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IN THE SUPERIOR COURT OF CALIFORNIA  
FOR THE COUNTY OF LOS ANGELES

Jan Graham,  
Plaintiff,  
vs.  
Bausch Health Companies Inc.;  
Bausch Health U.S., LLC;  
CVS Health Corporation;  
CVS Pharmacy, Inc.;  
Dollar General Corporation;  
Dolgen, LLC;  
Dolgen California, LLC;  
Johnson & Johnson;  
Johnson & Johnson Consumer, Inc.;  
Sanofi, S.A.;  
Sanofi US Services, Inc.;  
Chattem, Inc.;  
Target Corporation;  
Target Brands, Inc.;  
Walgreen Co.;  
Walmart Inc.;  
Davion, Inc.;  
Garcoa, Inc.;  
Personal Care Products, LLC;  
Stone Arch Capital, LLC;  
Premier Brands of America Inc.;  
Thornton Industries, Inc.; and  
Does 1-50, inclusive.  
Defendants.

Case No: **20STCV03578**  
**COMPLAINT**  
(1) Violations of Proposition 65;  
(2) Injunctive Relief  
**DEMAND FOR JURY TRIAL**

CONFORMED COPY  
ORIGINAL FILED  
Superior Court of California  
County of Los Angeles

JAN 29 2020

Sherri R. Carter, Executive Officer/Clerk of Court  
By Steven Drew, Deputy  
Steven Drew

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1 **I. INTRODUCTION**

2 1. This case is brought against the major nationwide suppliers and distributors  
3 of talcum powder products in order to address an existing public health crisis arising from  
4 the sale of products that contain multiple carcinogens and reproductive toxins. The  
5 products at issue involve nationwide retail brands, such as Johnson’s Baby, Gold Bond,  
6 and Shower to Shower. They also include private label brands distributed and sold at  
7 large nationwide retailers, including CVS, Dollar General, Target, Walgreens, and  
8 Walmart.

9 2. Under the Safe Drinking Water and Toxic Enforcement Act of 1986, Health  
10 and Safety Code section 25249.6, also known as “Proposition 65,” businesses must  
11 provide persons with a “clear and reasonable warning” before exposing individuals to  
12 chemicals known to the State to cause cancer or reproductive harm.

13 3. Proposition 65 requires businesses to provide warnings to Californians  
14 about significant exposures to chemicals that cause cancer, birth defects, or other  
15 reproductive harm. These chemicals can be in the products that Californians purchase,  
16 that are in their homes or workplaces, or that are released into the environment. By  
17 requiring that this information be provided, Proposition 65 enables Californians to make  
18 informed decisions about their exposures to these chemicals.

19 4. The named Defendants have willfully violated Proposition 65 by  
20 manufacturing, distributing, and selling products with excess levels of dangerous  
21 chemicals. Defendants have for decades manufactured, distributed, or sold talcum  
22 powder products that contain multiple chemicals at levels known to cause cancer or  
23 reproductive toxicity. The carcinogenic chemicals and reproductive toxins at issue  
24 include: (1) arsenic (inorganic oxides); (2) chromium (hexavalent compounds); and  
25 (3) lead and lead compounds. The chemicals are listed Proposition 65 chemicals known  
26 to the State to cause cancer or reproductive toxicity and are referred to herein collectively  
27 as “Listed Chemicals.”  
28

1           5.       As discussed in more detail herein, the talcum powder industry (the  
2 “Industry”) has had actual knowledge of the contamination of talcum powder products  
3 with multiple carcinogens and reproductive toxins. The Industry has also known that the  
4 presence of carcinogens and reproductive toxins within talcum powder products made the  
5 products unsafe and unfit to use in personal care.

6           6.       For many years, the Industry has taken concerted action to conceal and hide  
7 the presence of carcinogen and reproductive toxins in talcum powder products from  
8 consumers and the general public. Such actions date back to at least 1976 when the  
9 Cosmetic, Toiletry and Fragrance Association (“CTFA”) issued so-called “purity  
10 standards” for talc used in cosmetic products. The CTFA is an Industry trade association  
11 that represents cosmetic and personal care products companies. Its work has included the  
12 promulgation of the Industry specification and definition for “talc.” This definition has  
13 been utilized by the personal care product companies, including Defendants herein.

14           7.       As discussed more fully below, in 1976, the Industry adopted talc purity  
15 standards that were designed to hide the presence of carcinogen and reproductive toxins  
16 in talcum powder products. The Industry *redefined* “talc” to consist of a minimum of  
17 90% talc with the remainder “consisting of naturally associated minerals.” The Industry  
18 specification further incorporates multiple carcinogens and reproductive toxins into the  
19 Industry definition of “talc.” (Ex. A.) Unbeknownst to consumers, the Industry  
20 specification for “talc” expressly includes **arsenic (up to 3 ppm)** and **lead (up to 20 ppm**  
21 **lead)**. (Ex. A.) Other “naturally associated minerals” found in talcum powder products  
22 commonly include **hexavalent chromium**.

23           8.       By including these carcinogens and reproductive toxins in the specification  
24 for “talc,” the Industry has misleadingly marketed talcum powder products as containing  
25 pure talc and has actively and knowingly taken steps to conceal the presence of Listed  
26 Chemicals from consumers. The Industry has done so with a profiteering motive,  
27 knowing that full disclosure would lead to significant loss in sales and, even more likely,  
28 the removal of talcum powder products from the market.

1           9.       Individuals who purchase, handle, or use talcum products are unknowingly  
2 exposed to Listed Chemicals in the course of the intended and reasonably foreseeable use  
3 of the products. This exposure has and continues to contribute to increased risk of cancer  
4 and reproductive toxicity to unsuspecting consumers.

5           10.       Tragically, there is a growing body of scientific evidence linking the use of  
6 talcum powder to ovarian cancer. In fact, the health risks related to the use of talcum  
7 powder and its contribution to an increased risk of ovarian cancer is now well  
8 documented and widely accepted within the scientific community. This evidence has  
9 been ignored by the Industry, including Defendants herein, who have exposed consumers  
10 in California and throughout the nation to toxic and carcinogenic products without first  
11 warning consumers of the presence of Listed Chemicals in talcum powder.

12           11.       Defendants' conduct violates Proposition 65 and has caused substantial  
13 harm to California consumers and the general public. Plaintiff is entitled to relief,  
14 including injunctive relief, and civil penalties.

## 15       **II.    JURISDICTION AND VENUE**

### 16           **A.    Jurisdiction**

17           12.       This Court has jurisdiction pursuant to California Constitution Article VI,  
18 section 10, which grants the Superior Court "original jurisdiction in all causes  
19 except those given by statute to other trial courts." The statute under which this action is  
20 brought does not specify any other basis for jurisdiction.

21           13.       This Court has personal jurisdiction over Defendants because they do  
22 business in California and have purposefully availed themselves of the privilege of  
23 conducting business activities within the State. Defendants have intentionally availed  
24 themselves of the California market through the supply and distribution, sale, marketing,  
25 and use of talcum powder products in California and have sufficient minimum contacts  
26 with California so as to render the exercise of jurisdiction over them by the California  
27 courts consistent with traditional notions of fair play and substantial justice.



1           14. Plaintiff has complied with the procedural notice requirements of  
2 Proposition 65. This action is commenced more than 60 days from the date that Plaintiff  
3 gave notice of alleged violations of Section 25249.6 that are the subject of this private  
4 action to the Attorney General and the district attorney, city attorney, or prosecutor in  
5 whose jurisdiction the violations are alleged to have occurred, and to Defendants.  
6 Plaintiff is informed and believes that neither the Attorney General, any district attorney,  
7 any city attorney, nor any prosecutor has commenced and is diligently prosecuting an  
8 action against the violations at issue herein.

9           **B. Venue**

10           15. Venue is proper in this Court because the cause, or part thereof, arises in  
11 Los Angeles County because Defendants' products are sold and consumed in this county.  
12 Defendants have violated or threaten to violate California law in Los Angeles County.

13           **III. PARTIES**

14           **A. Plaintiff Jan Graham**

15           16. Plaintiff Jan Graham is a citizen of the State of California and a person  
16 within the meaning of Health & Safety Code section 25118. Ms. Graham brings this  
17 action in the public interest pursuant to California Health & Safety Code section  
18 25249.7(d).

19           **B. Defendants**

20                   **1. Direct Distributor and Retail Seller Defendants**

21                           **a. Bausch Health**

22           17. Defendant Bausch Health Companies Inc. ("Bausch Health") is a  
23 multinational pharmaceutical company with its headquarters in Laval, Canada and United  
24 States headquarters in Bridgewater, New Jersey. Bausch Health develops, manufactures,  
25 and markets pharmaceutical products and over-the-counter personal care products.  
26 Bausch Health's product line includes talcum powder products under the "Shower to  
27 Shower" brand. Bausch Health is a person doing business within the meaning of Health  
28

1 and Safety Code section 25249.11. On information and belief, and based on investigation  
2 of counsel, Bausch Health is a business entity with ten or more employees in its business.

3 18. Defendant Bausch Health U.S., LLC (“Bausch U.S.”) is a Delaware limited  
4 liability company with its principal place of business in Bridgewater, New Jersey. Bausch  
5 U.S. is a Bausch Health subsidiary. On information and belief, Bausch U.S. is responsible  
6 for the distribution of “Shower to Shower” branded talcum powder products in the United  
7 States. Bausch U.S. is a person doing business within the meaning of Health and Safety  
8 Code section 25249.11. On information and belief, and based on investigation of counsel,  
9 Bausch Health U.S. is a business entity with ten or more employees in its business.

10 19. On information and belief, Bausch Health and Bausch U.S. have authorized  
11 the manufacturing, distribution, or sale within the State of California of talcum powder  
12 products under the “Shower to Shower” brand name that contain multiple Listed  
13 Chemicals without first giving clear and reasonable warning. On information and belief,  
14 “Shower to Shower” is a brand that is owned or controlled by Bausch Health, and the  
15 “Shower to Shower” trademark is owned by a Bausch Health affiliated entity.

16 **b. CVS Health**

17 20. Defendant CVS Health Corporation (“CVS Health”) is a Delaware  
18 corporation with its principal place of business in Woonsocket, Rhode Island. CVS  
19 Health is a health care company that owns and operates CVS Pharmacy, the largest retail  
20 pharmacy in the United States. As part of its business, CVS Health markets and sells  
21 private label talcum powder products under the “CVS Health” brand. CVS Health is a  
22 person doing business within the meaning of Health and Safety Code section 25249.11.  
23 On information and belief, and based on investigation of counsel, CVS Health is a  
24 business entity with ten or more employees in its business.

25 21. Defendant CVS Pharmacy, Inc. (“CVS Pharmacy”) is a Rhode Island  
26 corporation with its principal place of business in Woonsocket, Rhode Island. CVS  
27 Pharmacy is a subsidiary of CVS Health. On information and belief, CVS Pharmacy is  
28 responsible for the distribution of “CVS Health” branded talcum powder products in the

1 United States. CVS Pharmacy is a person doing business within the meaning of Health  
2 and Safety Code section 25249.11. On information and belief, and based on investigation  
3 of counsel, CVS Pharmacy is a business entity with ten or more employees in its  
4 business.

5 22. On information and belief, CVS Health and CVS Pharmacy have  
6 authorized the manufacturing, distribution, or sale within the State of California of talcum  
7 powder products under the “CVS Health” brand name that contain multiple Listed  
8 Chemicals without first giving clear and reasonable warning. On information and belief,  
9 “CVS Health” is a brand that is owned or controlled by CVS Health or CVS Pharmacy,  
10 and the “CVS Health” trademark is owned by CVS Pharmacy.

11 **c. Dollar General**

12 23. Defendant Dollar General Corporation (“Dollar General”) is a Tennessee  
13 corporation with its principal place of business in Goodlettsville, Tennessee. Dollar  
14 General owns and operates a chain of retail stores throughout the United States. As of  
15 February 1, 2019, Dollar General operated 15,370 stores in 44 states, including 216 stores  
16 in California. As part of its business, Dollar General sells private label talcum powder  
17 products under the “DG” and “Rexall” brands. Dollar General is a person doing business  
18 within the meaning of Health and Safety Code section 25249.11. On information and  
19 belief, and based on investigation of counsel, Dollar General is a business entity with ten  
20 or more employees in its business.

21 24. Defendant Dolgencorp, LLC (“Dolgencorp”) is a Kentucky limited liability  
22 company with its principal place of business in Goodlettsville, Tennessee. Dolgencorp is  
23 a subsidiary of Dollar General. On information and belief, Dolgencorp is responsible for  
24 the distribution of “DG” and “Rexall” branded talcum powder products in the United  
25 States. Dolgencorp is a person doing business within the meaning of Health and Safety  
26 Code section 25249.11. On information and belief, Dolgencorp is a business entity with  
27 ten or more employees in its business.



1 “Johnson’s Baby” branded talcum powder products in the United States. JJCI is a person  
2 doing business within the meaning of Health and Safety Code section 25249.11. On  
3 information and belief, and based on investigation of counsel, JJCI is a business entity  
4 with ten or more employees in its business.

5 29. On information and belief, J&J and JJCI have authorized the  
6 manufacturing, distribution, or sale within the State of California of talcum powder  
7 products under the “Johnson’s Baby” brand names that contain multiple Listed  
8 Chemicals without first giving clear and reasonable warning. On information and belief,  
9 “Johnson’s Baby” is a brand that is owned or controlled by J&J and JJCI, and the  
10 “Johnson’s Baby” trademark is owned by J&J.

11 **e. Sanofi**

12 30. Defendant Sanofi, S.A. (“Sanofi”) is a French company with its principal  
13 place of business in Paris, France. Sanofi is a multinational pharmaceutical company that  
14 develops, manufactures, and markets pharmaceutical products, over-the-counter (“OTC”)  
15 medication, and personal care products. Sanofi’s consumer product line includes talcum  
16 powder products under the “Gold Bond” and “Gold Bond Ultimate” brand names. Sanofi  
17 is a person doing business within the meaning of Health and Safety Code section  
18 25249.11. On information and belief, and based on investigation of counsel, Sanofi is a  
19 business entity with ten or more employees in its business.

20 31. Defendant Sanofi US Services, Inc. (“Sanofi US”) is a Delaware  
21 corporation with its principal place of business in Bridgewater, New Jersey. Sanofi US is  
22 a subsidiary of Sanofi. Sanofi US is responsible for portions of Sanofi’s business in the  
23 United States and is comprised of five business units. Sanofi US’s OTC product  
24 responsibilities include the marketing of “Gold Bond” branded talcum powder products.  
25 Sanofi US is a person doing business within the meaning of Health and Safety Code  
26 section 25249.11. On information and belief, and based on investigation of counsel,  
27 Sanofi US is a business entity with ten or more employees in its business.



