

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

**IN RE: BLOOD REAGENTS ANTITRUST
LITIGATION**

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) **MDL Docket No. 09-2081**
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ALL CASES

**DEFENDANT ORTHO-CLINICAL DIAGNOSTICS, INC.’S ANSWER TO
THE CONSOLIDATED AMENDED CLASS ACTION COMPLAINT**

Defendant, Ortho-Clinical Diagnostics, Inc. (“Ortho”), by and through its undersigned counsel, hereby answers the Consolidated Amended Class Action Complaint (“Complaint”) filed by Plaintiffs and asserts affirmative defenses as follows:¹

1. Ortho admits that “Blood Reagents” products encompass substances that may be used to test, match, screen, diagnose, and/or otherwise identify certain properties of the cell and serum components of human blood. Ortho denies any remaining allegations in Paragraph 1.

2. Ortho admits that each year, some number of people in the United States need blood transfusions; admits that the blood used in a transfusion is tested by a Blood Reagent product prior to transfusion; and admits that some of the other medical uses for Blood Reagents include platelet antibody detection, paternity testing, prenatal care, and to test blood for infectious diseases. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 2 and therefore denies such allegations.

¹ By Order dated August 23, 2009, this Court dismissed Johnson & Johnson Health Care Systems, Inc. as a Defendant to this lawsuit, and accordingly no response is required by Johnson & Johnson Health Care Systems, Inc.

3. To the extent the allegations in Paragraph 3 of the Complaint are directed at Ortho and Ortho's products, Ortho admits that some of the products it sells include "traditional" Blood Reagents products; admits that some of the traditional Blood Reagents products it sells may be used for the manual testing of blood; admits that the manual testing of blood using some of Ortho's traditional Blood Reagents products may include an individual assessing each specimen by hand, one at a time; admits that it manufactures and sells "automated" Blood Reagents; admits that the "automated" Blood Reagents it sells may be used in conjunction with some of the automated blood testing systems that Ortho sells; and states that it lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 3 and therefore denies such allegations. To the extent the allegations in Paragraph 3 of the Complaint are directed at Immucor, Inc. ("Immucor") and Immucor's products, Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 3 and therefore denies such allegations.

4. Ortho denies the allegations as stated in the third sentence of Paragraph 4. To the extent the allegations in the first and second sentences of Paragraph 4 are directed at Ortho, Ortho admits that it develops, manufactures, and sells Blood Reagents products in the United States and its territories; admits that it offers a comprehensive line of Blood Reagents products for sale in the United States; and states that it lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in the first and second sentences of Paragraph 4 and therefore denies such allegations. To the extent the allegations in the first and second sentences of Paragraph 4 are directed at Immucor, Ortho lacks knowledge or information sufficient to form a belief as to the truth of these allegations and therefore denies such allegations.

5. Ortho admits that it sells Blood Reagents in the United States to hospitals, clinical laboratories, blood donor centers, and blood banks. Ortho further admits that some blood testing in the United States may be done manually using traditional Blood Reagents. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 5 and therefore denies such allegations.

6. Ortho denies the allegations contained in Paragraph 6.

7. Ortho admits that in or around October 2007, the Federal Trade Commission (“FTC”) commenced an investigation of merger and acquisition activity by Immucor in the Blood Reagents industry. Ortho further admits that the Antitrust Division of the United States Department of Justice (“DOJ”) commenced a criminal investigation with respect to the Blood Reagents industry and admits that the DOJ’s investigation began after the FTC had commenced its investigation. Ortho further admits that Plaintiffs filed the instant action after the FTC and DOJ commenced their investigations. By way of further answer, Ortho states that the DOJ has provided informal notice of the closure of its criminal investigation. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 7 and therefore denies such allegations.

8. Ortho admits only that Plaintiffs purport to bring this action under the United States Code provisions referenced in Paragraph 8. Ortho denies the remaining allegations in Paragraph 8.

9. Paragraph 9 states conclusions of law to which no response is required. To the extent that a response is required, Ortho states that this Court has jurisdiction over this matter.

10. The allegation that venue is proper in this District is a legal conclusion to which no response is required. To the extent the allegations in Paragraph 10 pertain to Ortho, Ortho

admits that it transacts business in this District; admits that it transacts business between and among various states and the United States and foreign countries; and states that it lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 10 and therefore denies such allegations. To the extent the allegations in Paragraph 10 are directed at Immucor, Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 10 and therefore denies such allegations.

