

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

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IN RE VITAMINS ANTITRUST LITIGATION

This document relates to:

Blue Seal Feeds, Inc. et al. v. BASF AG, et al.,
Civil Action No. 99-CV-3226 (C.D. Ill.), Docket
No. 99-2683 (TFH),

Tyson Foods, Inc. et al. v. BASF AG et al., Civil
Action No. 99-5145 (W.D. Ark.), Docket No.
99-2681 (TFH),

Marshall Durbin Farms, Inc. v. BASF AG et al.,
Civil Action No. 2:99.CV-0152-WCO (N.D. Ga.),
Docket No. 99-2682 (TFH),

Countrymark Cooperative, Inc. v. BASF AG et al.,
Civil Action No. IP99-1941 C-T/G (S.D. Ind.),
Docket No. 00-234 (TFH),

Cactus Operating, Ltd. v. BASF AG et al., Civil
Action No. 2-99CV-288-J (N.D. Tex.), Docket No.
99-2684 (TFH),

Southern States Cooperative, Inc. et al. v. BASF
AG et al., Civil Action No. 5:99CV00070 (W.D.
Va.), Docket No. 99-2685 (TFH),

Hormel Foods Corporation et al. v. BASF AG. et
al., Civil Action No. 99-CV-1780 (D. Minn.),
Docket No. 99-1780 (TFH), and

Domain, Inc. v. BASF Corporation et al., Civil
Action No. 99-CV-384 (D. Minn.), Docket No.
99-1526 (TFH)
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FILED

DEC 20 2002

**NANCY MAYER WHITTINGTON, CLERK
U.S. DISTRICT COURT**

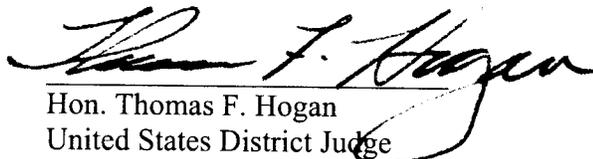
Misc. No. 99-197 (TFH)

(M.D.L. No. 1285)

All of the remaining parties to the above-captioned actions, specifically plaintiffs and Hoffman LaRoche Inc., Roche Vitamins Inc. and F. Hoffman LaRoche Ltd., have informed the Court that a confidential settlement agreement has been reached in principle and that the parties jointly wish to have the settlement approved and authorized by the Court.

Seeing no reason not to approve the settlement, on the consent of counsel to all parties, it is hereby **ORDERED** that the Court approves the settlement, including the establishment thereunder of a qualified settlement fund pursuant to Internal Revenue Code Section 468B and the Treasury Regulations promulgated thereunder, and retains continuing jurisdiction as to any issue that may arise in connection with the terms of the settlement, including any issue that may arise in connection with the formation and/or administration of the qualified settlement fund. Upon full execution of the settlement agreement, the parties are directed to proceed with implementation of the terms thereof, including the payment into the qualified settlement fund of monies due pursuant to the settlement agreement. Counsel for plaintiffs may, without further order of this Court, direct payment from the qualified settlement fund as contemplated by the settlement agreement.

SO ORDERED


Hon. Thomas F. Hogan
United States District Judge

Dated: December 20, 2002