing of all of the following: (1) the information and documentation which is requested for production in the subpoena; (2) the date on which compliance with the subpoena is requested; (3) the location at which compliance with the subpoena is requested; (4) the identity of the party serving the subpoena; and (5) the case name, jurisdiction and index, docket, complaint, charge, civil action or other identification number or other designation identifying the litigation, administrative proceeding or other proceeding in which the subpoena has been issued. The party, counsel or expert receiving the subpoena or other process shall cooperate, to the extent reasonably possible, with the Producing Party in any proceeding relating thereto.

14. **Inadvertent Production of Documents.** Inadvertent production of documents (hereinafter "Inadvertently Produced Documents") subject to work-product immunity, the attorney-client privilege, or other legal privilege protecting information from discovery shall not constitute a waiver of the immunity or privilege, provided that the Producing Party shall notify the Receiving Party in writing within a reasonable period of time from the discovery of the inadvertent production. If such notification is made, such Inadvertently Produced Documents and all copies thereof shall, upon request, be returned to the Producing Party, all notes or other work product of the receiving party reflecting the contents of such materials shall be destroyed, and such returned or destroyed material shall be deleted from any litigation-support or other database. If the

Receiving Party elects to file a motion as set forth below, the Receiving Party, subject to the requirements below, may retain possession of the Inadvertently Produced Documents as well as any notes or other work product of the receiving party reflecting the contents of such materials pending the resolution by the Court of the motion below. If the Receiving Party's motion is denied, the Receiving Party shall promptly comply with the immediately preceding provisions of this paragraph. No use shall be made of such Inadvertently Produced Documents during depositions or at trial, nor shall they be disclosed to anyone who was not given access to them prior to the request to return or destroy them. The party receiving such Inadvertently Produced Documents may, after receipt of the Producing Party's notice of inadvertent production, move the Court to dispute the claim of privilege or immunity.

15. **Return or Destruction of Confidential Discovery Materials.** Within thirty (30) calendar days of the conclusion of any attorney's last case in this proceeding, including any appeals related thereto, at the written request and opinion of the Producing Party, such attorney and any persons to whom he or she disclosed confidential discovery material under this Order shall return and surrender any such material or copies thereof to the Producing Party at the Producing Party's expense. Such persons shall return or surrender any discovery materials produced by the Producing Party and any and all copies (electronic or otherwise), summaries, notes, compilations, and memoranda related thereto; provided, however, that counsel may retain their privileged communications, work product, signed Confidentiality Agreements, materials required to be retained by applicable law, and all court-filed documents even though they contain discovery materials produced by the Producing Party, but such retained privileged communications

and work product shall remain subject to the terms of this Order. At the written request of the Producing Party, any person or entity having custody or control of recordings, notes, memoranda, summaries or other written materials, and all copies thereof, relating to or containing discovery materials produced by the Producing Party shall deliver to the Producing Party an affidavit certifying that reasonable efforts have been made to assure that all such discovery materials produced by the Producing Party and any copies thereof, any and all records, notes, memoranda, summaries, or other written material regarding the discovery materials produced by the Producing Party (except for privileged communications, work product and court-filed documents as stated above) have been delivered to the Producing Party in accordance with the terms of this Order. In lieu of returning the materials, the Producing Party may direct that the materials be destroyed in a manner than will protect the confidential discovery materials and the destroying party shall certify that it has done so.

16. **Redaction of Confidential, Irrelevant, and Privileged Information.**

(a) To protect against inappropriate disclosure of information subject to the attorney-client or other privilege and confidential information as defined in this Order, and to comply with all applicable state and federal laws and regulations, the Defendants or Plaintiffs may redact from produced documents, materials or other things, or portions thereof, the following items, or any other item(s) agreed upon by the parties or ordered by the Court:

(i) The names, addresses, Social Security numbers, tax identification numbers, e-mail addresses, telephone numbers, and other personal identifying information of patients (including plaintiffs), health care providers, and

individuals enrolled as subjects in clinical studies or adverse event reports. Other general identifying information, however, such as patient or health care provider numbers, shall not be redacted unless required by state or federal law;

(ii) Materials that contain information protected from disclosure by the attorney-client privilege, the work product doctrine or any other recognized privilege;

(iii) Those portions of documents that contain information relating to Defendant's non-pioglitazone-containing medicines;

(iv) The street addresses, Social Security numbers, tax identification numbers, dates of birth, home telephone numbers, and cellular telephone numbers of employees in any records; and

(v) The names, addresses, Social Security numbers, tax identification numbers, e-mail addresses, telephone numbers, and other personal identifying information of any clinical investigator in any records.