11. The allegation that this Court has personal jurisdiction over each Defendant is a legal conclusion to which no response is required. Ortho denies the allegation in Paragraph 11 that Ortho and Immucor were engaged in an illegal price-fixing conspiracy, including any alleged conspiracy that was directed at and had the intended effect of causing injury to persons residing in, located in, or doing business throughout the United States, including in this District. To the extent the remaining allegations in Paragraph 11 are directed at Ortho, Ortho admits that it transacts business in the United States and this District; admits that it sells Blood Reagents in the United States and this District; and states that it lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 11 and therefore denies such allegations. To the extent the remaining allegations in Paragraph 11 are directed at Immucor, Ortho lacks knowledge or information sufficient to form a belief as to the truth of such allegations and therefore denies such allegations.

12. Ortho denies the allegation in the second sentence of Paragraph 12 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 12 and therefore denies such allegations.

13. Ortho denies the allegation in the second sentence of Paragraph 13 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 13 and therefore denies such allegations.

14. Ortho denies the allegation in the second sentence of Paragraph 14 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 14 and therefore denies such allegations.

15. Ortho denies the allegation in the second sentence of Paragraph 15 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 15 and therefore denies such allegations.

16. Ortho denies the allegation in the second sentence of Paragraph 16 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 16 and therefore denies such allegations.

17. Ortho denies the allegation in the second sentence of Paragraph 17 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 17 and therefore denies such allegations.

18. Ortho denies the allegation in the second sentence of Paragraph 18 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or

information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 18 and therefore denies such allegations.

19. Ortho denies the allegation in the second sentence of Paragraph 19 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 19 and therefore denies such allegations.

20. Ortho denies the allegation in the second sentence of Paragraph 20 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 20 and therefore denies such allegations.

21. Ortho denies the allegation in the second sentence of Paragraph 21 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 21 and therefore denies such allegations.

22. Ortho denies the allegation in the second sentence of Paragraph 22 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 22 and therefore denies such allegations.

23. Ortho denies the allegations contained in Paragraph 23 that Plaintiffs were “damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 23 and therefore denies such allegations.

24. Ortho denies the allegation in the second sentence of Paragraph 24 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 24 and therefore denies such allegations.

25. Ortho denies the allegation in the second sentence of Paragraph 25 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 25 and therefore denies such allegations.

26. Ortho denies the allegation in the second sentence of Paragraph 26 that Plaintiff “was damaged as a result of Defendants’ unlawful conduct.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 26 and therefore denies such allegations.

27. Ortho admits that Immucor manufactured and sold certain Blood Reagent products during the class period and that Immucor has a place of business in Norcross, Georgia. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 27 and therefore denies such allegations.

28. Ortho admits that it is a New York corporation with a principal place of business in Raritan, New Jersey; admits that it has sold certain Blood Reagent products in the United States and in this District; and admits that it is involved in the design and manufacture of some products that may be used in the health care industry. To the extent that the second sentence of Paragraph 28 alleges that Ortho is a direct wholly-owned subsidiary of Johnson & Johnson, Ortho denies the allegation. By way of further answer, Ortho states that it is a wholly-owned subsidiary of Ortho-McNeil-Janssen Pharmaceuticals, Inc., which in turn is a wholly-owned

subsidiary of Johnson & Johnson. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 28 and therefore denies such allegations.

29. By Order dated August 23, 2009, this Court dismissed Johnson & Johnson Health Care Systems, Inc. (“JJHS”) as a Defendant to this lawsuit, and no response is required as to Paragraph 29. To the extent a response is required by Ortho, it admits that JJHS has a place of business in Piscataway, New Jersey and that part of JJHS’s services include providing account management, contracting, supply chain, and business services to health care customers, including hospital systems and government health care institutions. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 29 and therefore denies the same.

30. To the extent the allegations in Paragraph 30 are directed at the acts, deeds, or transactions of Ortho or of Ortho’s officers, directors, agents, employees, or representatives, Ortho denies the allegations in Paragraph 30. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 30 as they relate separately to Immucor and therefore denies such allegations.

31. To the extent the allegations in Paragraph 31 are directed at Ortho or its officers, directors, agents, employees, or representatives, Ortho denies the allegations in Paragraph 31. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 31 as they relate separately to Immucor and therefore denies such allegations.

