

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

WASHTENAW COUNTY EMPLOYEES'  
RETIREMENT SYSTEM, Individually and on  
Behalf of All Others Similarly Situated,

Plaintiff,

v.

WALGREEN CO., et al.,

Defendants.

Civil Action No. 1:15-cv-3187-SJC-GAF

Honorable Sharon Johnson Coleman

**NOTICE OF PENDENCY OF CLASS ACTION**

**TO: ALL PERSONS AND ENTITIES WHO PURCHASED OR OTHERWISE ACQUIRED WALGREEN CO. COMMON STOCK BETWEEN MARCH 25, 2014 AND AUGUST 5, 2014, INCLUSIVE, AND WERE DAMAGED THEREBY (THE "CLASS")**

*A federal court has authorized this notice. This is not a solicitation from a lawyer.*

**PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY.  
YOU MAY BE A MEMBER OF THE CLASS DESCRIBED HEREIN. AS SUCH, YOUR  
RIGHTS MAY BE AFFECTED BY A PENDING CLASS ACTION LAWSUIT.  
THIS NOTICE ADVISES YOU OF YOUR OPTIONS REGARDING THE CLASS ACTION.**

**PLEASE DO NOT CALL OR WRITE THE COURT.  
IF YOU HAVE ANY QUESTIONS AFTER READING THIS NOTICE,  
YOU SHOULD CONTACT CLASS COUNSEL OR THE ADMINISTRATOR,  
AS DISCUSSED FURTHER BELOW.**

This Notice is being sent pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Northern District of Illinois ("Court") to inform you: (a) of a class action lawsuit that is now pending in the Court under the above caption ("Action") against Walgreen Co. ("Walgreens"), former Walgreens Chief Executive Officer Gregory D. Wasson, and former Walgreens Chief Financial Officer Wade D. Miquelon (collectively, "Defendants"); and (b) that the Action has been certified by the Court to proceed as a class action on behalf of the Class, as defined in ¶ 1 below. **This Notice is not a settlement notice and you are not being asked to submit a claim.**

1. By Memorandum Opinion and Order dated March 29, 2018, the Court certified the following Class:

All persons and entities who purchased or otherwise acquired Walgreen Co. common stock between March 25, 2014 and August 5, 2014, inclusive (the "Class Period"), and were damaged thereby.

Excluded from the Class by definition are: (i) any Defendant in this Action; (ii) the officers and directors of Walgreens; (iii) members of the immediate families of the

**Questions? Call toll-free 1-866-963-9976 or visit [www.WalgreensSecuritiesLitigation.com](http://www.WalgreensSecuritiesLitigation.com)**

individual Defendants in this Action; (iv) any entity in which Defendants have or had a controlling interest; and (v) the legal representatives, heirs, successors, or assigns of any such excluded party.

2. This Notice is directed to you because you may be a member of the Class. If you are a member of the Class, your rights will be affected by this Action. If you do not fall within the Class definition, this Notice does not apply to you. If you are uncertain whether you are a member of the Class, contact Class Counsel listed in ¶ 24 below, or your own attorney.

3. This Notice is not an admission by Defendants or an expression of any opinion by the Court as to the merits of the Action, or a finding by the Court that the claims asserted by the Class Representative<sup>1</sup> in this Action are valid. This Notice is intended solely to inform you of the pendency of this Action and of your rights in connection with it, including the right to request exclusion from the Class. There is no judgment, settlement, or monetary recovery at this time. Defendants have denied Class Representative's claims. Defendants contend that they did not do anything wrong, and that they are not liable for any harm alleged by Class Representative on behalf of the Class.

4. The Class definition may be subject to change by the Court pursuant to Rule 23 of the Federal Rules of Civil Procedure.

### **DESCRIPTION AND STATUS OF THE LAWSUIT**

5. This is a securities class action against Defendants for alleged violations of the federal securities laws during the Class Period. Class Representative alleges that Defendants made materially false and misleading statements regarding Walgreens' projected business performance and pharmacy business during the Class Period. More specifically, Class Representative alleges that Defendants made false and misleading statements regarding Walgreens' publicly announced EBIT (earnings before interest and taxes) goal for its fiscal year 2016 (the "FY16 EBIT Goal"), and regarding the impact of generic drug price inflation and reimbursement pressures on Walgreens' pharmacy business. Class Representative alleges that when the relevant truth was revealed, Walgreens' stock price declined causing damage to Walgreens' shareholders. Defendants deny all of the allegations of wrongdoing asserted in the Action and deny any liability whatsoever to any members of the Class.

6. In April 2015, the initial complaint was filed in this Court against Defendants, asserting violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934, 15 U.S.C. §§ 78j(b) and 78t(a), and Rule 10b-5, promulgated thereunder, 17 C.F.R. § 240.10b-5.

