

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

THE PROCTER & GAMBLE COMPANY and HOFFMANN-LA ROCHE INC.)	
)	
Plaintiffs,)	C. A. No. 09-061-LPS
)	
v.)	CONSOLIDATED with C.A. No. 08-
)	627-LPS
SUN PHARMA GLOBAL, INC.,)	
)	
Defendants.)	
_____)	
)	
WARNER CHILCOTT COMPANY, LLC and HOFFMANN-LA ROCHE INC.)	C. A. No. 10-1085-LPS
)	
Plaintiffs,)	CONSOLIDATED with C.A. No. 08-
)	627-LPS
v.)	
)	
SUN PHARMA GLOBAL, INC.,)	
)	
Defendants.)	
_____)	

**STIPULATION TO FILE AMENDED COMPLAINTS
AND SUBSTITUTE PARTIES**

Pursuant to Federal Rules of Civil Procedure 15(a)(2), 19, and 25(c) and Local Civil Rule 15.1, Plaintiffs Warner Chilcott Company, LLC (“Warner Chilcott”), The Procter & Gamble Co. (“P&G”) and Hoffmann-La Roche Inc. (“Roche”), Defendant Sun Pharma Global, Inc., and proposed new party Sun Pharma Global FZE, hereby stipulate and agree, for the reasons set forth below, and subject to the approval of the Court, that Warner Chilcott and Roche is permitted to file Amended Complaints in Civ. A. No. 09-61-LPS and Civ. A. No. 10-1085-LPS substituting Sun Pharma Global FZE as a successor in interest in these matters to Sun Pharma Global, Inc., and, in the case of C.A. 09-61-LPS, substituting Warner Chilcott as successor in interest to P&G.

The reasons for these substitutions are that P&G recently sold its pharmaceutical division to Warner Chilcott plc, Warner Chilcott's parent company, and Sun Pharma Global, Inc. recently transferred its interest in ANDA No. 09-0886 to Sun Pharma Global FZE. Original copies of Plaintiffs' Amended Complaints are attached hereto as Exhibits 1 and 2. For the reasons set forth fully below, the parties listed above respectfully request that the Court grant this Stipulation.¹

**Warner Chilcott's Acquisition of P&G's Pharmaceutical Business and the Court's
Previous Order**

1. Plaintiffs P&G and Roche filed C.A. No. 09-61-LPS against Defendant Sun Pharma Global, Inc. on January 26, 2009. Plaintiffs' Complaint alleges the infringement of patents covering the drug product ACTONEL® (risedronate sodium) tablets, 150 mg ("Once-A-Month ACTONEL®"), which P&G manufactured, marketed and sold at the time the Complaint was filed.

2. On August 24, 2009, Warner Chilcott plc and P&G entered into a Purchase Agreement by which Warner Chilcott plc acquired the worldwide prescription pharmaceuticals business of P&G and its affiliates. Warner Chilcott plc's acquisition of P&G's pharmaceutical business was officially completed on October 30, 2009. At that time, the license to the patent-in-suit formerly held by P&G was officially assigned to Warner Chilcott. Through the Purchase Agreement, Warner Chilcott acquired all of P&G's rights and liabilities relevant to this litigation.

3. The Purchase Agreement includes a section (§ 5.03(b)) which, in relevant part, grants each party to the agreement "access to employees, financial records and other information

¹ Counsel for Defendants Apotex Inc., Teva Pharmaceuticals USA, Inc., and Mylan Pharmaceuticals Inc. have indicated that they do not oppose the relief sought herein.

in their possession related to their conduct of the Pharmaceuticals Business and such cooperation and assistance as shall be reasonably required to enable each of them to complete their legal, regulatory, stock exchange and financial reporting requirements and for any other reasonable business purpose, including in respect of litigation and insurance matters.” This provision, along with others in the Purchase Agreement, ensures that the Defendant in the above-captioned action will have access to discoverable information from P&G through discovery requests served on Warner Chilcott.