32. Ortho denies the allegations contained in Paragraph 32.

33. The allegations in Paragraph 33 contain legal conclusions to which no response is required. To the extent a response is required, Ortho states that its activities generally involve

interstate commerce and states that it lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 33 as they pertain to Immucor and therefore denies such allegations.

34. Ortho denies the allegations contained in Paragraph 34.

35. To the extent the allegations in the first sentence of Paragraph 35 are directed at Ortho, Ortho admits that some of the products it sells may be used in the immunohematology industry and admits that one function of the immunohematology industry is to prevent or cure certain diseases or conditions through the transfusion of blood and blood components. To the extent the allegations in the first sentence of Paragraph 35 are directed at Immucor, Ortho states that it lacks knowledge or information sufficient to form a belief as to the truth of such allegations and therefore denies such allegations. Ortho admits that the United States Food and Drug Administration (“FDA”) has regulatory authority over certain aspects of the immunohematology industry, including donor selection and the collection, classification, storage, handling, and transfusion of blood and blood components. Ortho further admits that some of the products used for these purposes, and some of the facilities that manufacture some of these products, are subject to the FDA’s regulatory authority. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 35 and therefore denies such allegations.

36. Ortho admits that the components of blood include plasma, cells, antibodies, and antigens. Ortho further admits that antibodies are proteins naturally produced by the human body and that antigens can stimulate the production of antibodies. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 36 and therefore denies such allegations.

37. Ortho admits that the functions of red blood cells include transporting oxygen from the lungs to other parts of the body and returning carbon dioxide to the lungs. Ortho further admits that, based on certain characteristics of the cells, red blood cell antigens are categorized into blood group systems, including the ABO system and Rh system, and others. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 37 and therefore denies such allegations.

38. Ortho admits that, before a blood transfusion takes place, healthcare providers usually identify the antibodies and antigens present in the recipient's blood and the donor's blood. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 38 and therefore denies such allegations.

39. Ortho admits that uses of Blood Reagents products include using them to test recipients' and donors' blood prior to blood transfusion to identify the appropriate blood group, to detect red cell antibodies, and using them in paternity testing and prenatal care. Ortho further admits that Blood Reagents may be used to test blood for infectious disease. Ortho further admits that some additional uses of Blood Reagents may include using them in screening for the surface antigen of hepatitis B virus, antibodies to HBV (hepatitis B virus) core, hepatitis C virus, HIV types 1 and 2, human T cell lymphotropic virus types I and II, HCV (hepatitis C virus), and HIV RNA (Ribonucleic acid). Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 39 and therefore denies such allegations.

40. Ortho admits that the FDA has regulatory authority over the testing of blood and blood components that takes place prior to blood transfusions and over the Blood Reagents used in such testing. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 40 and therefore denies such allegations.

41. To the extent the allegations in Paragraph 41 are directed at Ortho, Ortho admits that it markets and manufactures some traditional Blood Reagents that may be used to conduct manual blood testing; admits that it markets and manufactures some proprietary Blood Reagents that may be used in semi-automated and automated blood testing; and states that it lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 41 and therefore denies such allegations. To the extent the allegations in Paragraph 41 are directed at Immucor, Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 41 and therefore denies such allegations.

42. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 42 and therefore denies such allegations.

43. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 43, which are vague and ambiguous as to the subject matter and the source, and therefore denies such allegations.

44. Ortho admits that some of the procedures to test the compability of recipient and donor blood may be performed by technologists. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 44 and therefore denies such allegations.

45. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 45 and therefore denies such allegations.

46. Ortho admits that one method of performing manual blood testing may include mixing a serum and the relevant red blood cells in a test tube, performing additional procedures, and examining the resulting mixture to see if there has been an agglutination reaction. Ortho further admits that a positive reaction may occur if the cells are drawn together in clumps by the

presence of antibodies and antigens. Ortho further admits that if the resulting mixture remains fluid, this would indicate that a negative reaction has occurred. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 46 and therefore denies such allegations.

47. Ortho admits that manual testing may use traditional Blood Reagents and admits that Blood Reagents are subject to the FDA's regulatory authority. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 47 and therefore denies such allegations.

48. Ortho admits that automated and semi-automated blood testing may be performed by placing a large number of blood samples in a machine and admits that a machine may be able to conduct multiple blood tests or screens at once. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 48 and therefore denies such allegations.

49. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 49 and therefore denies such allegations.

50. Ortho admits that it manufactures a patented gel technology for the automation of blood typing and other procedures. Ortho further admits that it sells its gel technology to some of its customers, and admits that some of these customers may commit to a multi-year contract to purchase specified amounts of the customer's Blood Reagents and Blood Reagent products from Ortho. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 50 and therefore denies such allegations.

51. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 51 and therefore denies such allegations.

52. Ortho denies the allegations contained in Paragraph 52.

53. The allegation in Paragraph 53 is legal conclusion to which no response is required. To the extent a response is required, Ortho states that it lacks knowledge or information sufficient to form a belief as to the truth of the allegation in Paragraph 53 and therefore denies such allegation.

54. Ortho admits that at various points in the 1990s, Ortho was losing money on some of its traditional Blood Reagents products. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 54 and therefore denies such allegations.

55. Ortho admits that at some point prior to 2000, the pricing for some of its Blood Reagents products became unprofitable and admits that there may have been some internal discussions at Ortho about whether and the extent to which Ortho might remain in the Blood Reagents industry. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 55 and therefore denies such allegations.

56. Ortho denies the allegations in the first sentence of Paragraph 56. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 56 and therefore denies such allegations.

57. Ortho admits that in the mid-1990s, there were multiple producers competing for the sale of Blood Reagents. Ortho denies that it conspired with Immucor and denies the allegation that anticompetitive conduct has marked the Blood Reagents industry since 2000. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 57 and therefore denies such allegations.

58. Ortho admits, upon information and belief, that Dr. Gioacchino “Nino” DeChirico left his position as Ortho’s worldwide General Manager of Immunocytometry in 1994. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 58 and therefore denies such allegations.

59. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 59 and therefore denies such allegations.

60. Ortho admits that on or about March 18, 2002, it acquired Micro Typing Systems, Inc. (“MTS”). Ortho further admits that it had increased some of its prices for some of its Blood Reagents products prior to its acquisition of MTS. Ortho further admits that before it acquired MTS, it acted as the exclusive distributor in North America for some of MTS’s Blood Reagents products. Ortho denies the remaining allegations in Paragraph 60.

61. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 61 and therefore denies such allegations.

62. Ortho denies the allegations contained in Paragraph 62.

63. Ortho denies the allegations contained in Paragraph 63.

64. Ortho admits that Paragraph 64 purports to quote selectively from Immucor’s 2007 Annual Report. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 64 and therefore denies such allegations.

65. Ortho admits that some of its employees attended portions of an AABB conference in the fall of 2000 and admits that during a presentation by Ortho at this conference, Ortho provided information about changes in the pricing structure for some of its Blood Reagents products. Ortho further admits that the prices for some of its Blood Reagents products increased at some point after this AABB conference. Ortho lacks knowledge or information

sufficient to form a belief as to the truth of the allegations in Paragraph 65 regarding price increases by Immucor and therefore denies such allegations. Ortho denies the remaining allegations in Paragraph 65.

66. Ortho denies that it had a conspiracy with Immucor; denies that it had an illegal price-fixing conspiracy; and denies that it had a false public rationale to “explain away” any alleged conspiracy. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 66 and therefore denies such allegations.

67. Ortho admits that in or about 2000 it increased the price of some of its traditional Blood Reagents products. Ortho denies that these were “a series of drastic price increases that continued throughout the class period.” Ortho further admits that it had not increased prices for some of its traditional blood bank products for several years prior to 2000. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 67 and therefore denies such allegations.

68. Ortho admits that Paragraph 68 purports to quote selectively a statement made by an unidentified Susquehanna Financial Group analyst. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 68 and therefore denies such allegations.

69. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 69 and therefore denies such allegations.

70. Ortho admits that after 2000, Ortho increased prices for some of its traditional Blood Reagents products and admits that the percentage increase in the prices of its products varied. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 70 and therefore denies such allegations.

71. Ortho denies the allegations contained in Paragraph 71.

72. Ortho admits that at times it implemented price increases for some of its traditional Blood Reagents products in an effort to avoid continued unprofitability. Ortho denies that any such price increases were “collusive” or anticompetitive. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 72 and therefore denies such allegations.

