

If Your Farm Produced or Pooled Grade A Milk In A Federal Milk Marketing Order During the Period January 2002 Through April 2007

You Could Get Money from a Class Action Settlement.

A court authorized this Notice. You are not being sued.

- A \$40 million Settlement with DairyAmerica, Inc. ("DairyAmerica") and California Dairies, Inc. ("California Dairies") has been reached. The Settlement provides financial payment to certain dairy farmers in the United States.
- This Settlement resolves all claims against DairyAmerica and California Dairies in a lawsuit alleging they misreported nonfat dry milk sales data to the United States Department of Agriculture ("USDA"). If this Settlement is approved and you remain in the class, you will not be able to sue DairyAmerica or California Dairies, as well as their successors, subsidiaries, insurers, members and certain related entities, for the claims in this suit or related claims.
- If you received this notice in the mail, records indicate that you produced milk that was pooled on a Federal Milk Marketing Order during the period January 2002 through April 2007 and may be eligible to receive a payment from the Settlement.
- Your legal rights are affected whether you act or do not act. Read this notice carefully.

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT	
SUBMIT A CLAIM FORM	The only way to receive a cash payment.
EXCLUDE YOURSELF FROM THE SETTLEMENT	Get no payment. This is the only option that allows you to ever be part of any other lawsuit against DairyAmerica or California Dairies regarding the legal claims in this case.
OBJECT	Write to the Court about why you do not like the settlement.
GO TO A HEARING	Ask to speak in Court about the fairness of the settlement.
DO NOTHING	Get no payment from the settlement.

- The Court still has to decide whether to approve the Settlement. Payments will be made if the Court approves the Settlement and after any appeals are resolved. Please be patient.

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BASIC INFORMATION

1. Why was this Notice issued?

A \$40 million Settlement with California Dairies and DairyAmerica has been reached in a class action alleging that the price of raw Grade A milk calculated by the USDA was unlawfully depressed during the period January 2002 through April 2007. As a member of the class, you have a right to know about the proposed Settlement and about your options before the Court decides whether to approve the Settlement.

A Court authorized this Notice. This Notice explains the lawsuit, the settlement, your legal rights, what benefits are available, who may be eligible for those benefits, and how to get them.

Judge Anthony Ishii, of the United States District Court for the Eastern District of California, is currently overseeing this case. The case is known as *Gerald Carlin, et al. v. DairyAmerica, Inc., et al.*, No. 1:09 CV 00430. The dairy farmers who sued are called the Plaintiffs and the cooperatives they sued are called the Defendants (*see* Question 2 below).

This Notice summarizes the Settlement. To view the complete Settlement Agreement, visit www.MilkPowderCase.com.

2. Who are the Defendants?

This litigation is proceeding against two Defendants: California Dairies and DairyAmerica. California Dairies is a cooperative in California that produces dairy products, including nonfat dry milk. DairyAmerica is a marketing association that markets and sells nonfat dry milk on behalf of California Dairies and other members.

3. What is this lawsuit about?

The lawsuit claims that California Dairies and DairyAmerica unlawfully conspired to misreport data regarding sales of nonfat dry milk to the USDA during the period January 2002 through April 2007. The USDA used the figures misreported by Defendants to calculate minimum raw Grade A milk prices, which were paid to dairy farmers whose raw Grade A milk was pooled on a Federal Milk Marketing Order. The lawsuit claims that California Dairies and DairyAmerica intentionally misreported the nonfat dry milk sales data in order to depress raw milk prices that were paid to dairy farmers. The lawsuit seeks to recover damages incurred by dairy farmers as a result of the unlawful suppression of prices of raw Grade A milk during the period January 2002 through April 2007.

The Defendants deny that they did anything wrong or that they acted in a manner that harmed dairy farmers. There has not yet been a determination as to whether Plaintiffs' claims are correct or whether Defendants have done anything wrong.

