

1 I, Betsy C. Manifold, declare as follows:

2 1. I am an attorney licensed to practice before all the courts of the States of
3 California, New York and Wisconsin and many other federal Courts of Appeals and
4 District Courts. I am a partner of the law firm Wolf Haldenstein Adler Freeman &
5 Herz LLP (“Wolf Haldenstein”), Class Counsel for End Payer Plaintiffs (“EPPs”). I
6 submit this declaration in support of End Payer Plaintiffs’ Motion for Final
7 Distribution of the Class Action Settlement Funds. I have personal knowledge of the
8 matters stated herein and, if called upon, I could and would competently testify
9 thereto.

10 2. Since 2016, I have been responsible for litigating this action as Class
11 Counsel for the End Purchaser Plaintiff Classes, including, among many other tasks,
12 managing and coordinating the team of contributing attorneys who assisted in drafting
13 complaints in this matter, litigating the matter through the discovery, law and motion,
14 expert discovery, and preparing for trial. My firm has been involved in every aspect
15 of this Action as Court-appointed Class Counsel. A summary of relevant events is
16 well-known to this Court and is set forth in this Court’s prior orders. *See In re*
17 *Packaged Seafood Products Antitrust Litig.*, 2024 WL 4875246 (Nov. 22, 2024 S.D.
18 Cal.); *In re Packaged Seafood Products Antitrust Litig.*, 2022 WL 789184 (S.D. Cal.
19 Feb. 8, 2022); *In re Packaged Seafood Products Antitrust Litig.*, 242 F. Supp. 2d 1033
20 (S.D. Cal. 2017); and *In re Packaged Seafood Products Antitrust Litig.*, 338 F. Supp.
21 2d 1079 (S.D. Cal. 2018).

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23 **SETTLEMENT FUNDS READY FOR DISTRIBUTION**

24 3. After a decade of hard-fought litigation, the EPPs reached settlements
25 with three separate groups of Defendants: (i) StarKist and Dongwon Industries Co.,
26 Ltd. (collectively “StarKist”), (ii) Lion Companies and (iii) Chicken of the Sea, Inc.
27 (“COSI”) (altogether the “Settling Defendants”). These settlements fully and finally
28 resolved this indirect purchaser antitrust class action.

1 4. As part of the Settlements approved by the Court, each group of
2 defendants negotiated an extended payment plan. The StarKist Settlement Agreement
3 provided that StarKist pay a total of \$130,000,000 in cash, payable in installments on
4 specified dates over a period ending five hundred days after Preliminary Approval (or
5 within five hundred days of August 23, 2024). *In re Packaged Seafood Products*
6 *Antitrust Litig.*, 2024 WL 4875246, *3. Under the terms of the Lion Agreement, the
7 Lion Companies deposited \$3 million in the Settlement Fund Escrow upon
8 preliminary approval (Dkt. 3286-2 at 54, ¶ 1.22) and paid the remaining \$3 million
9 45 days after Final Approval. *Id.* The earlier partial settlement with COSI added \$16.2
10 million to the Total Settlement Benefits of \$152.2 million. Dkt. 2871 (COSI Final
11 Approval Order) and 3286-1 (MPA) at 7 n. 2. The final COSI payment in March 2026
12 was made no later than 30 days before final distribution of the settlement funds. With
13 the final settlement payments by StarKist in December 2025 and by COSI in March
14 2026, the Settling Defendants have completed the payment of all Settlement Benefits
15 and reached a final total of \$152,200,000 in cash.

17 5. Due to the extended payment schedule, payments to authorized
18 claimants from the net settlement funds were not immediately distributed but held
19 until all settlement amounts have been paid by the Settling Defendants as required by
20 the Settlement Agreements. *See* Dkt. 3286-3 at 16, ¶ 41. It was not efficient to make
21 multiple distributions, with the costs of claims administration. Instead, it was more
22 efficient to delay distribution until all settlement funds are received. With all
23 judgements entered, all appeal periods completed, and all settlement benefits
24 received, the net settlement fund is now ready for final distribution.

25 **NET SETTLEMENT FUND AS OF JUNE 1, 2026**

26 6. As of June 1, 2026, the net settlement fund is \$97,539,130.47. The Net
27 Settlement Amount is calculated as follows: all settlement proceeds plus interest, less
28 93% of the Court-approved attorneys' fees, expenses, class representative incentive

1 awards, taxes, accounting fees, escrow fees, and court-approved distributions to the
2 Settlement Administrator for the Notice Plan.

