

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

IN RE: NATIONAL PRESCRIPTION)
OPIATE LITIGATION) MDL No. 2804
)
) Case No. 1:17-MD-2804
This document relates to:)
) Judge Dan Aaron Polster
All Subdivision Actions)
)
)
)

**ORDER TO ESTABLISH QUALIFIED SETTLEMENT FUNDS
RELATING TO SETTLEMENTS WITH REMNANT DEFENDANTS**

A settlement has been reached in the above-referenced case by and between the Remnant Defendants¹ and the Participating Subdivisions pursuant to that certain Settlement Agreement dated February 23, 2026 (the “Remnant Defendant Settlement Agreement”). Subject to the terms and conditions set forth in the Remnant Defendant Settlement Agreement, each Remnant Defendant will make payment into a Settlement Fund, which fund is intended to be classified as a “qualified settlement fund” within the meaning of Section 1.468B-1 of the Treasury Regulations promulgated under the Internal Revenue Code and applicable regulations.

Moreover, an agreement on fees and costs that is a part of the Remnant Defendant Settlement Agreement (“Remnant Defendants Attorney Fee and Cost Agreement”) provides that each of the Remnant Defendants will: (i) make payments for attorneys’ fees into an Attorney Fee

¹ As defined in the Remnant Defendant Settlement Agreement, the “Remnant Defendants” means Associated Pharmacies, Inc., American Associated Pharmacies, J M Smith Corporation, Louisiana Wholesale Drug Company, Inc., Morris & Dickson Co., North Carolina Mutual Wholesale Drug Company, Inc., United Natural Foods, Inc. (including without limitation its direct and indirect subsidiaries SuperValu, Inc., Advantage Logistics Southwest, Inc., Advantage Logistics USA West, L.L.C., Advantage Logistics USA East, L.L.C., and UNFI Distribution Company, LLC) collectively, and all their past and present subsidiaries (excluding, in the case of United Natural Foods, Inc., New Albertsons, Inc. (a former subsidiary of SuperValu, Inc.)), divisions, predecessors, successors, and assigns (in each case, whether direct or indirect).

Fund, which will be comprised of two sub-funds—the Contingency Fee Fund and the Common Benefit Fund—which will be overseen and administered by the three-person Fee Panel previously appointed by this Court (MDL Docket No. 3828); and (ii) make payments for attorneys’ costs and expenses into an MDL Direct Cost Fund, which will be overseen and administered by the Cost Fund and Expense Fund Administrator previously appointed by this Court (MDL Docket No. 3828).

In furtherance of the foregoing, and in order to facilitate the consummation of the Remnant Defendant Settlement Agreement, the Court hereby ORDERS as follows:

1. The Court approves the establishment of the Remnant Defendants Settlement Fund as a qualified settlement fund (“QSF”) within the meaning of Section 1.468B-1 *et seq.* of the Treasury Regulations promulgated under Section 468B of the Internal Revenue Code of 1986, as amended, and applicable regulations. The QSF will serve as the Settlement Fund provided for in the Remnant Defendant Settlement Agreement and shall include sub-funds for each Remnant Defendant and a segregated account designated as the “Opioid Remediation Fund,” from which distributions shall be made in accordance with the Remnant Defendant Settlement Agreement. All funds held in the QSF shall be deemed and considered to be in custodia legis of this Court until such time as such funds are distributed pursuant to the Remnant Defendant Settlement Agreement. The Court shall retain continuing jurisdiction over the QSF pursuant to Treasury Regulation Section 1.468B-1(c)(1). All funds, sub-funds, and accounts referenced in this paragraph will be funded from the QSF, shall be treated as accounts within the QSF, and shall not constitute separate qualified settlement funds.

2. The Law Office of Joseph C. Tann, PLLC and Winbridge Partners, LLC are appointed as the administrator of the QSF (“QSF Administrator”). The QSF Administrator shall

administer the funds in the QSF as set forth in the Remnant Defendants Settlement Agreement, and shall have authority to conduct any and all activities necessary to administer this QSF, to the extent consistent with the terms of the Remnant Defendants Settlement Agreement and any related agreement. The QSF Administrator shall have no duties or obligations except as expressly set forth in the Remnant Defendant Settlement Agreement, the Settlement Fund Administrator and Notice and Claims Administrator Agreement, and orders of this Court. By accepting such appointment, the QSF Administrator submits to the jurisdiction of the Court for purposes of such appointment.

