

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

IN RE: MICROCRYSTALLINE CELLULOSE	X	MASTER FILE NO. 01-CV-111 (O'NEILL, J.)
ANTITRUST LITIGATION	:	MDL NO. 1402
	X	

NOTICE OF PROPOSED SETTLEMENT AND HEARING

A Federal Court authorized this Notice. This is not a solicitation from a lawyer.

**IF YOU PURCHASED MICROCRYSTALLINE CELLULOSE *DIRECTLY*
FROM DEFENDANT FMC CORPORATION DURING THE PERIOD FROM
JANUARY 1, 1984 THROUGH DECEMBER 31, 1997, YOU MAY BE
ELIGIBLE TO PARTICIPATE IN A SETTLEMENT REACHED
IN THIS CLASS ACTION LAWSUIT**

- There were two defendants initially named in this litigation, FMC Corporation (“FMC”) and Asahi Kasei Corporation, formerly known as Asahi Chemical Industry Co., Ltd. and Asahi Kasei Chemicals Corporation (“Asahi”). The allegations are that FMC and Asahi conspired to divide the international market for non-Avicel MCC in restraint of trade in violation of Section 1 of the Sherman Act during the period from January 1, 1984 through December 31, 1997.
- FMC denies the allegations and has raised a number of defenses.
- In February 2004 you were notified of the existence of this class action, the definition of the Classes, and the nature of the claims.
- In April 2005 you were notified of a partial settlement of \$25,000,000 with Defendant Asahi. A settlement has now been reached with the remaining Defendant, FMC. The settlement, if approved by the Court, will provide an additional \$25,000,000 to pay the claims of direct purchasers of microcrystalline cellulose (MCC) from Defendant FMC in the United States during the period January 1, 1984 through December 31, 1997. This brings the total settlements in this class action to \$50,000,000, plus interest earned.
- The settlement with FMC, if approved by the Court, will terminate this litigation.
- Your legal rights are affected whether you act or don’t act. Read this notice carefully.

YOUR PRESENT LEGAL RIGHTS AND OPTIONS	
COMMENT OR OBJECT	Write to the Court about the settlement.
GO TO A HEARING	Ask to speak in Court about the fairness of the settlement.
COMPLETE THE CLAIM FORM	If you previously did not exclude yourself from the Classes, you may be a member of one of the Classes. If you wish to share in the settlement funds, you must complete the claim form attached to this Notice and return it in order to receive your share of the settlement proceeds.
DO NOTHING	If you are a member of one or more of the Classes, and the proposed settlement is approved, you will be bound by its terms whether or not you file a claim to receive a share of the settlement proceeds.

CURRENT STATUS OF THE LITIGATION

This litigation was commenced in January 2001. On July 24, 2003, the Court certified this case to proceed as a class action and certified three Classes. In February 2004, via mail and publication, the Court notified the Classes of the Court's certification, the nature of the claims, and afforded eligible persons an opportunity to exclude themselves from the Classes.

Between 2001 and January 2005, the Plaintiff Classes, FMC and Asahi engaged in extensive discovery, including depositions of Defendants' relevant executives and employees, the representatives of the Classes, and other relevant third parties. In addition, Class Plaintiffs engaged in extensive document discovery and hundreds of thousands of pages of documents were produced. Both the Plaintiff Classes and FMC utilized the services of expert witnesses to analyze the market for microcrystalline cellulose, and these experts produced reports and gave depositions.

In April 2005, a settlement was reached between the Plaintiff Classes and Asahi for \$25,000,000. This settlement was approved by the Court and this amount was paid into an escrow account where it is earning interest.

In August 2005, FMC moved for summary judgment seeking dismissal of the Plaintiff Classes' claims. After extensive briefing, the Court heard argument on the merits of FMC's summary judgment motion. The Court has not ruled on FMC's motion for summary judgment.

On September 5, 2006, as a result of a mediation before a Magistrate Judge, a proposed settlement was reached with Defendant FMC for \$25,000,000, which will be paid into an escrow account on or before September 18, 2006 and will earn interest. If the settlement with FMC is approved by the Court, that will terminate this class action litigation. The total funds from the settlements will be \$50,000,000 plus interest earned, less the award of attorneys' fees and reimbursement of expenses (expenses in an amount not to exceed \$2.5 million), Notice and Claims Administration expenses and taxes, as well as any awards to the representative Plaintiffs for their efforts on behalf of the Plaintiff Classes.

FURTHER INFORMATION

Further information regarding the class action and this Notice may be obtained by contacting one of Plaintiff's Co-Lead or Class Counsel listed below:

H. Laddie Montague, Jr.
Ruthanne Gordon
BERGER & MONTAGUE, P.C.
1622 Locust Street
Philadelphia, PA 19103
(215) 875-3000

Linda P. Nussbaum
Susan R. Schwaiger
COHEN, MILSTEIN, HAUSFELD & TOLL, P.L.L.C.
150 East 52nd Street, 30th Floor
New York, NY 10022
(212) 838-7797

Co-Lead Counsel for the Plaintiffs and Counsel for the Pharmaceutical Class Plaintiffs

Thomas P. Dove
Kathleen S. Rogers
THE FURTH FIRM LLP
225 Bush Street, 15th Floor
San Francisco, CA 94104
(415) 433-2070

W. Joseph Bruckner
LOCKRIDGE GRINDAL NAUEN, P.L.L.P.
100 Washington Avenue South,
Suite 2200
Minneapolis, MN 55401
(612) 339-6900

Class Counsel for the Food Purchasers Class Plaintiffs

Class Counsel for the Vitamins Class Plaintiffs

Please do not call any representatives of the Defendants or the Court.

