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9 UNITED STATES DISTRICT COURT
10 CENTRAL DISTRICT OF CALIFORNIA

11 LINA ARSLANIAN, Individually and on
12 behalf of all others similarly situated,

13 Plaintiff,

14 v.

15 ALLERGAN PLC, ACTAVIS PLC,
16 PAUL M. BISARO, ROBERT TODD
17 JOYCE, BRENTON L. SAUNDERS,
18 and MARIA TERESA HILADO,

19 Defendants.

Case No.

**CLASS ACTION COMPLAINT FOR
VIOLATION OF THE FEDERAL
SECURITIES LAWS**

JURY TRIAL DEMANDED

20 Plaintiff Lina Arslanian (“Plaintiff”), individually and on behalf of all other
21 persons similarly situated, by Plaintiff’s undersigned attorneys, for Plaintiff’s
22 complaint against Defendants (defined below), alleges the following based upon
23 personal knowledge as to Plaintiff and Plaintiff’s own acts, and information and belief
24 as to all other matters, based upon, *inter alia*, the investigation conducted by and
25 through Plaintiff’s attorneys, which included, among other things, a review of
26 Defendants’ public documents, conference calls and announcements made by
27 Defendants, United States Securities and Exchange Commission (“SEC”) filings, wire
28

1 and press releases published by and regarding Allergan plc and Actavis plc, analysts'
2 reports and advisories about Allergan plc and Actavis plc, and information readily
3 obtainable on the Internet. Plaintiff believes that substantial evidentiary support will
4 exist for the allegations set forth herein after a reasonable opportunity for discovery.

5
6 **NATURE OF THE ACTION**

7 1. This is a federal securities class action on behalf of a class consisting of
8 all persons other than Defendants who purchased or otherwise acquired the securities
9 of Allergan plc and/or the securities of Actavis plc between February 25, 2014 and
10 November 3, 2016, both dates inclusive (the "Class Period"). Plaintiff seeks to recover
11 compensable damages caused by Defendants' violations of the federal securities laws
12 and to pursue remedies under Sections 10(b) and 20(a) of the Securities Exchange Act
13 of 1934 (the "Exchange Act") and Rule 10b-5 promulgated thereunder.

14 **JURISDICTION AND VENUE**

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16 2. The claims asserted herein arise under and pursuant to §§10(b) and 20(a)
17 of the Exchange Act (15 U.S.C. §§78j(b) and §78t(a)) and Rule 10b-5 promulgated
18 thereunder by the SEC (17 C.F.R. §240.10b-5).

19 3. This Court has jurisdiction over the subject matter of this action under 28
20 U.S.C. §1331 and §27 of the Exchange Act.

21 4. Venue is proper in this District pursuant to §27 of the Exchange Act (15
22 U.S.C. §78aa) and 28 U.S.C. §1391(b) as Allergan plc conducts business in this District
23 and a significant portion of the Defendants' actions, and the subsequent damages, took
24 place within this District.

25 5. In connection with the acts, conduct and other wrongs alleged in this
26 Complaint, Defendants, directly or indirectly, used the means and instrumentalities of
27 interstate commerce, including but not limited to, the United States mail, interstate
28 telephone communications and the facilities of the national securities exchange.

PARTIES

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6. Plaintiff, as set forth in the accompanying PSLRA Certification, purchased securities of Allergan plc and/or securities of Actavis plc at artificially inflated prices during the Class Period and was damaged upon the revelation of the alleged corrective disclosures.

7. Defendant Allergan plc (formerly known as Actavis plc), is a specialty pharmaceutical company, that develops, manufactures, markets, and distributes medical aesthetics, biosimilar, and over-the-counter pharmaceutical products worldwide. Allergan plc is incorporated in Ireland with principal executive offices located at Clonsaugh Business and Technology Park, Coolock, Dublin, D17 E400, Ireland. Allergan plc's subsidiary, Allergan USA, Inc., conducts business in this district and is located at 2525 Dupont Dr., Irvine, CA 92612. Since June 15, 2015, Allergan plc securities have traded on the NYSE under the ticker symbol "AGN".