7. By Order entered June 16, 2015, the Court appointed Industriens Pensionsforsikring A/S to serve as Lead Plaintiff in the Action, pursuant to the Private Securities Litigation Reform Act of 1995 ("PSLRA"), and approved Lead Plaintiff's selection of Kessler Topaz Meltzer & Check LLP as Lead Counsel and Robbins Geller Rudman & Dowd LLP as Liaison Counsel.

8. On August 17, 2015, Lead Plaintiff filed the Consolidated Class Action Complaint for Violations of the Federal Securities Laws ("Consolidated Complaint"). Defendants moved to dismiss the Consolidated Complaint on October 16, 2015. Defendants' motions were fully briefed, and by Memorandum Opinion and Order dated September 30, 2016, the Court granted in part and denied in part

---

<sup>1</sup> Lead Plaintiff Industriens Pensionsforsikring A/S has been appointed by the Court as the Class Representative.

Defendants' motions to dismiss. Thereafter, on November 4, 2016, Defendants filed their answers to the Consolidated Complaint, denying all surviving allegations and asserting certain defenses. Defendants filed amended answers on January 16, 2017.

9. Thereafter, the parties began initial discovery efforts. Pursuant to Order dated February 22, 2017, the Court bifurcated class certification and merits discovery, effectively staying all merits discovery pending class certification proceedings.

10. On April 21, 2017, Lead Plaintiff filed its motion for class certification, which Defendants opposed on July 3, 2017. Lead Plaintiff filed a reply in further support of its motion on September 15, 2017. By Memorandum Opinion and Order dated March 29, 2018, the Court granted Lead Plaintiff's motion, certifying the Class, appointing Lead Plaintiff Industriens Pensionsforsikring A/S as Class Representative, and appointing Kessler Topaz Meltzer & Check LLP as Class Counsel. The Court's Order certifying the Class does not guarantee Class members will receive money or benefits; that will be decided later in the lawsuit.

11. Thereafter, the parties engaged in initial merits discovery.

12. On September 28, 2018, the U.S. Securities and Exchange Commission ("SEC") instituted proceedings and entered an order reflecting a no-admit-no-deny settlement with Defendants (the "SEC Settlement"), which arose from certain public statements made by Defendants that are the subject of the Consolidated Complaint.

13. In accordance with a Court-ordered deadline, on December 21, 2018, and based on facts alleged in the SEC Settlement and gleaned through discovery, Class Representative filed the First Amended Consolidated Complaint for Violations of the Federal Securities Laws ("Amended Consolidated Complaint"), which included both new allegations of false and misleading statements during the Class Period as well as amended allegations regarding certain statements regarding Walgreens' FY16 EBIT Goal that had been previously dismissed.

14. Defendants moved to dismiss the Amended Consolidated Complaint on February 19, 2019. On September 23, 2019, the Court granted in part and denied in part Defendants' motion to dismiss, sustaining claims based on certain new alleged misstatements and certain previously dismissed statements related to the FY16 EBIT Goal.

15. No court has made a ruling on the merits of Class Representative's claims or Defendants' denials and defenses. Please note that this Notice does not describe all claims and defenses asserted by the parties. The section entitled "Where You Can Find Additional Information" describes the process by which you can obtain additional information about the Action and the claims and defenses asserted.

16. The parties are currently engaged in additional merits discovery efforts consistent with the Court's September 23, 2019 Order. Pursuant to the Court-ordered pretrial schedule, all fact discovery is to be completed by June 19, 2020.

### **YOUR RIGHTS AS A CLASS MEMBER**

17. A class action is a type of lawsuit in which one or several individuals or entities prosecute claims on behalf of all members of a group of similarly situated persons and entities to obtain monetary or other relief for the benefit of the entire group. Class actions avoid the necessity of each member of a

**Questions? Call toll-free 1-866-963-9976 or visit [www.WalgreensSecuritiesLitigation.com](http://www.WalgreensSecuritiesLitigation.com)**

class having to file his, her, or its own separate lawsuit to obtain relief. Class actions are used to decide legal and factual issues that are common to all members of a class.

18. If you purchased or otherwise acquired Walgreens common stock between March 25, 2014 and August 5, 2014, inclusive, and were damaged thereby, and you are not excluded by definition from the Class, you are a member of the Class. If you are a member of the Class, you have the right to decide whether to remain a member of the Class. If you are a member of the Class and wish to be excluded from the Class, you must request exclusion in accordance with the procedures set forth in ¶ 20 below. ***If you want to remain a member of the Class, you do not need to do anything at this time other than to retain your documentation reflecting your transactions in Walgreens common stock during the Class Period as discussed below in ¶ 19.*** Your decision is important for the following reasons:

