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SÖ ÖÁÜWÞVÝ
ÚWÚÖÜWÜÁÜWÜVÁÖŠÖÜS
ÖEÖSÖÖ
ÖEÜÖÁKÍ EEEJÍ I EÁÜÖE

Hon. Marshall Ferguson

SUPERIOR COURT OF WASHINGTON FOR KING COUNTY

STATE OF WASHINGTON,

Plaintiff,

v.

THE KROGER CO., ET AL.,

Defendants.

No. 24-2-00977-9 SEA

NOTICE OF APPEAL TO COURT
OF APPEALS, DIVISION I

Defendants The Kroger Co. and Kettle Merger Sub, Inc. (collectively, “Kroger”), Albertsons Companies, Inc., Albertson’s Companies Specialty Care, LLC, Albertson’s LLC, and Albertson’s Stores Sub LLC (collectively, “Albertsons”) seek review by Division I of the Washington State Court of Appeals of the King County Superior Court’s February 26, 2025 Judgment as well as orders and rulings that may be entered after the Judgment identified in RAP 2.4(g). A copy of the Judgment is attached to this notice.

RESPECTFULLY SUBMITTED this 27th of March, 2025.

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CERTIFICATE OF SERVICE

I certify that on this date I arranged for a copy of the foregoing document to be served on the parties listed below by King County eFiling Application and email:

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DATED this 27th day of March, 2025.

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ATTACHMENT

JUDGMENT ISSUED FEBRUARY 26, 2025

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The Honorable Marshall Ferguson

**STATE OF WASHINGTON
KING COUNTY SUPERIOR COURT**

STATE OF WASHINGTON,

Plaintiff,

v.

THE KROGER CO., ET AL.

Defendants.

CAUSE NO. 24-2-00977-9
~~PROPOSED~~ JUDGMENT
Clerk's Action Required

MF

JUDGMENT SUMMARY

- 1. Judgment Creditor: State of Washington
- 2. Judgment Debtors: The Kroger Co.; Kettle Merger Sub, Inc.; Albertsons Companies, Inc.; Albertson's Companies Specialty Care, LLC.; Albertson's LLC; and Albertson's Stores Sub LLC.
- 3. Non-Monetary Judgment: Declaratory Judgment and Injunctive Relief
- 4. Attorney Fees: Attorney Fees and Expenses will be determined pursuant to CR 54(d)(2) and the Court hereby extends the State's deadline to file its Petition for Attorney Fees and Expenses to March 14, 2025
- 5. Costs: Costs and Disbursements will be determined pursuant to CR 54(d)(1)
- 6. Attorney Fees, Costs and Other Recovery Amounts shall accrue Interest as reflected in an Amended Judgment that memorializes the Court's decision on the State's Petition for Attorney Fees and Expenses.
- 7. Attorneys for Judgment Creditor: Paula Pera C.
Amy Hanson

~~PROPOSED~~ JUDGMENT
CAUSE NO. 24-2-00977-9 SEA

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Jonathan Mark
Washington State Office of the Attorney
General

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Aaron Millstein, K&L Gates LLP

9. Attorney for Judgment Debtors Albertsons Companies, Inc.; Albertson's Companies Specialty Care, LLC.; Albertson's LLC; and Albertson's Stores Sub LLC:
Enu Mainigi, Beth Stewart, and William Ashworth, Williams and Connolly LLP; Claire Martirosian, McNaul Ebel Nawrot & Helgren PLLC

JUDGMENT

IT IS ORDERED, ADJUDGED AND DECREED that, for the reasons stated in the Court's Findings of Facts and Conclusions of Law, Dkt. No. 946 (Dec. 10, 2024), which are incorporated by reference herein, and as stated on the record on December 10, 2024, JUDGMENT is entered in favor of Plaintiff State of Washington and against Defendants The Kroger Co. and Kettle Merger Sub, Inc. (collectively "Kroger") and Defendants Albertsons Companies, Inc., Albertson's Companies Specialty Care, LLC., Albertson's LLC, and Albertson's Stores Sub LLC (collectively, "Albertsons" and together with Kroger "Defendants"), as follows:

1. The proposed transaction between Defendants Kroger and Albertsons through which Kroger proposes to acquire Albertsons violates RCW 19.86.060;
2. Defendants, their affiliates, successors, transferees, assignees and other officers, directors, partners, agents and employees thereof, and all other persons acting or claiming to act on their behalf or in concert with them, are PERMANENTLY ENJOINED AND RESTRAINED from consummating the proposed acquisition by Defendant Kroger of Defendant Albertsons;
3. Plaintiff, State of Washington is the prevailing party in this matter. The State is awarded its reasonable costs and attorney's fees as provided by law in an amount to be determined at a separate proceeding, which shall also establish the interest applicable to such

1 costs and fees, the date on which such interest begins to accrue, and whether Defendants shall
2 be jointly and severally liable for such costs and fees or whether the costs and fees shall be
3 apportioned in some other manner. The State shall file a Petition for Attorney Fees and
4 Expenses no later than March 14, 2025. The Defendants' Response to the State's Petition shall
5 be filed no later than May 9, 2025. The State's Reply shall be filed no later than July 7, 2025.
6 The Petition and Response shall be no more than 50 pages in length per side, and the Reply
7 shall be no more than 25 pages in length. Oral argument will not be held unless separately
8 requested. The Court will thereafter enter an Amended Judgment to memorialize the Court's
9 decision on the State's Petition.

10 DATED this 26th day of February, 2025.

11
12 
13 The Honorable Marshall Ferguson

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16 Attorney General

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