REASONS FOR THE SETTLEMENT

Class Counsel believe that the proposed settlement with FMC is a fair recovery and is in the best interests of the Plaintiff Classes. Because of the risks associated with continuing to litigate and proceeding to trial, including FMC's outstanding motion for summary judgment, there was a danger that the Plaintiff Classes would receive no further recovery.

Therefore, the Plaintiff Classes agreed to a settlement of \$25,000,000 with FMC to help ensure a complete and reasonable resolution of this matter and to provide further monetary benefits to the members of the Classes, recognizing the existence of complex, contested issues of law and fact; the risks inherent in such complex litigation; the likelihood that in the absence of the settlement, future proceedings could take additional years and be extremely costly; and the magnitude of the benefits resulting from the settlement.

BASIC INFORMATION

1. Why did I receive this Notice?

This Notice is to inform you that because you may have purchased microcrystalline cellulose directly from Defendant FMC Corporation ("FMC") during the period from January 1, 1984 through December 31, 1997 (the "Class Period"), you may be a member of one of three Classes certified by the Court.

You were sent a previous notice and you were given the right to opt out of any of the Classes. You did not file a request to opt out of the Classes. The Court directed that this Notice be sent to you.

This Notice explains the lawsuit, the settlement, your legal rights, and what benefits are available. The Court in charge of this case is the United States District Court for the Eastern District of Pennsylvania, and the case is known as *In re: Microcrystalline Cellulose Antitrust Litigation*, Master File No. 01-CV-111.

2. What is this litigation about?

Briefly, Plaintiffs allege that Defendants entered into a conspiracy in violation of the federal antitrust laws, to divide the international market for non-Avicel MCC in restraint of trade in violation of Section 1 of the Sherman Act during the period from January 1, 1984 through December 31, 1997. Plaintiffs further allege that as a result of the conspiracy, they and other members of the Classes have been injured by paying more for microcrystalline cellulose than they would have paid in the absence of the alleged conspiracy.

FMC denies that it violated the antitrust laws. FMC believes that it had legal and factual defenses to the claims asserted by the Classes, but it has agreed to enter into the settlement in order to put to rest all controversy in this action, which is in its sixth year of litigation, and to avoid the further expense and burden of protracted litigation.

Copies of the February 19, 2004 Notice of Pendency of Class Action and the April 1, 2005 Notice of Proposed Settlement with former Defendant Asahi, which were previously sent to Members of the Classes, as well as the Consolidated and Amended Complaint, the Agreement of Settlement and other documents, are available at www.hrsclaimsadministration.com.

WHO IS IN THE SETTLEMENT

3. Who are the Class Members in this lawsuit?

On July 24, 2003, the Court determined that this case could proceed as a class action and certified the following three Classes:

- (i) The Pharmaceutical Class: All persons or entities in the United States who purchased microcrystalline cellulose directly from defendant FMC Corporation in the United States for use in connection with the manufacture or preparation of prescription and/or over-the-counter pharmaceutical products at any time during the period January 1, 1984 through December 31, 1997. The Class excludes governmental entities, defendants, defendants' parents, subsidiaries, and affiliates.

- (ii) **The Vitamins Class:** All persons or entities in the United States who purchased microcrystalline cellulose directly from defendant FMC Corporation in the United States for use in connection with the manufacture or preparation of vitamin products at any time during the period from January 1, 1984 through December 31, 1997. The Class excludes governmental entities, defendants, defendants' parents, subsidiaries, and affiliates.
- (iii) **The Food Purchasers Class:** All persons or entities in the United States who purchased microcrystalline cellulose directly from defendant FMC Corporation in the United States for use as a food additive at any time during the period from January 1, 1984 through December 31, 1997. The Class excludes governmental entities, defendants, defendants' parents, subsidiaries, and affiliates.

THE SETTLEMENT BENEFITS

4. What benefits does the proposed settlement provide?

The proposed settlement with FMC provides for a cash payment of \$25 million. On or before September 18, 2006, this amount will be deposited into an interest-bearing escrow account on behalf of the Classes. The settlement also provides for a release in favor of FMC of claims that relate to or arise from the alleged conspiracy to allocate markets with respect to MCC.

Class Counsel agreed to the proposed settlement to ensure a fair and reasonable resolution of this matter and to provide monetary benefits to the members of the Classes, recognizing the existence of complex, contested issues of law and fact; the risks inherent in such complex litigation; the likelihood that in the absence of settlement future proceedings would take several years and be extremely costly; and the magnitude of the benefits resulting from the settlement in light of the possible range of recovery that could be obtained through further litigation, including the risk of no further recovery. Class Counsel believe that it is in the best interests of the Classes to enter into the proposed settlement.

This Notice is only a summary of the terms of the proposed settlement. The full agreement is set forth in the Agreement of Settlement Between Class Plaintiffs and FMC dated September 5, 2006, which has been filed with the Court. The Agreement of Settlement contains other important provisions, including releases of certain claims against FMC, and you are referred to the Agreement of Settlement for the complete terms of the settlement. The Agreement is available on-line at www.hrsclaimsadministration.com, and is on file with the Clerk of Court. The proposed settlement must receive final approval by the Court in order to become effective.