73. Ortho admits that at some point prior to 2000, its pricing for some of its Blood Reagents products became unprofitable and admits that there may have been some internal discussions at Ortho about whether and the extent to which Ortho might remain in the Blood Reagents industry. Ortho denies that it has had windfall profits; denies that any such profits have come at the expense of Plaintiff and members of the proposed class; denies that it was part of an unlawful, anticompetitive conspiracy; and denies that any Ortho profits are the result of any such conspiracy. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 73 and therefore denies such allegations.

74. To the extent the first sentence in Paragraph 74 is directed at Ortho, Ortho denies the allegation that it “acknowledge[s] that these alleged substantial price increases have resulted in a significant rise in revenues and gross margins.” Ortho admits that it has implemented some price increases for some of its Blood Reagents products and admits that such price increases were implemented in an effort to avoid continued unprofitability. To the extent the first sentence in Paragraph 74 is directed at Immucor, Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in the first sentence of Paragraph 74 and therefore denies such allegations. Ortho further admits that Paragraph 74 purports to quote selectively from Immucor’s 2007 Annual Report. Ortho lacks knowledge or information sufficient to form a

belief as to the truth of the remaining allegations in Paragraph 74 and therefore denies such allegations.

75. Ortho denies the allegations contained in Paragraph 75.

76. Ortho denies the allegations contained in Paragraph 76.

77. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 77 and therefore denies such allegations.

78. Ortho denies the allegation in the first sentence of Paragraph 78 that, in September 2004, it demanded that Premier agree to an average price increase of 110%. Ortho further denies the allegation in the third sentence of Paragraph 78 that Ortho immediately invoked the contract's cancellation clause and canceled the contract. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 78 and therefore denies such allegations.

79. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 79 and therefore denies such allegations.

80. Ortho admits that one function of Premier and Novation may be to negotiate contracts that set pricing and other terms on behalf of some purchasers of some Blood Reagents products. Ortho denies Plaintiffs' characterization of the price increases that Ortho did implement for some of its Blood Reagent products as "non-negotiable." Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 80 and therefore denies such allegations.

81. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 81 and therefore denies such allegations.

82. Ortho denies the allegations in the first sentence of Paragraph 82. Ortho lacks knowledge or information sufficient to form a belief about the truth of the remaining allegations in Paragraph 82 and therefore denies such allegations.

83. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 83 and therefore denies such allegations.

84. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 84 and therefore denies such allegations.

85. Ortho lacks knowledge or information sufficient to admit or deny the allegations in the second sentence of Paragraph 85, which are vague and ambiguous as to the customers and time period, that at least some of each Defendant's customers attempted to secure Blood Reagents from the other Defendant, but were unable to do so, and therefore denies the same. Ortho denies the remaining allegations in Paragraph 85.

86. Ortho denies the allegation in the first sentence of Paragraph 86 that Immucor and Ortho have an anticompetitive conspiracy. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 86 and therefore denies such allegations.

87. Ortho admits that beginning with its announcement in the fall of 2000 and at various times thereafter, it raised its prices for some of its traditional Blood Reagents products and admits that the percentage increase in the prices of its products varied. Ortho denies the allegations in the second sentence of Paragraph 87. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 87 and therefore denies such allegations.

88. Ortho admits that in or around April 2009, the DOJ commenced a criminal investigation with respect to the Blood Reagents industry and admits that the subpoena it received from the DOJ included some requests for documents dating back to September 1, 2000. By way of further answer, Ortho states that the DOJ has provided informal notice of the closure of its criminal investigation. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 88 and therefore denies such allegations.

89. Ortho admits that Paragraph 89 accurately quotes selectively from a May 5, 2009 statement (the “May 5, 2009 statement”) made by Johnson & Johnson. By way of further answer, Ortho states that this statement was contained in a Form 10-Q that Johnson & Johnson filed with the U.S. Securities and Exchange Commission. By way of further answer, Ortho states that the DOJ has provided informal notice of the closure of its criminal investigation. The May 5, 2009 statement speaks for itself, and Ortho denies that Plaintiffs have quoted all pertinent parts of it. Ortho denies Plaintiffs’ characterization or interpretation of the May 5, 2009 statement.

90. Ortho admits that in or around October 2007 it learned that the FTC had commenced an investigation; admits that the FTC investigation referenced in Paragraph 90 pertained to merger and acquisition activity by Immucor in the Blood Reagents industry; and admits that the DOJ’s investigation began after the FTC had commenced its investigation. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 90 and therefore denies such allegations.

91. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 91 and therefore denies such allegations.

92. Ortho admits that the second sentence of Paragraph 92 purports to quote selectively from *An FTC Guide to the Enforcers*, available at <http://www.ftc.gov/bc/antitrust/factsheets/FactSheet-FedEnforcers.pdf>. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 92 and therefore denies such allegations.

93. Ortho denies the allegations in the first sentence of Paragraph 93. By way of further answer, Ortho states that the DOJ has provided informal notice that it has closed its criminal investigation. Ortho admits that the third sentence of Paragraph 93 purports to quote selectively from *Antitrust Grand Jury Practice Manual*, Vol. 1, Ch. I.B.1. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 93 and therefore denies such allegations.

94. Ortho denies the allegations in the first sentence of Paragraph 94. By way of further answer, Ortho states that the DOJ has provided informal notice that it has closed its criminal investigation. Ortho admits that the second sentence of Paragraph 94 purports to quote selectively from *Antitrust Division Manual*, Ch. III.C.5. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 94 and therefore denies such allegations.

95. Ortho denies the allegations contained in Paragraph 95.

96. Ortho denies the allegations in the first sentence of Paragraph 96. Ortho admits that the second and third sentences of Paragraph 96 provide a general description of the Herfindahl-Hirschchman Index, but Ortho denies that the description is complete or entirely accurate. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 96 and therefore denies such allegations.

97. Ortho denies the allegation in the first sentence of Paragraph 97. Ortho further denies the allegation in the third sentence of Paragraph 97 that the Blood Reagents market is “extremely concentrated and is therefore highly susceptible to collusion by manufacturers.” Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 97 and therefore denies such allegations.

98. Ortho denies the allegations contained in Paragraph 98.

99. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 99 and therefore denies such allegations.

100. Ortho admits that the FDA has regulatory authority over the approval process for some Blood Reagents products. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 100 and therefore denies such allegations.

101. Ortho admits that the FDA has regulatory authority over the approval process for some Blood Reagents products; admits that some Blood Reagents products are produced at facilities that fall under the FDA’s regulatory authority; and admits that the FDA regulations pertaining to some of the Blood Reagents products and some of the facilities where they are produced are comprehensive. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 101 and therefore denies such allegations.

102. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 102 and therefore denies such allegations.

103. Ortho admits that Paragraph 103 purports to quote selectively comments that Olympus America, Inc. submitted to the FDA in December 2003. Ortho lacks knowledge or

information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 103 and therefore denies such allegations.

104. Ortho denies the allegations contained in Paragraph 104.

105. Ortho admits that Plaintiffs have provided a general description of the term “inelastic demand,” but Ortho denies that the description is complete or entirely accurate. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 105 and therefore denies such allegations.

106. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 106 and therefore denies such allegations.

107. Ortho admits the allegation in the first sentence of Paragraph 107 that Blood Reagents products can be an important component in the safety of the nation’s blood supply. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in the first sentence of Paragraph 107 and therefore denies such allegations. To the extent the allegation in the third sentence of Paragraph 107 that “Blood Reagents manufacturers have been able to raise prices without losing sales revenues” is directed at Ortho, Ortho denies the allegation. To the extent this allegation in the third sentence of Paragraph 107 is directed at other manufacturers, Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegation and therefore denies such allegation. Ortho denies the remaining allegations in Paragraph 107.

108. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 108, which are vague and ambiguous as to what products and which suppliers are covered, and therefore denies such allegations.

109. Ortho admits that the FDA has regulatory authority over some of the Blood Reagents products that are used to screen blood. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 109 and therefore denies such allegations.

110. To the extent the allegations in Paragraph 110 are directed at traditional Blood Reagents products manufactured by Ortho, Ortho admits that some of its traditional Blood Reagents products used for manual testing may be interchangeable with some of the traditional Blood Reagents products used for manual testing that are offered by some of the other manufacturers; and states that it lacks sufficient information or knowledge to form a belief as to the truth of the remaining allegations in Paragraph 110 and therefore denies such allegations. To the extent the allegations in Paragraph 110 are directed at traditional Blood Reagents products manufactured by other companies, Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 110 and therefore denies such allegations.

111. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 111 and therefore denies such allegations.