8. Defendant Actavis plc preceded Allergan plc as SEC registrant. Prior to June 15, 2015, Actavis plc securities were traded on the NYSE under the ticker symbol "ACT". On June 15, 2015, in connection with Actavis plc's acquisition of Allergan, Inc., Actavis plc changed its corporate name to "Allergan plc" and changed its ticker symbol on the NYSE to "AGN".

9. Defendant Paul M. Bisaro ("Bisaro") served as the President and Chief Executive Officer ("CEO") of Actavis plc from September 4, 2007 to July 2014 and served as the Chairman of the Board from October 2013 to July 2014.

10. Defendant Robert Todd Joyce ("Joyce") served as the Global Chief Financial Officer ("CFO") of Actavis plc from April 27, 2012 to December 2014.

11. Defendant Brenton L. Saunders ("Saunders") has been the Chairman of the Board of Allergan plc since October 26, 2016 and as Allergan plc's CEO, President, and Director, since July 1, 2014.

1 12. Defendant Maria Teresa Hilado (“Hilado”) has been the CFO and
2 Executive Vice President of Allergan plc since December 8, 2014.

3 13. Defendants Bisaro, Joyce, Saunders, and Hilado are sometimes referred
4 to herein as the “Individual Defendants.”

5 14. Each of the Individual Defendants:

- 6 (a) directly participated in the management of Allergan plc and Actavis plc;
- 7 (b) was directly involved in the day-to-day operations of Allergan plc and
8 Actavis plc at the highest levels;
- 9 (c) was privy to confidential proprietary information concerning Allergan plc
10 and Actavis plc and their business and operations;
- 11 (d) was directly or indirectly involved in drafting, producing, reviewing
12 and/or disseminating the false and misleading statements and information
13 alleged herein;
- 14 (e) was directly or indirectly involved in the oversight or implementation of
15 Allergan plc’s and Actavis plc’s internal controls;
- 16 (f) was aware of or recklessly disregarded the fact that the false and
17 misleading statements were being issued concerning Allergan plc and
18 Actavis plc; and/or
- 19 (g) approved or ratified these statements in violation of the federal securities
20 laws.

21 15. Allergan plc and Actavis plc are liable for the acts of the Individual
22 Defendants and their employees under the doctrine of *respondeat superior* and
23 common law principles of agency because all of the wrongful acts complained of herein
24 were carried out within the scope of their employment.

25 16. The scienter of the Individual Defendants and other employees and agents
26 of Allergan plc and Actavis plc is similarly imputed to Allergan plc and Actavis plc
27 under *respondeat superior* and agency principles.

28

1 17. Defendants Allergan plc and Actavis plc, and the Individual Defendants
2 are referred to herein, collectively, as the “Defendants.”

3 **SUBSTANTIVE ALLEGATIONS**

4 **Materially False and Misleading Statements**

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6 18. On February 25, 2014, Actavis plc filed a Form 10-K for the fiscal year
7 ended December 31, 2013 (the “2013 10-K”) with the SEC, which provided Actavis
8 plc’s year-end financial results and position. The 2013 10-K was signed by Defendants
9 Bisaro and Joyce. The 2013 10-K also contained signed certifications pursuant to the
10 Sarbanes-Oxley Act of 2002 (“SOX”) by Defendants Bisaro and Joyce attesting to the
11 accuracy of financial reporting, the disclosure of any material changes to Actavis plc’s
12 internal control over financial reporting, and the disclosure of all fraud.

13 19. The 2013 10-K discussed the strategies utilized by Actavis plc to grow its
14 business, stating in pertinent part :

15 **Business Strategy**

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17 We apply three key strategies to achieve growth for our Actavis
18 Pharma and Actavis Specialty Brands pharmaceutical businesses:
19 (i) internal development of differentiated and high-demand products,
20 including, in certain circumstances, challenging patents associated with
21 these products, (ii) establishment of strategic alliances and
22 collaborations and (iii) acquisition of products and companies that
23 complement our current business.