FUNDING RECEIVED	
Tri Union	\$16,836,450.89
Lion	\$6,000,000.00
Starkist	\$130,000,000.00
Total Funding Received	\$152,836,450.89
DISBURSEMENTS & RESERVES	
Service Awards	\$294,000.00
Expense Reimbursement	\$5,567,137.80
Fees Distribution-paid	\$41,745,224.72
Fees Distribution-to be paid	\$6,575,514.68
FUNDING RECEIVED	
Media Funding	\$914,090.00
JND paid through July 2024	\$1,103,386.09
JND paid since December 2024	\$1,589,732.22
JND Outstanding Balance-Non-COSI	\$594,570.95
JND Outstanding Balance-COSI	\$33,638.63
Total Disbursements & Reserves	\$58,417,295.09
Interest Earned	\$3,119,974.67

26 See Dkt. 3325 at 2-3 (total service awards in the amount of \$294,000) at 3 (litigation
27 expenses in the amount of \$1,618,489.24 and attorneys' fees in the amount of
28

1 \$48,320,739.40); Dkt. 3302 at 7 (approving \$1.2 million for costs of notice for the
2 Lion and StarKist settlements); and Dkt. 2734 (authorizing up to \$5 million for
3 reasonable costs of Class and Settlement Notices and administration of the Settlement
4 Fund).

5 **FINAL ATTORNEY FEES WILL BE DISTRIBUTED WITH NET**
6 **SETTLEMENT FUNDS TO AUTHORIZED CLAIMANTS**

7 7. Attorney’s fees were paid along the same schedule that the settlement
8 funding was received and the last 7.3% of attorney fees will be paid when the Court
9 approves distribution of the net settlement fund.

10 **LATE CLAIMS SHOULD BE APPROVED BY THE COURT**

11 8. Based on the Notice for the StarKist and Lion Settlements, 437,522
12 claims were received through JND’s secure online portal and 6,370 were received via
13 postal mail. Jarjoura (JND) Decl. ¶5. Across all settlements, a total of 980,568 claims
14 were filed before the Claims Cut-Off Date of December 31, 2024. (JND) Decl. ¶5;
15 <https://www.tunaendpurchasersettlement.com/> (Website Notice) (File a Claim by
16 initial claims date of **December 31, 2024**). At my firm’s direction, JND then
17 processed an additional 310 “Late Claims”, defined as claims received within first
18 120 days after the Claims Cut-Off Date (“the Grace Period.”) As Settlement Class
19 Counsel, we then directed the Claims Administrator to deny all further claims
20 received after the 120-day Grace Period (April 30, 2025). As Settlement Class
21 Counsel, we believe that accepting these nominally late claims avoids further
22 administration costs associated with claimant outreach and determining validity based
23 on lateness based on potential motion practice and even Appeal. The Claims
24 Administrator agreed with this decision. Jarjoura (JND) Decl. ¶6.

25 **CLAIM PROCESS WAS FAIR, REASONABLE AND ADEQUATE**

26 9. JND’s Claims Process consisted of multiple critical steps. First, the
27 Settlement Administrator established and followed quality control measures to ensure
28 that each claim was properly tracked and notified claimants of potential deficiencies,

1 including incomplete Claim Forms (not signed, no claim number), potentially
2 duplicative, and Claims that lacked supporting information for claims over a threshold
3 amount. Jarjoura Decl. ¶¶ 5-10. Second, Claimants had adequate opportunity to cure
4 any deficiencies by providing additional information or documentation. *See, e.g., id.*
5 ¶¶ 9-10. At our request, 310 Late Claims (filed within a 120-day Grace Period) were
6 processed. As Settlement Class Counsel, where possible, we asked the Settlement
7 Administrator to review claims filed in Direct Purchaser Settlement to avoid any
8 duplication of certain large claims. We also spent time both with and without the
9 Settlement Administrator with claimants and/or their representatives or counsel to
10 resolve claim disputes.

11 10. Based on our review of JND’s claim processing methodology, its
12 deficiency notice program, and denial letters, we believe that the JND’s Claim
13 Administration Process was fair, reasonable, and adequate.

14 **PLAN OF ALLOCATION**

15 11. The Court approved the pro rata Plan of Allocation; and as set forth in
16 the Settlement Notices, the net settlement funds will be allocated on a *pro rata* basis
17 to authorized claimants (as identified by the court-appointed Claims Administrator)
18 based on the amount of Packaged Tuna purchased during the Class Period. *See* Dkt.
19 3313-1, Ex. F (***Press Release***) at 54 (estimating price per can recovery). The Court
20 approved of and the Settlement Class was advised of the Distribution Plan with no
21 objection received.

