

# **Exhibit 3**

**UNITED STATES DISTRICT COURT  
DISTRICT OF CONNECTICUT**

<b>IN RE AGGRENEX ANTITRUST LITIGATION</b>	<b>Master Docket No. 3:14-md-02516 (SRU)</b>  <b>Judge Stefan R. Underhill</b>
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**DECLARATION OF ANTOINETTE M. COAKLEY, ESQ. IN SUPPORT OF MOTION  
FOR FINAL APPROVAL OF SETTLEMENT AND AWARD OF ATTORNEY FEES**

I, Antoinette M. Coakley, Esq., state as follows:

1. I am the Director of Business & Regulatory Law, Retail Business Services LLC (“RBS”). RBS provides central office support services (administrative, legal, etc.) to its affiliate Ahold U.S.A., Inc. (“Ahold”) and Ahold’s subsidiary American Sales Company, LLC (“ASC”), a named plaintiff on behalf of the direct purchaser class in this action. Ahold owns and operates supermarket and retail pharmacy businesses such as Stop & Shop, Giant, and others, and purchases pharmaceutical products for sale in the pharmacies. ASC has acted as the distribution arm for Ahold’s pharmacies. In my role as Director of Business & Regulatory Law, I am responsible for the management of our affirmative pharmaceutical antitrust litigation generally and this litigation in particular, including management of our outside counsel Hagens Berman Sobol Shapiro LLP (“HBSS”).

2. Ahold/ASC has actively participated in this action, including (a) reviewing pleadings and the Court’s opinions, reviewing quarterly case status reports and reports of significant developments, and conferring with counsel; (b) searching multiple electronic databases and paper files throughout the company for confidential business documents and data requested by defendants; (c) assisting in responding to discovery motions and interrogatories; and (d) evaluating the proposed settlement.

3. I have reviewed the terms of the proposed settlement with HBSS. Like many of the pharmaceutical antitrust matters in which we participate, this litigation is complicated and has been resource intensive, with no certain outcome. Based on my review of this action and experience with management of pharmaceutical antitrust cases generally, I believe the terms of this settlement are fair and in the best interest of the direct purchaser class. Accordingly, Ahold/ASC supports the proposed settlement.

4. Ahold/ASC also supports the application for attorney fees and reimbursement of expenses by counsel. I am advised that counsel seeks a fee equal to one-third of the gross settlement amount, plus interest, and expenses. Our written agreement with HBSS allows for application for fees and expenses in these amounts. Given the investment of financial and attorney resources required in this case and others like it, and the risk of non-recovery, Ahold/ASC has always found this arrangement reasonable.

I affirm that the foregoing is true and correct.

Dated: November 16, 2017

  
Antoinette M. Coakley, Esq.