24 20. The 2013 10-K discussed the strategies utilized by Actavis plc “to
25 effectively compete in the distribution market”, stating in pertinent part :

26 We believe that we are able to effectively compete in the distribution
27 market, and therefore optimize our market share, based on three critical
28 elements: (i) competitive pricing, (ii) high levels of inventory for
approximately 12,725 SKUs for responsive customer service that
includes, among other things, next day delivery to the entire U.S., and
(iii) well established telemarketing relationships with our customers,
supplemented by our electronic ordering capabilities.

1 21. On February 18, 2015, Actavis plc filed a Form 10-K for the fiscal year
2 ended December 31, 2014 (the “2014 10-K”) with the SEC, which provided Actavis
3 plc’s year-end financial results and position and stated that its internal control over
4 financial reporting and disclosure controls and procedures were effective as of
5 December 31, 2014. The 2014 10-K was signed by Defendants Saunders, Bisaro, and
6 Hilado. The 2014 10-K also contained signed SOX certifications by Defendants
7 Saunders and Hilado attesting to the accuracy of financial reporting, the disclosure of
8 any material changes to Actavis plc’s internal control over financial reporting, and the
9 disclosure of all fraud.

10 22. The 2014 10-K discussed the strategies utilized by Actavis plc to grow its
11 business, stating in pertinent part :

12 **Business Strategy**

13
14 We apply three key strategies to achieve growth for our North
15 American Brands and North American Generics and International
16 businesses: (i) internal development of differentiated and high-demand
17 products, including, in certain circumstances as it relates to generics,
18 challenging patents associated with these products, (ii) establishment
19 of strategic alliances and collaborations and (iii) acquisition of products
20 and companies that complement our current business.

21 23. The 2014 10-K discussed the strategies utilized by Actavis plc “to
22 effectively compete in the distribution market”, stating in pertinent part :

23 We believe that we are able to effectively compete in the distribution
24 market, and therefore optimize our market share, based on three critical
25 elements: (i) competitive pricing, (ii) high levels of inventory for
26 approximately 12,650 SKUs for responsive customer service that
27 includes, among other things, next day delivery to the entire U.S., and
28 (iii) well-established telemarketing relationships with our customers,
supplemented by our electronic ordering capabilities.

1 24. On February 26, 2016, Allergan plc filed a Form 10-K for the fiscal year
2 ended December 31, 2015 (the “2015 10-K”) with the SEC, which provided Allergan
3 plc’s year-end financial results and position and stated that its internal control over
4 financial reporting and disclosure controls and procedures were effective as of
5 December 31, 2015. The 2015 10-K was signed by Defendants Saunders, Bisaro, and
6 Hilado. The 2015 10-K also contained signed SOX certifications by Defendants
7 Saunders and Hilado attesting to the accuracy of financial reporting, the disclosure of
8 any material changes to Allergan plc’s internal control over financial reporting, and the
9 disclosure of all fraud.

10 25. The 2015 10-K discussed the strategies utilized by Allergan plc to grow
11 its business, stating in pertinent part :

12 **Business Strategy**

13 We apply three key strategies to achieve growth for our US
14 Brands, US Medical Aesthetics and International Brands businesses:
15 (i) internal development of differentiated and high-demand products,
16 (ii) establishment of strategic alliances and collaborations and
17 (iii) acquisition of products and companies that complement our current
18 business.

19 26. The 2015 10-K discussed the strategies utilized by Allergan plc “to
20 effectively compete in the distribution market”, stating in pertinent part :

21 We believe that we are able to effectively compete in the distribution
22 market, and therefore optimize our market share, based on three critical
23 elements: (i) competitive pricing, (ii) high levels of inventory for
24 approximately 13,200 SKUs for responsive customer service that
25 includes, among other things, next day delivery to the entire U.S., and
26 (iii) well-established telemarketing relationships with our customers,
27 supplemented by our electronic ordering capabilities.
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1 30. On this news, shares of Allergan plc fell \$17.17 per share, or
2 approximately 5%, from its previous closing price to close at \$319.47 per share on
3 August 6, 2015, damaging investors.