(b) Defendants shall redact only those portions of a document that are within the scope of the permitted subject-matter set forth in Paragraph 16(a), above, and not the entire document or page unless the entire document or page is within such scope.

(c) Defendants shall indicate on each redaction a brief, but specific, identifier stating the basis for the redaction, *e.g.* "other product," "employee privacy," "attorney-client privilege." When a redacted document is produced, this identifier will be listed in a "reason for redaction" field included with the objective coding which accompanies the load file for the document production. Where a redaction is subsequently lifted by order of the Court or by agreement of the parties (*e.g.*, subject to a

privilege challenge), Defendants shall produce replacement media for that document, including the unredacted TIFF, text or OCR files, and objective coding, with appropriate load files.

(d) Responsive documents withheld from production based on a claim of privilege of any kind shall be reflected on a privilege log created in accordance with the stipulated protocol for discovery of electronically stored information.

(e) The Receiving Party may mount a challenge to a redaction or claim of privilege at any time after the redacted document or privilege log is produced.. The Receiving Party may challenge a redaction or claim of privilege by notifying the Producing Party in writing of their good faith belief that the redaction or claim of privilege is not proper, including a brief explanation of the basis of the dispute with regard to each redaction or claim of privilege at issue, and must give the Producing Party an opportunity to review the challenged redaction or claim of privilege, to reconsider the circumstances, and, if no change in redaction is offered, to explain, in writing within fourteen (14) calendar days of receiving such a challenge, the basis of the redaction or claim of privilege. If the Receiving Party elects to press a challenge to a redaction or claim of privilege after considering the justification offered by the Producing Party, the Receiving Party shall, in writing, notify the Producing Party that a resolution cannot be reached regarding the redaction of a document or claim of privilege, and the Producing Party shall, within twenty-one (21) calendar days of receiving such notice from the Receiving Party, file and serve a motion that identifies the challenged redaction and claim of privilege and sets forth in detail the basis for the redaction or claim of privilege. The burden of proof in connection with any such motion shall be on the Producing Party. If,

after the expiration of fourteen (14) calendar days of receiving notice from the Receiving Party, the Producing Party has not filed a motion with the Court, the redaction or claim of privilege shall automatically be removed and an unredacted version or copy of the challenged document shall be provided to the Receiving Party. The time allotted under this paragraph for a Producing Party to respond in writing to a challenge of a redaction or claim of privilege, or to file and serve a motion setting forth the basis for a redaction or claim of privilege, shall not be shortened except upon a showing of good cause, which shall include a showing that the Receiving Party could not have challenged the confidentiality designations at issue at an earlier date.

(f) Any failure to redact information described above does not waive any right to claims of privilege or privacy, or any objection, including relevancy, as to the specific document or any other document that is or will be produced.

17. **Reservation of Rights.**

(a) Except as provided for herein, nothing in this Order shall prevent or restrict counsel for any party in any way from inspecting, reviewing, using or disclosing any discovery material produced or provided by that party, including discovery materials designated as confidential.

(b) Nothing shall prevent disclosure beyond that required under this Order if the producing party consents in writing to such disclosure, or if the Court, after notice to all affected parties, orders such disclosure and that Order is not subject to an appellate stay within twenty-one (21) calendar days after it is issued.

(c) No disclosure pursuant to this paragraph shall waive any rights or privileges of any party granted by this Order.

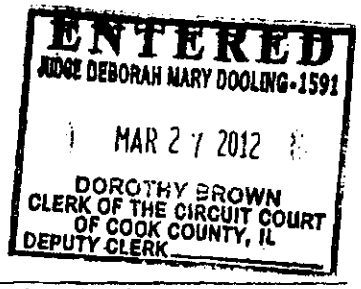
18. **No Effect on Other Obligations.** This Order shall not enlarge or affect the proper scope of discovery in this or any other litigation, nor shall this Order imply that confidential discovery material is properly discoverable, relevant, or admissible in this or any other litigation. Each party reserves the right to object to any disclosure of information or production of any documents that the Producing Party designates as confidential discovery material on any other ground it may deem appropriate. Neither the entry of this Order, nor the designation of any discovery material as confidential, nor the failure to make such designation, shall constitute evidence with respect to any issue in this or any other litigation.

19. **No Prejudice to Other Protections.** The entry of this Order shall be without prejudice to the rights of the parties, or any one of them, or of any non-party to assert or apply for additional or different protection.