4. Why is there a Settlement?

The Court has not decided in favor of Plaintiffs or California Dairies and DairyAmerica. The Plaintiffs believe they would win against California Dairies and DairyAmerica at a trial. California Dairies and DairyAmerica believe the Plaintiffs would not win. Rather than continuing to litigate this case to trial, Plaintiffs and California Dairies and DairyAmerica agreed to a settlement. They avoid the cost and risks of a trial, and Class Members will get the benefits of this Settlement.

The attorneys for the Class were appointed by the Court. Those attorneys have litigated this case for more than nine years and have conducted an extensive investigation of the facts and the law relevant to the lawsuit. Those attorneys think the Settlement is best for all Class Members.

WHO IS IN THE SETTLEMENT CLASS

5. How do I know if I'm part of the Settlement?

You are part of the Settlement if you are a member of the Settlement Class that was certified by the Court. The Court certified the following Settlement Class: "All dairy farmers located in the United States who sold raw milk that was priced according to a Federal Milk Marketing Order during the period January 1, 2002 through April 30, 2007."

If there are multiple owners of your farm, please forward this Notice to all the owners. If this Notice reached you at an address other than the one on the mailing label, or if your address changes, please send your correct address to the Claims Administrator at the address in Question 9.

6. Are there any exceptions to being included?

You are **not** part of the Settlement if you are an entity in which California Dairies or DairyAmerica has a controlling interest, if you are a legal representative, heir, or successor to California Dairies or DairyAmerica, or if you exclude yourself from the Settlement.

SETTLEMENT BENEFITS

7. What does the Settlement provide?

California Dairies and DairyAmerica have agreed to pay \$40 million into a Settlement Fund. After deducting attorneys' fees, expenses, and service awards for the Class Representatives and former plaintiffs (*see* Question 17), the net Settlement Fund will be distributed to members of the Class who submit valid claims.

8. How much money can I get from the Settlement?

The amount of money you may receive cannot be calculated at this time. Your share will depend on three factors: (1) the amount of raw Grade A milk you produced that was pooled on a Federal Milk Marketing Order from January 1, 2002 to April 30, 2007; (2) the number of valid claims that are received; and (3) the amount of the attorneys' fees, reimbursement of expenses and service awards for Class Representatives approved by the Court.

HOW TO GET A PAYMENT

9. How can I get a payment?

To ask for a payment, you must complete and submit a Claim Form. A Claim Form is enclosed with this Notice. Claim Forms are also available at www.MilkPowderCase.com or by calling 1-866-680-1707.

The enclosed Claim Form includes the volume of raw Grade A milk that you produced and that was pooled on a Federal Milk Marketing Order during the period January 2002 through April 2007 (according to the records of Federal Milk Marketing Orders). Review and complete the enclosed Claim Form, correcting any inaccurate information and supplying the requested documentation if you dispute the stated volume of raw Grade A milk that you produced and that was pooled on a Federal Milk Marketing Order during the period January 2002 through April 2007.

Mail the Claim Form postmarked no later than **January 28, 2019**, to:

MILK POWDER SETTLEMENT
C/O RUST CONSULTING, INC. - 6217
P.O. BOX 44
MINNEAPOLIS, MN 55440-0044

If you fail to submit a timely Claim Form, you will not receive any money from the Settlement.

10. When will I get my payment?

Payments will be mailed to Class Members who send in valid Claim Forms on time, after the Court grants "final approval" of the Settlement and after any appeals are resolved. This may take time.

11. Can I submit a claim even if I oppose the Settlement?

Yes. You have the right to oppose the Settlement or any part of the Settlement even if you submit a claim. To learn more about your right to object to the Settlement, see Questions 18, 19 and 20.

EXCLUDING YOURSELF FROM THE CLASS

12. Can I get out of the Settlement Class?

Yes. You have the right to exclude yourself from the Settlement Class. If you do not want to be part of the Settlement, or if you want to preserve the right to sue DairyAmerica or California Dairies on your own regarding the legal issues in this case, then you must take steps to remove yourself from the Settlement Class. This is called "excluding yourself" or "opting out" of the Class.

