

## Colorado Subdivision Escrow Agreement

Governmental Entity:	State: CO
Authorized Official:	
Address 1:	
Address 2:	
City, State, Zip:	
Phone:	
Email:	

The governmental entity identified above (“*Governmental Entity*”) hereby provides Colorado Counties, Inc. (for counties) or the Colorado Municipal League (for municipalities) (“*Escrow Agent*”) the enclosed copies of the Governmental Entity’s endorsed Subdivision Settlement Participation Forms, to be held in escrow. The Subdivision Settlement Participation Forms apply respectively to (1) the National Settlement Agreement with McKesson Corporation, Cardinal Health, Inc., and AmerisourceBergen Corporation, dated July 21, 2021 (“*Distributor Settlement*”); and (2) the National Settlement Agreement with Janssen Pharmaceuticals, Inc., and its parent company Johnson & Johnson, dated July 21, 2021 (“*J&J Settlement*”).

### **Distributor Settlement**

The Escrow Agent shall release the Subdivision Settlement Participation Form that pertains to the Distributor Settlement to the Colorado Attorney General’s Office as soon as the percentages of populations eligible for Incentives B and C, as described in Sections IV.F.2 and IV.F.3 of the Distributor Settlement, are each 95% or more. For purposes of this Escrow Agreement, the percentages of populations eligible for Incentives B and C under the Distributor Settlement will include governmental entities that sign a Subdivision Settlement Participation Form subject to an escrow agreement and governmental entities that sign a Subdivision Settlement Participation Form that is not subject to an escrow agreement.

If the percentage of population eligible for either Incentive B or C is less than 95% by December 29, 2021, the Escrow Agent shall return the endorsed Subdivision Settlement Participation Form that pertains to the Distributor Settlement to the Governmental Entity and destroy all copies.

### **J&J Settlement**

The Escrow Agent shall release the Subdivision Settlement Participation Form that pertains to the J&J Settlement to the Colorado Attorney General’s Office as soon as the Participation or Case-Specific Resolution Levels for Incentives B and C, as described in Sections V.E.5 and V.E.6 of the J&J Settlement, are each 95% or more. For purposes of this Escrow Agreement, the Participation or Case-Specific Resolution Levels for Incentives B and C under the J&J Settlement will include governmental entities that sign a Subdivision Settlement Participation Form subject to an escrow agreement and governmental entities that sign a Subdivision Settlement Participation Form that is not subject to an escrow agreement.

If the Participation or Case-Specific Resolution Level for either Incentive B or C is less than 95% by December 29, 2021, the Escrow Agent shall return the endorsed Subdivision Settlement Participation Form that pertains to the J&J Settlement to the Governmental Entity and destroy all copies.

Colorado Subdivision Name \_\_\_\_\_

\_\_\_\_\_  
Authorized Signature

\_\_\_\_\_  
Date