

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI**

If you purchased Blue Buffalo products in the United States, you may be entitled to a cash refund from a class action settlement.

A federal court authorized this notice. This is not a solicitation from a lawyer.

This Notice advises you of a proposed class action settlement. The settlement resolves a lawsuit over whether, after May 7, 2008, Blue Buffalo Company, Ltd. (“Blue Buffalo”) breached its True Blue Promise, which states that Blue Buffalo Products contain no chicken/poultry by-product meals, no corn, wheat or soy, and no artificial preservatives. You should read this entire Notice carefully because your legal rights are affected whether you act or not.

Your Legal Rights and Options as a Settlement Class Member	
Submit a Claim Form by April 14, 2016	This is the only way to receive a payment.
Opt Out by April 14, 2016	Get no payment. This is the only option that allows you to ever be a part of any future lawsuit against Blue Buffalo with respect to the legal claims in this case.
Object by April 14, 2016	Write to the Court if you don't like the settlement and tell the Court why you think it shouldn't be approved.
Notify by April 19, 2016 of Intention to Appear at the May 19, 2016 Hearing	Provide to the Settlement Administrator and file with the Clerk of the Court a notice of intention to appear.
Do Nothing	Do not receive a payment. Give up your legal rights to sue Blue Buffalo about the claims in this case.

Your rights and options are explained in this notice.

**Questions? Visit www.petfoodsettlement.com
Or Call (844) 245-3772
DO NOT CALL BLUE BUFFALO OR THE COURT**

What is this Notice and why is it important?

The Court sent you this Notice because you have a right to know about a proposed settlement of a class action lawsuit, and about all your options, before the Court decides whether to approve the settlement. If the Court approves it and after objections and appeals are resolved, an administrator appointed by the Court will make the payments that the settlement allows.

This Notice explains the Lawsuit, the settlement, your legal rights, what benefits are available, who is eligible for them, and how to get them.

A class action is a lawsuit in which one or more individuals sue an individual(s), company or other entity on behalf of all other people who are in a similar position. Collectively, these people are referred to as a “Class” or “Class Members.” In a class action, the court resolves certain legal issues, legal claims and defenses for all Class Members in one lawsuit, except for those who ask to be excluded from the Class. (See below for more information about excluding yourself from the Class.)

What is this Lawsuit about?

The Lawsuit claimed that labeling for Blue Buffalo pet foods (the “Products”) was false and deceptive in that it breached the True Blue Promise, which states that the Products contain no chicken/poultry by-product meals, no corn, wheat or soy, and no artificial preservatives. Blue Buffalo stands by its labeling and denies it did anything wrong.

Why is there a settlement?

The Court did not decide who was right. Instead, both sides agreed to a settlement. By agreeing to a settlement, the Parties avoid the costs and risk of a trial and the Class will get compensation. The Class Representatives and their attorneys believe that the settlement is in the best interests of the Class Members.

How do I know if I am in the Settlement Class?

To receive money from the settlement, you first have to determine if you are a Class Member. Class Members are those persons who purchased Blue Buffalo Products in the United States on and/or after May 7, 2008, up until the date this Notice was preliminarily approved. Excluded from the Class are officers, directors and employees of Blue Buffalo and its parent and/or subsidiaries, as well as judicial officers and employees of the Court.

What Blue Buffalo products are covered in this settlement?

For a complete list of Blue Buffalo Products that are covered in this settlement, please visit the settlement website at www.petfoodsettlement.com. If you bought any of these Products during the Class Period and do not exclude yourself, you are a member of the Settlement Class and cannot sue again if the Court approves the Settlement.

What cash payments does the settlement provide?

Class Members may elect a single option:

Option 1: Settlement Class Members who do not provide valid Proof of Purchase, and complete the Claim Form confirming under penalty of perjury (i) that they purchased one or more Blue Buffalo Products during the Settlement Class Period and (ii) the total sum of money spent by them on Blue Buffalo Products during the Settlement Class Period, shall receive, for each \$50 in purchases, \$5.00 in the form of a cash payment; provided, however, that recovery under this Option 1 may not exceed \$10, and provided further that a Settlement Class Member who confirms that they purchased one or more Blue Buffalo Products but did not spend at least \$50 on such purchases will nonetheless be entitled to a minimum recovery of a \$5.00 cash payment; or

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Option 2: Settlement Class Members who complete the Claim Form and provide valid Proof of Purchase showing their actual purchase(s) of Blue Buffalo Products during the Settlement Class Period shall receive, for each \$50 in purchases, \$5.00 in the form of a cash payment; provided, however, that recovery under this Option 2 may not exceed \$200. To receive payment, a Claim Form MUST be completed and either be submitted online (www.petfoodsettlement.com) or postmarked by April 14, 2016.

Class members are eligible for one claim submission per household. The actual amount a Class Member receives will depend on the amount of money available from the Settlement Fund described below and the number of claims made. If the total value of valid claims is less than the amount of money available to pay them, then Class Members submitting valid claims will receive the full amount of recovery they sought, and each award will be increased pro rata. If the total of valid claims exceeds the amount of money available to pay them, then each award will be reduced pro rata.

You may request a Claim Form online or by calling (844) 245-3772.

The Settlement Value

Blue Buffalo has agreed to fund a settlement of up to \$32,000,000. This fund will be used to pay valid claims submitted by Class Members, the costs to notify the Class about this Lawsuit and the settlement, the costs to administer the settlement, and payment of the attorneys representing the Class and related litigation expenses.

When will I get my cash payment?

Cash payments will be made if the Court gives final approval to the proposed settlement and after the final approval is no longer subject to appeal.