- a. **If you choose to remain a member of the Class**, you will be bound by all past, present, and future orders and judgments in the Action, whether favorable or unfavorable. If any money is awarded to the Class, either through a settlement with Defendants or a judgment of the Court after a trial, you may be eligible to receive a share of that award. However, if you remain a member of the Class, you may not pursue a lawsuit on your own behalf with regard to any of the issues in this Action. Pursuant to Rule 23(e)(4) of the Federal Rules of Civil Procedure, it is within the Court's discretion whether to allow a second opportunity to request exclusion from the Class if there is a settlement or judgment in the Action after a trial; accordingly, this may be the only opportunity to request exclusion from the Class. Please note that if you remain a member of the Class, you will not be personally responsible for Class Counsel's attorneys' fees or costs. Class Counsel has agreed to represent the Class on a contingent fee basis, which means that it will be awarded attorneys' fees and costs by the Court only if it succeeds in obtaining a recovery from one or more Defendants. Any attorneys' fees for Class Counsel will be awarded by the Court from the settlement or judgment, if any, obtained on behalf of the Class. As a member of the Class you will be represented by Class Counsel. Alternatively, you may remain a member of the Class and elect to be represented by counsel of your own choosing. If you do retain separate counsel, you will be responsible for that attorney's fees and costs and that attorney must enter an appearance on your behalf by filing a Notice of Appearance with the Court and mailing it to Class Counsel at one of the addresses set forth in ¶ 24 below **on or before April 20, 2020**.
- b. **If you choose to be excluded from the Class**, you will not be bound by any orders or judgments in this Action, nor will you be eligible to share in any recovery that might be obtained in this Action. If you exclude yourself from the Class, you will retain any right you have to individually pursue any legal rights that you may have against any Defendants with respect to the claims asserted in this Action. ***Please note however, that you may be time-barred from asserting the claims covered by the Action by a statute of repose. Class Counsel offers no advice and no opinion on whether you will be able to maintain such claims.*** Please refer to ¶¶ 20-23 below if you would like to request exclusion from the Class.

19. Members of the Class will be eligible to participate in any recovery that might be obtained in the Action. While this Notice is not intended to suggest any likelihood that Class Representative or members of the Class will obtain any recovery, should there be a recovery, members of the Class will be required to support their requests to participate in the distribution of the recovery by demonstrating their membership in the Class and documenting their purchases, acquisitions, and sales of

**Questions? Call toll-free 1-866-963-9976 or visit [www.WalgreensSecuritiesLitigation.com](http://www.WalgreensSecuritiesLitigation.com)**

Walgreens common stock, and their resulting damages. *For this reason, please be sure to keep all records of your transactions in this security. DO NOT mail them to Class Counsel or the Administrator at this time.*

### **HOW TO BE EXCLUDED FROM THE CLASS**

20. To exclude yourself from the Class, you must send a letter by first-class mail stating that you “request exclusion from the Class in *Washtenaw County Employees’ Retirement System v. Walgreen Co., et al.*, Civil Action No. 1:15-cv-3187-SJC-GAF.” Your request must state your full name, address, and telephone number, and be signed. If you are signing on behalf of a Class member (such as an estate, corporation, or partnership), please indicate your full name and the basis of your authority to act on behalf of the Class member. Your request for exclusion must also state the amount of Walgreens common stock purchased, acquired, and/or sold during the Class Period, as well as the dates and prices of each such purchase, acquisition, and/or sale. You must mail your exclusion request, *postmarked no later than April 20, 2020*, to:

**Walgreens Securities Litigation  
ATTN: EXCLUSIONS  
c/o A.B. Data, Ltd.  
P.O. Box 173001  
Milwaukee, WI 53217**

21. You cannot exclude yourself from the Class by telephone, facsimile, or email. Requests for exclusion that do not comply with the above requirements will be invalid, unless otherwise accepted by the Court, subject to any objections of the parties to be resolved by the Court.

22. Do not request exclusion if you wish to participate in this Action as a member of the Class.

23. If you properly request exclusion from the Class, you will not be bound by any orders or judgments in this Action, but you also will not be eligible to share in any recovery that might be obtained in this Action. If you properly request exclusion from the Class, you will be entitled to pursue any individual lawsuit, claim, or remedy, if available, which you may have, at your own expense. Please note, if you decide to exclude yourself from the Class, you may be time-barred from asserting the claims covered by the Action by a statute of repose. *Class Counsel offers no advice and no opinion on whether you will be able to maintain such claims.*

### **CLASS COUNSEL**

24. The Court appointed the law firm of Kessler Topaz Meltzer & Check LLP as Class Counsel. If you have any questions concerning the matters raised in this Notice, you may contact Class Counsel, as follows:

**KESSLER TOPAZ MELTZER  
& CHECK LLP**

Eli R. Greenstein, Esq.  
One Sansome Street, Suite 1850  
San Francisco, CA 94104  
Telephone: (415) 400-3000