3. Remnant Defendants have no responsibility for the expenses or administration of the QSF. All fees and expenses associated with the settlement administration process, including expenses associated with establishing or maintaining the QSF to hold settlement funds, shall be paid exclusively by the accrued interest or paid from settlement funds deposited into the QSF as provided by the Remnant Defendant Settlement Agreement. Except as stated above, Remnant Defendants shall have no responsibility with respect to these administrative expense or fees.

4. The settlement funds received by the QSF and any accrued interest are the sole property of the QSF and no portion of the settlement funds shall (i) be made available to the Participating Subdivisions, or (ii) revert back to the Remnant Defendants; except as specifically provided in the Remnant Defendant Settlement Agreement and shall not be disbursed except as provided in the Remnant Defendant Settlement Agreement. This Order shall not be construed to create any rights to settlement funds on the part of the Participating Subdivisions.

5. Upon the final distribution of all monies to be paid into the QSF, the QSF Administrator shall take appropriate steps to wind down the QSF and thereafter be discharged from any further responsibility with respect to the QSF. Upon completion, the QSF Administrator shall not be required to obtain a court order to close the custodial account.

6. The Court further approves the establishment of the Fourth Opiate Settling Defendants Fee Trust (“Fee Trust”) as a qualified settlement fund within the meaning of Section 1.468B-1 *et seq.* of the Treasury Regulations promulgated under Section 468B of the Internal Revenue Code of 1986, as amended, and applicable regulations. The Fee Trust will serve as the Attorney Fee Fund pursuant to the Remnant Defendants Attorney Fee and Cost Agreement and be comprised of two sub-funds: (i) the Contingency Fee Fund, and (ii) the Common Benefit Fund. The Court shall retain continuing jurisdiction over the Fee Trust pursuant to Treasury Regulation Section 1.468B-1(c)(1).

7. The Fee Trust will be overseen and administered by the three-person Fee Panel previously appointed by this Court (MDL Docket No. 3828): David R. Cohen, David R. Herndon, and Randi S. Ellis. David R. Cohen is also appointed as “administrator” of the Fee Trust as defined in 26 CFR § 1.468B-2(k)(3), and he shall also serve as Trustee of the legal entity that operates the Fee Trust. The Fee Trust shall be administered in accordance with the Remnant Defendant Settlement Agreement and Exhibit H of that agreement.

8. The Court further approves the establishment of the Fourth Opiate Settling Defendants Costs Trust (“Cost Trust”) as a qualified settlement fund within the meaning of Section 1.468B-1 *et seq.* of the Treasury Regulations promulgated under Section 468B of the Internal Revenue Code of 1986, as amended, and applicable regulations. The Cost Trust will serve to hold and distribute the funds to be paid to the MDL Direct Cost Fund pursuant to the Remnant Defendants Attorney Fee and Cost Agreement. The Court shall retain continuing jurisdiction over the Cost Trust pursuant to Treasury Regulation Section 1.468B-1(c)(1). The Cost Trust shall be administered in accordance with the Remnant Defendant Settlement Agreement and Exhibit H of that agreement.

9. The Cost Trust will be overseen and administered by the Cost Fund and Expense Fund Administrator previously appointed by this Court (MDL Docket No. 3828): David R. Cohen. David R. Cohen is also appointed as “administrator” of the Cost Fund, and he shall also serve as Trustee of the legal entity that operates the Cost Fund.

10. If the conditions for making payments set forth in the Remnant Defendant Settlement Agreement are met, funds from the QSF will then be paid into the Fee Trust and Cost Trust as provided for in the Remnant Defendant Settlement Agreement.

11. This Order is intended to facilitate and be wholly consistent with the Remnant Defendant Settlement Agreement, and in the event of any inconsistency between this Order and the Remnant Defendant Settlement Agreement, the Remnant Defendant Settlement Agreement shall control.

12. This Court will have continuing jurisdiction over the QSF, Fee Trust, and Cost Trust established by this Order.

IT IS SO ORDERED.

Dated: April 14, 2026

s/Dan Aaron Polster

THE HONORABLE DAN AARON POLSTER
UNITED STATES DISTRICT JUDGE