If you are a member of a Class and the proposed settlement is approved and becomes effective, you will be bound by its terms, including the release provisions, whether or not you subsequently file a claim to receive a share of the settlement proceeds. If you wish to be heard with regard to approval of the settlement, either to support or to object to the settlement, you may do so, but only in accordance with the procedures set forth below.

5. What does the Plan of Distribution provide?

If the settlement with FMC is finally approved, you will be entitled to share in the settlement funds, provided you have returned a timely and valid Proof of Claim Form.

The following is a proposed Plan of Distribution to distribute the settlement funds paid by both Defendants (\$50,000,000) plus all interest earned while those funds were in escrow accounts, minus the award of attorneys' fees and reimbursement of expenses (expenses in an amount not to exceed \$2.5 million), Notice and Claims Administration expenses and taxes, as well as any awards to the representative Plaintiffs.

The Plan of Distribution includes separate calculations for the Pharmaceutical/Vitamins Classes and the Food Purchasers Class based on their respective experts' calculations of the rate at which the Classes were overcharged. The Pharmaceutical/Vitamins Classes' expert calculated that members of the Pharmaceutical/Vitamins Classes were charged, on average, 22.1% more for MCC purchased from FMC than they would have paid if there were free competition in the market. The expert for the Food Purchasers Class calculated that members of the Food Purchasers Class were charged, on average, 18.5% more for MCC purchased from

FMC than they would have paid if there were free competition in the market. Therefore, members of the Pharmaceutical/Vitamins Classes' claims will be calculated at the rate of 22.1% of their purchases of MCC from FMC, while members of the Food Purchasers Class' claims will be calculated at the rate of 18.5% of their purchases of MCC from FMC.

After all claims are received from Class Members and reviewed by Class Counsel and/or the Claims Administrator, and all of the issues concerning those claims have been resolved, each Class Member's allowed purchases of MCC from FMC will be multiplied by the overcharge percentage described above. Each Class Member will be allocated its share of the Net Settlement Fund based on its *pro rata* share of all Class Members' calculated damages.

The result will be the "calculated damages" for that Claimant. The allocation of the Net Settlement Fund among all Claimants will be made on the basis of each Claimant's "calculated damages" *pro rata* relationship to the total of all Claimants' "calculated damages." The formula will be:

$$\begin{array}{l} \text{Each Claimant's } \textit{pro rata} \\ \text{share (\%)} \text{ of the Net} \\ \text{Settlement Fund} \end{array} = \begin{array}{l} \text{Each Claimant's "calculated damages" } \div \\ \text{the total of the "calculated damages"} \\ \text{of all Claimants} \end{array}$$

This formula calculates each Claimant's share of the Net Settlement Fund in terms of a percentage. Thus, if the calculated damages of Claimant #1 is \$100 and the total calculated damages of all Claimants is \$5,000, Claimant #1 will receive 2% of the Net Settlement Fund.

6. What microcrystalline cellulose products purchased from FMC are part of this case?

If you purchased one of the following products from FMC, you may be entitled to receive a share of the settlement proceeds:

AC 815	IC 100	PH 200 NF	SD 4221
BC 300	IC100-D	PH 301 NF	VE 050
BK 2130	KGF-PS1	PH 302 NF	VE 090
CE 15 NF	KGF-PS1B	PH 305	VE 500
CG 200	LM 310	PH305FDD	VE 650
CH 109	NC 200	RC 501	WC 595
CL 611	NC 250	RC 501 NF	XP 3237
CL 611 NF	PH 101	RC 581	XP 3269
CL 612	PH 101 NF	RC 581 NF	XP 3358
CS 101	PH 102	RC 591	XP 3381
CS101FDB	PH 102 NF	RC 591 NF	XP 3388
FD 100	PH 103 NF	RCN 10	XP3237-D
FD 109	PH 105	RCN 15	285 (Custom blend, IC 100)
FD 305	PH 105 NF	RCN 30	402 (Custom blend, XP 3269)
FD305FDD	PH 112 NF	SD 3120	403 (Custom blend, SD 4221)
HD 012	PH 113 NF	SD 3441	657 (Custom blend, XP 3358)
			737 (Custom blend, XP 3381)
			783 (Custom blend, XP 3388)

IF YOU DO NOT OBJECT TO THE SETTLEMENT

7. What happens if I do not object to the settlement?

As described later in this Notice, you have the right to comment on or object to the settlement, the Plan of Distribution, or the petition for an award of attorneys' fees and reimbursement of expenses and for awards to the representative Plaintiffs for their efforts on behalf of the Class. If you do not wish to comment or object and would like to share in the settlement fund, please complete the attached Claim Form.

If the settlement with FMC is given final approval by the Court, the adversarial portion of this litigation will be terminated and the claims administration process will occur.