13. How do I exclude myself from the Settlement Class?

To exclude yourself from the Settlement Class, you must send a letter stating that you want to be excluded from the Settlement Class. You must also include the following sentence in the letter: "I provide authorization to the Market Administrator to provide the total amount of raw milk that I produced and that was pooled on the Federal Milk Marketing Order during the Settlement Class Period to Rust Consulting and Class Counsel." Be sure to include your name, address, telephone number, and signature. You must mail your exclusion request letter, postmarked no later than **January 28, 2019**, to:

MILK POWDER SETTLEMENT
C/O RUST CONSULTING, INC. - 6217
P.O. BOX 44
MINNEAPOLIS, MN 55440-0044

14. If I exclude myself from the Settlement Class, can I still get a payment?

No. If you exclude yourself from the Settlement Class, you will not receive any money from the Settlement. If you exclude yourself from the Settlement Class, do not send in a Claim Form.

15. If I don't exclude myself, can I sue DairyAmerica or California Dairies for the same thing later?

No. If you remain in the Settlement Class, you can't sue DairyAmerica or California Dairies regarding the legal claims in this case, or be part of any other lawsuit against DairyAmerica or California Dairies regarding the legal claims in this case. It also means that all the decisions by the Court will bind you.

The Settlement Agreement contains a release of all claims against DairyAmerica and California Dairies that members of the Settlement Class have asserted or could have asserted arising out of any act or omission that is the subject matter of the lawsuit. If you do not exclude yourself from the Settlement Class, you will be deemed to have entered into this Release if the Settlement is approved by the Court.

The Release is described more fully in the Settlement Agreement and describes exactly the legal claims that you give up if you remain in the Settlement Class. The Settlement Agreement is available at www.MilkPowderCase.com.

THE LAWYERS REPRESENTING YOU

16. Do I have a lawyer in the case?

Yes. The Court has appointed the following three firms as Counsel for the Settlement Class:

COHEN MILSTEIN SELLERS & TOLL PLLC 1100 New York Avenue, N.W. Suite 500, West Tower Washington, D.C. 20005 Telephone: (202) 408-4600	KELLER ROHRBACK L.L.P. 1201 Third Avenue, Suite 3200 Seattle, WA 98101 Telephone: (206) 623-1900	BERMAN TABACCO 44 Montgomery Street, Suite 650 San Francisco, CA 94104 Telephone: (415) 433-3200
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You will not be charged for these lawyers. If you want to be represented by another lawyer, you may hire one to appear in Court for you at your own expense.

17. How will Plaintiffs' lawyers for the Class be paid?

The Court will decide how much the lawyers for the Class will be paid. Counsel for the Class will ask the Court for attorneys' fees of no more than one-third of the Settlement Fund, plus the reimbursement of expenses incurred in connection with the case. Class Counsel's applications for attorneys' fees and reimbursement of expenses will be filed with the Court by December 28, 2018, and posted on the settlement website.

Class Counsel will also request payment of service awards to the Class Representatives and the former named plaintiffs, who sued on behalf of the whole Class and assisted with the prosecution of the litigation. Class Counsel will specifically request payments of \$90,000 for each of the four Class Representatives and payments of \$10,000 for each of the four former named plaintiffs.

The Court may award less than the amounts requested by Class Counsel for payment of attorneys' fees, reimbursement of expenses, and service awards for Class Representatives and former named plaintiffs. It is within the Court's discretion to determine whether the amounts requested, or smaller amounts, are reasonable and should be awarded. Payments approved by the Court will be made from the Settlement Fund and will reduce the amount available for Class Members.

OBJECTING TO THE SETTLEMENT

18. How do I tell the Court that I don't like the Settlement?

If you are a Class Member, you can object to the Settlement. You can also object to Class Counsel's requests for attorneys' fees, reimbursement of expenses, and service awards for the Class Representatives and former named plaintiffs. To object, you must send a letter saying that you object. Your letter must also include the following:

- Your name, address, and telephone number,
- The name of the case (*Gerald Garlin, et al. v. DairyAmerica, Inc., et al.*, No. 1:09 CV 00430),
- The specific reasons you object to the Settlement, and
- Your signature.