1 Brands is a person doing business within the meaning of Health and Safety Code section  
2 25249.11. On information and belief, and based on investigation of counsel, Target  
3 Brands is a business entity with ten or more employees in its business.

4 36. On information and belief, Target and Target Brands have authorized the  
5 manufacturing, distribution, or sale within the State of California of talcum powder  
6 products under the “Up&Up” brand name that contain multiple Listed Chemicals without  
7 first giving clear and reasonable warning. On information and belief, “Up&Up” is a  
8 brand that is owned or controlled by Target, and the “Up&Up” trademark is owned by  
9 Target Brands.

10 **g. Walgreens**

11 37. Defendant Walgreen Co. (“Walgreens”) is an Illinois corporation with its  
12 principal place of business in Deerfield, Illinois. Walgreens operates as the second-largest  
13 pharmacy store chain in the United States. As part of its business, Walgreens markets and  
14 sells private label talcum powder products under the “Walgreens” and “Well Beginnings”  
15 brands. Walgreens is a person doing business within the meaning of Health and Safety  
16 Code section 25249.11. On information and belief, and based on investigation of counsel,  
17 Walgreens is a business entity with ten or more employees in its business.

18 38. On information and belief, and based on investigation of counsel,  
19 Walgreens has authorized the manufacturing, distribution, or sale within the State of  
20 California of talcum powder products under the “Walgreens” and “Well Beginnings”  
21 brand names that contain multiple Listed Chemicals without first giving clear and  
22 reasonable warning. On information and belief, “Walgreens” and “Well Beginnings” are  
23 brands and trademarks that are owned or controlled by Walgreens.

24 **h. Walmart**

25 39. Defendant Walmart Inc. (“Walmart”) is a Delaware corporation with its  
26 principal place of business in Bentonville, Arkansas. Walmart operates the largest retail  
27 store chain in the United States and the world by revenue. As of July 31, 2019, Walmart  
28 operates 5,362 stores in the United States, including 310 stores in California. As part of

1 its business, Walmart markets and sells private label talcum powder products under the  
2 “Equate” brand. Walmart is a person doing business within the meaning of Health and  
3 Safety Code section 25249.11. On information and belief, and based on investigation of  
4 counsel, Walmart is a business entity with ten or more employees in its business.

5 40. On information and belief, Walmart has authorized the manufacturing,  
6 distribution, or sale within the State of California of talcum powder products under the  
7 “Equate” brand name that contain multiple Listed Chemicals without first giving clear  
8 and reasonable warning. On information and belief, “Equate” is a brand that is owned or  
9 controlled by Walmart, and the “Equate” trademark is owned by a Walmart affiliated  
10 entity.

## 11 2. Supplier Defendants

### 12 a. Davion

13 41. Defendant Davion, Inc. (“Davion”) is a New Jersey corporation with its  
14 principal place of business in New Brunswick, New Jersey. Davion is one of the largest  
15 private label and contract manufacturers of personal care products in the United States.  
16 Davion develops, manufactures, or distributes numerous private label products, including  
17 talcum powder products, to its clients in both domestic and international markets.  
18 Davion’s clients include CVS, Dollar General, and Walgreens.

19 42. Davion is a person doing business within the meaning of Health and Safety  
20 Code section 25249.11. On information and belief, and based on investigation of counsel,  
21 Davion is a business entity with ten or more employees in its business.

### 22 b. Garcoa

23 43. Defendant Garcoa, Inc. (“Garcoa”) is an Ohio corporation with its principal  
24 place of business in Calabasas, California. Garcoa is a private label, controlled label, and  
25 contract manufacturer of personal care products in the United States. Garcoa develops,  
26 manufactures, or distributes numerous private label products, including talcum powder  
27 products, to its clients. Davion’s clients include Walgreens.





1 counsel, at all relevant times Stone Arch has been a business entity with ten or more  
2 employees in its business.

3 **d. Premier Brands**

4 49. Defendant Premier Brands of America Inc. (“Premier Brands”) is a New  
5 York corporation with its principal place of business in White Plains, New York. Premier  
6 Brands is a private label manufacturer and marketer of personal care products. Premier  
7 Brands develops, manufactures, or distributes numerous private label products, including  
8 talcum powder products, to its clients. Premier Brands’ clients include Target and  
9 Walmart.

10 50. Premier Brands is a person doing business within the meaning of Health  
11 and Safety Code section 25249.11. On information and belief, and based on investigation  
12 of counsel, Premier Brands is a business entity with ten or more employees in its  
13 business.

14 **e. Thornton Industries**

15 51. Defendant Thornton Industries, Inc. (“Thornton”) is an Illinois corporation  
16 with its principal place of business in Morris, Illinois. Thornton is a private label  
17 manufacturer of talcum powder products. Thornton’s “powder division” specializes in the  
18 custom blending and filling of both talc and cornstarch-based baby powder products for  
19 over 130 different private label and national brands. Thornton’s clients include Dollar  
20 General.

21 52. Thornton is a person doing business within the meaning of Health and  
22 Safety Code section 25249.11. On information and belief, and based on investigation of  
23 counsel, Thornton is a business entity with ten or more employees in its business.

24 **3. Doe Defendants**

25 53. Plaintiff is ignorant of the true names or capacities of Defendants sued  
26 herein as Doe 1 through Doe 50, and therefore sues these Defendants by such fictitious  
27 names. Plaintiff further alleges that each fictitious Doe Defendant is in some manner  
28 responsible for the acts and occurrences set forth in the Complaint. Plaintiff will amend

1 this Complaint to show their true names and capacities when the same are ascertained, as  
2 well as the manner in which each fictitious Defendant is responsible for the damages  
3 sustained by Plaintiff.

#### 4 **IV. FACTUAL BACKGROUND**

##### 5 **A. About Talc**

6 54. Talc is a clay mineral that is mined from underground deposits. Talc is  
7 composed of hydrated magnesium silicate with the chemical formula of  $Mg_3Si_4O_{10}(OH)_2$ .  
8 Talc is the softest mineral on earth. It is the main ingredient in consumer “talcum  
9 powder” products.

10 55. Because talc is mined from underground deposits, it is commonly  
11 contaminated with other chemicals found in talc powder deposits. Such chemicals include  
12 toxic heavy metals such as arsenic, hexavalent chromium, and lead. Contamination with  
13 arsenic, hexavalent chromium, and lead is nearly ubiquitous in talcum powder products.  
14 Indeed, the contamination is widely known within the Industry and acknowledged in the  
15 Industry’s specification for “talc” and “cosmetic talc.”

16 56. As a powder, talc absorbs moisture well and helps cut down on friction. It  
17 is touted and marketed by the Industry for keeping skin dry and helping to prevent rashes.  
18 Talc is widely used in cosmetic products such as baby powder, adult body powder, and  
19 foot powder.

20 57. For decades, for example, the talcum powder and cosmetic industries have  
21 marketed talcum powder to consumers for use as a feminine hygiene product and for use  
22 on babies for prevention or treatment of diaper rash. Images of smiling women and bare-  
23 bottomed babies have graced talcum powder advertisements for decades.

24 58. The Industry has marketed and sold talcum powder to unsuspecting  
25 consumers despite the Industry having decades of knowledge regarding the presence  
26 carcinogens and reproductive toxins (including Listed Chemicals) in talcum powder  
27 products.

1           **B. The Industry Has Had Knowledge of the Contamination of**  
2           **Talcum Powder Products with Multiple Carcinogens and**  
3           **Reproductive Toxins.**

4           **1. The Industry Has Knowingly and Intentionally Utilized a**  
5           **Deceptive and Misleading Definition of Talc that is**  
6           **Designed to Conceal the Presence of Listed Chemicals in**  
7           **Talcum Powder Products.**

8           59. The Industry’s knowledge regarding the presence of carcinogens in talcum  
9 powder products spans several decades, but the Industry has knowingly failed disclose  
10 the presence of carcinogens and reproductive toxins in talcum powder products to  
11 consumers and the general public.

12           60. The Industry’s knowledge regarding the presence of carcinogens in talcum  
13 powder dates back to at least 1976, when the Cosmetic, Toiletry, and Fragrance  
14 Association (“CTFA”) promulgated so-called “purity standards” for  
15 “talc.” The Industry purity standards and specifications for talc are knowingly and  
16 intentionally designed to conceal the presence of carcinogens and reproductive toxins in  
17 talcum powder products.

18           61. In 1976, the Industry expressly *redefined* “talc” to consist of a minimum of  
19 90% hydrated magnesium silicate, with the remainder consisting of *naturally associated*  
20 *minerals*. (Ex. A; emphasis added) Unbeknownst to consumers, the Industry  
21 specification for “talc” expressly includes arsenic (up to 3 ppm) and lead (up to 20 ppm  
22 lead). (Ex. A.)

23           62. The presence of Listed Chemicals and the necessity for Proposition 65  
24 warnings has been well known within the industry since before the enactment of  
25 Proposition 65. In fact, the need for Proposition 65 warnings has been acknowledged  
26 within Material Safety Data Sheets utilized by talc suppliers. By way of example, a  
27 Material Safety Data Sheet utilized by Brenntag, a leading supplier of talc within the  
28 Industry, states as follows:

**CALIFORNIA PROPOSITION 65: TALC MAY  
CONTAIN THE FOLLOWING PROPOSITION 65  
REGULATED CHEMICALS IN THE FOLLOWING  
TYPICAL AMOUNTS:**

ARSENIC	2 PPM
CADMIUM	2 PPM
CHROMIUM	0.5 PPM
MERCURY	0.5 PPM
LEAD	5 PPM
CRYSTALLINE SILICA	1.0%. MAXIMUM

THESE CHEMICALS ARE PRESENT AS IMPURITIES  
AND OCCUR AS A RESULT OF THEIR NATURAL  
PRESENCE IN THE ORE FROM WHICH THE TALC IS  
PRODUCED.

(Ex. B. at p. 5.)

63. Instead of warning consumer regarding the presence of Proposition 65 Listed Chemicals, CTFA and the Industry has utilized the term “cosmetic talc” and redefined “talc” used in cosmetic products to hide the presence of multiple carcinogens and reproductive toxins in talcum powder products. The Industry has done so in a patent effort to mislead consumers and the general public that the talc used in cosmetics was free of carcinogens or reproductive toxins. On information and belief, all Defendants herein have utilized a deceptive and misleading definition of “talc” in an effort to conceal the presence of multiple Listed Chemicals from end users and the general public.

**2. All Defendants Have Knowingly Concealed the Presence of Carcinogens and Reproductive Toxins.**

64. Plaintiff is informed and believes that the manufacturers and distributors of talcum powder products (including all Defendants herein) have adopted and knowingly benefited from the CTFA’s specifications and so-called purity standards. All Defendants have benefited from the Industry specification for “talc,” which intentionally conceals the presence of multiple reproductive toxins and carcinogens in the talcum powder products peddled by Defendants.

65. On information and belief, all Defendants have knowingly concealed the presence of multiple Listed Chemicals to consumers and the general public by adopting CTFA’s specification and definition of “talc” or “cosmetic talc.” They have done so with

1 a profiteering motive, knowing that full disclosure would lead to significant loss in sales  
2 and the removal of talcum powder products from the market.

3 **a. Johnson’s Baby Powder Utilizes a Deceptive Ingredients**  
4 **Description that Conceals Presence of Carcinogens and**  
5 **Reproductive Toxins.**

6 66. J&J and JJCI deceptively disclosed the following ingredients for Johnson’s  
7 Baby Powder:

8 **Talc\***, Fragrance

9 \*Naturally derived ingredient.

10 The “ingredients” description on Johnson’s Baby Powder product packaging is pictured  
11 below:



1           67. By way of example, when the Industry’s definition of “**talc**” is more fully  
2 spelled out, the true ingredients for Johnson’s Baby Powder are revealed as follows:

3                   An essentially white, odorless, fine powder which is ground from naturally  
4 occurring rock ore. It consists of a minimum of 90% hydrated magnesium  
5 silicate, with the remainder consisting of *naturally associated minerals*  
6 such as calcite, chlorite, dolomite, kaolin, and magnesite [and *arsenic (up*  
7 *to 3 ppm) and lead (up to 20 ppm lead)*], and containing no detectable  
8 fibrous asbestos minerals\*, Fragrance

9                   \*Naturally derived ingredient

10           Other “naturally associated minerals” found in Johnson Baby Powder products  
11 commonly include **hexavalent chromium**.

12           68. On information and belief, J&J and JJCI have knowingly concealed the  
13 presence of multiple Listed Chemicals to consumers and the general public by adopting  
14 CTFA’s specification and definition of “talc” or “cosmetic talc.” They have done so with  
15 a profiteering motive, knowing that full disclosure would lead to significant loss in sales  
16 and the removal of talcum powder products from the market.

17                   **b. Shower to Shower Products Utilize a Deceptive  
18 Ingredients Description that Conceals Presence of  
19 Carcinogens and Reproductive Toxins.**

20           69. Bausch Health and Bausch U.S. have deceptively disclosed the following  
21 ingredients for Shower to Shower Products:

22                   Zea Mays (corn) starch, **Talc**, Sodium Bicarbonate,  
23 Tricalcium Phosphate, Fragrance, Maltodextrin.

24           All Shower to Shower Products at issue herein utilize the same “ingredient” description  
25 and the ingredients list can be found on the products page available at:

- 26                   • [https://www.showertoshower.com/Products/Original-Fresh](https://www.showertoshower.com/Products/Original-Fresh;);
- 27                   • [https://www.showertoshower.com/Products/Morning-Fresh](https://www.showertoshower.com/Products/Morning-Fresh;); and
- 28                   • <https://www.showertoshower.com/Products/Sport.>

29           70. When the Industry’s definition of “**talc**” is more fully spelled out, the true  
30 ingredients for Shower to Shower products are revealed to include multiple carcinogens

1 and reproductive toxins, including **arsenic (up to 3 ppm)** and **lead (up to 20 ppm lead)**.  
2 Other “naturally associated minerals” found in Shower to Shower products commonly  
3 include **hexavalent chromium**.

4 71. On information and belief, Bausch Health and Bausch U.S. have knowingly  
5 concealed the presence of multiple Listed Chemicals from consumers and the general  
6 public by adopting CTFA’s specification and definition of “talc” or “cosmetic talc.” They  
7 have done so with a profiteering motive, knowing that full disclosure would lead to  
8 significant loss in sales and the removal of talcum powder products from the market.

