

UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ALABAMA  
SOUTHERN DIVISION

IN RE: BLUE CROSS BLUE SHIELD  
ANTITRUST LITIGATION  
(MDL No.: 2406)

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Master File No.: 2:13-CV-20000-RDP

This document relates to all cases.

**CASE MANAGEMENT ORDER NO. 3 –**  
**ORDER APPOINTING INTERIM COMMITTEE CHAIRS AND COMMITTEE**  
**MEMBERS FOR THE PLAINTIFF SUBSCRIBER AND PROVIDER TRACKS**

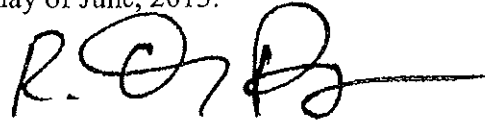
On April 29, 2013, the Special Master filed his Report Recommending Interim Committee Chairs and Committee Members for Plaintiffs’ Subscriber and Provider Tracks. (Doc. # 62). On April 30, 2013, the court ordered any interested party with an objection to the recommended slate for Interim Committee Chairs and Committee Members to file an objection on or before May 7, 2013. On May 7, 2013, a single objection was filed by Certain Defendants.<sup>1</sup> (Doc. # 66). The objections contained therein do not go to selection of any of the particular attorneys, but rather contest the number of attorneys. That is, the objectors assert that resources will be unnecessarily utilized at this early stage of the case, before early motions directed at the adequacy of the Complaint(s) are even filed. The court is obviously not in the position to determine the success or failure of early motion practice. It does note, however, that Plaintiffs’ counsel are as able as Defendants’ counsel to evaluate the potential success or failure of such motions and how they wish to organize and allocate their resources at this early stage of the litigation. There is simply no reason for the court to intervene in that decision.

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<sup>1</sup> Defendants Blue Cross Blue Shield of Kansas City, Blue Cross and Blue Shield of Kansas, Inc., Blue Cross and Blue Shield of Nebraska and Blue Cross of Idaho Health Services, Inc.

Therefore, the objections contained in the Response of Certain Defendants on Rule 53 Report of Special Master (Doc. # 66) are **OVERRULED**. There being no other objection, the court hereby **ADOPTS** the Special Master's Rule 53 Report Recommending Interim Committee Chairs and Committee Members for the Plaintiff Subscriber and Provider Tracks (Doc. # 62) in its entirety.

**DONE** and **ORDERED** this 4th day of June, 2013.

A handwritten signature in black ink, appearing to read 'R. David Proctor', written over a horizontal line.

**R. DAVID PROCTOR**  
UNITED STATES DISTRICT JUDGE

UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ALABAMA  
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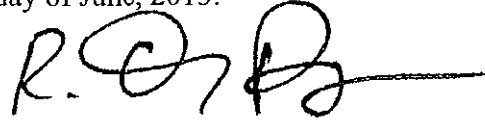
On April 29, 2013, the Special Master filed his Report Recommending Interim Committee Chairs and Committee Members for Plaintiffs’ Subscriber and Provider Tracks. (Doc. # 62). On April 30, 2013, the court ordered any interested party with an objection to the recommended slate for Interim Committee Chairs and Committee Members to file and objection on or before May 7, 2013. On May 7, 2013, a single objection was filed by Certain Defendants.<sup>1</sup> (Doc. # 66). The objections contained therein do not go to selection of any of the particular attorneys, but rather contest the number of attorneys. That is, the objectors assert that resources will be unnecessarily utilized at this early stage of the case, before early motions directed at the adequacy of the Complaint(s) are even filed. The court is obviously not in the position to determine the success or failure of early motion practice. It does note, however, that Plaintiffs’ counsel are as able as Defendants’ counsel to evaluate the potential success or failure of such motions and how they wish to organize and allocate their resources at this early stage of the litigation. There is simply no reason for the court to intervene in that decision.

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**DONE** and **ORDERED** this 4th day of June, 2013.

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**R. DAVID PROCTOR**  
UNITED STATES DISTRICT JUDGE

UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ALABAMA  
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ORDER APPROVING SPECIAL MASTER INVOICE FOR PAYMENT

Before the court is the May 14, 2013 application of Edgar C. Gentle, III, the Court-Appointed Special Master for payment for services rendered and expenses incurred from August 1, 2012 through April 30, 2013 in this matter, and totaling \$100,000.

The application was submitted to the court, and Plaintiffs' Liaison Counsel, Interim Lead Counsel, Local Facilitating Counsel and Plaintiffs Steering Committee for the two Plaintiff Tracks, with Defendants agreeing that they need not review the invoice, as it will not be billed to them.

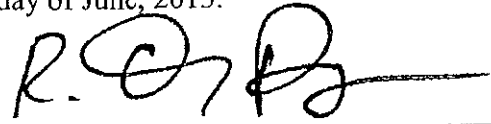
The application was allowed to lie over for 20 days, so as to allow Plaintiff leadership to lodge any objections thereto. No objection has been received.

The court has reviewed the application, and finds it to be fair and reasonable.

The court therefore **ORDERS** that the Special Master's application for payment is hereby **APPROVED**, with two-thirds, or \$67,000, to be paid by the Subscriber Track and one-third, or \$33,000, to be paid by the Provider Track, from their Common Benefit monies.

The court reserves the power to modify the terms of this order.

DONE and ORDERED this 3rd day of June, 2013.

A handwritten signature in black ink, appearing to read "R. David Proctor", written over a horizontal line.

**R. DAVID PROCTOR**  
UNITED STATES DISTRICT JUDGE