8. What Claims am I Releasing?

Upon the Agreement of Settlement becoming final, each member of the three Classes who has not excluded itself in a timely manner from the Classes and their respective past, present and future officers, directors, employees, attorneys, parents, subsidiaries, affiliates, divisions and any of their legal representatives, and the predecessors, successors, heirs, executors, administrators and assigns of each of the foregoing (“Releasers”), or any of them, whether or not they object to the settlement and whether or not they make a claim or participate in the Fund, shall completely release, acquit and forever discharge FMC and its past, present and future officers, directors, employees, attorneys, parents, subsidiaries, affiliates, divisions and any of their legal representatives, and the predecessors, successors, heirs, executors, administrators, and assigns of each of the foregoing (the “Releasees”), from any and all claims, demands, actions, suits, and causes of action, damages whenever incurred, liabilities of any nature, including costs, expenses, penalties and attorneys’ fees, known or unknown, suspected or unsuspected, in law or equity, whether class, individual, or otherwise in nature that the Releasers, or any one of them, ever had, now has, or hereafter can, shall or may have directly, representatively, derivatively or in any other capacity against the Releasees or any of them, on account of, arising out of, relating to, or resulting from the purchase of MCC in the United States during the Class Period based in whole or in part on the facts, occurrences, transactions or other matters alleged, or which could have been alleged based in whole or in part on the facts, occurrences, transactions or other matters alleged, in the Complaint or otherwise the subject of this litigation, which arise under any federal or state antitrust, unfair competition, unfair practices, price discrimination, unitary pricing, trade practice, civil conspiracy law or other similar law, including, without limitation, the Sherman Antitrust Act, 15 U.S.C. § 1 et seq. (the “Released Claims”); provided, however, that the release does not release or discharge any indirect purchaser claims which may exist. The provisions of the release shall apply regardless of the provisions of California Civil Code Section 1542 or any equivalent, similar, or comparable present or future law or principle of law of any jurisdiction. Each member of the three Classes may hereafter discover facts other than or different from those which he, she or it knows or believes to be true with respect to the Released Claims, but each member of the three Classes expressly and fully, finally and forever waives, relinquishes, and forever settles and releases any and all rights and benefits existing under (i) California Civil Code Section 1542 or any equivalent, similar or comparable present or future law or principle of law of any jurisdiction and (ii) any law or principle of law of any jurisdiction that would limit or restrict the effect or scope of the provisions of the release set forth above. Each member of the three Classes also expressly waives and fully, finally and forever settles any claims it may have against Releasees or any of them under California Business and Professions Code § 17200 et seq.

THE CLASS LAWYERS REPRESENTING YOU AND THE PETITION FOR AN AWARD OF ATTORNEYS’ FEES AND REIMBURSEMENT OF EXPENSES

9. Do I have a lawyer in this case?

The Court ordered that the law firms of Berger & Montague, P.C. in Philadelphia, Pennsylvania and Cohen, Milstein, Hausfeld & Toll, P.L.L.C., in New York, New York are Co-Lead Counsel and counsel for the Pharmaceutical Class Plaintiffs in this case. The Court also appointed Class Counsel for the Food Purchasers Class (The Furth Firm LLP) and for the Vitamins Class (Lockridge Grindal Nauen, P.L.L.P.). You will not be charged separately for these lawyers. If you want to be represented by your own lawyer, you may hire one at your own expense.

10. How will the lawyers be paid?

To date, in the more than five and one half years that this litigation has been pending, Plaintiffs’ Counsel have not received any payment for their services or for the monies they have advanced to pay for litigation expenses. Attorneys’ fees and reimbursement of expenses will be awarded by the Court, after a hearing before the Court, and will be paid from the settlement funds.

The law firms who have represented the Classes in this case intend to file a petition for an award of attorneys’ fees in an amount not to exceed thirty-three and one-third percent (33¹/₃%) of the Settlement Fund, which includes earned interest. The fee petition will also include a request to be reimbursed in an amount not to exceed \$2.5 million for their actual expenses, including experts’ fees, which Counsel advanced to pay for litigation expenses since 2001. The petition will also ask the Court to award the eight (8) representative Plaintiffs \$25,000 each as service awards for their efforts on behalf of the Classes.

The fee petition will be filed with the Court on or before November 6, 2006 and will be available for inspection in the office of the Clerk of the United States District Court for the Eastern District of Pennsylvania.

A hearing on the fee petition will be held at the same time as the hearing for final approval of the FMC settlement, on November 13, 2006. The Court will determine the amount of any attorneys' fees to be paid to Plaintiffs' Counsel and the amount of any expenses to be reimbursed and the amount of any awards to the representative Plaintiffs. Those amounts will be deducted from the settlement funds.

COMMENTING ON OR OBJECTING TO THE SETTLEMENT OR PLAN OF DISTRIBUTION

If you are a Class Member, you can tell the Court what you think of the settlement or Plan of Distribution.

11. How do I tell the Court what I think of the settlement and Plan of Distribution?

You can give reasons why you think the Court should or should not approve the FMC settlement. The Court will consider your views. To comment, you must send a letter or file a document with the Court saying that you support or object to the settlement in *In re: Microcrystalline Cellulose Antitrust Litigation*. Be sure to include your name, address, telephone number, your signature or the signature of your attorney, and the reasons for your comments. Mail it so that it will be postmarked no later than October 31, 2006, to:

Michael E. Kunz
United States District Court for the Eastern District of Pennsylvania
601 Market Street
Philadelphia, PA 19106-1797

You must also give notice to Co-Lead Counsel and counsel for FMC, listed below, by hand, overnight mail, or by certified mail, return receipt requested:

H. Laddie Montague, Jr.
Ruthanne Gordon
BERGER & MONTAGUE, P.C.
1622 Locust Street
Philadelphia, PA 19103

Linda P. Nussbaum
Susan R. Schwaiger
COHEN, MILSTEIN, HAUSFELD & TOLL, P.L.L.C.
150 East 52nd Street, 30th Floor
New York, NY 10022

Co-Lead Counsel for the Plaintiffs and Counsel for the Pharmaceutical Class Plaintiffs

Joseph A. Tate
Stephen D. Brown
Christine C. Levin
DECHERT LLP
Cira Centre
2929 Arch Street
Philadelphia, PA 19104-2808

Counsel for Defendant FMC Corporation

COMMENTING ON OR OBJECTING TO THE FEE PETITION

You can tell the Court what you think of the fee petition.