9 **c. Gold Bond Products Utilize a Deceptive Ingredients**  
10 **Description that Conceals Presence of Carcinogens and**  
11 **Reproductive Toxins.**

12 72. Sanofi, Sanofi US, and Chattem have deceptively disclosed the following  
13 ingredients for Gold Bond products at issue herein:

14 • ***Gold Bond Medicated Original Strength Body Powder***

15 **Talc**, zinc oxide, acacia senegal gum, eucalyptol, methyl salicylate,  
16 salicylic acid, thymol, zinc stearate (309-004)

17 • ***Gold Bond Medicated Extra Strength Body Powder***

18 **Talc**, zinc oxide, acacia senegal gum, eucalyptol, methyl salicylate,  
19 salicylic acid, thymol, zinc stearate (309-006)

20 • ***Gold Bond Ultimate Men’s Essential Body Powder***

21 **Talc**, zinc oxide, fragrance, sodium bicarbonate, aloe barbadensis leaf  
22 extract, tocopheryl acetate, acacia senegal gum, menthol, menthyl  
23 lactate, zinc stearate (309-170)

24 • ***Gold Bond Maximum Strength Foot Powder***

25 **Talc**, sodium bicarbonate, acacia senegal gum, benzethonium chloride,  
26 eucalyptus globulus leaf oil, mentha piperita (peppermint) oil (309-167)  
27  
28





1 See <https://www.cvs.com/shop/cvs-health-protective-powder-fresh-scent-prodid-691934>.

2  
3 77. When the Industry’s definition of “**talc**” is more fully spelled out on the  
4 ingredients listed on the product packaging, the true ingredients for CVS Health branded  
5 talcum powder product are revealed to include multiple carcinogens and reproductive  
6 toxins, including **arsenic (up to 3 ppm)** and **lead (up to 20 ppm lead)**. Other “naturally  
7 associated minerals” found in CVS Health branded talcum powder products commonly  
8 include **hexavalent chromium**.

9 78. On information and belief, CVS Health and CVS Pharmacy and their  
10 supplier, Davion, have knowingly concealed the presence of multiple Listed Chemicals  
11 from consumers and the general public by adopting CTFA’s specification and definition  
12 of “talc” or “cosmetic talc.” They have done so with a profiteering motive, knowing that  
13 full disclosure would lead to significant loss in sales and the removal of talcum powder  
14 products from the market.

15 e. **Dollar General and Rexall Branded Talcum Powder**  
16 **Products Utilize a Deceptive Ingredients Description that**  
17 **Conceals Presence of Carcinogens and Reproductive**  
18 **Toxins.**

19 79. Dollar General, Dolgencorp, and Dolgen California and their supplier,  
20 Davion, deceptively disclosed the following ingredients for Dollar General and Rexall  
21 branded products at issue herein:

22 • ***DG Body Shower & Bath Body Powder***

23 **Talc**, zeo mays (corn) starch, sodium bicarbonate, tricalcium phosphate,  
24 fragrance, maltodextrin, aloe barbadensis leaf extract, anthemis, nobilis  
25 flower extract.

26 • ***DG Body Medicated Body Powder***

27 **Talc**, zinc oxide, eucalyptus gum, methyl salicylate, salicylic acid,  
28 thymol, zinc stearate.

1                   • ***Rexall Foot Powder***

2                   **Talc**, Salicylic Acid, Methyl Salicylate

3                   • ***Rexall Medicated Foot Powder***

4                   **Talc**, sodium bicarbonate, acacia, benzethonium chloride, eucalyptus  
5                   oil, peppermint oil

7           80.     Dollar General and its supplier, Thornton, deceptively disclosed the  
8 following ingredients for Dollar General branded DG Baby Powder issue herein:

9                   **Talc**, fragrance

11           81.     When the Industry’s definition of “**talc**” is more fully spelled out on the  
12 ingredients listed on the product packaging, the true ingredients for the DG and Rexall  
13 branded talcum powder product are revealed to include multiple carcinogens and  
14 reproductive toxins, including **arsenic (up to 3 ppm)** and **lead (up to 20 ppm lead)**. Other  
15 “naturally associated minerals” found in DG and Rexall branded talcum powder products  
16 commonly include **hexavalent chromium**.

17           82.     On information and belief, Dollar General, Dolgencorp, and Dolgen  
18 California and their suppliers, Davion and Thornton, have knowingly concealed the  
19 presence of multiple Listed Chemicals from consumers and the general public by  
20 adopting CTFA’s specification and definition of “talc” or “cosmetic talc.” They have  
21 done so with a profiteering motive, knowing that full disclosure would lead to significant  
22 loss in sales and the removal of talcum powder products from the market.

23                   **f.     Target Branded Up&Up Foot Powder Products Utilize a**  
24                   **Deceptive Ingredients Description that Conceals Presence**  
25                   **of Carcinogens and Reproductive Toxins.**

26           83.     Target, Target Brands, and their supplier, Premier Brands, have deceptively  
27 disclosed the following ingredients for Up&Up foot powder products:  
28

**Active Ingredients** **Purpose**

Menthol 1.0% ..... External Analgesic

...

**Inactive Ingredients**

benezethonium chloride, eucalyptus oil, gum acacia,  
peppermint oil, sodium bicarbonate, talc

84. When the Industry’s definition of “talc” is more fully spelled out, the true ingredients for Target-branded Up&Up foot powder products are revealed to include multiple carcinogens and reproductive toxins, including arsenic (up to 3 ppm) and lead (up to 20 ppm lead). Other “naturally associated minerals” found in Up&Up branded talcum powder products commonly include hexavalent chromium.

85. On information and belief, Target, Target Brands, and their supplier Premier Brand, have knowingly concealed the presence of multiple Listed Chemicals from consumers and the general public by adopting CTFA’s specification and definition of “talc” or “cosmetic talc.” They have done so with a profiteering motive, knowing that full disclosure would lead to significant loss in sales and the removal of talcum powder products from the market.

**g. Walgreens Branded Talcum Powder Products Utilize a Deceptive Ingredients Description that Conceals Presence of Carcinogens and Reproductive Toxins.**

86. Walgreens and its respective suppliers, Davion and Garcoa, deceptively disclosed the following ingredients for Walgreens branded foot powder products at issue herein:

• *Walgreens Medicated Foot Powder*

**Active Ingredients** **Purpose**

Menthol 1.0% ..... External Analgesic

...

1                   **Inactive Ingredients**

2                   **Talc**, Sodium Bicarbonate, Acacia, Benzethonium  
3                   Chloride, Eucalyptus Oil, Peppermint Oil.

4                   • ***Walgreens Medicated Odor Control Foot Powder***

5                   **Talc**, Salicylic Acid, Methyl Salicylate

6  
7                   87.     In addition, Walgreens deceptively disclosed the following ingredients for  
8     Well Beginning Baby Powder products at issue herein:

9                   **Talc**, fragrance

10  
11                  88.     When the Industry’s definition of “**talc**” is more fully spelled out, the true  
12     ingredients for the Walgreens and Well Beginnings branded product are revealed to  
13     include multiple carcinogens and reproductive toxins, including **arsenic (up to 3 ppm)**  
14     and **lead (up to 20 ppm lead)**. Other “naturally associated minerals” found in Walgreens  
15     and Well Beginnings branded talcum powder products commonly include **hexavalent**  
16     **chromium**.

17                  89.     On information and belief, Walgreens and its suppliers, Davion and  
18     Garcoa, have knowingly concealed the presence of multiple Listed Chemicals from  
19     consumers and the general public by adopting CTFA’s specification and definition of  
20     “talc” or “cosmetic talc.” They have done so with a profiteering motive, knowing that full  
21     disclosure would lead to significant loss in sales and the removal of talcum powder  
22     products from the market.

23                   **h.     Walmart Branded Talcum Powder Utilize a Deceptive**  
24                   **Ingredients Description that Conceals Presence of**  
25                   **Carcinogens and Reproductive Toxins.**

26                  90.     Walmart and its respective suppliers and importers, Personal Care Products  
27     and Stone Arch, deceptively disclosed the following ingredients for the Equate Medicated  
28     Body Powder products at issue herein:



1 their genitals and perineal area, either through direct application or by applying it to  
2 sanitary napkins. They have done so despite knowledge of the presence of multiple  
3 reproductive toxins and carcinogens in talc products. On information and belief, and  
4 based on investigation of counsel, the Industry was aware that talc products were unsafe  
5 and unfit for use in personal care and on infants with diaper rash.

6 95. The Industry was aware that talcum powder products were unfit for  
7 application on skin when the outer surface of skin or epidermal barrier<sup>1</sup> is damaged,  
8 missing, or significantly interrupted. The Industry has been similarly aware that talc-  
9 containing baby powder products were unsafe and unfit to use on babies with diaper rash.  
10 However, the Industry has marketed baby powder products for prevention of diaper rash.  
11 The Industry was similarly aware that the presence of carcinogens and reproductive  
12 toxins rendered talcum products unsafe and unfit for use in personal care. Yet, the major  
13 personal care companies, including Defendants herein, routinely procure talc that is  
14 contaminated with multiple carcinogens and reproductive toxins, and thus unfit for use in  
15 personal care. Defendants then continued to manufacture, distribute, or sell talcum  
16 powder products that contain multiple carcinogens and reproductive toxins and unfit for  
17 use for their intended purpose.

18 **D. J&J's Misconduct Is Particularly Egregious Because of its**  
19 **Socioeconomic and Racial Targeting of Underdeveloped Areas**  
20 **and Unsuspecting Minorities Communities.**

21 96. One of the most egregious and insidious acts in this case involves J&J and  
22 JJCI's response to growing public health concerns regarding the safety of talcum powder  
23 products. In 2006, the International Agency for Research on Cancer ("IARC"), an arm of  
24 the World Health Organization, began classifying cosmetic talc such as Baby Powder as  
25 possibly carcinogenic.

26 97. In response to growing scientific scrutiny, J&J failed to take action to warn  
27 consumers about health dangers, including the presence of carcinogens and reproductive

---

28 <sup>1</sup> The outer surface of the skin, the epidermis, along with its outermost layer, the stratum  
corneum, forms the epidermal barrier.

1 toxins in their products. Instead, in an effort to offset potential sale declines due to health  
2 concerns, J&J engaged in a concerted effort to expand its customer base by targeting  
3 underdeveloped areas and unsuspecting minority communities.

4 98. There is now documented and indisputable evidence regarding J&J's  
5 socioeconomic and racial targeting. J&J internal documents evidence that in response to  
6 public health concerns, J&J specifically target underdeveloped communities and minority  
7 groups.

8 99. Plaintiff is informed and believes that according to a 2006 internal J&J  
9 marketing presentation, J&J sought to target "high-propensity consumers." J&J  
10 determined that the "right place" was: "Under developed geographical areas with hot  
11 weather, and higher AA population." The term "AA" – as used in the J&J's internal  
12 presentation – referred to African-Americans. A publicly available excerpt of the  
13 marketing presentation is attached at Exhibit C.

14 100. Plaintiff is informed and believes that J&J concluded that "Powder is still  
15 considered a relevant product among AA consumers," and that "[t]his could be an  
16 opportunity." Plaintiff is further informed and believes that J&J and JJCI similarly  
17 targeted Hispanic communities.

18 101. Shockingly, in the ensuing year, J&J and JJCI turned their marketing  
19 strategy into action. Plaintiff is informed and believes that internal company documents  
20 reveal J&J and JJCI distributed Baby Powder samples through churches and beauty  
21 salons in African-American and Hispanic neighborhoods, ran digital and print  
22 promotions with weight-loss and wellness company Weight Watchers, and launched a  
23 \$300,000 radio advertising campaign in a half-dozen markets aiming to reach "curvy  
24 Southern women 18-49 skewing African American."

25 102. J&J's racial targeting has had an undue and tragic impact on unsuspecting  
26 minority groups in California, including the African American and Hispanic communities  
27 living in California.



1           103. In recent months there have been multiple media reports regarding J&J  
2 targeting minority groups and women of color in response to mounting health concerns  
3 about its talcum powder products. Two of these reports are attached as Exhibits D and E  
4 and can be found at [https://www.reuters.com/investigates/special-](https://www.reuters.com/investigates/special-report/johnsonandjohnson-marketing/)  
5 [report/johnsonandjohnson-marketing/](https://www.reuters.com/investigates/special-report/johnsonandjohnson-marketing/) and [https://www.cbc.ca/news/business/johnson-](https://www.cbc.ca/news/business/johnson-johnson-baby-powder-1.5092089)  
6 [johnson-baby-powder-1.5092089](https://www.cbc.ca/news/business/johnson-johnson-baby-powder-1.5092089).

7           **E. The Industry’s Peddling of Talcum Powder Products Has**  
8           **Resulted in a Public Health Crisis in California and the Nation.**

9           104. Talcum powder has been touted and promoted for decades by companies  
10 claiming that it helps eliminate friction, is gentle on the skin, and provides a clean,  
11 pleasant scent. It has commonly been marketed to unsuspecting mothers for prevention  
12 and reduction of babies’ diaper rashes and for use by women as a feminine hygiene  
13 product.

14           105. Tragically, a growing body of evidence has now established that using talc  
15 in the genital area can contribute to or cause ovarian cancer. Medical researchers have  
16 raised concerns about the safety of talcum powder for many years, and the link between  
17 talcum powder and ovarian cancer is now well documented.

18           **1. Early Pathology and Epidemiological Studies in the 1970s**  
19           **and 1980s Identified a Link Between Talcum Powder Use**  
20           **and Gynecological Cancers.**

21           106. In the 1970s, early pathology studies identified talc particles in urogenital  
22 tumors. In 1971, for example, researchers published a study discovering particles of talc  
23 embedded in ovarian and cervical tumors. *See* Henderson WJ, Joslin CAF, Turnbull AC,  
24 Griffiths K. Talc and carcinoma of the ovary and cervix. *J Obstet Gynecol Br Commonw*  
25 1971; 78:266–72.

26           107. In 1982, one of the first epidemiological studies on talcum powder and  
27 ovarian cancer was published. This study was conducted by Dr. Daniel Cramer and his  
28 colleagues at Harvard School of Public Health and Harvard Medical School. This study  
found a 92% increased risk in ovarian cancer with women who reported using talcum

1 powder. The study further found the greatest risk (an increased risk of 228%) occurred in  
2 women who regularly used talc on both the perineum and on sanitary napkins.