4 31. On November 3, 2016, *Bloomberg* published an article titled “U.S.
5 Charges in Generic-Drug Probe to Be Filed by Year-End”, revealing that in connection
6 with the U.S. Justice Department’s investigation of a dozen companies, including
7 Allergan plc, U.S. prosecutors may file criminal charges by the end of 2016 for
8 suspected price collusion, stating in pertinent part:

9
10 **U.S. Charges in Generic-Drug Probe to Be Filed by Year-End**

11 November 3, 2016 — 2:10 PM EDT

12 U.S. prosecutors are bearing down on generic pharmaceutical
13 companies in a sweeping criminal investigation into suspected price
14 collusion, a fresh challenge for an industry that’s already reeling from
15 public outrage over the spiraling costs of some medicines.

16 The antitrust investigation by the Justice Department, begun about two
17 years ago, now spans more than a dozen companies and about two
18 dozen drugs, according to people familiar with the matter. **The grand
19 jury probe is examining whether some executives agreed with one
20 another to raise prices, and the first charges could emerge by the
end of the year, they said.**

21 Though individual companies have made various disclosures about the
22 inquiry, they have identified only a handful of drugs under scrutiny,
23 including a heart treatment and an antibiotic. Among the drugmakers to
24 have received subpoenas are industry giants Mylan NV and Teva
25 Pharmaceutical Industries Ltd. Other companies include Actavis,
26 which Teva bought from Allergan Plc in August, Lannett Co., Impax
27 Laboratories Inc., Covis Pharma Holdings Sarl, Sun Pharmaceutical
28 Industries Ltd., Mayne Pharma Group Ltd., Endo International Plc’s
subsidiary Par Pharmaceutical Holdings and Taro Pharmaceutical
Industries Ltd.

* * *

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2 Allergan, Impax and Sun declined to comment beyond their filings.
3 Representatives of Endo, Covis, Taro and Lannett didn't respond to
4 requests for comment. A Justice Department spokesman declined to
5 comment.

6 Shares of all companies named in the investigation fell on the news.
7 Lannett dropped 27 percent to close at \$17.25 in New York trading.
8 Impax fell 20 percent to \$16.50. Endo declined 19 percent to \$14.63,
9 while Teva slipped 9.5 percent to \$39.20, **Allergan fell 4.6 percent to**
10 **\$188.82** and Mylan fell 6.9 percent to \$34.14. Shares of Concordia
International Corp., which bought most of Covis's assets, fell 5.6
percent to 4.37 Canadian dollars. Taro shares fell 7.3 percent to \$93.68.

11 [Emphasis added].

12 32. On this news, shares of Allergan plc fell \$9.07 per share, or over 4% from
13 its previous closing price to close at \$188.82 per share on November 3, 2016, further
14 damaging investors.

15 33. As a result of Defendants' wrongful acts and omissions, and the
16 precipitous decline in the market value of Allergan plc securities, Plaintiff and other
17 Class members have suffered significant losses and damages.

18
19 **PLAINTIFF'S CLASS ACTION ALLEGATIONS**

20 34. Plaintiff brings this action as a class action pursuant to Federal Rule of
21 Civil Procedure 23(a) and (b)(3) on behalf of a Class, consisting of all those who
22 purchased or otherwise acquired Allergan plc securities and Actavis plc securities
23 traded on the NYSE during the Class Period (the "Class"); and were damaged upon the
24 revelation of the alleged corrective disclosures. Excluded from the Class are
25 Defendants herein, the officers and directors of Allergan plc and Actavis plc, at all
26 relevant times, members of their immediate families and their legal representatives,
27 heirs, successors or assigns and any entity in which Defendants have or had a
28 controlling interest.