22 12. Distribution of the net settlement funds, as set forth in Jarjoura (JND)
23 Declaration, will give effect to the approved pro rata Plan of Allocation compensating
24 class members based on the extent of their injuries. The proposed plan of distribution
25 provides for a payment to all class members with valid claims and as provided in the
26 Settlement Class Notice, sets a “floor” such that each approved claimant is paid no
27 less than \$5.00.

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1 **COSTS OF ADMINISTRATION ARE REASONABLE AND SHOULD**
2 **BE APPROVED**

3 13. JND provided monthly statements of tasks performed and costs incurred.
4 As Settlement Class Counsel, we reviewed each statement monthly and found such
5 expenses to be reasonable considering this complex and substantial settlement,
6 extensive Notice Plan, and processing nearly one million claims, including a
7 successful response to a court challenge to the deficiency notice process.

8 14. The Settlement Administrator provided us, as Settlement Class Counsel,
9 with invoices detailing an additional \$628,209.58 in fees and expenses incurred from
10 June 27, 2025 through May 31, 2026 in order to administer claims submitted by the
11 Class Members, prepare for the filing of this motion, and prepare to distribute the
12 settlement funds to Class Members. Jarjoura (JND) Decl. ¶ 16.

13 15. The Settlement Administrator’s work in this case required an elevated
14 level of skill, dedication, and substantial effort. The Settlement Administrator had to
15 process and track nearly a million claims and conduct fraud and validation process
16 over each claim submitted. Jarjoura (JND) Decl. ¶ 5. For example, over 6,000 claims
17 were filed in paper form and had to be manually entered into a database. *Id.* JND also
18 sent and resolved over 200,000 deficiency notices. *Id.* at ¶ 9.

19 16. Based on first-hand knowledge of the work performed by the Settlement
20 Administrator, Settlement Class Counsel recommends that the Court approve the
21 payment of this unpaid amount as fair, reasonable and necessary for the administration
22 of claims in this complex case.

23 17. Based on estimates provided by JND, Settlement Class Counsel also
24 respectfully request that Court permit a reserve in the amount of \$925,000 from the
25 Net Settlement Fund prior to distribution to cover JND’s costs of final distribution. If
26 the Court approves the Settlement Administrator’s unreimbursed fees and costs and
27 the proposed reserve, the total estimated costs for Notice and Claims Processing
28 through Final Distribution will be \$5.8 million.

1 18. Settlement Class Counsel respectfully request that the Court enter an
 2 Order: 1) approving the Settlement Administrator’s recommendations regarding the
 3 ineligibility of claims set forth in the Jarjoura Declaration; 2) authorizing payment of
 4 all claims approved by the Settlement Administrator according to the *pro rata* Plan of
 5 Allocation as approved by the Court and set forth in the Notices to the Settlement
 6 Class; 3) authorizing a payment to the Settlement Administrator for unreimbursed
 7 costs and expenses incurred in the amount of \$\$628,209.58; 4) authorizing Plaintiffs
 8 to reserve in escrow \$925,000 for the payment of additional claims administration
 9 costs, as set forth above and in the Jarjoura Declaration (¶17); and approving the
 10 proposed schedule for distribution of the net settlement fund (set forth below).

11 19. Settlement Class Counsel, based on input from the Claims
 12 Administrator, proposes the following schedule for final distribution of the net
 13 settlement fund.

PROPOSED SCHEDULE FOR SETTLEMENT DISTRIBUTION

TIMING	EVENT
<i>10 days AFTER DISTRIBUTION ORDER IS SIGNED</i>	Settlement Class Counsel will transfer the net settlement funds to JND for distribution (“FUND TRANSFER”).
<i>30 days AFTER FUND TRANSFER</i>	JND will initiate distribution of the funds via check and electronic payment depending on the authorized claimants request for payment (“DISTRIBUTION”).
<i>60 days AFTER DISTRIBUTION</i>	All checks canceled and subject to re-distribution to check recipient upon updated information.
<i>120 days AFTER DISTRIBUTION</i>	Settlement Class Counsel will file a status report updating the Court on the status of distribution process.
<i>180 days AFTER DISTRIBUTION</i>	Final Accounting to the Court re: distribution of net settlement funds and approval of distribution of unclaimed funds to <i>cy pres</i> recipient.

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Dated: June 16, 2026

By: /s/ Betsy C. Manifold
BETSY C. MANIFOLD