12. How do I tell the Court what I think of the fee petition?

If you wish to comment on the petition for an award of attorneys' fees and reimbursement of expenses advanced by Plaintiffs' Counsel and for awards for the representative Plaintiffs, you must send a letter to or file a document with the Clerk of the Court saying that you object or do not object to any portion of the petition and the reasons for your support or objection. Be sure to include your name, address, telephone number, your signature or the signature of your attorney, and the reasons for any objections. Mail it so that it will be postmarked no later than October 31, 2006, to:

Michael E. Kunz
United States District Court for the Eastern District of Pennsylvania
601 Market Street
Philadelphia, PA 19106-1797

You must also give notice to Co-Lead Counsel and Counsel for FMC, listed below, by hand, overnight mail, or by certified mail, return receipt requested.

H. Laddie Montague, Jr.
Ruthanne Gordon
BERGER & MONTAGUE, P.C.
1622 Locust Street
Philadelphia, PA 19103

Linda P. Nussbaum
Susan R. Schwaiger
COHEN, MILSTEIN, HAUSFELD & TOLL, P.L.L.C.
150 East 52nd Street, 30th Floor
New York, NY 10022

**Co-Lead Counsel for the Plaintiffs
and Counsel for the Pharmaceutical Class Plaintiffs**

Joseph A. Tate
Stephen D. Brown
Christine C. Levin
DECHERT LLP
Cira Centre
2929 Arch Street
Philadelphia, PA 19104-2808

Counsel for Defendant FMC Corporation

THE COURT'S FINAL APPROVAL HEARING

The Court will hold a hearing to decide whether to approve the settlement, Plan of Distribution, and the petition for an award of attorneys' fees and reimbursement of expenses, and for awards to the representative Plaintiffs. You may attend and you may ask to speak, but you do not have to.

13. When and where will the Court decide whether to approve the settlement, Plan of Distribution, and the fee petition?

The Honorable Thomas N. O'Neill, United States District Judge of the Eastern District of Pennsylvania will hold a Final Approval Hearing on November 13, 2006 at 11:00 a.m. in Courtroom 4A of the United States Courthouse, 601 Market Street, Philadelphia, Pennsylvania 19106. The hearing may be continued without further notice. At this hearing, the Court will consider whether the settlement and the Plan of Distribution are fair, reasonable and adequate, and to what extent the fee petition and any awards to the eight representative Plaintiffs should be granted. If there are objections to the settlement, the Plan of Distribution, the fee petition, or the petition for service awards for the representative Plaintiffs, the Court will consider them. Judge O'Neill will listen to people who have asked (in advance, as described elsewhere in this Notice) to speak at the hearing. After the hearing, the Court will decide whether to approve the settlement and the Plan of Distribution and will rule on the fee petition and any awards to the representative Plaintiffs. We do not know how long these decisions will take.

14. Do I have to come to the hearing?

You are welcome to come at your own expense, but it is not necessary to appear. If you send a comment or objection, you do not have to come to Court to talk about it. As long as you mailed your written comment or objection on time, the Court will consider it. You may also pay your own lawyer to attend, but it is not necessary.

15. May I speak at the hearing?

You may ask the Court for permission to speak at the Final Approval Hearing. To do so you must send a letter saying that it is your "Notice of Intention to Appear in *In re: Microcrystalline Cellulose Antitrust Litigation*." Be sure to include your name, address, telephone number, and your signature. Your Notice of Intention to Appear must be postmarked no later than October 31, 2006 and be sent to the Clerk of the Court at the address in question 11. You also must notify Co-Lead Counsel and Counsel for FMC by hand, overnight mail, or certified mail, return receipt requested, at the addresses listed in question 11. You cannot speak at the hearing if you previously excluded yourself from the Class.

16. Are there more details about the settlement?

This Notice summarizes the proposed settlement. More details are in a Settlement Agreement filed with the Court on September 7, 2006, and in papers in support of the settlement which shall be filed by November 6, 2006. You can get a copy of the Settlement Agreement and the papers in support of the settlement by writing to one of the following:

H. Laddie Montague, Jr.
Ruthanne Gordon
BERGER & MONTAGUE, P.C.
1622 Locust Street
Philadelphia, PA 19103
(215) 875-3000

Linda P. Nussbaum
Susan R. Schwaiger
COHEN, MILSTEIN, HAUSFELD & TOLL, P.L.L.C.
150 East 52nd Street, 30th Floor
New York, NY 10022
(212) 838-7797

**Co-Lead Counsel for the Plaintiffs
and Counsel for the Pharmaceutical Class Plaintiffs**

Thomas P. Dove
Kathleen S. Rogers
THE FURTH FIRM LLP
225 Bush Street, 15th Floor
San Francisco, CA 94104
(415) 433-2070

W. Joseph Bruckner
LOCKRIDGE GRINDAL NAUEN, P.L.L.P.
100 Washington Avenue South,
Suite 2200
Minneapolis, MN 55401
(612) 339-6900

**Class Counsel for the Food
Purchasers Class Plaintiffs**

**Class Counsel for the
Vitamins Class Plaintiffs**

PLEASE DO NOT TELEPHONE OR ADDRESS ANY INQUIRIES TO THE COURT.