3 108. Since 1982, there have been over twenty additional epidemiologic studies  
4 providing data regarding the association of talc and ovarian cancer. Nearly all of these  
5 studies have reported an elevated risk for ovarian cancer associated with talc use in  
6 women.

## 7 2. **Epidemiological Studies in the 1980s and 1990s Resulted in** 8 **Public Health Professionals Calling for Warnings** 9 **Regarding the Potential Risks of Regular Use of Talc.**

10 109. Public health research in the 1980s and 1990s continued to document a  
11 causal connection between talcum powder usage and gynecological cancers. The research  
12 led public health professionals to call for warnings regarding the potential risks of regular  
13 use of talc in the genital area.

14 110. In 1988, for example, in a case control study of 188 women diagnosed with  
15 epithelial ovarian cancer and 539 control women, researchers at Stanford University  
16 School of Medicine found that 52% of the cancer patients habitually used talcum powder  
17 on the genital area before their cancer diagnosis. The study showed a 40% increase in risk  
18 of ovarian cancer in women that used talcum powder. *See* Whittemore AS, Wu ML,  
19 Paffenbarger RS Jr, Sarles DL, Kampert JB, Grosser S, et al. Personal and environmental  
20 characteristics related to epithelial ovarian cancer. II. Exposures to talcum powder,  
21 tobacco, alcohol, and coffee. *Am J Epidemiol* 1988; 128:1228–40.

22 111. In 1989, researchers at the London School of Hygiene and Tropical  
23 Medicine studied 235 women diagnosed with epithelial ovarian cancer and 451 controls.  
24 They reported a 100% increased risk in ovarian cancer with women who reported weekly  
25 use of talc on the genital area. Booth M, Beral V, Smith P. Risk factors for ovarian  
26 cancer: a case–control study. *Br J Cancer* 1989; 60:592–8.

27 112. In 1992, researchers at Harvard School of Public Health published results  
28 from a case control study that found a statistically significant 50% increase in the risk of  
ovarian cancer for women using talcum powder. Among women with perineal exposure

1 to talc, the risk was significantly elevated in the subgroups of women who applied it: (1)  
2 directly as a body powder (70% increase); (2) on a daily basis (80% increased risk); and  
3 (3) for more than 10 years (60% increased risk). The greatest ovarian cancer risk  
4 associated with perineal talc use was observed in the subgroup of women estimated to  
5 have made more than 10,000 applications during years when they were ovulating and had  
6 an intact genital tract (180% increased risk). *See* Harlow BL, Cramer DW, Bell DA,  
7 Welch WR. Perineal exposure to talc and ovarian cancer risk. *Obstet Gynecol.* 1992;  
8 80:19–26.

9 113. Also, in 1992, in a case-control study, researchers at the Johns Hopkins  
10 School of Public Health reported a statistically significant 70% increased risk from  
11 genital talc use and a 379% increased risk of ovarian cancer of women who used talc on  
12 sanitary napkins in their genital area. *See* Rosenblatt KA, Szklo M, Rosenshein NB.  
13 Mineral fiber exposure and the development of ovarian cancer. *Gynecol Oncol.*  
14 1992;45:20–25.

15 114. In 1999, researchers at Harvard and Dartmouth-affiliated academic  
16 hospitals reported results from a case control study that found a 60% increased risk for  
17 ovarian cancer from genital exposure to talcum powder. The study concluded that there  
18 was a significant association between the use of talc in genital hygiene and the risk of  
19 ovarian cancer that warranted *formal public health warnings*:

20  
21 Balanced against what are primarily aesthetic reasons for  
22 using talc in genital hygiene, the risk benefit decision is not  
23 complex. ***Appropriate warnings should be provided to  
24 women about the potential risks of regular use of talc in the  
25 genital area.***

26 *See* Cramer DW, Liberman RF, Titus-Ernstoff L, Welch WR, Greenberg ER,  
27 Baron JA, et al. Genital talc exposure and risk of ovarian cancer. *Int J*  
28 *Cancer* 1999;81:351–6 (emphasis added).

1                                   **3.     There is Ever-growing Scientific Consensus Regarding the**  
2                                   **Carcinogenicity of Talcum Powder Usage.**

3                   115.    Research in the 2000s and 2010s continued to document causal connection  
4                   between talcum powder usage and gynecological cancer, and has resulted in a consensus  
5                   regarding the carcinogenicity of talc.

6                   116.    In 2000, for example, researchers at University of Pennsylvania and  
7                   University of Miami reported that talc use “on all areas of the body elevated ovarian  
8                   cancer risk, even after adjustment for potentially important confounding factors.” The  
9                   study found that the risk for ovarian cancer was significantly elevated among women  
10                  who applied talc on (1) feet (40% increased risk); (2) genital/rectal area (50% increased  
11                  risk); (3) sanitary napkins (60% increased risk); and (4) underwear (70% increased risk).  
12                  See Ness RB, Grisso JA, Cottreau C, Klapper J, Vergona R, Wheeler JE, et al. Factors  
13                  related to inflammation of the ovarian epithelium and risk of ovarian cancer.  
14                  *Epidemiology* 2000;11:111–7.

15                  117.    In 2004, researchers at the California Cancer Registry and University of  
16                  California San Francisco reported a statistically significant 37% increase in risk of  
17                  ovarian cancer for women who ever used talc in the genital area. Women who were  
18                  frequent users of talc (4-7 times per week) had the highest increase in risk of ovarian  
19                  cancer (74% increased risk). See Mills PK, Riordan DG, Cress RD, Young HA. Perineal  
20                  talc exposure and epithelial ovarian cancer risk in the Central Valley of California. *Int J*  
21                  *Cancer* 2004;112:458–64.

22                  118.    In 2008, researchers at the University of Southern California published  
23                  results from a population-based case-control study in Los Angeles County on the role of  
24                  talc use and the risk of ovarian cancer. The study reported that ovarian cancer increased  
25                  significantly with increasing frequency and duration of talc use. Women with long  
26                  duration (20+ years) and frequent (at least daily) talc exposure had a 108% increased risk  
27                  for ovarian cancer. Women who were talc users and had a history of endometriosis  
28                  showed a 212% increased risk for ovarian cancer. See Wu AH, Pearce CL, Tseng CC,

1 Templeman C, Pike MC. Markers of inflammation and risk of ovarian cancer in Los  
2 Angeles County. *Int J Cancer* 2009;124:1409–15.

3 119. In 2011, researchers at Harvard School of Public Health published the  
4 results of a cohort study of 66,028 women on the association between talcum powder use  
5 and endometrial cancer in the Nurse’s Health Study. The study found that perineal talcum  
6 powder use was associated with a statistically significant 13% increase in endometrial  
7 cancer risk among all women, and a statistically significant 21% increase in risk of  
8 endometrial cancer among postmenopausal women. See Karageorgi S, Gates MA,  
9 Hankinson SE, De Vivo I. Perineal use of talcum powder and endometrial cancer risk.  
10 *Cancer Epidemiol Biomarkers Prev* 2010;19:1269–1275.

11 120. In 2013, researchers across multiple academic institutions reported results  
12 of a pooled study that analyzed the association between genital powder use and epithelial  
13 ovarian cancer risk in eight population-based case–control studies. The study reported  
14 that genital talcum powder use was associated with a 24% increased risk of epithelial  
15 ovarian cancer relative to women who never used powder. Cancer risks were also  
16 elevated for (1) invasive serous tumors (20% increased risk); (2) endometrioid (22%  
17 increased risk) and clear cell (24% increased risk) tumors; and (3) for borderline serous  
18 tumors (46% increased risk). See Terry KL, Karageorgi S, Shvetsov YB, et al; Australian  
19 Cancer Study (Ovarian Cancer); Australian Ovarian Cancer Study Group; Ovarian  
20 Cancer Association Consortium. Genital powder use and risk of ovarian cancer: a pooled  
21 analysis of 8525 cases and 9859 controls. *Cancer Prev Res.* 2013;6(8):811-821.

22 121. In 2016, researchers at Harvard School of Public Health and Harvard  
23 Medical School reported results from a case-control study that found genital talc use was  
24 associated with a 33% increased risk of ovarian cancer. The published study confirmed  
25 scientific **consensus** regarding carcinogenicity of talc use:

26 Multiple studies of ovarian cancer and genital talc use have  
27 led only to **consensus** about possible carcinogenicity.

1 See Cramer DW, Vitonis AF, Terry KL, Welch WR, Titus LJ. The association  
2 between talc use and ovarian cancer: a retrospective case-control study in two US states.  
3 *Epidemiology*. 2016;27(3):334-346 (emphasis added).

4 122. Most recently, on January 7, 2020, researchers at the National Institute of  
5 Environmental Health Sciences and multiple academic institutions reported results of a  
6 pooled study regarding the association of genital talcum powder use and ovarian cancer.  
7 The researchers calculated an 8% increase in the risk of ovarian cancer among talc users.  
8 Although this calculation did not reach statistical significance, the study reported a  
9 statistically significant 13% increase in risk of cancer among women with patent  
10 reproductive tracts (*i.e.*, having an intact uterus and no tubal ligation). For “frequent” use  
11 of powder in the genital area with patent reproductive tracts, the study reported a  
12 statistically significant 19% increase in the risk of ovarian cancer. See O’Brien KM,  
13 Tworoger SS, Harris HR, et al. Association of powder use in the genital area with risk  
14 of ovarian cancer. *JAMA* [published January 7, 2020].

15 123. Despite this scientific evidence, the Industry and Defendants herein  
16 marketed talcum powder products as being safe, and they continue to conceal the health  
17 risks associated with talc, including the presence of multiple carcinogens and  
18 reproductive toxins in talcum powder products. Tragically, the Industry and, more  
19 specifically Defendants herein, continue to peddle their products to unsuspecting women  
20 (including pregnant women), infants, and children without providing warning that their  
21 products result in reproductive toxicity, cancer, and death.

22 **F. Following the Service of Plaintiff’s Notices of Violation, Multiple**  
23 **Defendants Announced or Began the Process of Instituting**  
24 **Significant Business Practice Changes**

25 124. Multiple Defendants have now either instituted or are actively in the  
26 process of instituting significant business practice changes, including removing offensive  
27 products and reformulating talc-containing talcum powder products to a cornstarch  
28 formula. Many of these business practice changes were announced or instituted following  
service of Plaintiff’s Notices of Violation and will contribute a significant public health

1 benefit to consumers in California and throughout the United States. The reformulation of  
2 talc-containing talcum powder products to a cornstarch formula demonstrates the  
3 feasibility of reformulation and injunctive relief.

4 **1. Bausch Has Announced that It has Begun the Process of**  
5 **Reformulating “Shower to Shower” Branded Body Powder**  
6 **Products.**

7 125. On November 6, 2019, approximately six months after Plaintiff served her  
8 NOV on Bausch, Bloomberg reported that Bausch had begun the process of  
9 reformulating “Shower to Shower” products to replace talc with cornstarch. The planned  
10 reformulation of “Shower to Shower” products confers a substantial public health benefit  
11 to consumers in California and throughout the country.

12 126. Despite Bausch beginning the process of instituting business practice  
13 changes, in the absence of an injunction issued by this Court, there is a substantial  
14 probability Proposition 65 violations will continue to occur. Notably, Bausch has sold  
15 and continues to sell offensive products even after the expiration of Plaintiff’s NOV.  
16 Similarly, Bausch’s website continued to advertise talc-containing “Shower to Shower”  
17 products and provided consumers links to online retailers selling talc-containing “Shower  
18 to Shower” products. There is a substantial probability that Bausch will continue the sale  
19 of talc-containing body powder products in absence of an injunction.

20 **2. Dollar General Has Begun the Process of Reformulating its**  
21 **DG Branded Baby Powder Product and Instituting Business**  
22 **Practice Changes Related to DG Branded Body Powder**  
23 **Products.**

24 127. Based on investigation of counsel, Plaintiff is informed and believes that  
25 Dollar General is in the process of implementing major business practice changes with  
26 respect to its private label talcum powder products. These changes involve its baby  
27 powder, body powder, and foot powder products identified in Plaintiff’s NOV.

28 128. Specifically, Dollar General has initiated the process of reformulating its  
talc-containing DG Baby Powder by replacing talc with cornstarch. On information and  
belief, and based on investigation of counsel, Dollar General has pulled or is in the

1 process of removing “DG” branded body powder products from store shelves. These  
2 changes confer a significant benefit to consumers and, in particular, unsuspecting infants  
3 and women who otherwise have been placed at heightened risk for cancer and  
4 reproductive harm through the use body powder products.

5 129. Despite Dollar General beginning the process of instituting business  
6 practice changes, in absence of an injunction issued by this Court, there is a substantial  
7 probability Proposition 65 violations will continue to occur. Notably, Dollar General has  
8 sold offensive products even after the expiration of Plaintiff’s NOV and appears to  
9 continue to sell “Rexall” branded foot products in California. Moreover, Davion, which  
10 supplies talc-containing products at issue to Dollar General, has failed to institute  
11 business practice changes and continues to market talcum powder products in California  
12 through Dollar General, CVS, and Walgreens. There is substantial probability that  
13 Davion and Dollar General will reinstitute the sale of all talcum powder products in the  
14 absence of an injunction.

15 **3. Sanofi, Chattem, and Walmart Concede that Gold Bond**  
16 **Products Contain Listed Chemicals Requiring a Proposition**  
17 **65 Warning.**

18 130. Based on investigation of counsel, certain “Gold Bond” branded body  
19 products sold by Walmart on walmart.com now contain the following warning:

20 **⚠ WARNING:**

21 This product contains chemicals known to the State of  
22 California to cause cancer and birth defects or other  
23 reproductive harm. [www.p65warnings.ca.gov](http://www.p65warnings.ca.gov)

24 The above-warning is provided for Gold Bond Medicated Body Powder and can be found  
25 at <https://www.walmart.com/ip/Gold-Bond-Body-Powder-Medicated-10-oz/893366>.

26 131. Based on investigation of counsel, the inclusion of the Proposition 65  
27 Warning is limited to Gold Bond Medicated Body Powder products sold on walmart.com.  
28 Sanofi, Sanofi US, and Chattem have yet to provide a warning for other Gold Bond  
products and for products sold through retailers other than Walmart. The inclusion of a  
Proposition 65 Warning for Gold Bond Medicated Body Powder products sold on



1 walmart.com further demonstrates Sanofi, Sanofi US, Chattem, and Walmart’s  
2 knowledge regarding the presence of Proposition 65 chemicals in talcum powder  
3 products.