20. **Obligation of Good Faith.** All parties and counsel for such parties in this litigation shall make a good faith effort to ensure that their experts, employees, and agents comply with this Order. In the event of a change in counsel, retiring counsel shall fully instruct new counsel of their responsibilities under this Order.

21. **Modifications/Continuing Effect.** By written agreement of the parties, or upon motion and order of the Court, the terms of this Order may be amended or modified. This Order shall continue in full force and effect until amended or superseded by express order of the Court, and shall survive any final judgment or settlement in this litigation.

It is so ORDERED.



The Honorable Deborah Mary Dooling
Circuit Court of Cook County

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IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COUNTY DEPARTMENT, LAW DIVISION

IN RE: ACTOS RELATED CASES	)	Case No. 11 L 10011, *et al.*
Applicable to all Cook County Cases	)	

CONFIDENTIALITY AGREEMENT

I hereby attest to my understanding that information or documents designated Confidential are provided to me subject to the Stipulated Protective Order of Confidentiality regarding confidential information produced in discovery, entered _____, _____ (the "Protective Order"), in the above-captioned litigation; that I have been given a copy of and have read the Protective Order; and that I agree to be bound by its terms. I also understand that my execution of this Confidentiality Agreement, indicating my agreement to be bound by the Protective Order, is a prerequisite to my review of any information or documents designated as confidential pursuant to the Protective Order.

I further agree that I shall not disclose to others, except in accordance with the Protective Order, any confidential discovery material, in any form whatsoever, and that such confidential discovery material and the information contained therein may be used only for the purposes authorized by the Protective Order.

I further agree and attest to my understanding that my obligation to honor the confidentiality of such discovery material and further information will continue even after this litigation concludes.

I further agree and attest to my understanding that, if I fail to abide by the terms of the Protective Order, I may be subject to sanctions, including contempt of court, for such failure. I agree to be subject to the jurisdiction of the Circuit Court of Cook County, Illinois, for the purposes of any proceedings relating to enforcement of the Protective Order.

I further agree to be bound by and to comply with the terms of the Protective order as soon as I sign this Agreement, whether or not the Protective Order has yet been entered as an Order of Court.

Date:

By: _____

Subscribed and sworn to before me this

____ day of _____, 2012

_____

Notary Public

EXHIBIT G

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COUNTY DEPARTMENT, LAW DIVISION

IN RE: ACTOS RELATED CASES	)	
	)	
_____	)	**Case No. 2011 L 010011**
	)	
This Document Applies to:	)	
	)	
_____	)	

ACTOS® PLAINTIFF FACT SHEET

Each plaintiff who alleges personal injury as a result of taking ACTOS®, ACTOplus Met®, ACTOplus Met XR®, Duetact®, and/or any other medication containing pioglitazone hydrochloride approved for sale and marketing in the United States (collectively referred to as "Actos®") must complete a Fact Sheet. If you are completing this Fact Sheet in a representative capacity on behalf of someone who has died or who otherwise cannot complete the Fact Sheet, please answer as completely as you can for that person.

In completing this Fact Sheet, please use the following definitions: (1) "you" refers to the person who used Actos®, unless otherwise specified; (2) "healthcare provider" means any hospital, clinic, medical center, physician's office, urgent care center, infirmary, laboratory, or other facility that provides medical care or advice, and any pharmacy, physical therapist, rehabilitation specialist, physician, osteopath, homeopath, chiropractor, nurse, herbalist, nutritionist, dietician, or any other persons or entities involved in the evaluation, diagnosis, care and/or treatment of you; and (3) "document" means any writing or record of any type in your possession or the possession of your attorney, including, but not limited to, written documents, e-mails, cassettes, videotapes, DVDs, photographs, medical records, charts, computer discs, tapes, or CDs, x-rays, drawings, graphs, non-identical copies, and other data from which information can be obtained and translated, if necessary, through electronic devices into a reasonably usable form. **You may attach as many sheets of paper as necessary to fully answer these questions.**

If you have any documents (as defined above), including, but not limited to, packaging, labeling, or instructions for Actos®, materials or items that you are requested to produce as part of answering this Fact Sheet or that relate to Actos®, or that relate to the injuries, claims, and/or damages that are the subject of your complaint, you must NOT dispose of, alter, or modify these documents or materials in any way. You are required to give all of these documents and materials to your attorney as soon as possible. If you are unclear about these obligations, please contact your attorney.

