

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

IN RE CATTLE AND BEEF ANTITRUST
LITIGATION

Case No. 0:22-md-03031-JRT-JFD

This Document Relates To:
IN RE DPP BEEF LITIGATION

**DECLARATION OF MEGAN E. JONES IN SUPPORT OF DIRECT
PURCHASER PLAINTIFFS' MOTION FOR PRELIMINARY APPROVAL OF
SETTLEMENT BETWEEN DIRECT PURCHASER PLAINTIFFS AND TYSON
DEFENDANTS AND APPROVAL OF NOTICE PLAN AND CLAIMS PROCESS**

1. I am a partner with the law firm Hausfeld LLP, and along with the law firms Gustafson Gluek PLLC, Cotchett, Pitre & McCarthy, LLP, and Hartley LLP, I serve as Court-appointed Interim Co-Lead Counsel for the Direct Purchaser Plaintiffs ("DPPs") Class.¹ *See* ECF. No. 71.

2. I make this Declaration in support of DPPs' motion for preliminary approval of their settlement with Tyson Defendants² (the "Settlement") and approval of notice plan and claims process, based upon my personal knowledge, as well as records and information available to me. If called as a witness, I could and would testify competently to the matters stated in this Declaration.

¹ The DPP Class is represented by Plaintiffs Gregg Szilagyi solely in his capacity as Chapter 7 trustee for the bankruptcy estate of Central Grocers, Inc., R&D Marketing, LLC, and Redner's Markets, Inc.

² The Tyson Defendants refer to Tyson Foods, Inc. and Tyson Fresh Meats, Inc.

3. Because this Declaration is submitted in support of the Settlement, it is inadmissible in any subsequent proceedings, other than in connection with the Settlement. In the event the Settlement is not approved by the Court, this Declaration and the statements contained herein are without prejudice to DPPs' position on the merits of this action.

SUMMARY OF THE ACTION

4. The first direct purchaser class action complaint, *Pacific Agri-Products, Inc. v. JBS USA Food Co. Holdings, et al.*, 19-cv-02720, ECF No. 1 (“*Pac-Agri*”), was filed on October 16, 2019.³ The first of the consolidated beef direct purchaser actions, *Samuels v. Cargill, Inc. et al.*, 20-cv-1319, ECF. No. 1 (D. Minn. June 6, 2020) was filed on June 6, 2020 (“*Samuels*”). The other consolidated direct purchaser action, *Olean Wholesale Grocery Cooperative, Inc. v. Cargill, Inc. et al.*, 20-cv-1602, ECF. No. 1 (D. Minn. July 17, 2020) (“*Olean*”) was filed shortly thereafter. Each of these complaints alleged antitrust violations on behalf of thousands of direct purchasers of beef from Defendants.

5. Prior to our clients filing this case, counsel in the above actions commenced and pursued an extensive investigation of the beef market, including reviewing public data and statements and working with an expert to analyze the market and potential overcharges. In addition, thorough research was conducted on the legal claims, including reviewing and analyzing extensive motion to dismiss briefing and a corresponding order in related actions brought by other classes of plaintiffs affected by Defendants' conspiracy. That information gave rise to the DPP actions.

³ The *Pac-Agri* complaint was voluntarily dismissed because Pac-Agri no longer wished to serve as a class representative. *See* No. 19-cv-02720, ECF No. 38.

6. Since filing the initial complaints, DPPs have vigorously prosecuted their claims at every stage of the litigation. DPPs, after continuing to investigate their claims and work with consulting experts, as well as reviewing documents produced by certain defendants to the Department of Justice, filed a Corrected Consolidated Amended Class Action Complaint (the “First Amended Complaint”) on December 28, 2020. ECF No. 158. DPPs filed their third consolidated amended class action complaint (“TAC”) on January 18, 2022. No. 20-cv-1319, ECF No. 303.

7. On February 18, 2021, Defendants moved to dismiss the Amended Complaint, which DPPs opposed on April 5, 2021. After a lengthy hearing on the motions on July 12, 2021, the Court denied the motions as to the Amended Complaint on September 14, 2021. No. 20-cv-1319, ECF No. 238.

8. Thereafter, the parties proceeded with fact discovery, which concluded on January 7, 2025. No. 22-md-3031, ECF No. 575.

9. Throughout the discovery period, Plaintiffs served requests for production of documents, interrogatories, and subpoenas for deposition testimony. The parties engaged in months of meet and confers regarding the scope of discovery requests, deposition limits, custodians, structured data, date ranges, search methodology and search terms, the scope of third-party subpoenas, and entry of a protective order.