## 4 **V. TOLLING OF THE STATUTE OF LIMITATIONS**

### 5 **A. Continuing Violation Doctrine**

6 132. Any applicable statute of limitation is suspended by the continuing  
7 violations doctrine. The doctrine’s key issue is whether the conduct complained of  
8 constitutes a continuing pattern and course of conduct. If there is a pattern, then the suit is  
9 timely so long as the action is filed within the limitation period applicable to the most  
10 recent violation, and the entire course of conduct is at issue. *Komarova v. Nat’l Credit*  
11 *Acceptance, Inc.*, 175 CA4th 324, 344 (2009) (repeated telephone calls in violation of  
12 debt collection law was clearly a continuing course of conduct because the violation  
13 occurs only through repetition); *see also Richards v. CH2M Hill, Inc.*, 26 Cal.4th 798,  
14 823 (2001); *Jumaane v. City of L.A.*, 241 Cal.App.4th 1390, 1402 (2015).

15 133. The Defendants’ conduct as alleged herein constitutes a continuing pattern  
16 and course of conduct that has occurred through repetition. Defendants engaged in an  
17 ongoing continuing pattern of conduct that includes repeated and continuous  
18 (1) manufacturing, distributing, marketing, and selling of talcum powder products that  
19 contain Listed Chemicals; (2) utilizing the Industry definition and specification for talc;  
20 and (3) knowingly and intentionally failing to disclose the presence of Listed Chemicals  
21 to consumers and the general public.

### 22 **B. Fraudulent Concealment**

23 134. Defendants had a duty to warn consumers or disclose facts related to the  
24 presence of Listed Chemicals in talcum powder products. For many years, however,  
25 Defendants have concealed facts related to the presence of Listed Chemicals in talcum  
26 powder products from the general public. As discussed herein, Defendants knowingly  
27 and intentionally failed to warn consumers and to disclose certain facts that were known  
28 only to them and that consumers and the general public could not have discovered.

1           135. Alternatively, Defendants disclosed some facts related to ingredients in  
2 their talcum powder products containing “talc,” but intentionally failed to disclose to  
3 consumers and the general public facts related Defendants’ definition of “talc” or the  
4 presence of Listed Chemicals, making the disclosure deceptive.

5           136. Consumers and the general public are unaware of the facts concealed by  
6 Defendants, and Defendants have intended to deceive consumers and the general public.  
7 The facts concealed by Defendants (*i.e.*, the presence of carcinogens and reproductive  
8 toxins) are of the type that would be relied upon and acted upon by consumers, the  
9 general public, and California regulators. Had the omitted information been disclosed,  
10 consumers and the general public would have reasonably behaved differently by not  
11 purchasing Defendants’ talcum powder products. Similarly, California regulators would  
12 have behaved differently by taking steps to address the violations herein or requiring the  
13 removal of the products at issue from the market.

14           137. Defendants’ conduct has caused substantial harm to consumers and the  
15 general public. Consumers and the general public have been harmed by virtue of  
16 purchasing countless talcum powder products that contain Listed Chemicals, and  
17 Defendants’ conduct has caused a public health tragedy.

18           138. Defendants’ failure to disclose has been with a profiteering motive,  
19 knowing the full disclosure would lead to significant loss in sales and the likely removal  
20 of talcum powder products from the market.

21           **1. Defendants’ Activities Were Inherently Self-Concealing.**

22           139. Defendants concealed facts related to the presence of Listed Chemicals in  
23 talcum powder products from consumers and the general public. Such facts are not  
24 readily available to consumers and the general public. The Industry’s and Defendants’  
25 conduct of hiding the presence of multiple carcinogens and reproductive toxins with the  
26 Industry definition of “talc” is the quintessential example of an activity that is inherently  
27 self-concealing.  
28

1           140. Discovery of the concealed facts would require consumers and the general  
2 public to conduct significant scientific testing to determine the presence of several  
3 *undisclosed* and *unknown* carcinogens and reproductive toxins. Consumers and the  
4 general public would also be required to engage in substantial guess-work regarding the  
5 identity of the specific carcinogens and reproductive toxins at issue. The required  
6 scientific testing is cost-prohibitive and not generally available to consumers at or prior to  
7 the point of purchase.

8           141. As a result of the inherently self-concealing conduct of hiding the presence  
9 of multiple Listed Chemicals, consumers of ordinary ability or intelligence could not  
10 have discovered, or with reasonable diligence, could not have discovered Defendants'  
11 concealment.

12                           **2. In Addition to Engaging in Inherently Self-Concealing**  
13                           **Conduct, Defendants Engaged in a Concerted Strategy of**  
14                           **Providing Potentially Plausible (But Deceptive) Disclosures**  
                              **Regarding Ingredients in their Products.**

15           142. As discussed more fully above, all Defendants herein disclosed the  
16 presence of “talc” as an ingredient in their talcum powder products. The disclosure of  
17 “talc” as an ingredient creates a potentially plausible (but in fact misleading) impression  
18 that the products at issue herein contain pure talc. Defendants, however, failed to disclose  
19 the term “talc” as used by the Industry is a highly manipulated and defined term that is  
20 designed to conceal the presence of multiple carcinogens and reproductive toxins in the  
21 products at issue herein.

22           143. Defendants failed to disclose multiple facts regarding the Industry  
23 definition of “talc” to consumers and the general public. Without limitation, such omitted  
24 facts include:

- 25           • that the term “**talc**” is merely defined to mean white, odorless, fine powder  
26           that is ground from naturally occurring rock ore that consists of a minimum  
              of 90% hydrated magnesium silicate;
- 27           • that the remaining 10% consists of “naturally associated minerals;”
- 28           • that multiple carcinogens and reproductive toxins are commonly found in  
              talcum powder products;

- that the Industry specification for talc expressly includes **arsenic (up to 3 ppm)** and **lead (up to 20 ppm lead)**; and
- that other “naturally associated minerals” commonly found in talcum powder products commonly include **hexavalent chromium**.

144. Defendants intentionally failed to make a full disclosure of facts related to the Industry definition of “talc” and the presence of Listed Chemicals to consumers and the general public, making Defendants’ ingredients disclosure misleading and deceptive.

## **VI. STATUTORY BACKGROUND**

145. The Safe Drinking Water and Toxic Enforcement Act of 1986 is an initiative statute passed as “Proposition 65” by a vote of the people in November 1986. The warning requirement of Proposition 65 is contained in Health and Safety Code section 25249.6, which provides:

No person in the course of doing business shall knowingly and intentionally expose any individual to a chemical known to the state to cause cancer or reproductive toxicity without first giving clear and reasonable warning to such individual, except as provided in Section 25249.10.

146. An exposure to a chemical in a consumer product is “an exposure that results from a person’s acquisition, purchase, storage, consumption, *or any reasonably foreseeable use* of a consumer product, including consumption of a food.” (27 CCR § 25600.1 (emphasis added)).

147. Proposition 65 establishes a procedure by which the State is to develop a list of chemicals “known to the State to cause cancer or reproductive toxicity.” (Health & Saf. Code, § 25249.8.) No warning need be given concerning a listed chemical until one year after the chemical first appears on the list. (Health & Saf. Code, § 25249.10(b).)

148. Proposition 65’s warning requirements apply to products that are marketed via the internet or catalogs (online or printed). (27 CCR §§ 25600.1(a), (b).) For items marketed on the internet, the website must include either the warning or a clearly-marked hyperlink using the word “WARNING” on the product display page, or by otherwise

1 prominently displaying the warning to the purchaser prior to completing the purchase.  
2 (27 CCR § 25600.1(a).) A warning is not prominently displayed if the purchaser must  
3 search for it in the general content of the website. *Id.* For catalogs, warnings must be  
4 clearly associated with corresponding products. (27 CCR § 25600.1(a).)

5 149. The California Office of Environmental Health Hazard Assessment  
6 (“OEHHA”) has provided guidance on how internet retailers can comply with the internet  
7 or catalog regulations. OEHHA has clarified that online and catalog warnings must be  
8 provided even if the product is already labeled with a warning. Even out-of-state internet  
9 retailers are required to provide a separate internet warning in addition to any warning  
10 that is placed on a product.

11 150. To guide businesses in determining whether a warning is necessary or  
12 whether discharges of a chemical into drinking water sources are prohibited, OEHHA has  
13 developed safe harbor levels. A business has “safe harbor” from Proposition 65 warning  
14 requirements or discharge prohibitions if exposure to a chemical occurs at or below these  
15 levels. These safe harbor levels consist of No Significant Risk Levels (“NSRL”) for  
16 chemicals listed as causing cancer and Maximum Allowable Dose Levels (“MADL”) for  
17 chemicals listed as causing birth defects or other reproductive harm. The burden is on  
18 businesses to show that exposure levels are below NSRL and MADL levels. (Health &  
19 Saf. Code, § 25249.10(c).)

20 151. If there is no safe harbor level for a chemical, businesses that expose  
21 individuals to that chemical would be required to provide a Proposition 65 warning,  
22 unless the business can show that the anticipated exposure level will not pose a  
23 significant risk of cancer or reproductive harm. OEHHA has adopted regulations that  
24 provide guidance for calculating a level in the absence of a safe harbor level. The  
25 Regulations are available to businesses, including Defendants herein, at Article 7 and  
26 Article 8 of Title 27, California Code of Regulations.

27 152. Any person “violating or threatening to violate” the statute may be enjoined  
28 in any court of competent jurisdiction. (Health & Saf. Code, § 25249.7.) To “threaten to

1 violate” is defined to mean “to create a condition in which there is a substantial  
2 probability that a violation will occur.” (Health & Saf. Code § 25249.11(e).) In addition,  
3 violators are liable for civil penalties of up to \$2,500 per day for each violation,  
4 recoverable in a civil action. (Health & Saf. Code § 25249.7(b).)

5 153. Private parties are given authority to enforce Proposition 65 “in the public  
6 interest” if the private party first provides written notice of a violation to the alleged  
7 violator, the Attorney General, and every District Attorney in whose jurisdiction the  
8 alleged violation occurs. If no public prosecutors commence enforcement within sixty  
9 days, the private party may sue. (Health & Saf. Code, § 25249.7(d).)

## 10 **VII. DEFENDANTS’ VIOLATION OF PROPOSITION 65**

### 11 **A. Listed Chemicals in Talcum Powder Products**

#### 12 **1. Arsenic**

13 154. Inorganic arsenic oxides are *known to be reproductive toxins* based on  
14 sufficient scientific evidence. See Evidence on Developmental and Reproductive Toxicity  
15 of Arsenic (OEHHA, 1996), available at  
16 <https://oehha.ca.gov/media/downloads/proposition-65/chemicals/hid.pdf>. In utero  
17 exposure to inorganic arsenic has been linked to high levels and increases in mortality  
18 from cancer, cardiovascular disease, and respiratory disease. *See, e.g.,* Farzan SF,  
19 Karagas MR, Chen Y. In utero and early life arsenic exposure in relation to long-term  
20 health and disease. *Toxicol Appl Pharmacol.* 2013;272:384–390, available at  
21 <https://www.ncbi.nlm.nih.gov/pmc/articles/PMC3783578/>.

22 155. “Arsenic (inorganic oxides)” was placed on the Governor’s list of  
23 chemicals known to the State of California to cause reproductive toxicity on May 1,  
24 1997. It is specifically identified under “developmental reproductive toxicity,” which  
25 means harm to the developing fetus.

#### 26 **2. Hexavalent Chromium**

27 156. Chromium hexavalent compounds are *known to be human carcinogens*  
28 based on sufficient evidence of carcinogenicity from studies in humans. *Epidemiological*

1 studies in various geographical locations have consistently reported increased risks of  
2 lung cancer associated with chromium hexavalent compounds. *See* National Toxicology  
3 Program, Chromium Hexavalent Compounds, Report on Carcinogens, Fourteenth  
4 Edition, available at  
5 <https://ntp.niehs.nih.gov/ntp/roc/content/profiles/chromiumhexavalentcompounds.pdf>.

6 157. Chromium hexavalent compounds are *known to be reproductive toxins*  
7 based on sufficient scientific evidence. *See* Evidence on the Developmental and  
8 Reproductive Toxicity of Chromium (hexavalent compounds) (OEHHA, 2009). Infants  
9 exposed to chromium hexavalent compounds *in utero* have significantly higher risk for a  
10 group of chromosomal anomalies, elevated risk for genitourinary anomalies,  
11 endometriosis, menstrual irregularities, ovarian cysts, reproductive neoplasms, and  
12 cancers. *See, e.g.,* Remy, L.L., Byers, V. & Clay, T. Reproductive outcomes after non-  
13 occupational exposure to hexavalent chromium, Willits California, 1983-2014. Environ  
14 Health 16, 18 (2017) doi:10.1186/s12940-017-0222-8, available at  
15 <https://ehjournal.biomedcentral.com/articles/10.1186/s12940-017-0222-8>.

16 158. “Chromium (hexavalent compounds)” was placed on the Governor’s list of  
17 chemicals known to the State of California to cause cancer on October 27, 1992. (Cal.  
18 Code Regs., tit. 27, § 27001(b).)

19 159. “Chromium (hexavalent compounds)” was placed on the Governor’s list of  
20 chemicals known to the State of California to cause reproductive toxicity on December  
21 19, 2008. It is specifically identified under three subcategories: (1) “developmental  
22 reproductive toxicity,” which means harm to the developing fetus; (2) “female  
23 reproductive toxicity,” which means harm to the female reproductive system, and (3)  
24 “male reproductive toxicity,” which means harm to the male reproductive system. (Cal.  
25 Code Regs., tit. 27, § 27001 (c).)

### 26 3. Lead and Lead Compounds

27 160. Lead and lead compounds are similarly *known to be human carcinogens*  
28 based on sufficient evidence of carcinogenicity from studies in humans. Lead exposure

1 has been associated with increased risk of lung, stomach, and urinary-bladder cancer in  
2 diverse human populations. See National Toxicology Program, Lead and Lead  
3 Compounds, Report on Carcinogens, Fourteenth Edition, available at  
4 <https://ntp.niehs.nih.gov/ntp/roc/content/profiles/lead.pdf>.

5 161. Lead and lead compounds are *known to be reproductive toxins* based on  
6 sufficient scientific evidence. Lead exposure is very dangerous to the female reproductive  
7 system. It can make women less fertile and can cause abnormal menstrual cycles and  
8 affect menopause. *In utero* effects in women include infertility, miscarriage, premature  
9 membrane rupture, pre-eclampsia, pregnancy hypertension, and premature delivery.

