

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

*IN RE TURKEY ANTITRUST LITIGATION*

No. 1:19-cv-08318

This Document Relates To:

Commercial and Institutional Indirect Purchaser  
Plaintiffs' Action (1:20-cv-02295)

**DECLARATION OF STERLING ALDRIDGE IN SUPPORT OF COMMERCIAL AND  
INSTITUTIONAL INDIRECT PURCHASER PLAINTIFFS' MOTION FOR AN  
AWARD OF COSTS, ONGOING LITIGATION EXPENSES, AND REPRESENTATIVE  
SERVICE AWARDS FROM THE TYSON SETTLEMENT FUND**

I, Sterling Aldridge, declare:

1. I am a partner in the law firm of Barrett Law Group, P.A. (“BLG”). I am admitted to this Court *pro hac vice* and am one of the Settlement Class Counsel (“Settlement Class Counsel”) for the Commercial and Institutional Indirect Purchaser Plaintiffs (“CIIPPs”). I submit this Declaration in support of Commercial and Institutional Indirect Purchaser Plaintiffs’ Motion for Award of Costs and Ongoing Litigation Expenses. I have full knowledge of the matters stated herein and would testify to these facts if called upon.

2. Blaine Finley of Cuneo Gilbert & LaDuca, LLP (“CGL”) and I are the Court-appointed CIIPP Settlement Class Counsel in this action. Our firms have taken this case on contingency, and to date have been paid nothing for their significant investment of time and effort in prosecuting the case. They have also paid out of pocket the significant expenses associated with investigating the turkey industry, conducting fact and expert discovery, retaining experts, and hosting Defendants’ documents in this complex antitrust action.

3. From the outset of this case in April 2020, CGL and BLG have worked together to prosecute this complex antitrust action vigorously and efficiently.

4. On July 28, 2021, this Court preliminarily approved the settlement between CIIPPs and Defendants Tyson Foods, Inc., Tyson Fresh Meats, Inc. Tyson Prepared Foods, Inc. and the Hillshire Brands Company (collectively “Tyson”). ([Case No. 1:20-cv-02295, ECF No. 196](#)). Under the terms of the Settlement, Tyson has paid \$1,750,000 into an escrow account (“Settlement Fund”) for the benefit of the CIIPP Settlement Class.

5. As of February 8, 2022, Settlement Class Counsel have paid \$417,704.55 in costs reasonable and necessary to support this litigation, which among other things, has resulted in the settlement that created the Settlement Fund. These costs, described below, were not one-time

expenses; they are ongoing. Settlement Class Counsel anticipate reasonable ongoing litigation expenses of at least as much that necessary will be to support this litigation as it proceeds to trial.

6. Settlement Class Counsel ask the Court for an award of \$700,000 from the Settlement Fund to reimburse reasonable and necessary costs already paid and to cover reasonable ongoing litigation expenses necessary to support this litigation.

7. Settlement Class Counsel have notified Members of the Tyson Settlement Class that Settlement Class Counsel's will seek an award as follows:

In relation to this Settlement, Settlement Class Counsel will request a future expense set-aside not to exceed 50% of the Settlement Fund, net of any past expense reimbursement, class representative service awards, and notice costs. Settlement Class Counsel will ask to be reimbursed for certain expenses already incurred on behalf of the Settlement Class in an amount not to exceed \$200,000. Settlement Class Counsel will seek service awards of up to \$5,000 for each putative class representative.

*See* CIIPPs' Approved Notice Documents ([Case No. 1:20-cv-02295, ECF Nos. 203-206](#)). The deadline for Class Members to object to this request has passed. *See* Order Granting Commercial and Institutional Indirect Purchaser Plaintiffs' Motion for Preliminary Approval of Proposed Settlement with Tyson Defendants and Provisional Certification of Settlement Class ([Case No. 1:20-cv-02295, ECF No. 196](#)).

8. Settlement Class Counsel have established a litigation fund used to pay litigation costs in this case. BLG has maintained that fund and recorded and documented all costs paid from the fund. From the inception of the case through February 8, 2022, a total of \$415,445.67 has been paid from that fund. A detailed description of the costs paid from the litigation fund is provided below and a summary of the costs can be found in **Exhibit A** to this declaration. All of these expenses were incurred on behalf of the CIIPP class without any guarantee they would ultimately

be recovered. These costs are primarily associated with retaining testifying and non-testifying experts and hosting documents produced in this case on an online database.

9. In addition to the costs paid by the litigation fund, BLG and CGL separately have incurred and paid an additional \$2,258.88 in unreimbursed litigation costs since the inception of the case through February 8, 2022 (“Firm Costs”). These costs are primarily associated with Settlement Class Counsel’s extensive investigation and prosecution of the turkey industry on behalf of the CIIPP Class. They are reasonable litigation costs that were incurred in this case for the benefit of the Tyson Settlement Class Members. A detailed description of the costs advanced by BLG and CGL is provided below and a summary of the costs can be found in **Exhibit B** to this Declaration.

