

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

IN RE TURKEY ANTITRUST LITIGATION

This Documents Relates To:

Direct Purchaser Plaintiff Actions

Civil Action No. 19-cv-08318

Hon. Sunil R. Harjani

Hon. Keri L. Holleb Hotaling

**DECLARATION OF SHANA E. SCARLETT IN SUPPORT OF
DIRECT PURCHASER PLAINTIFFS' UNOPPOSED MOTION FOR PRELIMINARY
APPROVAL OF SETTLEMENT WITH AGRI STATS, INC., APPROVAL OF THE
MANNER AND FORM OF CLASS NOTICE PLAN, AND RELATED RELIEF**

I, Shana E. Scarlett, declare under oath, as follows:

1. I am a Partner in the law firm of Hagens Berman Sobol Shapiro LLP. This Court appointed my firm, together with the firm of Lockridge Grindal Nauen PLLP, as Co-Lead Class Counsel for the certified Direct Purchaser Plaintiffs Class ("Certified Class") in this litigation. (*See* Dkt. No. 1107). Based on personal knowledge or discussions with counsel in my firm of the matters stated herein, if called upon, I could and would competently testify thereto.

2. I submit this Declaration in support of DPPs' Unopposed Motion for Preliminary Approval of Settlement with Agri Stats, Inc. ("Agri Stats"), Approval of the Manner and Form of Class Notice Plan, and Related Relief filed simultaneously herewith.

3. DPPs filed the first complaint in this litigation in December 2019. Over the subsequent five years of litigation, Co-Lead Class Counsel collected more than 1.7 million documents and deposed more than 75 of Defendants' employees and their Co-Conspirators and deposed over 15 non-parties. We have engaged in extensive investigation, written discovery, research, oral argument, and contested motion practice, including successfully moving for certification of the Certified Class. Plaintiffs recently submitted responses to Defendants' motions

for summary judgment which totaled hundreds of pages and contained thousands of exhibits. Because of the substantial information we have obtained over the course of this litigation, Co-Lead Class Counsel were fully aware of the strengths and weaknesses of each party's position prior to executing the Settlement Agreement with Agri Stats.

4. DPPs have previously reached settlement agreements with the Tyson Defendants (\$4,625,000), Cargill Defendants (\$32,500,000), Cooper Farms Defendants (\$1,687,500), and Farbest Foods Defendants (\$1,687,500). The Tyson and Cargill settlements were reached prior to the Court granting DPPs' motion for class certification on January 22, 2025, and reflected settlements valued at approximately \$1-2 million per settlement class market share point (as defined in the settlement agreements). The Cooper Farms and Farbest Foods settlements were reached shortly after the Court granted DPP's motion for class certification and were valued at approximately \$2.9-3.6 million per market share point.

5. DPPs have now reached a settlement agreement with Agri Stats (the "Settlement" or "Settlement Agreement"). The terms of the Settlement include significant conduct relief that cuts to the core of the allegations in this case and cooperation throughout the remainder of the litigation. The Settlement does not call for additional monetary relief, on top of the \$40,500,000 that has already been recovered for the DPP class.

The Agri Stats Settlement

6. On behalf of the DPPs and Certified class, I, my firm, and my Co-Lead Class Counsel conducted settlement negotiations with Agri Stats. DPPs and Agri Stats signed the Settlement Agreement on March 30, 2026. The terms of the Settlement Agreement are the product of negotiations that took place over the course of months, if not years. The parties' settlement discussions began in earnest in 2025. Although there were early discussions regarding settlement,

it was not until this Court issued its order instructing counsel to make a concerted effort to “consider settlement” (Dkt. No. 1485) that the parties made traction in the settlement negotiations. A true and correct copy of the proposed Settlement Agreement is attached as **Exhibit A** to this Declaration.

7. Under the terms of the Settlement Agreement, Agri Stats agrees to unprecedented conduct reform related to its publication of turkey processing reports and antitrust policies, which achieves the aims of this lawsuit – allowing the procompetitive benefits of the Agri Stats reports to continue, but removing the anticompetitive pieces that acted to suppress production and raise prices. Exhibit A, ¶ 8. The shape of the conduct reform was negotiated with the assistance of experienced antitrust attorneys, and economists who are deeply familiar with the Agri Stats reports, with an eye toward maximizing the benefit for Certified Class members. In my opinion, and that of my Co-Lead Class Counsel, the specific conduct reform called for in the Settlement will provide an enormous benefit to turkey purchasers should Agri Stats choose to restart its turkey report program. In addition to conduct reform, Agri Stats will provide material cooperation to the DPPs, including providing declarations related to the admissibility of documents at trial, and providing up to two witnesses to testify at trial. This cooperation will materially assist DPPs as they continue towards trial against Non-Settling Defendants. The Settlement Agreement does not call for monetary relief.

8. The Agri Stats Settlement comes after extensive and confidential arm’s-length negotiations between the parties. The negotiations required numerous calls and written exchanges between the parties, during which the parties negotiated the material terms of the Settlement, including the unprecedented and significant conduct reform, and potential cooperation, as well as the final Settlement Agreement. Throughout this process, Agri Stats was represented by

experienced and sophisticated counsel. There was no collusion or preference among counsel for the parties at any time during these negotiations. To the contrary, the negotiations were contentious, hard fought, and fully informed. DPPs involved economists to assist with the identification of terms that would obtain the best possible result for the Certified Class. At all times, Co-Lead Class Counsel was focused on obtaining the best possible result for DPPs and the Certified Class, particularly in advance of trial.

Opinion of Co-Lead Class Counsel

9. I have practiced law and specialized in antitrust class action law for over two decades, and I have prosecuted numerous antitrust class actions as lead counsel or in other leadership positions. I have personally negotiated many settlements. In my opinion, and in that of my Co-Lead Class Counsel colleagues, the proposed Agri Stats Settlement is fair, reasonable, and adequate. The proposed Settlement provides substantial benefits to the Certified Class and avoids the delay and uncertainty of continuing protracted litigation against Agri Stats. Specifically, the Settlement provides for unprecedented conduct reform connected to the central issues in this case, and cooperation from Agri Stats throughout the remainder of this litigation, which will be critically advantageous to DPPs as the case proceeds to trial. The Settlement Agreement is in the best interests of DPPs and the Certified Class.

10. In my opinion, and in that of my Co-Lead Class counsel colleagues, it will be more efficient and cost-effective for the Certified Class to defer notice of this Settlement so that notice may be combined with other potential settlements.

* * *

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Executed on March 31, 2026, in Berkeley, California.

s/ Shana E. Scarlett

Shana E. Scarlett