4. For these reasons, Warner Chilcott is now a necessary party in interest in C.A. No. 09-61-LPS and should be substituted as a Plaintiff in this action for P&G pursuant to Fed. R. Civ. P. 19 and 21.²

5. On January 5, 2011, this Court granted P&G and Roche’s Motion to Substitute Parties Pursuant to Fed. R. Civ. P. 25(c) and Seeking Leave to File Amended Complaints Pursuant to Fed. R. Civ. P. 15(a)(2) (08-627-LPS, D.I. 69), allowing Warner Chilcott to replace P&G as a plaintiff in the Teva and Apotex Actions (08-627-LPS, D.I. 126, the “January 5 Order”). Per the Court’s Order, Plaintiffs filed Amended Complaints against Teva and Apotex on January 10, 2011.

6. Warner Chilcott and Plaintiffs stipulate that, consistent with the January 5 Order, (a) P&G will provide discoverable information to discovery requests served on Warner Chilcott to the same extent P&G would provide information in response to requests served on it as a party to this litigation; (b) P&G will make witnesses under its control available to testify to the same

² Plaintiff Roche is the title holder of U.S. Patent No. 7,192,938 (the “938 patent”), the patent-in-suit in this litigation, the rights to which were originally licensed by P&G. Those license rights were also assigned to Warner Chilcott. Roche will remain a plaintiff in these matters as holder of the ‘938 patent.

extent P&G would make such witnesses available as if it were a party to this litigation, (c) for the purposes of this litigation, documents that P&G produces will be admissible as non-hearsay under the Federal Rules of Civil Procedure to the same extent as if produced by Warner Chilcott; and (d) Warner Chilcott will be bound by any statements, testimony, or pleadings provided by P&G or its witnesses to the same extent as if Warner Chilcott or its witnesses produced such statements, testimony, or pleadings.

Sun Pharma Global, Inc.'s Transfer of ANDA No. 09-0886 to Sun Pharma Global FZE

7. On September 14, 2009, Sun Pharma Global, Inc. notified the U.S. Food and Drug Administration that Sun Pharma Global, Inc. assigned its pharmaceutical business to Sun Pharma Global FZE, which has its registered office at Office # 43, Block Y, SAIF Zone, P.O. Box # 122304, Sharjah, U.A.E., and transferred its ownership of ANDA No. 09-0886 to Sun Pharma Global FZE.

8. On August 8, 2010, the FDA acknowledged receipt of Sun Pharma Global, Inc.'s September 14, 2009, letter, and transferred ANDA No. 09-0886 from Sun Pharma Global, Inc. to Sun Pharma Global FZE.

9. Sun Pharma Global, Inc. no longer holds any interest in ANDA No. 09-0886, which is the basis for this action. Accordingly, its presence is unnecessary. Sun Pharma Global FZE is the true party-in-interest, and its presence will facilitate the resolution of this action. For these reasons, Sun Pharma Global FZE should be substituted as a Defendant in the above-captioned actions for Sun Pharma Global, Inc. pursuant to Fed. R. Civ. P. 19 and 21.

10. Sun Pharma Global FZE and Sun Pharma Global, Inc. stipulate that, consistent with the Court's January 5 Order, (a) Sun Pharma Global, Inc. will provide discoverable

information to discovery requests served on Sun Pharma Global FZE to the same extent Sun Pharma Global, Inc. would provide information in response to requests served on it as a party to this litigation; (b) Sun Pharma Global, Inc. will make witnesses under its control available to testify to the same extent Sun Pharma Global, Inc. would make such witnesses available as if it were a party to this litigation, (c) for the purposes of this litigation, documents that Sun Pharma Global, Inc. produces will be admissible as non-hearsay under the Federal Rules of Civil Procedure to the same extent as if produced by Sun Pharma Global FZE; and (d) Sun Pharma Global FZE will be bound by any statements, testimony, or pleadings provided by Sun Pharma Global, Inc. or its witnesses to the same extent as if Sun Pharma Global FZE or its witnesses produced such statements, testimony, or pleadings.

For the foregoing reasons, Sun Pharma Global FZE, Plaintiffs Warner Chilcott, P&G, and Roche, and Defendant Sun Pharma Global, Inc., respectfully request that the Court enter this Stipulation to File Amended Complaints and Substitute Parties, substitute Warner Chilcott for P&G in C.A. No. 09-61-LPS and Sun Pharma Global FZE for Sun Pharma Global, Inc. in C.A. 09-61-LPS and C.A. 10-1085-LPS, and enter the Amended Complaints attached hereto into the respective dockets for the above-captioned matters.

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