

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF COLUMBIA

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Civil Action No. 1:05-cv-02182-CKK-AK

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and

STATE OF VERMONT  
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PLAINTIFFS,

v.

WARNER CHILCOTT HOLDINGS  
COMPANY III, LTD.  
100 Enterprise Drive  
Rockaway, New Jersey 07866

WARNER CHILCOTT CORPORATION  
100 Enterprise Drive  
Rockaway, New Jersey 07866

WARNER CHILCOTT (US) INC.  
100 Enterprise Drive  
Rockaway, New Jersey 07866

and

WARNER CHILCOTT COMPANY, INC.  
Union Street, Km. 1.1  
Fajardo, Puerto Rico 00738

DEFENDANTS.

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JOINT MOTION FOR ENTRY OF FINAL ORDER AND  
STIPULATED PERMANENT INJUNCTION

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The states of Colorado, Alaska, Arizona, Arkansas, California, Delaware, Florida, Idaho, Illinois, Iowa, Kansas, Louisiana, Maine, Maryland, Michigan, Minnesota, Mississippi, Missouri, Nevada, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Rhode Island, South Carolina, Tennessee, Texas, Utah, and Vermont, the Commonwealths of Kentucky, Massachusetts and Virginia, and the District of Columbia, by their Attorneys General (“Plaintiff

States” or “States”) and Defendants Warner Chilcott Holdings Company III, Ltd., Warner Chilcott Corporation, Warner Chilcott (US) Inc., and Warner Chilcott Company, Inc. (collectively “Warner Chilcott”), by their respective attorneys, respectfully move this Court to enter the accompanying proposed Final Order and Stipulated Permanent Injunction (“Final Order”). Entry of the Final Order will end the litigation between the Plaintiff States and Warner Chilcott. A copy of the Final Order is attached as Exhibit A. As grounds for this request, the parties state as follows:

1. On October 3, 2006, the Plaintiff States filed their Second Amended Complaint against Warner Chilcott pursuant to Section 1 of the Sherman Act, 15 U.S.C. § 1, Section 16 of the Clayton Act, 15 U.S.C. § 26, and 28 U.S.C. §§ 1331, 1337, and state antitrust, consumer protection and/or unfair competition statutes and related state laws, seeking civil penalties, injunctive and other equitable relief (the “State Action”). The Plaintiff States’ Second Amended Complaint alleges that Warner Chilcott and Barr Pharmaceuticals, Inc., violated such laws by entering into an agreement that eliminated competition from Barr’s generic version of regular Ovcon 35, a branded oral contraceptive product sold by Warner Chilcott.

2. In their Second Amended Complaint, the Plaintiff States seek a permanent injunction to invalidate the exclusivity provision that prevented Barr from introducing a generic version of Ovcon, and such other equitable relief as the Court finds necessary to redress and prevent recurrence of defendants’ violation.

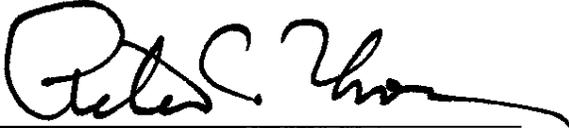
3. On September 25, 2006, Warner Chilcott irrevocably waived the exclusivity provision in its agreement with Barr. Subsequently, Barr announced that it would introduce a generic version of regular Ovcon 35 in October 2006.

4. Warner Chilcott has reached a settlement with the Plaintiff States. In so doing, it does not admit any issues of fact or law, other than the Court's jurisdiction over this action. The proposed Final Order embodying the settlement terms is entered for settlement purposes only and does not constitute any evidence against, or an admission of liability, wrongdoing, or any issue of fact or law, other than jurisdictional, by Warner Chilcott.

5. The proposed Final Order contains four principal elements: a monetary payment to the Plaintiff States; a general conduct prohibition that prevents Warner Chilcott from entering into certain agreements, including agreements similar to the one challenged here; a provision requiring Warner Chilcott in the future to give notice to the Plaintiff States of a broader group of agreements; and a provision designed to ensure that generic versions of regular Ovcon 35 may continue to use Ovcon 35 as a Reference Listed Drug.

6. On June 12, 2007, Warner Chilcott executed a Stipulation for Entry of Final Order and Stipulated Permanent Injunction, a copy of which is attached as Exhibit B, in the settlement of all claims brought against it in the above-captioned case. Each of the Plaintiff States have agreed to accept the Final Order. Accordingly, Warner Chilcott and the Plaintiff States jointly request that the Court enter the attached Final Order and place it on the public record, thereby bringing the litigation between the Plaintiff States and Warner Chilcott to an end.

Respectfully submitted,



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For Defendant Warner Chilcott

Dated: June 12, 2007

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For the Plaintiff States