

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

THE PROCTER & GAMBLE COMPANY	)	
and HOFFMAN-LA ROCHE INC.,	)	
	)	
Plaintiffs,	)	C. A. No. 08-627 (JJF)
v.	)	<u>CONSOLIDATED</u>
	)	
TEVA PHARMACEUTICALS USA, INC.,	)	
	)	
Defendant.	)	
THE PROCTER & GAMBLE COMPANY	)	
and HOFFMAN-LA ROCHE INC.,	)	
	)	
Plaintiffs,	)	C. A. No. 09-143 (JJF)
v.	)	
	)	
APOTEX INC. and APOTEX CORP.	)	
	)	
Defendants.	)	

**DECLARATION OF ALLEN C. NUNNALLY**

I, Allen C. Nunnally, hereby declare:

1. I am a Counsel employed by the law firm of Wilmer Cutler Pickering Hale and Dorr LLP (“WilmerHale”), which represents Plaintiff The Procter & Gamble Company (“P&G”) in the above-captioned matter.

2. I submit this declaration in support of Plaintiffs’ Response to Defendants Apotex Inc.’s and Apotex Corp.’s Motion to Extend Deadlines for Fact Discovery, Expert Reports, and to Enter a Briefing Schedule for Claim Construction.

3. I have personal knowledge of the facts stated in this declaration, and if called as a witness, could and would testify competently thereto.

4. A true and correct copy of the August 24, 2009 Purchase Agreement through which Warner Chilcott plc acquired the worldwide prescription pharmaceuticals business of P&G and its affiliates is provided as Exhibit 1.

5. P&G began producing documents in this litigation in December of 2009.

6. In March of 2010, the parties agreed an extension providing more time to serve discovery requests and to complete document production would be appropriate, and the parties commenced negotiations for a joint proposal to the Court.

7. Negotiations regarding search terms to be used in document production did not conclude until late March 2010.

8. On June 17, 2010, counsel for Apotex sent a letter to counsel for P&G threatening to move to compel on certain alleged deficiencies in Plaintiffs' production.

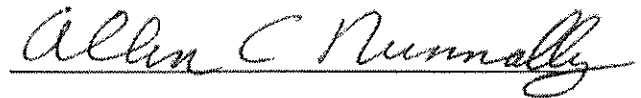
9. On June 21, 2010 Plaintiffs and Apotex conducted a meet-and-confer teleconference during which counsel for P&G, among other things, explained that P&G was working diligently on review for production and expected to produce the vast majority of its responsive documents by July 7, 2010 – with any remaining documents being produced as soon thereafter as possible on a rolling basis. In response to Apotex's suggestion of an extension of the deadline for fact discovery, Plaintiffs stated that, while they would be amenable to an extension of the deadline to produce documents, they did not believe there was any reason to

allow the parties to continue to serve further discovery requests in contravention of the agreed amended Scheduling Order

10. During the June 21, 2010 meet-and-confer, P&G confirmed that it and Warner Chilcott were producing relevant documents pertaining to the divestiture of P&G's pharmaceutical business to Warner Chilcott. P&G and Warner Chilcott are working diligently to complete that effort.

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

Executed on July 19, 2010.

A handwritten signature in cursive script that reads "Allen C. Nunnally". The signature is written in black ink and is positioned above a solid horizontal line.

Allen C. Nunnally

IN THE UNITED STATES DISTRICT COURT  
DISTRICT OF DELAWARE

CERTIFICATE OF SERVICE

I hereby certify that on July 19, 2010, I electronically filed the foregoing document with the Clerk of Court using CM/ECF which will send notification of such filing(s) and Hand Delivered to the following:

Karen L. Pascale, Esquire  
Young Conaway Stargatt & Taylor  
The Brandywine Building  
1000 West Street - 17th Floor  
P.O. Box 391  
Wilmington, DE 19899-0391

Richard William Riley, Esquire  
Duane Morris LLP  
1100 North Market Street  
Suite 1200  
Wilmington, DE 19801

I hereby certify that on July 19, 2010, I have sent by Electronic Mail, the foregoing document to the following non-registered participants:

James Galbraith, Esquire  
Maria Luisa Palmese, Esquire  
Antony Pfeffer, Esquire  
Kenyon & Kenyon LLP  
One Broadway  
New York, NY 10004

Steven E. Feldman, Esquire  
Husch Blackwell Sanders Welsh &  
Katz LLP  
120 South Riverside Plaza  
22<sup>nd</sup> Floor  
Chicago, IL 60606

/s/ Laura D. Hatcher  
Laura D. Hatcher (#5098)  
Hatcher@rlf.com