10. The parties also negotiated and submitted competing scheduling proposals and worked to submit a Case Management Order.

11. These negotiations were made all the more complex because of the extensive coordination required among the several Plaintiff classes as well as numerous Direct Action Plaintiffs.

12. These negotiations culminated in voluminous document productions by Defendants totaling hundreds of thousands of pages, which DPPs have diligently reviewed over the past several years. DPPs also received and reviewed documents produced by third parties in response to document subpoenas. DPPs served subpoenas to obtain phone records for dozens of individuals associated with Defendants. DPPs synthesized this raw data, which enabled them to identify instances where certain employees of Defendants communicated with one another.

13. To date, DPPs have filed more than fifteen discovery motions against one or more Defendants, which, among other things, sought additional documents and custodians, and challenged Defendants' assertions of privilege. DPPs have also taken more than twenty depositions, including depositions of high-ranking executives at Tyson and other Defendants.

14. DPPs have been active participants in the litigation and have spent time producing documents, responding to interrogatories, and sitting for deposition.

15. The years long discovery process has resulted in the production of critical testimony and documents which strengthened DPPs' arguments in support of class certification. The parties also engaged in extensive and complex expert discovery, leading to the exchanging of expert reports regarding class certification.

16. On September 25, 2024, DPPs filed their motion for class certification, which was supported by expert testimony provided by Dr. David L. Sunding. Doc. Nos. 852-861. Defendants filed their response in opposition, supported by expert testimony provided by Dr. Lauren J. Stiroh, and a motion to exclude the testimony of DPPs' expert, on January 25, 2025. Doc. Nos. 1090-1092, 1115, 1119. On April 4, 2025, DPPs filed their reply brief and their response in opposition to Defendants' motion to exclude. Doc. Nos. 1248, 1254. On November 4, 2025, the Court held a detailed and lengthy hearing on the class certification motion and the motion to exclude expert testimony—the motions remain pending as of the Settlement. Doc. Nos. 1471, 1472.

SETTLEMENT NEGOTIATIONS

17. The Settlement is the product of extensive arm's-length settlement negotiations, which included numerous rounds of give and take between Interim Lead Counsel and other Plaintiffs' Counsel and counsel for the Tyson Defendants. The negotiations were hard fought and conducted in good faith.

18. The parties first began discussing the possibility of settlement in October 2025. After initial discussions, the parties agreed to mediate with the assistance of well-regarded and nationally recognized mediator Professor Eric Green.

19. Prior to mediation, Co-Lead Counsel and Tyson submitted settlement position papers to Professor Green. The parties engaged in a lengthy mediation on November 19, 2025, during which they vigorously argued their respective positions. With the assistance of the mediator, the parties made substantial progress but did not reach a final agreement on all material terms. Finally, after approximately two months of

negotiations, including extensive negotiations over the scope of Tyson's cooperation, on December 8, 2025, Professor Green presented a settlement proposal for consideration by both parties.

20. Interim Co-Lead Counsel thoroughly evaluated the relative strengths and weaknesses of the parties' respective litigation positions and determined that Professor Green's proposal for settlement brought substantial benefits to the proposed Class at this stage in the litigation, while avoiding the delay and uncertainty of continuing protracted litigation. The parties accepted the proposal for settlement on December 9, 2025.

21. A true and accurate copy of the Settlement Agreement is attached to this declaration as Exhibit A.

THE SETTLEMENT AND ITS FAIRNESS

22. The Settlement is the second for the DPP class, which contains 4,697 members who directly purchased beef from at least one Defendant. This Settlement reflects an analysis of not only the damages suffered by the DPP class at the hands of the Tyson Defendants but also the value of the significant cooperation of the Tyson Defendants contemplated by the Settlement against the remaining Defendants, who are jointly and severally liable for all DPP Class damages.

23. The Settlement is non-reversionary, for a total of \$82.5 million dollars, which includes a non-reversionary \$2.5 million for class notice and administrative costs.