Questions? Call toll-free 1-866-963-9976 or visit [www.WalgreensSecuritiesLitigation.com](http://www.WalgreensSecuritiesLitigation.com)

Facsimile: (415) 400-3001

- and -

Johnston de F. Whitman, Esq.  
Michelle M. Newcomer, Esq.  
280 King of Prussia Road  
Radnor, PA 19087  
Telephone: (610) 667-7706  
Facsimile: (610) 667-7056

info@ktmc.com  
[www.ktmc.com](http://www.ktmc.com)

25. As noted above, unless you elect to retain your own personal lawyer, if you remain in the Class you will not have any direct obligations to pay the costs of the litigation. If there is a recovery by the Class in this Action, all costs and expenses of the Action, including Class Counsel's attorneys' fees, will be paid from that recovery in an amount approved by the Court.

26. If you want to be represented by your own lawyer, you may hire one at your own expense. If you do retain your own lawyer, such counsel must enter an appearance on your behalf by filing a Notice of Appearance with the Clerk of the Court at the United States District Court for the Northern District of Illinois, Eastern Division, Everett McKinley Dirksen United States Courthouse, 219 South Dearborn Street, Chicago, IL 60604, **on or before April 20, 2020**. Your Notice of Appearance must also be mailed to Class Counsel at one of the addresses set forth in ¶ 24 above, **on or before April 20, 2020**.

**PLEASE KEEP YOUR ADDRESS CURRENT**

27. To assist the Court and the parties in maintaining accurate lists of Class members, you are requested to mail notice of any changes in your address to:

**Walgreens Securities Litigation  
c/o A.B. Data, Ltd.  
P.O. Box 173092  
Milwaukee, WI 53217**

28. If this Notice was forwarded to you by the postal service, or if it was otherwise sent to you at an address that is not current, you should immediately contact the Administrator, A.B. Data, Ltd., at the address above or toll-free at (866) 963-9976 and provide them with your correct address. If the Administrator does not have your correct address, you may not receive notice of important developments in this Action.

**WHERE YOU CAN FIND ADDITIONAL INFORMATION**

29. This Notice provides only a summary of the lawsuit and the claims asserted by Class Representative. For more detailed information regarding the Action, you may contact Class Counsel or visit [www.WalgreensSecuritiesLitigation.com](http://www.WalgreensSecuritiesLitigation.com).

**Questions? Call toll-free 1-866-963-9976 or visit [www.WalgreensSecuritiesLitigation.com](http://www.WalgreensSecuritiesLitigation.com)**

30. Complete copies of the pleadings, orders, and other documents filed in this Action are available at <http://www.pacer.gov> or at the office of the Clerk of the Court, United States District Court for the Northern District of Illinois, Eastern Division, Everett McKinley Dirksen United States Courthouse, 219 South Dearborn Street, Chicago, IL 60604, under Civil Action No. 1:15-cv-3187-SJC-GAF.

**PLEASE DO NOT CALL OR WRITE THE COURT OR CLERK OF THE COURT REGARDING THIS NOTICE.**

**NOTICE TO SECURITIES BROKERS AND OTHER NOMINEES**

31. If, for the beneficial interest of any person or entity other than yourself, you purchased or otherwise acquired Walgreens common stock between March 25, 2014 and August 5, 2014, inclusive, you MUST EITHER: (a) WITHIN SEVEN (7) CALENDAR DAYS of receipt of this Notice, request from the Administrator sufficient copies of the Notice to forward to all such beneficial owners and WITHIN SEVEN (7) CALENDAR DAYS of receipt of those Notices forward them to all such beneficial owners; or (b) WITHIN SEVEN (7) CALENDAR DAYS of receipt of this Notice, provide a list of the names and addresses of all such beneficial owners to the Administrator at *Walgreens Securities Litigation*, c/o A.B. Data, Ltd., P.O. Box 173092 Milwaukee, WI 53217. If you choose the first option, YOU MUST send a statement to the Administrator confirming that the mailing was made and YOU MUST retain your mailing records for use in connection with any further notices that may be provided in the Action. If you choose the second option, the Administrator will send a copy of the Notice to the beneficial owners. Upon FULL AND TIMELY compliance with these directions, such nominees may seek reimbursement of their reasonable expenses actually incurred by providing the Administrator with proper documentation supporting the expenses for which reimbursement is sought.

DATED: January 21, 2020

BY ORDER OF THE COURT  
UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF ILLINOIS

*Walgreens Securities Litigation Administrator*  
c/o A.B. Data, Ltd.  
P.O. Box 173092  
Milwaukee, WI 53217

**COURT-APPROVED NOTICE REGARDING**  
*Washtenaw County Employees' Retirement System v. Walgreen Co., et al.*  
Civil Action No. 1:15-cv-3187-SJC-GAF

DATED MATERIAL – OPEN IMMEDIATELY