1 35. The members of the Class are so numerous that joinder of all members is
2 impracticable. Throughout the Class Period, Allergan plc securities and Actavis plc
3 securities were actively traded on the NYSE. While the exact number of Class members
4 is unknown to Plaintiff at this time and can be ascertained only through appropriate
5 discovery, Plaintiff believes that there are hundreds or thousands of members in the
6 proposed Class. Record owners and other members of the Class may be identified from
7 records maintained by Allergan plc and Actavis plc or its transfer agent and may be
8 notified of the pendency of this action by mail, using the form of notice similar to that
9 customarily used in securities class actions.

10 36. Plaintiff's claims are typical of the claims of the members of the Class as
11 all members of the Class are similarly affected by Defendants' wrongful conduct in
12 violation of federal law that is complained of herein.

13 37. Plaintiff will fairly and adequately protect the interests of the members of
14 the Class and has retained counsel competent and experienced in class and securities
15 litigation. Plaintiff has no interests antagonistic to or in conflict with those of the Class.

16 38. Common questions of law and fact exist as to all members of the Class
17 and predominate over any questions solely affecting individual members of the Class.
18 Among the questions of law and fact common to the Class are:

- 19 • whether the federal securities laws were violated by Defendants' acts as
20 alleged herein;
- 21 • whether statements made by Defendants to the investing public during the
22 Class Period misrepresented material facts about the financial condition,
23 business, operations, and management of Allergan plc and Actavis plc;
- 24 • whether Defendants' public statements to the investing public during the
25 Class Period omitted material facts necessary to make the statements
26 made, in light of the circumstances under which they were made, not
27 misleading;

- 1 • whether the Individual Defendants caused Allergan plc and Actavis plc to
2 issue false and misleading SEC filings and public statements during the
3 Class Period;
- 4 • whether Defendants acted knowingly or recklessly in issuing false and
5 misleading SEC filings and public statements during the Class Period;
- 6 • whether the prices of Allergan plc securities and Actavis plc securities
7 during the Class Period were artificially inflated because of the
8 Defendants' conduct complained of herein; and
- 9 • whether the members of the Class have sustained damages and, if so, what
10 is the proper measure of damages.

11 39. A class action is superior to all other available methods for the fair and
12 efficient adjudication of this controversy since joinder of all members is impracticable.
13 Furthermore, as the damages suffered by individual Class members may be relatively
14 small, the expense and burden of individual litigation make it impossible for members
15 of the Class to individually redress the wrongs done to them. There will be no difficulty
16 in the management of this action as a class action.

17 40. Plaintiff will rely, in part, upon the presumption of reliance established by
18 the fraud-on-the-market doctrine in that:

- 19 • Defendants made public misrepresentations or failed to disclose material
20 facts during the Class Period;
- 21 • the omissions and misrepresentations were material;
- 22 • Allergan plc securities are traded in efficient markets and Actavis plc
23 securities were traded in efficient markets;
- 24 • Allergan plc securities and Actavis plc securities were liquid and traded
25 with moderate to heavy volume during the Class Period;
- 26 • Allergan plc and Actavis plc traded on the NYSE, and were covered by
27 multiple analysts;
- 28

- 1 • the misrepresentations and omissions alleged would tend to induce a
2 reasonable investor to misjudge the value of Allergan plc securities and
3 Actavis plc securities; and
- 4 • Plaintiff and members of the Class purchased and/or sold Allergan plc
5 securities and/or Actavis plc securities between the time the Defendants
6 failed to disclose or misrepresented material facts and the time the true
7 facts were disclosed, without knowledge of the omitted or misrepresented
8 facts.

9 41. Based upon the foregoing, Plaintiff and the members of the Class are
10 entitled to a presumption of reliance upon the integrity of the market.