10 162. “Lead” was placed on the Governor’s list of chemicals known to the State  
11 of California to cause reproductive toxicity on February 27, 1987. It is specifically  
12 identified under three subcategories: (1) “developmental reproductive toxicity,” (2)  
13 “female reproductive toxicity,” and (3), and “male reproductive toxicity.” (Cal. Code  
14 Regs., tit. 27, § 12000(c).)

15 163. “Lead and lead compounds” were placed on the Governor’s list of  
16 chemicals known to the State of California to cause cancer on October 1, 1992. (Cal.  
17 Code Regs., tit. 27, § 27001(b).)

18 **B. Defendants have Knowingly Exposed Individuals in California to**  
19 **Chemicals Known to the State of California to Cause Cancer or**  
20 **Reproductive Toxicity Without First Giving a Clear and**  
21 **Reasonable Warning.**

22 164. As set forth more fully below, in the course of doing business, all  
23 Defendants have knowingly and intentionally exposed individuals in California to  
24 chemicals known to the State of California to cause cancer or reproductive toxicity  
25 without first giving clear and reasonable warning to such individuals within the meaning  
26 of Health and Safety Code section 25249.6.  
27  
28



1                   **1.     Bausch Health**

2                   **a.     Bausch Health and Bausch U.S.’s Violations of**  
3                   **Proposition 65**

4                   165.    Bausch Health and Bausch U.S. are manufacturers, marketers, distributors,  
5                   or sellers of talcum powder products under the “Shower to Shower” brand name. Without  
6                   limitation, such “Shower to Shower” products include Shower to Shower Original Fresh,  
7                   Shower to Shower Morning Fresh, Shower to Shower Sport products pictured below:





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18       166. Bausch Health and Bausch U.S. have authorized the distribution and sale of  
19 “Shower to Shower” products through internet and retail store outlets. “Shower to  
20 Shower” products are widely marketed and sold on both the internet and in retail stores  
21 throughout California and the United States.

22       167. Bausch Health operates<sup>2</sup> a website and online product catalog specifically  
23 dedicated to “Shower to Shower” products. *See*  
24 <https://www.showertoshower.com/Products>. Bausch Health’s “Shower to Shower”  
25 website also contains a “where to buy” page where consumers are provided with links to

26  
27       <sup>2</sup> The terms and conditions page for the Shower to Shower website expressly indicate that the  
28 website is operated by Bausch Health Companies, Inc. *See* <https://www.bauschhealth.com/terms>  
 (“Bausch Health Companies Inc. ... operates this website (the “Site”) and may operate other  
websites . . .”).

1 purchase “Shower to Shower” products online. *See*  
2 <https://www.showertoshower.com/Where-to-Buy>. Bausch also provides consumers with  
3 links to the websites for various online and brick and mortar retailers (drugstore.com,  
4 Walmart, Walgreens, Dollar General, and Kmart) where consumers may purchase  
5 “Shower to Shower” products.

6 168. The “Shower to Shower” products contain Listed Chemicals: (1) arsenic  
7 (inorganic oxides); (2) chromium (hexavalent compounds); and (3) lead and lead  
8 compounds. Individuals who purchase, handle, or use “Shower to Shower” products are  
9 exposed to Listed Chemicals in the course of the intended and reasonably foreseeable use  
10 of the products.

11 169. At all times material to this complaint, Bausch Health and Bausch U.S.  
12 have had knowledge that “Shower to Shower” products contain Listed Chemicals.

13 170. At all times material to this complaint, Bausch Health and Bausch U.S.  
14 have had knowledge that California residents purchase “Shower to Shower” products that  
15 contain Listed Chemicals.

16 171. At all times material to this complaint, Bausch Health and Bausch U.S.  
17 knew that the “Shower to Shower” products were sold throughout the United States and  
18 the State of California in large numbers, and they profited from such sales of such  
19 products to California consumers.

20 172. At all times material to this complaint, Bausch Health and Bausch U.S.  
21 have knowingly and intentionally exposed individuals within the State of California to  
22 Listed Chemicals. The exposure is knowing and intentional because it is the result of  
23 Bausch Health and Bausch U.S.’s deliberate act of authorizing the distribution and sale of  
24 products known to contain Listed Chemicals in a manner whereby these products were,  
25 and would inevitably be, sold to California residents, and with the knowledge that the  
26 intended use of these products will foreseeably result in California consumers being  
27 exposed to Listed Chemicals.



## 2. CVS Health

177. CVS Health and CVS Pharmacy are marketers, distributors, or sellers of talcum powder products sold under the “CVS Health” brand name. Without limitation, such “CVS Health” branded talcum powder products include CVS Health Protective Powder pictured below:



178. CVS Health and CVS Pharmacy authorized the distribution and sale of “CVS Health” branded talcum powder products through internet and retail store outlets. “CVS Health” talcum powder products are widely marketed and sold on both the internet and in retail stores throughout California and the United States.

179. CVS Health and CVS Pharmacy operate a website and online product catalog specifically through which they sell “CVS Health” branded products, including CVS Health Protective Powder. See <https://www.cvs.com/shop/cvs-health-protective->

1 [powder-fresh-scent-prodid-691934](#). CVS's website provides consumers the option to  
2 purchase CVS Health Protective Powder directly on the internet. *Id.* It also provides  
3 consumers the ability to check store availability at CVS Pharmacy retail locations  
4 throughout California and the United States. *Id.*

5 180. The CVS Health Protective Powder products contain Listed Chemicals:  
6 (1) chromium (hexavalent compounds); and (2) lead and lead compounds. Individuals  
7 who purchase, handle, or use the products are exposed to Listed Chemicals in the course  
8 of the intended and reasonably foreseeable use of the products.

9 181. At all times material to this complaint, CVS Health and CVS Pharmacy  
10 have had knowledge that the CVS Health Protective Powder products contain Listed  
11 Chemicals.

12 182. At all times material to this complaint, CVS Health and CVS Pharmacy  
13 have had knowledge that California residents purchase CVS Health Protective Powder  
14 products that contain Listed Chemicals.

15 183. At all times material to this complaint, CVS Health and CVS Pharmacy  
16 knew that the CVS Health Protective Powder products were sold throughout the United  
17 States and the State of California in large numbers, and they profited from such sales of  
18 such products to California consumers.

19 184. At all times material to this complaint, CVS Health and CVS Pharmacy  
20 have knowingly and intentionally exposed individuals within the State of California to  
21 Listed Chemicals. The exposure is knowing and intentional because it is the result of the  
22 CVS Health and CVS Pharmacy's deliberate act of authorizing the distribution and sale  
23 of products known to contain Listed Chemicals in a manner whereby these products  
24 were, and would inevitably be, sold to California residents, and with the knowledge that  
25 the intended use of these products will foreseeably result in California consumers being  
26 exposed to Listed Chemicals.

27 185. CVS Health and CVS Pharmacy have failed to provide clear and reasonable  
28 warnings that the use of the products in question in California results in exposure to

1 chemicals known to the State of California to cause cancer, birth defects, and other  
2 reproductive harm, and no such warning was provided to those individuals by any other  
3 person. Among other things, CVS Health and CVS Pharmacy have failed to include clear  
4 and reasonable warnings on product labels or on their website and online product catalog.

### 5 3. Dollar General

6 186. Dollar General, Dolgencorp, and Dolgen California are marketers,  
7 distributors, or sellers of talcum powder products sold under the “DG” and “Rexall”  
8 brand names. Without limitation, such “DG” and “Rexall” branded talcum powder  
9 products include DG Baby Powder, DG Body Shower & Bath Body Powder, DG Body  
10 Medicated Body Powder, Rexall Foot Powder, and Rexall Medicated Foot Powder. The  
11 Dollar General products are pictured below:



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1           187. Dollar General, Dolgencorp, and Dolgen California have authorized the  
2 distribution and sale of “DG” and “Rexall” branded talcum powder products through  
3 internet and retail store outlets. “DG” and “Rexall” branded talcum powder products are  
4 widely marketed and sold on both the internet and in retail stores throughout California  
5 and the United States.

6           188. Dollar General operates a website and online product catalog specifically  
7 through which it markets “DG” and “Rexall” branded talcum powder products. *See, e.g.,*  
8 <https://www.dollargeneral.com/rexall-foot-powder-medicated-10-oz.html>. Dollar General  
9 provides consumers the ability to check store availability at Dollar General retail  
10 locations throughout California and the United States. *Id.*

11           189. “DG” and “Rexall” branded talcum powder products contain Listed  
12 Chemicals: (1) arsenic (inorganic oxides); (2) chromium (hexavalent compounds); and  
13 (3) lead and lead compounds. Individuals who purchase, handle, or use the products are  
14 exposed to Listed Chemicals in the course of the intended and reasonably foreseeable use  
15 of the products.

16           190. At all times material to this complaint, Dollar General, Dolgencorp, and  
17 Dolgen California have had knowledge that the “DG” and “Rexall” branded talcum  
18 powder products contain Listed Chemicals.

19           191. At all times material to this complaint, Dollar General, Dolgencorp, and  
20 Dolgen California have had knowledge that California residents purchase “DG” and  
21 “Rexall” branded talcum powder products that contain Listed Chemicals.

22           192. At all times material to this complaint, Dollar General, Dolgencorp, and  
23 Dolgen California knew that the “DG” and “Rexall” branded talcum powder products  
24 were sold throughout the United States and the State of California in large numbers, and  
25 they profited from such sales of such products to California consumers.

26           193. At all times material to this complaint, Dollar General, Dolgencorp, and  
27 Dolgen California have knowingly and intentionally exposed individuals within the State  
28 of California to Listed Chemicals. The exposure is knowing and intentional because it is

1 the result of the Dollar General, Dolgencorp, and Dolgen California’s deliberate act of  
2 authorizing the distribution and sale of products known to contain Listed Chemicals in a  
3 manner whereby these products were, and would inevitably be, sold to California  
4 residents, and with the knowledge that the intended use of these products will foreseeably  
5 result in California consumers being exposed to Listed Chemicals.

6 194. Dollar General, Dolgencorp, and Dolgen California have failed to provide  
7 clear and reasonable warnings that the use of the products in question in California results  
8 in exposure to chemicals known to the State of California to cause cancer, birth defects,  
9 and other reproductive harm, and no such warning was provided to those individuals by  
10 any other person. Among other things, Dollar General, Dolgencorp, and Dolgen  
11 California have failed to include clear and reasonable warnings on product labels or on  
12 their website and online product catalog.

#### 13 4. Johnson & Johnson

##### 14 a. J&J and JJCI’s Violations of Proposition 65

15 195. J&J and JJCI are manufacturers, marketers, distributors, or sellers of talc-  
16 containing Johnson’s Baby Powder products pictured below:



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196. J&J and JJCI have authorized the distribution and sale of Johnson's Baby Powder products through internet and retail store outlets. Johnson's Baby Powder products are widely marketed and sold on both the internet and in retail stores throughout California and the United States.

1           197. J&J operates a website and online product catalog specifically dedicated to  
2 Johnson’s Baby Powder See <https://www.jnj.com/tag/johnsons-baby-powder>. J&J uses  
3 this website to mislead consumers in California and throughout the United States by  
4 disseminating false and misleading propaganda regarding the purported safety of talc.  
5 Notably, J&J’s CEO has ratified and has been personally involved in the dissemination of  
6 false and misleading propaganda, and he has included a personal video message  
7 regarding the purported safety of Johnson’s Baby Powder. See  
8 [https://www.jnj.com/latest-news/a-message-from-johnson-johnson-ceo-alex-gorsky-](https://www.jnj.com/latest-news/a-message-from-johnson-johnson-ceo-alex-gorsky-about-talc-safety)  
9 [about-talc-safety](https://www.jnj.com/latest-news/a-message-from-johnson-johnson-ceo-alex-gorsky-about-talc-safety).

10           198. JJCI also operates a website and online product catalog specifically  
11 dedicated to Johnson’s Baby Powder products. See [https://www.johnsonsbaby.com/baby-](https://www.johnsonsbaby.com/baby-products/johnsons-baby-powder?upcean=381370030010#find-in-store)  
12 [products/johnsons-baby-powder?upcean=381370030010#find-in-store](https://www.johnsonsbaby.com/baby-products/johnsons-baby-powder?upcean=381370030010#find-in-store). The website also  
13 contains a “where to buy” button where consumers are directed to links to the websites  
14 for various online and brick and mortar retailers (Walmart, Target, Amazon, Walgreens,  
15 Rite Aid, CVS, and Jet) where consumers may purchase Johnson’s Baby Powder  
16 products.

17           199. Johnson’s Baby Powder products contain Listed Chemicals: (1) arsenic  
18 (inorganic oxides); (2) chromium (hexavalent compounds); and (3) lead and lead  
19 compounds. Individuals who purchase, handle, or use Johnson’s Baby Powder products  
20 are exposed to Listed Chemicals in the course of the intended and reasonably foreseeable  
21 use of the products.

22           200. At all times material to this complaint, J&J and JJCI have had knowledge  
23 that Johnson’s Baby Powder products contain Listed Chemicals.

24           201. At all times material to this complaint, J&J and JJCI have had knowledge  
25 that California residents purchase Johnson’s Baby Powder products that contain Listed  
26 Chemicals.

27           202. At all times material to this complaint, Johnson & Johnson and JJCI knew  
28 that the Johnson’s Baby Powder products were sold throughout the United States and the

1 State of California in large numbers, and they profited from such sales of such products  
2 to California consumers.

3 203. At all times material to this complaint, J&J and JJCI have knowingly and  
4 intentionally exposed individuals within the State of California to Listed Chemicals. The  
5 exposure is knowing and intentional because it is the result of J&J and JJCI's deliberate  
6 act of authorizing the distribution and sale of products known to contain Listed  
7 Chemicals in a manner whereby these products were, and would inevitably be, sold to  
8 California residents, and with the knowledge that the intended use of these products will  
9 foreseeably result in California consumers being exposed to Listed Chemicals.

10 204. J&J and JJCI have failed to provide clear and reasonable warnings that the  
11 use of the products in question in California results in exposure to chemicals known to  
12 the State of California to cause cancer, birth defects, and other reproductive harm, and no  
13 such warning was provided to those individuals by any other person. Among other things,  
14 J&J and JJCI have failed to include clear and reasonable warnings on product labels or on  
15 their website and online product catalog.

16 **b. Agency and Joint Operator Allegations**

17 205. On information and belief, J&J exercises control of JJCI's marketing and  
18 sales of "Johnson's Baby" talcum powder products, such that JJCI's violations set forth  
19 herein can be attributed to J&J's management, personnel, policies, directives, and other  
20 controls.