In completing the Fact Sheet, you are under oath and must provide information that is true and correct to the best of your knowledge. If you cannot recall all of the details requested, please provide as much information as you can. You must supplement your responses if you learn that they are incomplete or incorrect.

I. Case Information

A. Your Attorney's Name:_____

Firm:_____

Address:_____

Telephone Number:_____

Fax Number:_____

E-Mail Address:_____

B. If you are completing this Fact Sheet in a representative capacity (on behalf of the estate of a deceased person or a minor), please complete the following:

1. Your name: _____

2. Your address:_____

_____

3. The individual/estate you are representing:_____

4. Your relationship to that individual/estate:_____

5. If you were appointed as a representative by a court, please state the:

Court that appointed you:_____

Date of appointment:_____

The names of any other representatives:_____

_____

6. If you represent a decedent's estate, please state the:

Date of the decedent's death:_____

Place of the decedent's death:_____

THE REMAINDER OF THIS FACT SHEET REQUESTS INFORMATION ABOUT THE PERSON WHO USED ACTOS®. IF YOU ARE COMPLETING THIS FACT SHEET FOR SOMEONE ELSE, PLEASE ASSUME THAT "YOU" MEANS THE ACTOS® USER.

II. Personal Information for the Actos® User

A. Name:_____

B. Have you ever used any other names and, if so, when:_____

_____

C. Address:_____

How long have you lived at this address? _____

D. Social Security Number:_____

E. Date and place of birth:_____

F. Sex: Male: _____ Female: _____

G. Ethnicity: African-American_____ Caucasian____ Hispanic_____ Native American_____

Other (please specify)_____

H. Marital Status:_____

I. Spouse's name and date of marriage:_____

Has your spouse filed a loss of consortium or other claim in connection with this lawsuit?
Yes _____ No _____ N/A _____

J. If you have children, please state each child's name, address, and date of birth:_____

_____

_____

_____

K. Have you ever served in any branch of the military? Yes _____ No _____

1. If yes, branch and dates of service: _____

2. Were you ever rejected or discharged from military service for any reason related to your medical, physical, psychiatric or emotional condition? Yes ____ No _____

3. If yes, state the reason and date of the occurrence:_____

_____

L. Education:

1. High School:

Name of High School	City/State	Grade Completed	Dates of Attendance

* Please attach additional pages as needed.

2. If you attended school beyond high school, please complete the following information for each school:

Name of School	City/State	Dates of Attendance	Degree Awarded and Major

* Please attach additional pages as needed.

M. Are you currently employed? Yes _____ No _____

If yes, please identify your current employer with name, address, and telephone number, and your occupation:_____

_____

_____

_____

If not, did you leave your last job for a medical reason? Yes _____ No _____

If yes, describe why you left:_____

_____

Are you making a claim for lost wages or lost earning capacity? Yes ____ No _____

N. Please complete the following information regarding any employers (other than your current employer) that you have had in the last ten (10) years:

Name of Employer	Address & Phone No.	Job Title/Duties	Dates Employed

* Please attach additional pages as needed.

O. During the previous ten (10) years, or at any time since your first ingestion of Actos®, whichever is longer, have you been out of work for more than thirty (30) days during any calendar year for reasons related to your health (medical, physical, psychiatric or emotional condition)?

Yes _____ No _____

If yes, please state the dates, employer, and health condition:_____

_____

P. Identify each insurance carrier with whom you have had health insurance coverage at any time during the past ten (10) years:

Insurance Company	Policy Number	Policy Holder	Dates of Coverage

Q. Have you ever received Medicare, Medicaid or other government medical benefits within the past ten (10) years? Yes _____ No _____

If yes, please describe the benefits received: _____

If yes, are you receiving Medicare benefits now? Yes _____ No _____

R. Have you applied for workers' compensation, social security, and/or state or federal disability benefits within the past ten (10) years? Yes _____ No _____

If yes, then as to each application, separately state:

1. Date (or year) of application: _____
2. Nature of the claimed injury/disability: _____
3. The agencies to which you submitted your application:_____

_____

S. At any point during the previous ten (10) years, have you ever been convicted of, or pled guilty to, a felony? Yes _____ No _____

If yes, please describe the charge to which you pled guilty or were convicted of, the court, and the outcome:_____

_____

T. Have you ever filed a lawsuit or made a claim, other than in the present suit, relating to any bodily injury? _____ Yes _____ No

If yes, please state the following:

1. Party you sued or made a claim against: _____

2. Court in which suit was filed: _____
3. Case/claim number: _____
4. Attorney who represented you: _____
5. Nature of injury/claim: _____

III. Use of Actos®

Date(s) of Use	Medication Prescribed	Dose	Name and Address of Prescribing Physician	Name and Address of Dispensing Pharmacy

* Please provide additional pages if necessary.