Dated: September 14, 2006

BY ORDER OF THE COURT:

MICHAEL E. KUNZ, CLERK
UNITED STATES DISTRICT COURT FOR THE EASTERN
DISTRICT OF PENNSYLVANIA
PHILADELPHIA, PENNSYLVANIA

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

IN RE: MICROCRYSTALLINE CELLULOSE	X	MASTER FILE NO. 01-CV-111 (O'NEILL, J.)
ANTITRUST LITIGATION	:	MDL NO. 1402
	:	
	X	

EXPLANATION OF CLAIMS PROCESS AND CLAIM FORM
PLEASE READ THIS INFORMATION CAREFULLY.

Plaintiffs have reached the following settlements with all defendants in this case:

1. Asahi Kasei Corporation	\$25,000,000
2. FMC Corporation	\$25,000,000
Total Settlement	\$50,000,000
	(plus accrued interest)

IN ORDER FOR YOU TO SHARE IN THE SETTLEMENT FUND, YOU MUST FILE THE ATTACHED CLAIM FORM WITH THE SETTLEMENT ADMINISTRATOR POSTMARKED NO LATER THAN OCTOBER 30, 2006. THE CLAIM FORM MUST BE SIGNED BY A DULY AUTHORIZED REPRESENTATIVE OF THE CLAIMANT AND MUST CLEARLY IDENTIFY THE NAME AND ADDRESS OF THE CLAIMANT, AND THE PERSON TO CONTACT.

1. What is included in the Claim Form?

The enclosed Claim Form requests information relating to the Identity of the Claimant, Corporate History, the Contact Person, Purchases Made on Behalf of Another Entity, Other Locations (Including Affiliates and Subsidiaries), a Certification, and a Substitute Form W-9. All sections of the Claim Form must be completed, if applicable, and returned to the Settlement Administrator.

The Substitute Form W-9 requires the submission of a federal taxpayer identification number.

The information in the sections entitled "Identity of Claimant" and "Contact Person" will be used to communicate with you. If you fail to complete that information, you will make it difficult, if not impossible, for the Settlement Administrator to communicate with you regarding your right to share in the settlement fund.

2. What if I received more than one Claim Form?

You may receive more than one Claim Form if you used more than one billing address or more than one shipping address with respect to your MCC purchases from FMC. Whether or not you received more than one Claim Form, you should complete only one Claim Form and list all applicable names and addresses through which you purchased on that one form.

3. What do I have to do?

You must complete the attached Claim Form pursuant to these instructions and sign the Certification and Substitute Form W-9.

You should then return the Claim Form to the Settlement Administrator:

In re Microcrystalline Cellulose Antitrust Litigation
Settlement Administrator
c/o Heffler, Radetich & Saitta L.L.P.
P.O. Box 900
Philadelphia, PA 19105-0900

You should also keep a copy of what you send for your records.

Your Claim Form must be postmarked no later than October 30, 2006.

4. How will the claims process work?

This is a streamlined process designed to allow Class Members to make claims in an easy and efficient manner. First, you must fill out the attached Claim Form in its entirety and timely send it to the Settlement Administrator. The attached Claim Form requires you to supply your current business name and address, to list all names under which you did business between January 1, 1984 and December 31, 1997, and to identify any businesses which you acquired during the period from 1984 to the present. The Settlement Administrator needs this information to assure that all relevant purchases can be included in your claim. The Claim Form also requires you to identify whether you are member of the Pharmaceutical/Vitamins Classes or the Food Purchasers Class.

After receipt of your Claim Form, the Settlement Administrator will calculate the total dollar amount of your MCC purchases from FMC, by year, as reflected in the sales records of FMC, produced in this litigation¹, to the extent it is feasible to do so. The Settlement Administrator will then notify you of this calculation and send you a form asking you whether you agree with the Settlement Administrator's calculations.

Once you receive the Settlement Administrator's calculation of your MCC purchases from FMC from 1985 through 1997, to the extent available, you will have **60 days** to decide whether to accept the Settlement Administrator's calculation. If you dispute the Settlement Administrator's calculation, you can either: (1) rely on your own records of your purchases of MCC from FMC to support your claim; or (2) rely on a combination of the Settlement Administrator's calculation of your purchases of MCC from FMC and your own records to supplement and/or correct the Settlement Administrator's calculation.

5. If I decide to rely in whole or in part on my own purchase information, how do I proceed with my claim?

Along with the Settlement Administrator's calculations of your purchases based on FMC's sales records, the Settlement Administrator will send you a form entitled "Schedule of MCC Purchases." You do not need to fill out the Schedule of MCC Purchases **unless** you are relying on your own purchase records, either in whole or in part, to support your claim. If you rely on your own purchase records, you should state the total dollars you paid for direct purchases of MCC from FMC. Purchases from a distributor or producer other than FMC should NOT be included. **You are required to provide all of the underlying documentation supporting your claim if you are relying on your own purchase records. If you agree with the settlement administrator's calculation you need not provide any documentation.**

6. What happens if there is disagreement about my purchases of MCC?

We may verify or audit all or a portion of your Claim Form. If you submit a Schedule of MCC purchases based on your own purchase records and the Settlement Administrator disagrees with the amounts on your Schedule of MCC Purchases, the Settlement Administrator will send you a letter describing the disagreement. If we cannot resolve the disagreement, then, if necessary, it will be brought before the Court for resolution.

7. When will I be paid?

As there are several steps in the claims process, there is no way at this time to predict with certainty when the distributions will be made. However, we will endeavor to make payments as soon as possible.