10. In the event of future recoveries, Settlement Class Counsel will petition the Court for reimbursement of additional reasonable expenses necessary to support this litigation.

#### **Description of Cost Categories in Exhibit A – Litigation Fund Costs**

11. **Experts:** Antitrust class action litigation is complex. It requires extensive analyses of data and the dedicated work of economic and industry experts to help prove defendants’ liability, and the impact on and damages suffered by the class as a result of the alleged conspiracy. Such expert work also is essential to demonstrate that a plaintiff class should be certified. This case is no exception. Settlement Class Counsel continue to work with their experts to show that a class should be certified and to prove liability, impact and damages. To date, Settlement Class Counsel have received invoices from these experts totaling \$431,512.75 and paid invoices from the experts in the amount of \$341,438.00. Settlement Class Counsel will continue to work with the experts as this case proceeds through class certification and to trial, and, thus, Settlement Class Counsel will receive additional invoices from these experts for that work.

12. **ESI Expenses:** In connection with fact discovery in this case, Settlement Class Counsel retained a vendor with expertise in designing and maintaining electronic databases (“Database Vendor”). CIIPPs’ Database Vendor designed databases enable Settlement Class Counsel to search, review, analyze, and code documents and other records produced by Defendants and various third parties. The review, analysis, and coding of documents have been integral to Settlement Class Counsel’s efforts relating to fact and expert discovery. CIIPPs also provided certain third parties to whom they had sent subpoenas access, at CIIPPs’ cost, to a separate database with CIIPPs’ Database Vendor that permitted them to quickly, efficiently, and without further objection produce the discovery CIIPPs needed to obtain from those third parties. To date, Settlement Class Counsel have paid invoices from the Database Vendor totaling \$45,985.17. Settlement Class Counsel will continue to use these databases as the case proceeds through class certification and to trial, and, thus, Settlement Class Counsel will receive additional invoices from CIIPPs’ Data Vendor for that usage.

13. **Transcript and Process Expenses:** The third significant cost already paid by Settlement Class Counsel (\$18,125.00) (“Transcript and Process Service”) relates to the service of third-party subpoenas seeking, among other things, structured data of food distributors that purchased and sold turkey products to CIIPP class members.

14. Another critical element of Settlement Class Counsel’s discovery effort are the services provided by a vendor that has expertise in processing and analyzing phone records (“Phone Records Vendor”). Settlement Class Counsel continue to obtain the phone records of Defendants’ employees pursuant to subpoenas to phone service providers such as AT&T and Verizon. These phone records are provided to CIIPPs’ Phone Records Vendor, who in turn analyze the data and provide Settlement Class Counsel with information establishing an extraordinary

number of direct inter-company communications – phone calls and text messages – between Defendants’ employees. The review and analysis of Defendants’ phone records will be integral to Settlement Class Counsel’s discovery efforts and to prove Defendants engaged in unlawful conduct. To date, Settlement Class Counsel have received invoices from the Phone Records Vendor totaling \$2,337.50.

15. **Mediation Expenses.** To reach their proposed settlement, Settlement Class Counsel and Defendant Tyson retained the services of a mediator. Settlement Class Counsel have paid invoices totaling \$7,560.00 for the mediator’s services.

#### **Description of Cost Categories in Exhibit B – Firm Costs**

16. **Firm Costs:** These expenses relate primarily to the limited travel that occurred for this case, in-house copies, court costs and filing fees, shipping charges (U.S. mail and FedEx), transcripts, legal research costs (*e.g.*, PACER and Westlaw) and other case-related office expenses. From the inception of the case through February 8, 2022, Settlement Class Counsel have paid invoices for these remaining Firm Costs totaling \$2,258.88, which are described in **Exhibit B**. Settlement Class Counsel anticipate similar expenses as this case proceeds to trial.

17. **Class Representative Service Awards:** If it were not for Sandee’s Bakery and Gnemi LLC’s willingness to serve as class representatives in this case, this settlement would not have been possible. Both Class Representatives have participated in multiple interviews and conferences with counsel, gathered and produced ESI and other documents, and have been engaged in this litigation for over a year. They still face depositions and potentially trial testimony and have been willing to spend their time pursuing claims that benefit all similarly situated businesses. As such, Settlement Class Counsel believe an award of \$5,000 to each of the Class Representatives is warranted to compensate them for their service in this case.

18. In sum, Settlement Class Counsel seek an Order from the Court permitting use of \$700,000.00 from the Settlement Funds for reimbursement of costs already paid by Settlement Class Counsel, as listed above, ongoing and future expenses anticipated in the ongoing litigation, and class representative service awards.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on this 8th day of February 2022 in Lexington, Mississippi.

/s/ Sterling Aldridge  
Sterling Aldridge