Your objection, along with any supporting material you wish to submit, must be received at the below four addresses no later than January 28, 2019.

Court	Class Counsel	Defense Counsel
Judge Anthony W. Ishii United States Courthouse 2500 Tulare Street Eighth Floor, Courtroom 2 Fresno, CA 93721	Benjamin D. Brown, Esq. Cohen Milstein Sellers & Toll PLLC 1100 New York Avenue, NW Suite 500, West Tower Washington, DC 20005	Megan Oliver Thompson Hanson Bridgett LLP 425 Market St., 26th Floor San Francisco, CA 94105 Charles M. English, Jr. Davis Wright Tremaine LLP 1919 Pennsylvania Ave., N.W., Suite 800 Washington, D.C. 20006

19. Can I receive a payment even if I object?

Yes. You can submit a claim and receive your share of the Proposed Settlement even if you oppose the Settlement. If you want to receive your share of the Proposed Settlement you must submit a claim by **January 28, 2019**.

20. What's the difference between objecting to the Settlement and excluding myself from the Settlement Class?

Objecting is telling the Court that you don't like something about the Settlement. You can object only if you stay in the Settlement Class. Excluding yourself is telling the Court that you do not want to be part of the Settlement Class or the Settlement. If you exclude yourself, you have no basis to object because the Settlement no longer affects you.

THE COURT'S FAIRNESS HEARING

21. How will the Court decide whether to approve the Settlement?

The Court will hold a Fairness Hearing to decide whether to approve the Settlement and any requests for attorneys' fees, reimbursement of expenses, and payment of service awards to the Class Representatives and former named plaintiffs. You may attend the hearing and you may ask to speak, but it is not required.

At this hearing, the Court will consider whether the proposed Settlement is fair, reasonable, and adequate. If there are objections, the Court will consider them. The Court may listen to people who asked to speak at the hearing. The Court may also decide how much to pay the lawyers for Plaintiffs and the Class. After the hearing, the Court will decide whether to approve the Settlement. We do not know how long these decisions will take.

22. When and where will the Court decide whether to approve the Settlement?

The Court will hold a Fairness Hearing on Monday, March 18, 2019, at 1:30 p.m., in Courtroom 2 on the 8th floor of the United States District Court for the Eastern District of California, located at 2500 Tulare Street in Fresno, California 93721. The hearing may be moved to a different date or time without additional notice, so it is a good idea to check www.MilkPowderCase.com.

23. Do I have to come to the hearing?

No. Lawyers for the Class will answer any questions Judge Ishii may have. But you are welcome to attend the Fairness Hearing at your own expense. If you send a written objection, you do not have to come to the Court to discuss it. As long as you mailed your written objection on time, following the instructions in this Notice, the Court will consider it. You may also pay your own lawyer to attend, if you wish, but it is not necessary.

24. May I speak at the hearing?

Yes. You may ask the Court for permission to speak at the Fairness Hearing. To do so, you must submit a written objection, as described in the response to Question 18, and include in your objection a "Notice of Intention to Appear at the Fairness Hearing." You must mail your written objection and Notice of Intention to Appear to the four addresses in Question 18. The written objection and Notice of Intention to Appear must be received at those four addresses no later than January 28, 2019.

IF YOU DO NOTHING

25. What happens if I do nothing at all?

If you do nothing, you will not get a payment from the Settlement.

In addition, your rights will be affected. Under the terms of the Settlement, all Class Members—regardless of whether you submit a claim, object, or do nothing—give up the right to sue DairyAmerica and California Dairies, as well as their successors, subsidiaries, insurers, members and certain related entities, for the claims in this suit and related claims.