21 206. Additionally, JJCI is an agent of J&J and engaged in the acts alleged herein  
22 within the course and scope of such agency. On information and belief, J&J ratified  
23 and/or authorized business decisions concerning the wrongful acts of JJCI related to  
24 marketing and sale of "Johnson's Baby" talcum powder products.

25 207. Among other things, J&J has been a joint operator and has actively  
26 participated in the dissemination of misleading information to the general public. J&J has  
27 misleadingly represented that:  
28

- 1 • “Talc, also known as talcum powder, is a naturally occurring mineral  
2 that is highly stable [and] chemically inert . . . ;”
- 3 • “grade of talc used in cosmetics is of high purity—comparable to that  
4 used for pharmaceutical applications—and it’s only mined from select  
5 deposits in certified locations before being milled into relatively large,  
6 non-respirable-sized particles;”
- 7 • “talc is accepted as safe for use in cosmetic and personal care products.”

7 See, e.g., <https://www.jnj.com/our-products/5-important-facts-about-the-safety-of-talc>.

8 208. Notably, J&J’s Chief Executive Officer, Alex Gorsky, has been personally  
9 involved in disseminating false and misleading statements certifying that “Johnson’s  
10 Baby” talcum powder products are safe and do not contain carcinogens:

- 11 • “For over one hundred years, Johnson & Johnson has known that the  
12 talc in our baby powder is the purest, safest, pharmaceutical grade talc  
13 on earth;”
- 14 • “Very importantly, if we believed our products were unsafe, they would  
15 be off the shelves and out of the market immediately;”
- 16 • “Now, as Chairman and CEO of this company, I take this personally  
17 and very seriously. . . . Now, I want to repeat, reiterate, and reinforce.  
18 First, J&J’s Baby Powder is safe and does not cause cancer.”

18 See [https://www.jnj.com/latest-news/a-message-from-johnson-johnson-ceo-alex-gorsky-  
19 about-talc-safety](https://www.jnj.com/latest-news/a-message-from-johnson-johnson-ceo-alex-gorsky-about-talc-safety).

20 209. On information and belief, and contrary to J&J’s assertions, J&J and JJCI  
21 have authorized the manufacturing, distribution, or sale within the State of California of  
22 talcum powder products under the “Johnson’s Baby” brand name that are unsafe and  
23 contain multiple Listed Chemicals without first giving clear and reasonable warning.

## 24 5. Sanofi

### 25 a. Sanofi, Sanofi US, and Chattem’s Violations of 26 Proposition 65

27 210. Sanofi, Sanofi US, and Chattem are manufacturers, marketers, distributors,  
28 or sellers of talcum powder products under the “Gold Bond” brand name. Without  
limitation, such “Gold Bond” products include Gold Bond Medicated Original Strength

1 Body Powder, Gold Bond Medicated Extra Strength Body Powder, Gold Bond Ultimate  
2 Men's Essential Body Powder, and Gold Bond Maximum Strength Foot Powder. The  
3 Gold Bond Products are pictured below:



1           211. Sanofi, Sanofi US, and Chattem have authorized the distribution and sale of  
2 “Gold Bond” products through internet and retail store outlets. “Gold Bond” products are  
3 widely marketed and sold on both the internet and in retail stores throughout California  
4 and the United States.

5           212. Sanofi, Sanofi US, and Chattem operate a website and online product  
6 catalog specifically dedicated to “Gold Bond” products. *See*  
7 <https://www.goldbond.com/products/?type=powder>. The product page for each individual  
8 “Gold Bond” product contains a “where to buy” button that directs consumers to a  
9 “where to buy” page that provides links to the websites for various online and brick and  
10 mortar retailers (Walmart, Walgreens, CVS, Target, drugstore.com, and Rite Aid) where  
11 consumers may purchase “Gold Bond” products. *See* [https://www.goldbond.com/where-](https://www.goldbond.com/where-to-buy/)  
12 [to-buy/](https://www.goldbond.com/where-to-buy/).

13           213. The “Gold Bond” products contain Listed Chemicals: (1) arsenic (inorganic  
14 oxides); (2) chromium (hexavalent compounds); and (3) lead and lead compounds.  
15 Individuals who purchase, handle, or use “Gold Bond” products are exposed to Listed  
16 Chemicals in the course of the intended and reasonably foreseeable use of the products.

17           214. At all times material to this complaint Sanofi, Sanofi US, and Chattem have  
18 had knowledge that “Gold Bond” products contain Listed Chemicals.

19           215. At all times material to this complaint, Sanofi, Sanofi US, and Chattem  
20 have had knowledge that California residents purchase “Gold Bond” products that  
21 contain Listed Chemicals.

22           216. At all times material to this complaint, Sanofi, Sanofi US, and Chattem  
23 knew that the “Gold Bond” products were sold throughout the United States and the State  
24 of California in large numbers, and they profited from such sales of such products to  
25 California consumers.

26           217. At all times material to this complaint, Sanofi, Sanofi US, and Chattem  
27 have knowingly and intentionally exposed individuals within the State of California to  
28 Listed Chemicals. The exposure is knowing and intentional because it is the result of



1 Sanofi, Sanofi US, and Chattem’s deliberate act of authorizing the distribution and sale of  
2 products known to contain Listed Chemicals in a manner whereby these products were,  
3 and would inevitably be, sold to California residents, and with the knowledge that the  
4 intended use of these products will foreseeably result in California consumers being  
5 exposed to Listed Chemicals.

6 218. On information and belief, with the exception of “Gold Bond” branded  
7 talcum powder products sold on Walmart’s website, Sanofi, Sanofi US, and Chattem  
8 have failed to provide clear and reasonable warnings that the use of the products in  
9 question in California results in exposure to chemicals known to the State of California to  
10 cause cancer, birth defects, and other reproductive harm, and no such warning was  
11 provided to those individuals by any other person. Among other things, Sanofi, Sanofi  
12 US, and Chattem have failed to include clear and reasonable warnings on product labels  
13 or on their website and online product catalog.

14 **b. Agency and Joint Operator Allegations**

15 219. Chattem is a subsidiary of Sanofi and has been fully owned and controlled  
16 by Sanofi since 2010. In 2010, Sanofi purchased Chattem in order to gain access to the  
17 OTC medication market in the United States. On information and belief, Sanofi has  
18 exerted control over some of the most important aspects of Chattem’s operations,  
19 including naming of Chattem’s chief executive officer and other human resources  
20 decisions.

21 220. Moreover, Chattem has operated under the Sanofi corporate identity since  
22 at least 2017. In fact, Sanofi appears to have renamed Chattem to Sanofi. As part of this  
23 process, Sanofi has literally ripped out the “Chattem” sign at the company’s headquarters  
24 and replaced it with a new sign identifying the company as “Sanofi.” Sanofi has similarly  
25 morphed its corporate identity into the Gold Bond brand by placing the “Sanofi” logo on  
26 Gold Bond’s website. See <https://www.goldbond.com/home/>.

27 221. According to an August 2017 Chattanooga Free Press article, the head of  
28 North America Consumer Health for Sanofi described unification of Chattem’s and

1 Sanofi’s corporate identities as follows: “One name. One corporate identity. That became  
2 the focus, and necessary.” See  
3 [https://www.timesfreepress.com/news/business/diary/story/2017/aug/27/chattem-  
4 changes8230sanofi-new-name-align-loca/445415/](https://www.timesfreepress.com/news/business/diary/story/2017/aug/27/chattem-changes8230sanofi-new-name-align-loca/445415/).

## 5 **6. Target**

6 222. Target and Target Brands are marketers, distributors, or sellers of talcum  
7 powder products sold under the “Up&Up” brand name. Without limitation, such  
8 “Up&Up” branded talcum powder products include Up&Up Maximum Strength  
9 Medicated Foot Powder pictured below:



1           223. Target and Target Brands authorized the distribution and sale of “Up&Up”  
2 branded talcum powder products through internet and retail store outlets. “Up&Up”  
3 talcum powder is widely marketed and sold on both the internet and in retail stores  
4 throughout California and the United States.

5           224. Target and Target Brands operate a website and online product catalog  
6 specifically through which they sell “Up&Up” branded products, including Up&Up  
7 Maximum Strength Medicated Foot Powder. See [https://www.target.com/p/anti-itch-  
8 medicated-foot-powder-10oz-up-38-up-8482/-/A-14746105](https://www.target.com/p/anti-itch-medicated-foot-powder-10oz-up-38-up-8482/-/A-14746105). Target’s website provides  
9 consumers the option to purchase Up&Up Maximum Strength Medicated Foot Powder  
10 directly on the internet. *Id.* It also provides consumers the ability to check store  
11 availability at Target retail locations throughout California and the United States. *Id.*

12           225. Up&Up Maximum Strength Medicated Foot Powder products contain  
13 Listed Chemicals: (1) arsenic (inorganic oxides); (2) chromium (hexavalent compounds);  
14 and (3) lead and lead compounds. Individuals who purchase, handle, or use the products  
15 are exposed to Listed Chemicals in the course of the intended and reasonably foreseeable  
16 use of the products.

17           226. At all times material to this complaint, Target and Target Brands have had  
18 knowledge that the Up&Up Maximum Strength Medicated Foot Powder contain Listed  
19 Chemicals.

20           227. At all times material to this complaint, Target and Target Brands have had  
21 knowledge that California residents purchase Up&Up Maximum Strength Medicated  
22 Foot Powder products that contain Listed Chemicals.

23           228. At all times material to this complaint, Target and Target Brands knew that  
24 the Up&Up Maximum Strength Medicated Foot Powder products were sold throughout  
25 the United States and the State of California in large numbers, and they profited from  
26 such sales of such products to California consumers.

27           229. At all times material to this complaint, Target and Target Brands have  
28 knowingly and intentionally exposed individuals within the State of California to Listed

1 Chemicals. The exposure is knowing and intentional because it is the result of Target and  
2 Target Brands' deliberate act of authorizing the distribution and sale of products known  
3 to contain Listed Chemicals in a manner whereby these products were, and would  
4 inevitably be, sold to California residents, and with the knowledge that the intended use  
5 of these products will foreseeably result in California consumers being exposed to Listed  
6 Chemicals.

7 230. Target and Target Brands have failed to provide clear and reasonable  
8 warnings that the use of the products in question in California results in exposure to  
9 chemicals known to the State of California to cause cancer, birth defects, and other  
10 reproductive harm, and no such warning was provided to those individuals by any other  
11 person. Among other things, Target and Target Brands have failed to include clear and  
12 reasonable warnings on product labels or on their website and online product catalog.

### 13 7. Walgreens

14 231. Walgreens is a marketer, distributor, and seller of talcum powder products  
15 sold under the "Walgreens" and "Well Beginnings" brand names. Without limitation,  
16 such "Walgreens" and "Well Beginnings" branded talcum powder products include or  
17 have included, Walgreens Foot Powder Odor Control, Walgreens Medicated Foot Powder  
18 and Well Beginnings Baby Powder pictured below:

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1           232. Walgreens authorized the distribution and sale of “Walgreens” and “Well  
2 Beginnings” branded talcum powder products through internet and retail store outlets.  
3 “Walgreens” and “Well Beginnings” talcum powder products have been widely marketed  
4 and sold on both the internet and in retail stores throughout California and the United  
5 States.

6           233. Walgreens operates a website and online product catalog specifically  
7 through which it sells or has sold “Walgreens” and “Well Beginnings” branded products.  
8 See [https://www.walgreens.com/store/c/walgreens-medicated-foot-](https://www.walgreens.com/store/c/walgreens-medicated-foot-powder/ID=prod6067852-product)  
9 [powder/ID=prod6067852-product](https://www.walgreens.com/store/c/walgreens-medicated-foot-powder/ID=prod6067852-product). Walgreens’ website, for example, previously provided  
10 consumers the option to purchase Walgreens Odor Control Foot Powder directly on the  
11 internet. Walgreens provides consumers the ability to check store availability of  
12 “Walgreens” and “Well Beginnings” products at retail locations throughout California  
13 and the United States. See, e.g., [https://www.walgreens.com/store/c/walgreens-](https://www.walgreens.com/store/c/walgreens-medicated-foot-powder/ID=prod6067852-product)  
14 [medicated-foot-powder/ID=prod6067852-product](https://www.walgreens.com/store/c/walgreens-medicated-foot-powder/ID=prod6067852-product).

15           234. “Walgreens” and “Well Beginnings” branded talcum powder products  
16 contain or have contained Listed Chemicals: (1) arsenic (inorganic oxides); (2) chromium  
17 (hexavalent compounds); and (3) lead and lead compounds. Individuals who purchase,  
18 handle, or use the products are exposed to Listed Chemicals in the course of the intended  
19 and reasonably foreseeable use of the products.

20           235. At all times material to this complaint, Walgreens has had knowledge that  
21 “Walgreens” and “Well Beginnings” branded talcum powder products contain Listed  
22 Chemicals.

23           236. At all times material to this complaint, Walgreens has had knowledge that  
24 California residents purchase “Walgreens” and “Well Beginnings” branded talcum  
25 powder products that contain Listed Chemicals.

26           237. At all times material to this complaint, Walgreens knew that “Walgreens”  
27 and “Well Beginnings” branded talcum powder products were sold throughout the United  
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1 States and the State of California in large numbers, and it profited from such sales of such  
2 products to California consumers.

3 238. At all times material to this complaint, Walgreens has knowingly and  
4 intentionally exposed individuals within the State of California to Listed Chemicals. The  
5 exposure is knowing and intentional because it is the result of Walgreens' deliberate act  
6 of authorizing the distribution and sale of products known to contain Listed Chemicals in  
7 a manner whereby these products were, and would inevitably be, sold to California  
8 residents, and with the knowledge that the intended use of these products will foreseeably  
9 result in California consumers being exposed to Listed Chemicals.

10 239. Walgreens has failed to provide clear and reasonable warnings that the use  
11 of the products in question in California results in exposure to chemicals known to the  
12 State of California to cause cancer, birth defects, and other reproductive harm, and no  
13 such warning was provided to those individuals by any other person. Among other things,  
14 Walgreens has failed to include clear and reasonable warnings on product labels or on its  
15 website and online product catalog.

## 16 8. Walmart

17 240. Walmart is a marketer, distributor, and seller of talcum powder products  
18 sold under the "Equate" brand name. Without limitation, such "Equate" branded talcum  
19 powder products include or have included Equate Medicated Body Powder and Equate  
20 Soothing Foot Powder pictured below:  
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241. Walmart authorized the distribution and sale of “Equate” branded talcum powder products through internet and retail store outlets. “Equate” branded talcum powder products have been widely marketed and sold on both the internet and in retail stores throughout California and the United States.