11 42. Alternatively, Plaintiff and the members of the Class are entitled to the
12 presumption of reliance established by the Supreme Court in *Affiliated Ute Citizens of*
13 *the State of Utah v. United States*, 406 U.S. 128, 92 S. Ct. 2430 (1972), as Defendants
14 omitted material information in their Class Period statements in violation of a duty to
15 disclose such information, as detailed above.

16 **COUNT I**

17
18 **Violation of Section 10(b) of The Exchange Act and Rule 10b-5**
19 **Against All Defendants**

20 43. Plaintiff repeats and realleges each and every allegation contained above
21 as if fully set forth herein.

22 44. This Count is asserted against Allergan plc and Actavis plc and the
23 Individual Defendants and is based upon Section 10(b) of the Exchange Act, 15 U.S.C.
24 § 78j(b), and Rule 10b-5 promulgated thereunder by the SEC.

25 45. During the Class Period, Allergan plc and Actavis plc and the Individual
26 Defendants, individually and in concert, directly or indirectly, disseminated or
27 approved the false statements specified above, which they knew or deliberately
28 disregarded were misleading in that they contained misrepresentations and failed to

1 disclose material facts necessary in order to make the statements made, in light of the
2 circumstances under which they were made, not misleading.

3 46. Allergan plc and Actavis plc and the Individual Defendants violated
4 §10(b) of the 1934 Act and Rule 10b-5 in that they:

- 5 • employed devices, schemes and artifices to defraud;
- 6 • made untrue statements of material facts or omitted to state material facts
7 necessary in order to make the statements made, in light of the
8 circumstances under which they were made, not misleading; or
- 9 • engaged in acts, practices and a course of business that operated as a fraud
10 or deceit upon plaintiff and others similarly situated in connection with
11 their purchases of Allergan plc securities and Actavis plc securities during
12 the Class Period.

13 47. Allergan plc and Actavis plc and the Individual Defendants acted with
14 scienter in that they knew that the public documents and statements issued or
15 disseminated in the name of both Allergan plc and Actavis plc were materially false
16 and misleading; knew that such statements or documents would be issued or
17 disseminated to the investing public; and knowingly and substantially participated, or
18 acquiesced in the issuance or dissemination of such statements or documents as
19 primary violations of the securities laws. These defendants by virtue of their receipt of
20 information reflecting the true facts of Allergan plc and Actavis plc, their control over,
21 and/or receipt and/or modification of Allergan plc and Actavis plc allegedly materially
22 misleading statements, and/or their associations with Allergan plc and Actavis plc
23 which made them privy to confidential proprietary information concerning Allergan
24 plc and Actavis plc, participated in the fraudulent scheme alleged herein.

25 48. Individual Defendants, who are the senior officers and/or directors of
26 Allergan plc and Actavis plc, had actual knowledge of the material omissions and/or
27 the falsity of the material statements set forth above, and intended to deceive Plaintiff
28 and the other members of the Class, or, in the alternative, acted with reckless disregard

1 for the truth when they failed to ascertain and disclose the true facts in the statements
2 made by them or other Allergan plc and Actavis plc personnel to members of the
3 investing public, including Plaintiff and the Class.

4 49. As a result of the foregoing, the market price of Allergan plc securities
5 and Actavis plc securities were artificially inflated during the Class Period. In
6 ignorance of the falsity of Allergan plc's and Actavis plc's and the Individual
7 Defendants' statements, Plaintiff and the other members of the Class relied on the
8 statements described above and/or the integrity of the market price of Allergan plc
9 securities and Actavis plc securities during the Class Period in purchasing Allergan plc
10 securities and/or Actavis plc securities at prices that were artificially inflated as a result
11 of Allergan plc's and Actavis plc's and the Individual Defendants' false and misleading
12 statements.

13 50. Had Plaintiff and the other members of the Class been aware that the
14 market price of Allergan plc securities and Actavis plc securities had been artificially
15 and falsely inflated by Allergan plc's and Actavis plc's and the Individual Defendants'
16 misleading statements and by the material adverse information which Allergan plc and
17 Actavis plc and the Individual Defendants did not disclose, they would not have
18 purchased Allergan plcs securities and/or Actavis plc securities at the artificially
19 inflated prices that they did, or at all.

