

# **EXHIBIT 25**

**UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

KING DRUG COMPANY OF FLORENCE, Inc., et al., on behalf of Themselves and all others similarly Situating.  Plaintiffs,  v.  CEPHALON, INC., et al.,  Defendants.	Civil Action No.  2:06-cv-01787-MSG
	Judge Mitchell S. Goldberg

**DECLARATION OF LAURENCE F. DOUD III**

I, Lawrence F. Doud III, do declare as follows:

1. I am the CEO of Rochester Drug Co-operative, Inc. ("RDC"), a pharmaceutical wholesale business headquartered in Rochester, New York. I have personal knowledge of all matters attested to herein and am authorized to execute this declaration on behalf of RDC.

2. RDC is a named plaintiff and certified representative of the direct purchaser class in the above-captioned litigation. On behalf of RDC, I retained Berger & Montague, P.C., and Faruqi & Faruqi LLP to represent RDC in connection with this class action litigation. I have had a long-standing relationship with these firms, having dealt with them for many years.

3. As a named plaintiff, RDC has actively participated in this case from its start nearly ten years ago. Among other things, RDC has, through various employees, collected and produced documents and transactional data in response to defendants' document requests. I sat for a deposition in December 2010 and was ably prepared and represented by Peter Kohn of Faruqi & Faruqi. I also traveled to Philadelphia in January 2014 and attended a multi-day mediation held before Magistrate Judge Strawbridge in this case. Over the last nine years, I have been consulted and kept informed about the progress of the case, including the settlement

negotiations that eventually resulted in a \$512 million cash settlement with the Cephalon, Barr, and Teva Defendants for the direct purchaser class.

4. I enthusiastically support final approval of the \$512 million settlement reached between the direct purchaser class and the Cephalon, Barr, and Teva Defendants in this case. The settlement is the largest ever in a delayed generic entry case on behalf of direct purchasers that I am aware of. RDC is a sophisticated business enterprise and understands the risks, time, and expense associated with litigating complex antitrust cases like this one. Based on my experience in similar cases in which RDC has participated either as a named plaintiff or an absent class member, I think the \$512 million settlement is an outstanding result.

5. I understand that the Court will decide the question of the fee award to the attorneys for the class. I understand that Class Counsel have put in tens of thousands of hours of work in this case over the nine years since it was filed, without any guarantee of compensation, and in light of that and the outstanding result for the class, I fully support an award of attorneys' fees of up to one-third of the settlement amount (plus accrued interest), as well as reimbursement of the expenses Class Counsel incurred litigating this case.

6. Had RDC retained Berger & Montague and Faruqi & Faruqi to represent it in an individual action in this complex litigation, RDC would have retained these same attorneys based on a 33 1/3% contingency fee in the event of settlement or compromise without trial and/or based on a 40% contingency fee in the event of trial, with any applicable contingency fee percentage computed in addition to out-of-pocket costs and expenses.

7. Berger & Montague and Faruqi & Faruqi and other Class Counsel have repeatedly shown themselves to be experienced and highly skilled in achieving significant recoveries for RDC and for direct purchasers in cases like this alleging delayed or impeded generic

competition, and other claims. In this case, Class Counsel provided excellent legal services to RDC and the other direct purchasers comprising the class in this complex case.

8. Class Counsel's requested fee is consistent with the fees that I understand have been awarded to class counsel in similar antitrust cases involving allegations of impeded generic competition in which RDC participated either as a representative plaintiff or a class member.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Dated: September 14, 2015

  
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Laurence F. Doud III