GETTING MORE INFORMATION

26. How do I get more information?

This notice summarizes the proposed Settlement. You can get more information and important court documents, including a copy of the Settlement Agreement, at www.MilkPowderCase.com or by calling 1-866-680-1707. You may also write with questions to:

MILK POWDER SETTLEMENT
C/O RUST CONSULTING, INC. - 6217
P.O. BOX 44
MINNEAPOLIS, MN 55440-0044

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IMPORTANT LEGAL MATERIALS



- UAA - <<SequenceNo>>

<<Name1>>
<<Name2>>
<<Name3>>
<<Name4>>
<<Address1>>
<<Address2>>
<<City>> <<State>> <<Zip10>>
<<CountryName>>



If the pre-printed information to the left is not correct or if there is no pre-printed information, please check the box and complete the information below:

Name: _____

Address: _____

City: _____

State: _____ Zip Code: _____

CLAIM FORMS MUST BE POSTMARKED BY JANUARY 28, 2019

Carlin v. DairyAmerica, Inc.
United States District Court for the Eastern District of California
Case No. 1:09 CV 00430-AWI (EPG)

You may be eligible to receive a payment from a settlement reached with DairyAmerica, Inc. and California Dairies, Inc., if you are a dairy farmer located in the United States who produced and sold raw milk that was priced according to a Federal Milk Marketing Order during the period January 1, 2002 through April 30, 2007.

If you are a Settlement Class Member and wish to receive a payment from this Settlement, you must complete and return this Claim Form postmarked by January 28, 2019 to the following address:

MILK POWDER SETTLEMENT
C/O RUST CONSULTING, INC. - 6217
P.O. BOX 44
MINNEAPOLIS, MN 55440-0044

For more information or help completing your Claim Form, please visit the website at www.MilkPowderCase.com or call the Claims Administrator at 1-866-680-1707. You do not need to retain or pay for your own attorney or a third party company to file your Claim Form.

Our records indicate that your dairy farm located in the United States produced and sold a total of <<####>> pounds of raw milk that was priced according to a Federal Milk Marketing Order during the period January 1, 2002, through April 30, 2007.

You must review and check one of the boxes below:

☐ I **AGREE** that my dairy farm located in the United States produced and sold a total of <<####>> pounds of raw milk that was priced according to a Federal Milk Marketing Order during the period January 1, 2002 through April 30, 2007. I authorize any future potential payment to me to be calculated using the total pounds of raw milk provided above.

☐ I **DISAGREE** that my dairy farm located in the United States produced and sold a total of <<####>> pounds of raw milk that was priced according to a Federal Milk Marketing Order during the period January 1, 2002 through April 30, 2007.

I have attached documentation that **fully** supports my claim that my farm sold _____ pounds of raw milk priced according to a Federal Milk Marketing Order during that period. Documentation may include copies of (1) letters received from my handlers, cooperatives, processors, or the Market Administrator; (2) year-end statements; and/or (3) milk checks.

PLEASE SIGN THE CERTIFICATION ON THE BACK OF THIS PAGE, WHETHER YOU AGREE WITH THE POUNDS OF RAW MILK LISTED ABOVE OR REQUEST REVIEW OF A DIFFERENT AMOUNT.





- <<SequenceNo>>

I certify under penalty of perjury that the foregoing information is true and correct and the submission of false information may subject me to civil and/or criminal penalties.

Signature

Date

Print Name

Title of Person Signing

Farm Name (if needed)

Social Security Number (Individual) or Employer Identification Number (Company):

You must complete and return this Claim Form postmarked by January 28, 2019 to the following address in order to be potentially eligible for payment in this Settlement:

MILK POWDER SETTLEMENT
C/O RUST CONSULTING, INC. - 6217
P.O. BOX 44
MINNEAPOLIS, MN 55440-0044

Be sure to keep a copy of your complete Claim Form for your records. If you want proof that your claim was received, send your Claim Form to the Claims Administrator by Certified Mail (return receipt requested).

For more information, please visit the website at www.MilkPowderCase.com or call 1-866-680-1707.