24. The settlement negotiations between Tyson and DPPs were, at all times, at arm's length and hard fought. Throughout this entire process, the Tyson Defendants have been represented by experienced, sophisticated antitrust counsel. Interim Co-Lead Counsel

for the DPP Class have decades of experience litigating antitrust class actions and know how to fairly, reasonably, and adequately attach a value to the early resolution of antitrust litigation. Counsel for all parties also have substantial experience litigating other antitrust cases throughout the country, including those involving other protein industries. For example, Hausfeld LLP (“Hausfeld”) was appointed co-lead counsel on behalf of a certified class of broiler chicken growers also alleging supply restrictions and price-fixing. *In re Broiler Chicken Grower Antitrust Litigation (No. II)*, MDL No. 6:20-2977 (E.D. Okla.). Hausfeld also served as co-lead counsel in *In re Processed Egg Products Antitrust Litigation*, No. 68-md-2002 (E.D. Pa.), and in *In re Atlantic Farm-Raised Salmon Antitrust Litigation*, 19-cv-21551 (S.D. Fla.). Gustafson Gluek PLLC (“Gustafson”) and Cotchett, Pitre & McCarthy, LLP (“CPM”) were the court-appointed lead class counsel for a class of commercial food preparers in the *In re Broiler Chicken Antitrust Litigation*, and were appointed co-lead settlement class counsel. *See* 16-cv-08637 (N.D. Ill.), ECF Nos. 144 (order appointing lead counsel) and 7839 (order appointing settlement class counsel). Gustafson was also appointed co-lead class counsel for consumers in *In re Pork Antitrust Litig.* *See* 18-cv-1776 (D. Minn.), ECF Nos. 151 (appointing co-lead counsel) 1491 and 1903 (appointing settlement class counsel). Hartley LLP was appointed to the Plaintiffs Steering Committee in *In re Packaged Seafood Antitrust Litigation*, 15-MD-2670 (S.D. Cal.), ECF No. 119. Those cases similarly alleged collusive supply restraints and price-fixing. This extensive experience has provided class counsel with valuable insight into protein markets, the associated volume of commerce, and the risks inherent in this specific subset of antitrust litigation, which further supports approval of the Settlement.

25. During the initial investigation, through discovery and litigation, and in relation to this settlement, Interim Co-Lead Counsel researched, analyzed, and evaluated many contested legal and factual issues. Thus, Co-Lead Counsel recognize the facts and benefits, risks and consequences of continued litigation versus the proposed settlement with the Tyson Defendants.

26. There was no collusion or preference among counsel for the parties at any time during their negotiations. To the contrary, the negotiations were contentious, hard fought, and fully informed, as well as supervised by a mediator. DPPs sought to, and did, obtain a significant monetary benefit for the proposed class from the Tyson Defendants at this point in the litigation and, equally important, significant cooperation to aid DPPs' continued prosecution of this action against the remaining Defendants. For the avoidance of doubt, there was no discussion or agreement of any kind regarding the amount of attorneys' fees, costs, or service awards that DPPs' counsel or DPPs may seek from the Court related to the Settlement.

27. Under the terms of the Settlement Agreement between DPPs and the Tyson Defendants, the Tyson Defendants have deposited the full \$82.5 million into an escrow account for the Settlement. Thus, Tyson has already fulfilled its financial settlement obligations in this case. The Tyson Defendants also agree to provide significant cooperation as set forth in the Settlement Agreement, which will assist DPPs in prosecuting their remaining claims against the other Defendants.

28. DPPs have retained an experienced and well-regarded notice and claims administrator, A.B. Data, to serve as the notice and claims provider for this Settlement.

Under the proposed Notice Plan, A.B. Data will provide direct notice, including long-form notice by mail and email where available, to the Settlement Class. Additionally, A.B. Data will provide supplemental publication notice through paid media and a news release. Finally, A.B. Data will create a settlement website and operate a toll-free number to assist class members in understanding their rights under the Settlement.

29. DPPs have also required A.B. Data to make a number of commitments to ensure the absence of any financial or ethical conflicts of interest, and to implement best practices to minimize fraudulent claims.

30. DPPs believe that these commitments are in the best interests of the Settlement Class and ensure that the Settlement funds are being zealously guarded.

31. I have personally prosecuted numerous antitrust class actions as lead counsel, co-lead counsel, and in other leadership positions. I have negotiated many settlements during those years. In my opinion, and in the opinion of my esteemed Co-Lead Counsel Dan Gustafson, Adam Zapala, and Jason Hartley, the current proposed settlement agreement with the Tyson Defendants is fair, reasonable, and adequate. All Co-Lead Counsel, based on their experience, believe that the Settlement is in the best interests of the DPP Class. This is because the Settlement provides substantial benefits to the DPP Class and avoids the delay and uncertainty of continuing protracted and contentious litigation with the Tyson Defendants.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on April 17, 2026, in Palo Alto, CA.

/s/ Megan E. Jones
Megan E. Jones