112. To the extent the allegations in Paragraph 112 are directed at Ortho and the Blood Reagents products manufactured by Ortho, Ortho admits that it has worked to create proprietary Blood Reagents products to be used in automated testing systems that are also manufactured by Ortho; and states that it is without knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 112 and therefore denies the same. To the extent the allegations in Paragraph 112 are directed at Immucor and Blood Reagents products manufactured by Immucor, Ortho is without information or knowledge sufficient to form a belief as to the truth of the allegations in Paragraph 112 and therefore denies the same.

113. Ortho denies the allegations in the first sentence of Paragraph 113. To the extent the allegations in the second, third, and fourth sentences of Paragraph 113 are directed at Ortho, Ortho admits that it has been a member of some trade associations, including Advanced Medical Technology Association (“AdvaMed”) and AABB and states that it is without knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 113 and therefore denies the same. To the extent the allegations in the second, third, and fourth sentences of Paragraph 113 are directed at Immucor, Ortho is without knowledge or information sufficient to form a belief as to the truth of such allegations and therefore denies the allegations.

114. Ortho denies the allegations contained in Paragraph 114.

115. Ortho denies the allegations contained in Paragraph 115.

116. Ortho admits that Dr. Gioacchino “Nino” de Chirico was employed by Ortho Diagnostic Systems, Inc. and, for some period of time prior to 1994, he served as the General Manager of Immunocytometry. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 116 and therefore denies such allegations.

117. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 117 and therefore denies such allegations.

118. Ortho denies the allegations contained in Paragraph 118.

119. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 119, which are vague and ambiguous as to companies and conduct, and therefore denies such allegations.

120. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 120 and therefore denies such allegations.

121. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 121 and therefore denies such allegations.

122. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 122 and therefore denies such allegations.

123. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 123 and therefore denies such allegations.

124. Ortho denies the first sentence of Paragraph 124. Ortho admits that Paragraph 124 purports to quote selectively from a statement made by Johnson & Johnson. Ortho lacks knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 124 and therefore denies such allegations.

125. Ortho admits that Plaintiffs purport to represent a class of purchasers as defined in Paragraph 125. Ortho denies any remaining allegations in Paragraph 125.

126. The allegations in Paragraph 126 contain legal conclusions to which no response is required. To the extent a response is required, Ortho denies the allegations in the first sentence of Paragraph 126 and states that it lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 126 and therefore denies such allegations.

127. The allegations in Paragraph 127 contain legal conclusions to which no response is required. To the extent a response is required, Ortho denies the allegations in Paragraph 127.

128. The allegations in Paragraph 128 contain legal conclusions to which no response is required. To the extent a response is required, Ortho admits that Plaintiffs' counsel are competent and experienced in class action and antitrust litigation and denies the remaining allegations in Paragraph 128.

129. The allegations in Paragraph 129 contain legal conclusions to which no response is required. To the extent a response is required, Ortho denies the allegations in Paragraph 129.

130. The allegations in Paragraph 130 contain legal conclusions to which no response is required. To the extent a response is required, Ortho denies the allegations in Paragraph 130.

131. The allegations in Paragraph 131 contain legal conclusions to which no response is required. To the extent a response is required, Ortho denies the allegations in Paragraph 131.

132. Ortho denies the allegations contained in Paragraph 132.

133. Ortho denies the allegations contained in Paragraph 133.

134. Ortho denies the allegations contained in Paragraph 134.

135. Ortho denies the allegations contained in Paragraph 135.

136. Ortho denies the allegations contained in Paragraph 136.

137. Ortho denies the allegations contained in Paragraph 137.

138. Ortho denies the allegations contained in Paragraph 138.

139. Ortho denies the allegations contained in Paragraph 139.

140. Ortho denies the allegations contained in Paragraph 140.

141. Ortho denies the allegations contained in Paragraph 141.

142. Ortho denies the allegations contained in Paragraph 142.

143. Ortho denies the allegations contained in Paragraph 143.

144. Ortho denies the allegations contained in Paragraph 144.

145. Ortho denies the allegations contained in Paragraph 145.

146. Ortho denies the allegations contained in Paragraph 146.

147. Ortho denies the allegations contained in Paragraph 147.

148. Ortho incorporates by reference its foregoing responses to Paragraphs 1 through 147 as if set forth at length herein.