8. What if I do not return a Claim Form?

IF WE DO NOT RECEIVE A TIMELY RESPONSE FROM YOU, WE WILL NOT INCLUDE ANY CLAIM ON YOUR BEHALF AND YOU WILL NOT SHARE IN THE NET SETTLEMENT FUNDS. However, you will still be bound by the judgments entered in this case and you will be barred from commencing any action on your own behalf against the defendants for the claims involved in this class action.

9. What if I fail to complete the Certification?

In order to submit a valid claim, the Certification must be signed by a duly authorized officer or agent of the Claimant.

¹FMC does not have sales data for calendar year 1984, the first year of the Class Period.

10. Where can I get additional information?

You can contact the Settlement Administrator at:

In re Microcrystalline Cellulose Antitrust Litigation
Settlement Administrator
c/o Heffler, Radetich & Saitta L.L.P.
P.O. Box 900
Philadelphia, PA 19105-0900
Telephone: (800) 528-7199
Web Site: www.hrsclaimsadministration.com

In addition, a downloadable copy of this Notice and the Claim Form may be found at: www.hrsclaimsadministration.com.

DO NOT TELEPHONE OR ADDRESS ANY INQUIRIES TO THE COURT.

Dated: September 14, 2006

BY ORDER OF THE COURT:

MICHAEL E. KUNZ, CLERK
UNITED STATES DISTRICT COURT FOR THE EASTERN
DISTRICT OF PENNSYLVANIA
PHILADELPHIA, PENNSYLVANIA

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

IN RE: MICROCRYSTALLINE CELLULOSE	X	MASTER FILE NO. 01-CV-111 (O'NEILL, J.)
ANTITRUST LITIGATION	:	MDL NO. 1402
	X	

Claim Form

PLEASE READ THIS ENTIRE CLAIM FORM CAREFULLY.

**All Class Members who wish to share in any funds recovered in this litigation
must submit a Claim Form by October 30, 2006.**

Instructions for Completing Claim Form

If you are a member of one of the Classes defined below (and have not excluded yourself), you may be entitled to share in the distribution of the Net Settlement Funds in this litigation. To receive your share of the Net Settlement Funds, you must submit a timely and valid Claim Form in accordance with these instructions.

Class Counsel and the Settlement Administrator have streamlined the claims process to make it easier and more efficient. If you have any questions or need any help, the Settlement Administrator and its staff will provide needed assistance for free.

1. **Eligibility:** You are eligible to submit a claim if you are a member, who has not excluded yourself, of one of the following Classes:

(i) The Pharmaceutical Class: All persons or entities in the United States who purchased microcrystalline cellulose directly from defendant FMC Corporation in the United States for use in connection with the manufacture or preparation of prescription and/or over-the-counter pharmaceutical products at any time during the period January 1, 1984 through December 31, 1997. The Class excludes governmental entities, defendants, defendants' parents, subsidiaries, and affiliates.

(ii) The Vitamins Class: All persons or entities in the United States who purchased microcrystalline cellulose directly from defendant FMC Corporation in the United States for use in connection with the manufacture or preparation of vitamin products at any time during the period from January 1, 1984 through December 31, 1997. The Class excludes governmental entities, defendants, defendants' parents, subsidiaries, and affiliates.

(iii) The Food Purchasers Class: All persons or entities in the United States who purchased microcrystalline cellulose directly from defendant FMC Corporation in the United States for use as a food additive at any time during the period from January 1, 1984 through December 31, 1997. The Class excludes governmental entities, defendants, defendants' parents, subsidiaries, and affiliates.

2. **Submission of Claim:** Each Claim Form must be signed and verified by the Claimant or a person authorized to act on its behalf and must be sent by first-class mail, postmarked no later than October 30, 2006, addressed to:

In re Microcrystalline Cellulose Antitrust Litigation
Settlement Administrator
c/o Heffler, Radetich & Saitta L.L.P.
P.O. Box 900
Philadelphia, PA 19105-0900

If you receive multiple copies of the Claim Form, complete only one Claim Form covering all your qualifying purchases.

3. **Confirmation of Receipt of Claim:** The Settlement Administrator will confirm the receipt of your claim in writing. Please do NOT assume that your claim has been filed until you receive confirmation, in writing, from the Settlement Administrator. If you do not receive confirmation that your Claim Form has been filed, within forty-five (45) days of your mailing the Claim Form, please contact the Settlement Administrator toll free at (800) 528-7199.

4. **Photocopies of Form:** A claim may be submitted on a photocopy of the Claim Form. Other forms, or altered versions of the Claim Form, will not be accepted.

5. **Completion and Support of Claim:** Please type or neatly print all requested information. If you have any questions or need help, call the Settlement Administrator for free assistance. Failure to complete all parts of the Claim Form may result in denial of the claim, may delay processing, or may otherwise adversely affect the claim. All information submitted in a Claim Form is subject to further inquiry and verification. The Settlement Administrator may ask you to provide supporting information. Failure to provide such requested information also might delay, adversely affect, or result in denial of the claim.

6. **Taxpayer Identification Number:** A Claim Form is not complete without the federal taxpayer identification number of the Claimant.

7. **Identity of Contact Person:** Provide the name, telephone number and e-mail address of the person to be contacted about the information in your Claim Form.

8. **Assistance:** If you have questions about your claim, you may call the Settlement Administrator, or you may send them to the Settlement Administrator at the above address or by e-mail to claimsadministrator@heffler.com. You should beware of solicitations to aid you in compiling your claim for a percentage of your recovery. The same assistance is available from the Settlement Administrator for free.