20 51. As a result of the wrongful conduct alleged herein, Plaintiff and other
21 members of the Class have suffered damages in an amount to be established at trial.

22 52. By reason of the foregoing, Allergan plc and Actavis plc and the
23 Individual Defendants have violated Section 10(b) of the 1934 Act and Rule 10b-5
24 promulgated thereunder and are liable to the Plaintiff and the other members of the
25 Class for substantial damages which they suffered in connection with their purchase of
26 Allergan plc securities and/or Actavis plc securities during the Class Period.

27 **COUNT II**
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1 **Violation of Section 20(a) of The Exchange Act**
2 **Against The Individual Defendants**

3 53. Plaintiff repeats and realleges each and every allegation contained in the
4 foregoing paragraphs as if fully set forth herein.

5 54. During the Class Period, the Individual Defendants participated in the
6 operation and management of Allergan plc and Actavis plc, and conducted and
7 participated, directly and indirectly, in the conduct of Allergan plc's and Actavis plc's
8 business affairs. Because of their senior positions, they knew the adverse non-public
9 information regarding Allergan plc's and Actavis plc's business practices.

10 55. As officers and/or directors of a publicly owned company, the Individual
11 Defendants had a duty to disseminate accurate and truthful information with respect to
12 Allergan plc's and Actavis plc's financial condition and results of operations, and to
13 correct promptly any public statements issued by Allergan plc and Actavis plc which
14 had become materially false or misleading.

15 56. Because of their positions of control and authority as senior officers, the
16 Individual Defendants were able to, and did, control the contents of the various reports,
17 press releases and public filings which Allergan plc and Actavis plc disseminated in
18 the marketplace during the Class Period. Throughout the Class Period, the Individual
19 Defendants exercised their power and authority to cause Allergan plc and Actavis plc
20 to engage in the wrongful acts complained of herein. The Individual Defendants
21 therefore, were "controlling persons" of Allergan plc and Actavis plc within the
22 meaning of Section 20(a) of the Exchange Act. In this capacity, they participated in the
23 unlawful conduct alleged which artificially inflated the market price of Allergan plc
24 securities and Actavis plc securities.

25 57. Each of the Individual Defendants, therefore, acted as a controlling person
26 of Allergan plc and Actavis plc. By reason of their senior management positions and/or
27 being directors of Allergan plc and Actavis plc, each of the Individual Defendants had
28 the power to direct the actions of, and exercised the same to cause, Allergan plc and

1 Actavis plc to engage in the unlawful acts and conduct complained of herein. Each of
2 the Individual Defendants exercised control over the general operations of Allergan plc
3 and Actavis plc and possessed the power to control the specific activities which
4 comprise the primary violations about which Plaintiff and the other members of the
5 Class complain.

6 58. By reason of the above conduct, the Individual Defendants are liable
7 pursuant to Section 20(a) of the Exchange Act for the violations committed by Allergan
8 plc and Actavis plc.

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10 **PRAYER FOR RELIEF**

11 WHEREFORE, Plaintiff demands judgment against Defendants as follows:

12 A. Determining that the instant action may be maintained as a class action
13 under Rule 23 of the Federal Rules of Civil Procedure, and certifying Plaintiff as the
14 Class representative;

15 B. Requiring Defendants to pay damages sustained by Plaintiff and the Class
16 by reason of the acts and transactions alleged herein;

17 C. Awarding Plaintiff and the other members of the Class prejudgment and
18 post-judgment interest, as well as their reasonable attorneys' fees, expert fees and other
19 costs; and

20 D. Awarding such other and further relief as this Court may deem just and
21 proper.

22 **DEMAND FOR TRIAL BY JURY**
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Plaintiff hereby demands a trial by jury.

Dated: November 4, 2016 Respectfully submitted,

THE ROSEN LAW FIRM, P.A.

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