149. Ortho denies the allegations contained in Paragraph 149.

150. Ortho denies the allegations contained in Paragraph 150.

151. Ortho denies the allegations contained in Paragraph 151.

152. Ortho denies the allegations contained in Paragraph 152.

PLAINTIFFS' RELIEF SOUGHT

Ortho denies that Plaintiffs are entitled to the relief they seek in Paragraphs A through E of the demand for relief.

AFFIRMATIVE DEFENSES

Without assuming any burden of proof or production to which it is not otherwise subject under the law, Ortho asserts the following affirmative defenses:

First Affirmative Defense

Plaintiffs' Complaint, in whole or in part, fails to state a claim upon which relief can be granted.

Second Affirmative Defense

Plaintiffs' claims are barred, in whole or in part, by the applicable statute of limitations.

Third Affirmative Defense

Plaintiffs' claims are barred, in whole or in part, by the doctrine of laches.

Fourth Affirmative Defense

Plaintiffs' claims are barred, in whole or in part, by Plaintiffs' lack of standing and lack of antitrust standing.

Fifth Affirmative Defense

Plaintiffs and the members of the putative class have not suffered any cognizable injury or antitrust injury by reason of any actions by Ortho.

Sixth Affirmative Defense

Plaintiffs' claims for damages are barred, in whole or in part, by their failure and the failure of the members of the putative class to mitigate any alleged injury or damages.

Seventh Affirmative Defense

Plaintiffs' claims are barred, in whole or in part, because any action taken on behalf of Ortho constituted bona fide business competition, and was taken in pursuit of Ortho's own legitimate business and economic interests without any purpose to harm competition, and is therefore justified and privileged.

Eighth Affirmative Defense

Plaintiffs' claims are barred, in whole or in part, by the terms and conditions of the contracts and agreements entered into for the sale and purchase of Blood Reagent products.

Ninth Affirmative Defense

Plaintiffs' claims are barred, in whole or in part, by the doctrine of accord and satisfaction.

Tenth Affirmative Defense

The claims alleged in the Complaint may not be properly maintained or certified as a class action.

Eleventh Affirmative Defense

The right to any relief on behalf of Plaintiffs and members of the putative class is barred, in whole or in part, by the doctrines of unclean hands, waiver, and estoppel.

Twelfth Affirmative Defense

To the extent the Complaint states claims for alleged injuries arising from purchases of Blood Reagents outside of the United States, Plaintiffs and the members of the putative class lack standing to sue and this Court is without subject matter jurisdiction to hear those claims.

Thirteenth Affirmative Defense

To the extent the Complaint states claims for alleged injuries arising from indirect purchases of Blood Reagents, Plaintiffs and the members of the putative class lack standing to sue under the federal antitrust laws.

Fourteenth Affirmative Defense

Ortho's conduct is protected by the Noerr-Pennington Doctrine, the First Amendment, and/or other related doctrines under the constitution and laws of the United States.

Fifteenth Affirmative Defense

Ortho reserves the right to amend this Answer to add, supplement, or modify defenses based on legal theories that come to light through further clarification of the Complaint, through discovery, or through further legal analysis of Plaintiffs' allegations, contentions, and positions in this litigation.

JURY DEMAND

Ortho demands a trial by jury pursuant to Rule 38(b) of the Federal Rules of Civil Procedure on all issues so triable.

PRAYER FOR RELIEF

WHEREFORE, Ortho prays that judgment be entered in its favor and against Plaintiffs, dismissing the case with prejudice, that Plaintiffs take nothing, and that this Court grant Ortho its

costs and disbursements, including attorneys' fees, and such relief as this Court deems just and appropriate.

ORTHO-CLINICAL DIAGNOSTICS, INC.

Dated: January 14, 2011

/s/Paul H. Saint-Antoine
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*Attorneys for Defendant Ortho-Clinical
Diagnostics, Inc.*

CERTIFICATE OF SERVICE

I, Paul H. Saint-Antoine, hereby certify that a true and correct copy of the foregoing **Defendant Ortho-Clinical Diagnostics, Inc.’s Answer to the Consolidated Amended Class Action Complaint** was filed with the United States District Court for the Eastern District of Pennsylvania using the ECF system, which sent a “Notice of Electronic Filing” to counsel of record. This document is also available for reviewing and downloading from the Court’s ECF system.

Dated: January 14, 2011

/s/Paul H. Saint-Antoine
Paul H. Saint-Antoine