A Settlement Hearing is scheduled for May 19, 2016. If the Court approves the settlement and there are no appeals, the cash will be distributed approximately 45 days after the Settlement Hearing. If the Court does not approve the settlement, or if the settlement is overturned on appeal, no cash payments will be made.

How will Blue Buffalo revise its practices?

Under the settlement, Blue Buffalo has agreed to ensure that it no longer represents to the public that the Blue Buffalo Products do not include chicken or poultry by-product meal unless or until: (i) all specifications for Blue Buffalo Products have been reviewed for the purpose of ensuring that they are consistent with all packaging claims found on the product and representations regarding the products found on the Blue Buffalo website; and (ii) Blue Buffalo has reviewed its supplier relationships and has instituted practices designed to ensure that all materials provided by its suppliers comply with the applicable product specifications.

Who represents my interests in the settlement?

The Court has appointed the Plaintiffs who brought the Lawsuit as the class representatives and **KamberLaw, LLC** as the lawyers for the class, sometimes referred to in this Notice as Class Counsel. The class representatives and Class Counsel will act as your representatives for this settlement if you do not exclude yourself from the Class.

The Court has appointed Alexia Keil, Nick Hutchison, Rachael D. Stone, Maja Mackenzie, Jonathan Fisher, David Delre, Beth Cox, Lori Canale, and Derek McCusker to represent you.

Do I have to pay money to participate in the Class?

No. You will not be responsible for any cost or attorneys' fees incurred in this Lawsuit. If the Court approves the proposed settlement, Class Counsel will request that the Court award attorneys' fees in an amount not to exceed \$8,000,000. In addition, incurred costs, expenses and settlement administration fees may also be awarded by the Court from the proposed settlement fund in an amount not to exceed \$1,400,000.

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Can I exclude myself from the settlement?

You have the right not to be part of the Lawsuit by excluding yourself or “opting out” of the Class. If you wish to exclude yourself, you must send a letter or postcard, postmarked no later than April 14, 2016 to Blue Buffalo Class Action Settlement Administrator, c/o Heffler Claims Group, P.O. Box 58730, Philadelphia, PA 19102-8730. Your letter must request exclusion from the Class and must be signed by you. You must include your full name, address and telephone number. If you do not include the required information or submit your request for exclusion on time, you will remain a Class Member and be bound by the settlement and Final Judgment and Order. If you exclude yourself from the Class, you give up your right to receive any money from the settlement, you will not be bound by the settlement or Final Judgment and Order, and you will not be barred from pursuing any individual claim you may otherwise have relating to the subject matter of the Lawsuit.

I wish to object to the Settlement. What do I do?

If there is something about the settlement that you do not like, you may file an objection and may appear with an attorney at your own cost. You will still be in the settlement class, remain a Class Member, and will receive benefits if the settlement is approved and you timely submit your Claim Form. ***Even if you object, you may return the Claim Form to receive a cash payment.*** If you want to object, you must submit your objection in writing to the Court, Class Counsel, and Blue Buffalo’s Counsel. Your objection must include:

- (1) Your name, address, telephone number, and, if available, your e-mail address;
- (2) Your signature;
- (3) The reasons why you object;
- (4) Whether you intend to appear at the Final Approval Hearing;
- (5) The case name and number of this lawsuit, which is IN RE BLUE BUFFALO COMPANY, LTD. MARKETING AND SALES PRACTICES LITIGATION, Case No. 14-md-02562-RWS; and
- (6) If you are represented by a lawyer, the name, address and telephone number of that lawyer.

You must file your written objection with the Court no later than April 14, 2016, by mail or in person with the Clerk of Court, United States District Court for the Eastern District of Missouri, 111 South 10th Street, St. Louis, Missouri 63102. You **must** also send a copy of your objection to Class Counsel and Blue Buffalo’s Counsel at:

Counsel for Plaintiff:
Scott A. Kamber
KamberLaw, LLC
8816 Manchester Road
Box 250
St. Louis, MO 63144

Counsel for Defendant:
Steven A. Zalesin
Patterson Belknap Webb & Tyler LLP
1133 Avenue of the Americas
New York, NY 10036

All objections must be received by the attorneys for the parties and by the Court by April 14, 2016 or your objection will not be considered.

If you have timely objected and you intend to make an appearance at the fairness hearing individually or through an attorney, you **must provide notice to the Settlement Administrator and must file with the Clerk of the Court a notice of intention to appear no later than April 19, 2016.**

Administrator
Blue Buffalo Settlement
c/o Heffler Claims Group
P.O. Box 58730
Philadelphia, PA 19102-8730

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Clerk of Court
United States District Court for the
Eastern District of Missouri
111 South 10th Street
St. Louis, Missouri 63102

When and where will the Court decide whether to approve the settlement?

The Court has scheduled a Fairness Hearing on May 19, 2016, before Judge Rodney W. Sippel in the United States District Court for the Eastern District of Missouri, 111 South 10th Street, St. Louis, Missouri 63102 in Courtroom 16 South. At this hearing, the Court will consider whether the settlement is fair, reasonable, and adequate. If there are objections, the Court will consider them. The Court may also decide how much to pay the attorneys for the Class. After the hearing the Court will decide whether to grant final approval of the settlement. We do not know how long these decisions will take.

Where do I get more information?

Complete copies of the pleadings and other documents filed in this Litigation may be examined and copied during regular office hours at the Clerk of the Court, United States District for the Eastern District of Missouri, 111 South 10th Street, St. Louis, Missouri 63102.

The Settlement Agreement, Claim Form and other information are also available at www.petfoodsettlement.com.

**PLEASE DO NOT CALL OR WRITE BLUE BUFFALO OR THE COURT
FOR ADDITIONAL INFORMATION OR ADVICE**

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