

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MINNESOTA**

IN RE: WHOLESAL GROCERY PRODUCTS ANTITRUST LITIGATION	Civil Action No. 09-md-02090 ADM/TNL MDL No. 2090
THIS DOCUMENT RELATES TO:  ALL ACTIONS	

**DECLARATION OF ELIZABETH R. ODETTE  
IN SUPPORT OF MOTION FOR FINAL APPROVAL  
OF CLASS SETTLEMENT BETWEEN PLAINTIFF D&G, INC. ON BEHALF  
OF THE CHAMPAIGN DC NON-ARBITRATION CLASS AND  
DEFENDANT SUPERVALU INC. AND ENTRY OF FINAL JUDGMENT**

Under 28 U.S. C. § 1746, I, Elizabeth R. Odette, hereby declare as follows:

1. I am a partner with the law firm of Lockridge Grindal Nauen P.L.L.P. I am one of Plaintiffs' Co-Lead and Liaison Counsel and I submit this declaration in support of Midwest Plaintiffs' Motion for Final Approval of Class Settlement between Plaintiff D&G, Inc. on Behalf of the Champaign DC Non-Arbitration Class and Defendant Supervalu Inc. and Entry of Judgment. I make this declaration based on my personal knowledge and am competent to testify to the matters contained in this declaration.

2. Per the Settlement Agreement, Supervalu, the Settling Defendant, has already paid \$8,750,000 into an escrow account as consideration for Plaintiff D&G to release its claims. That escrow account is maintained by US Bank pursuant to an agreement with Supervalu and Class Counsel.

3. Supervalu has confirmed to Class Counsel in writing that on August 1, 2017, it notified the appropriate federal and state officials pursuant to the Class Action Fairness Act, 28 U.S.C. § 1715(b), which requires that appropriate federal and state officials (in this case, the U.S. and state attorneys general) be notified of any proposed class action settlement. The statute provides that a court may not grant final approval to a proposed settlement sooner than 90 days after such notice is served. The 90-day waiting period ran on October 30, 2017, and none of the notified federal or state officials have objected to or otherwise commented on the proposed settlement.

4. No Class member has objected to the proposed settlement or to any other aspect of the litigation. Two members of the Champaign DC Non-Arbitration Class opted out before the settlement was reached.

5. Midwest Plaintiffs' Counsel, who have extensive antitrust class action litigation experience, conducted an extensive factual and legal analysis in connection with the claims and allegations asserted in the Action and believe that the benefit conferred by the Settlement is an excellent result for the Class.

6. Midwest Plaintiffs' Counsel and the Claims Administrator, JND, implemented the notice plan approved in the Preliminary Approval Order.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 8th day of November, 2017, Minneapolis, Minnesota.

s/ Elizabeth R. Odette  
Elizabeth R. Odette