A. Do you still take Actos®? Yes _____ No _____

If no, state when you stopped and why: _____

B. Has any healthcare provider recommended that you not use Actos® or that you discontinue your use of Actos®? Yes _____ No _____

If yes, state the name and address of the healthcare provider and the date the recommendation was made: _____

_____

*If any such advice or recommendation was given in writing, please attach a copy.

C. Did you ever receive any samples of Actos®? Yes_____ No_____

If you answered yes, please state the following:

1. Who provided the samples? _____
2. When were the samples provided? _____
3. Did you propose to any healthcare provider that he or she prescribe you Actos®?

   Yes_____ No_____

   If yes, which healthcare provider(s)? _____

D. Have you had any direct communication, written or oral, with Takeda Pharmaceuticals U.S.A., Inc. (formerly known as Takeda Pharmaceuticals North America, Inc.), Takeda Pharmaceuticals America, Inc., and/or Eli Lilly and Company or any of their representatives?

Yes _____ No _____

If yes, please describe the communication and the approximate date(s) on which it occurred:

_____

_____

E. Did you ever receive any written and/or oral information about Actos®? Yes___ No ___

If yes, please specify the information you received:_____

_____

If yes, who provided this information?_____

_____

F. Have you ever received assistance through a Patient Assistance Program for Actos®?

Yes _____ No _____

If yes, please identify the approximate dates during which you were a participant in the program: _____

G. Have you ever visited a website, chatroom, message board, or other electronic forum containing information or discussion about Actos®? Yes_____ No_____

If yes, please provide the name of the website(s):_____

_____

If yes, please identify the approximate date(s) on which you visited the website(s):_____

_____

IV. Health Care Providers and Pharmacies

A. Identify the following for each healthcare provider with whom you have consulted during the previous ten (10) years, or five (5) years prior to your first ingestion of Actos®, whichever is longer, to the present (or, if you are a minor, please list all healthcare providers):

Name and Specialty	Address & Phone Number	Dates of Treatment	Reason for Treatment

* Please attach additional pages if necessary.

B. Identify the following for each time you were hospitalized and/or received treatment in an emergency room or an out-patient setting during the previous ten (10) years, or five (5) years prior to your first ingestion of Actos® , whichever is longer, to the present (or, if you are a minor, please list all hospitalizations):

Name of Facility	Address & Phone Number	Dates of Treatment	Reason for Treatment

* Please attach additional pages if necessary.

C. Identify the following for each pharmacy, drug store and/or other supplier (including mail order and internet pharmacies) where you have filled prescriptions during the previous ten (10) year, or five (5) years prior to your first ingestion of Actos®, whichever is longer, to the present (or, if you are a minor, please list all pharmacies or other medication suppliers):

Name	Address & Phone Number

* Please attach additional pages if necessary.

V. Injuries and Damages Alleged in this Lawsuit

A. Are you claiming that you suffered bodily injury as a result of taking Actos®?

Yes_____ No_____

B. If you answered yes, for each alleged injury separately state:

Description of Alleged Injury	Date of Diagnosis	Healthcare Provider(s) Consulted for Alleged Injury	Dates and Nature of Treatment Provided for Alleged Injury

C. Has any healthcare provider told you that any of your alleged injuries are the result of your use of Actos®? Yes_____ No_____

If yes, provide the healthcare provider's name and address and the approximate date for this conversation:_____

_____

D. Did you ever experience the type of injury or injuries you allege were caused by Actos® prior to the date(s) set forth above? Yes _____ No _____

If yes, when? _____

If you consulted with a healthcare provider for such an injury, please identify the name and address of that provider:_____

_____

E. Are you claiming that you have paid, or will have to pay, any monetary expenses or fees for medical treatment as a result of having taking Actos®? Yes_____ No_____

If yes, please describe:_____

_____

F. Are you claiming emotional distress as a result of your use of Actos®? Yes_____ No_____

If yes, please describe: _____

If yes, please identify any healthcare provider(s) with whom you have treated for this condition, including their name and address:_____

_____

VI. Medical Background of the Actos® User

A. Current Height _____ Current Weight _____

B. Smoking History:

1. Do you currently smoke cigarettes? Yes_____ No_____

If yes, for how long have you smoked? _____