9. **Keep a Copy:** For your records, keep a photocopy of your completed Claim Form.

10. **Changes of Address:** Until this litigation has been concluded, keep the Settlement Administrator advised of any change in your current mailing address by mail at the address above, by e-mail to claimsadministrator@heffler.com, or through the Settlement Administrator's web site at www.hrsclaimsadministration.com.

Claim Form
(MICROCRYSTALLINE CELLULOSE)

IDENTITY OF CLAIMANT

Indicate below the Claimant's name and mailing address. Please note: correspondence concerning your claim will be directed to you at your mailing address. If the following address changes subsequent to your submitting this Claim Form, you should notify the Settlement Administrator promptly.

Name:

Street Address:

City: State: Zip Code: -

- - -

Area Code Telephone No. (day) Area Code Telephone No. (evening) Area Code Fax Number

E-Mail Address:

Contact Person:

Claimant is (check one):

- Corporation Estate Individual Trustee in Bankruptcy Partnership
- Other (specify and provide the name and address of the person or entity on whose behalf you are acting):
-

CONTACT PERSON

Name:

- - -

Area Code Telephone No. (day) Area Code Telephone No. (evening) Area Code Fax Number

E-Mail Address:

If different from the Claimant's address stated above, provide the contact person's address:

Street Address:

City: State: Zip Code: -

PURCHASES MADE ON BEHALF OF ANOTHER ENTITY

If you made purchases on behalf of other entities, please list the names and addresses of those entities below. If you need more space you should attach a separate sheet in the same format as this Schedule and list the names and addresses under the heading PURCHASES MADE ON BEHALF OF ANOTHER ENTITY. Please put your name in the top right-hand corner of all separate sheets.

OTHER LOCATIONS (INCLUDING AFFILIATES AND SUBSIDIARIES)

If you bought for locations or used a billing or delivery address other than the location listed in the Identity of Claimant section above, list the name and address of all those locations below. If you need more space you should attach a separate sheet in the same format as this Schedule and list the names and addresses under the heading OTHER LOCATIONS (INCLUDING AFFILIATES AND SUBSIDIARIES). Please put your name in the top right-hand corner of all separate sheets.

CERTIFICATION

(1) I have reviewed the completed Claim Form, and it is true to the best of my knowledge and information and is based on Claimant’s records.

(2) I have the authority to execute this Certification on behalf of the Claimant.

(3) Claimant did not timely opt out of the class action.

I HEREBY SWEAR UNDER PENALTY OF PERJURY THAT THE INFORMATION PROVIDED IN THIS CLAIM FORM IS TRUE AND CORRECT, TO THE BEST OF MY KNOWLEDGE, INFORMATION AND BELIEF.

Date: _____

SIGNATURE

PRINTED NAME OF PERSON SIGNING FOR CLAIMANT

TITLE OR POSITION OF PERSON SIGNING

PRINTED NAME OF CLAIMANT

SUBSTITUTE FORM W-9

Each Claimant must provide the information requested below. If the correct information is not provided, a portion of any payment that the Claimant may be entitled to receive from the Settlement Funds may be withheld.

Request for Federal Taxpayer Identification Number and Certification

Claimant's federal taxpayer identification number is:

Employer Identification Number: - OR Social Security Number: - -

Name of taxpayer whose identification number is written above:

I certify that the above taxpayer is NOT subject to backup withholding under the provisions of Section 3406(a)(1)(c) of the Internal Revenue Code.

NOTE: If you have been notified by the I.R.S. that you are subject to backup withholding, please strike out the word "NOT" in the previous sentence.

Under the penalties of perjury, I certify that the foregoing information is true and correct.

Date: _____

(Signature)

(Printed Name)

Instructions regarding IRS Form W-9 are available at the Internal Revenue Service website at www.irs.gov.

THIS CLAIM FORM MUST BE SUBMITTED POSTMARKED NO LATER THAN October 30, 2006 AND MUST BE MAILED TO:

In re Microcrystalline Cellulose Antitrust Litigation
Settlement Administrator
c/o Heffler, Radetich & Saitta L.L.P.
P.O. Box 900
Philadelphia, PA 19105-0900

A Claim Form received by the Settlement Administrator shall be deemed to have been submitted when posted if mailed by October 30, 2006, if a postmark is indicated on the envelope and it is mailed first-class and addressed in accordance with the above instructions. In all other cases, the Claim Form shall be deemed to have been submitted when actually received by the Settlement Administrator.

You should be aware that it will take a significant amount of time to process fully all the Claim Forms and to administer the settlement. This work will be completed as promptly as time permits, given the need to investigate and tabulate each Claim Form.

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**

Reminder Checklist:

1. Please sign the Claim Form and the Substitute Form W-9.
2. Please be sure that **all** required information has been provided.
3. Keep a copy of the completed Claim Form and any attachments for your records.
4. The Settlement Administrator will confirm the receipt of your claim in writing. Please do **NOT** assume that your claim has been filed until you receive confirmation, in writing, from the Settlement Administrator. If you do not receive confirmation that your Claim Form has been filed, within forty-five (45) days of your mailing the Claim Form, please contact the Settlement Administrator toll free at (800) 528-7199.
5. If you move after submitting your Claim Form, please send the Settlement Administrator your new address.
6. If you have any questions concerning this Claim Form or need additional copies, contact the Settlement Administrator at:

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FIRST-CLASS MAIL

PLEASE FORWARD—IMPORTANT LEGAL NOTICE