242. Walmart operates a website and online product catalog specifically through which it markets or sells “Equate” branded talcum powder products. *See, e.g.,* <https://www.walmart.com/ip/Equate-Medicated-Body-Powder-10-oz/10532719>. At all relevant times, Walmart’s website provided consumers the option to purchase “Equate” branded talcum powder products directly on the internet. It also provided consumers the ability to check store availability at Walmart retail locations throughout California and the United States.

243. “Equate” branded talcum powder products contain or have contained Listed Chemicals: (1) arsenic (inorganic oxides); (2) chromium (hexavalent compounds); and (3) lead and lead compounds. Individuals who purchase, handle, or use the products are



1 exposed to Listed Chemicals in the course of the intended and reasonably foreseeable use  
2 of the products.

3 244. At all times material to this complaint, Walmart has had knowledge that  
4 “Equate” branded talcum powder products contain Listed Chemicals.

5 245. At all times material to this complaint, Walmart has had knowledge that  
6 California residents purchase “Equate” branded talcum powder products that contain  
7 Listed Chemicals.

8 246. At all times material to this complaint, Walmart knew that “Equate”  
9 branded talcum powder products were sold throughout the United States and the State of  
10 California in large numbers, and it profited from such sales of such products to California  
11 consumers.

12 247. At all times material to this complaint, Walmart has knowingly and  
13 intentionally exposed individuals within the State of California to Listed Chemicals. The  
14 exposure is knowing and intentional because it is the result of Walmart’s deliberate act of  
15 authorizing the distribution and sale of products known to contain Listed Chemicals in a  
16 manner whereby these products were, and would inevitably be, sold to California  
17 residents, and with the knowledge that the intended use of these products will foreseeably  
18 result in California consumers being exposed to Listed Chemicals.

19 248. Walmart has failed to provide clear and reasonable warnings that the use of  
20 the products in question in California results in exposure to chemicals known to the State  
21 of California to cause cancer, birth defects, and other reproductive harm, and no such  
22 warning was provided to those individuals by any other person. Among other things,  
23 Walmart has failed to include clear and reasonable warnings on product labels or on its  
24 website and online product catalog.

## 25 9. Davion

26 249. Davion is a manufacturer or supplier of private label talcum powder  
27 products to nationwide retail stores. Davion’s clients include CVS, Dollar General, and  
28

1 Walgreens. Without limitation, the private talcum powder products manufactured or  
2 supplied by Davion have included:

- 3 ○ CVS Health Protective Powder Fresh Scent;
- 4 ○ DG Body Shower & Bath Body Powder;
- 5 ○ DG Body Medicated Body Powder;
- 6 ○ Rexall Foot Powder;
- 7 ○ Rexall Medicated Foot Powder; and
- 8 ○ Walgreens Medicated Foot Powder.

9 250. The private label talcum powder products manufactured or supplied by  
10 Davion have been widely marketed and sold on both the internet and in retail stores  
11 throughout California and the United States.

12 251. The private label talcum powder products manufactured or supplied by  
13 Davion contain or have contained Listed Chemicals: (1) arsenic (inorganic oxides); (2)  
14 chromium (hexavalent compounds); and (3) lead and lead compounds. Individuals who  
15 purchase, handle, or use the products are exposed to Listed Chemicals in the course of the  
16 intended and reasonably foreseeable use of the products.

17 252. At all times material to this complaint, Davion has had knowledge that its  
18 private label talcum powder products contain Listed Chemicals.

19 253. At all times material to this complaint, Davion has had knowledge that  
20 California residents purchase its private label talcum powder products that contain Listed  
21 Chemicals.

22 254. At all times material to this complaint, Davion knew that its private label  
23 talcum powder products were sold throughout the United States and the State of  
24 California in large numbers, and it profited from such sales of such products to California  
25 consumers.

26 255. At all times material to this complaint, Davion has knowingly and  
27 intentionally exposed individuals within the State of California to Listed Chemicals. The  
28 exposure is knowing and intentional because it is the result of Davion's deliberate act of

1 authorizing the distribution and sale of products known to contain Listed Chemicals in a  
2 manner whereby these products were, and would inevitably be, sold to California  
3 residents, and with the knowledge that the intended use of these products will foreseeably  
4 result in California consumers being exposed to Listed Chemicals.

5 256. Davion has failed to provide clear and reasonable warnings that the use of  
6 the products in question in California results in exposure to chemicals known to the State  
7 of California to cause cancer, birth defects, and other reproductive harm, and no such  
8 warning was provided to those individuals by any other person. Among other things,  
9 Davion has failed to include clear and reasonable warnings on the product labels of its  
10 private label talcum powder products.

## 11 10. Garcoa

12 257. Garcoa is a manufacturer or supplier of private label talcum powder  
13 products to nationwide retail stores. Garcoa's clients include Walgreens. Without  
14 limitation, the private talcum powder products manufactured or supplied by Garcoa have  
15 included:

- 16 ○ Walgreens Medicated Odor Control Foot Powder.

17 258. The private label talcum powder products manufactured or supplied by  
18 Garcoa have been widely marketed and sold on both the internet and in retail stores  
19 throughout California and the United States.

20 259. The private label talcum powder products manufactured or supplied by  
21 Garcoa contain or have contained Listed Chemicals: (1) arsenic (inorganic oxides); (2)  
22 chromium (hexavalent compounds); and (3) lead and lead compounds. Individuals who  
23 purchase, handle, or use the products are exposed to Listed Chemicals in the course of the  
24 intended and reasonably foreseeable use of the products.

25 260. At all times material to this complaint, Garcoa has had knowledge that its  
26 private label talcum powder products contain Listed Chemicals.

1           261. At all times material to this complaint, Garcoa has had knowledge that  
2 California residents purchase its private label talcum powder products that contain Listed  
3 Chemicals.

4           262. At all times material to this complaint, Garcoa knew that its private label  
5 talcum powder products were sold throughout the United States and the State of  
6 California in large numbers, and it profited from such sales of such products to California  
7 consumers.

8           263. At all times material to this complaint, Garcoa has knowingly and  
9 intentionally exposed individuals within the State of California to Listed Chemicals. The  
10 exposure is knowing and intentional because it is the result of Garcoa's deliberate act of  
11 authorizing the distribution and sale of products known to contain Listed Chemicals in a  
12 manner whereby these products were, and would inevitably be, sold to California  
13 residents, and with the knowledge that the intended use of these products will foreseeably  
14 result in California consumers being exposed to Listed Chemicals.

15           264. Garcoa has failed to provide clear and reasonable warnings that the use of  
16 the products in question in California results in exposure to chemicals known to the State  
17 of California to cause cancer, birth defects, and other reproductive harm, and no such  
18 warning was provided to those individuals by any other person. Among other things,  
19 Garcoa has failed to include clear and reasonable warnings on the product labels of its  
20 private label talcum powder products.

## 21                           **11. Personal Care Products and Stone Arch**

### 22                                   **a. Personal Care Products and Stone Arch's Violations of** 23   **Proposition 65**

24           265. Personal Care Products is a manufacturer or supplier of private label talcum  
25 powder products to nationwide retail stores. At all relevant times, Personal Care Products  
26 has been a portfolio company of Stone Arch. Personal Care Products and related phantom  
27 business operations owned or controlled by Stone Arch import and supply talcum powder  
28

1 products to Walmart. Without limitation, the private label talcum powder products  
2 supplied by Personal Care Products have included:

- 3 ○ Equate Medicated Body Powder.

4 266. The private label talcum powder products imported or supplied by Personal  
5 Care Products and related phantom business operations owned or controlled by Stone  
6 Arch have been widely marketed or sold on both the internet and in retail stores  
7 throughout California and the United States.

8 267. The private label talcum powder products imported or supplied by Personal  
9 Care Products and the related phantom business operations controlled by Stone Arch  
10 contain or have contained Listed Chemicals: (1) arsenic (inorganic oxides); (2) chromium  
11 (hexavalent compounds); and (3) lead and lead compounds. Individuals who purchase,  
12 handle, or use the products are exposed to Listed Chemicals in the course of the intended  
13 and reasonably foreseeable use of the products.

14 268. At all times material to this complaint, Personal Care Products and Stone  
15 Arch have had knowledge that their private label talcum powder products contain Listed  
16 Chemicals.

17 269. At all times material to this complaint, Personal Care Products and Stone  
18 Arch have had knowledge that California residents purchase their private label talcum  
19 powder products that contain Listed Chemicals.

20 270. At all times material to this complaint, Personal Care Products and Stone  
21 Arch knew that their private label talcum powder products were sold throughout the  
22 United States and the State of California in large numbers, and they profited from such  
23 sales of such products to California consumers.

24 271. At all times material to this complaint, Personal Care Products and Stone  
25 Arch have knowingly and intentionally exposed individuals within the State of California  
26 to Listed Chemicals. The exposure is knowing and intentional because it is the result of  
27 Personal Care Products and Stone Arch's deliberate act of authorizing the import and  
28 distribution of products known to contain Listed Chemicals in a manner whereby these

1 products would inevitably be, and were, sold to California residents, and with the  
2 knowledge that the intended use of these products will foreseeably result in California  
3 consumers being exposed to Listed Chemicals.

4 272. Personal Care Products and Stone Arch have failed to provide clear and  
5 reasonable warnings that the use of the products in question in California results in  
6 exposure to chemicals known to the State of California to cause cancer, birth defects, and  
7 other reproductive harm, and no such warning was provided to those individuals by any  
8 other person. Among other things, Personal Care Products and Stone Arch have failed to  
9 include clear and reasonable warnings on the product labels of their private label talcum  
10 powder products.

11 **b. Agency, Joint Operator Allegations, and Alter Ego**  
12 **Allegations**

13 **(1) Personal Care Products' History of Failure to**  
14 **Comply with Corporate or Limited Liability**  
15 **Company Formalities**

16 273. Personal Care Products' business dates back to 1983. Throughout its  
17 history, Personal Care Products and its predecessor companies have failed to comply with  
18 the most basic tenets of corporate formality. The current and prior controlling members  
19 of Personal Care Products have a history of operating shells or phantom companies and  
20 engaging in abusive transfers of assets and goodwill of the business to closely held and  
21 affiliated business entities.

22 274. Based on investigation of counsel, current and prior controlling members of  
23 Personal Care Products have engaged in a continuing pattern of abuse of corporate  
24 formalities. The abusive pattern has involved the (1) the registration of a shell business  
25 operation; (2) transferring assets and goodwill of the business to a new entity; and  
26 (3) shutting down prior operations.<sup>3</sup>

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27 <sup>3</sup> Based on investigation of counsel, such entities involved in the chain of business  
28 include: (1) American Household Products, Inc.; (2) Personal Care Products, Inc.; (3)  
Personal Care Products, LLC; (4) GL 360, LLC; and (5) Greenlite 360, LLC.

1           275. As discussed in more detail below, since late 2017, Stone Arch – the  
2 current majority and controlling member of Personal Care Products – has operated the  
3 company as a mere instrumentality, while conducting business through shell businesses  
4 identified as “GL 360, LLC” and “Greenlite 360, LLC.” Based on investigation of  
5 counsel, “GL 360, LLC” and “Greenlite 360, LLC” were never formally registered as  
6 limited liability companies in any of the fifty states.

7           276. Most recently, following Plaintiff’s service of her Notice of Violation  
8 (“NOV”) on Walmart and Personal Care Products, the controlling member of Personal  
9 Care Products has continued to engage in a pattern of conduct that fails to comply with  
10 basic corporate formalities. This failure has manifested itself through an orchestrated  
11 shutdown of Personal Care Products.

12           277. On September 26, 2019, counsel for Personal Care Products sent an email  
13 to counsel for Walmart and counsel for Plaintiff indicating that his client would go out of  
14 business the next day and would no longer “participate” in the matter. The email provides  
15 in pertinent part:

16                           I wish to inform you and all the other counsel that my client  
17                           ***Personal Care products will be closing their business***  
18                           ***tomorrow*** and will no longer be involved in this matter for  
19                           their company or to participate in this matter with Walmart.  
                          Please remove our firm from your circulation list.

20           278. Despite counsel’s representation that Personal Care Products would go out  
21 of business on September 27, 2019, Personal Care Products has been unable to provide a  
22 certificate of cancellation or similar secretary of state filing that reflects that the company  
23 has been formally cancelled or dissolved. As of the filing of this Complaint, Personal  
24 Care Products and affiliated phantom entities continue to remain in business.

25           279. On information and belief, and based on investigation of counsel, the  
26 controlling owners have taken steps to or plan to conduct Personal Care Products’  
27 business through shell entities or phantom companies that have yet to be registered.  
28





1           283. In or about December 2017 or January 2018, Stone Arch suddenly and  
2 inexplicably removed references to “Personal Care Products, LLC” from its website and  
3 began identifying “Greenlite 360, LLC” as a portfolio company. Stone Arch’s website  
4 described the “Greenlite 360, LLC” business as follows:

5                   **Greenlite 360, LLC**

6           Greenlite 360, LLC (“GL360” or the “Company”),  
7 headquartered in Troy, Michigan and was founded in 1983.  
8 Greenlite 360 is a leading supplier of private label and  
9 branded solutions within the health & beauty and household  
10 products segments. The company strives to provide naturally  
11 inspired product solutions by blending a touch of nature in all  
12 that we do. Greenlite 360 offers a broad range of core  
13 consumer products including skin care, hand soap, body  
14 wash, hand sanitizers, air care, and household cleaning.  
15 Greenlite 360 maintains a strong commitment to providing  
16 high quality product experiences at affordable prices. Our  
17 focus on continuous development and the introduction of new  
18 products and programs ensures that Greenlite 360 offers the  
19 most comprehensive product line while helping our retail  
20 partners grow their sales and profits.

21           For more complete information, please visit the Company’s  
22 website at <http://www.gl360.com/>.

23           284. Plaintiff is informed and believes that Stone Arch has used its “Greenlite  
24 360, LLC” portfolio company as a vehicle to import talcum powder and “Equate”  
25 branded personal care products.

26           285. In addition to the foregoing, since approximately December 2017, Stone  
27 Arch has operated or allowed Personal Care Products to operate as “GL 360, LLC.”  
28 Plaintiff is informed and believes that Stone Arch has also used or allowed the use of the  
“GL 360, LLC” business entity as a vehicle to import talcum powder and “Equate”  
branded personal care products.

          286. Both “Greenlite 360, LLC” and “GL 360, LLC” are phantom companies  
that do not exist. Based on investigation of counsel, neither “GL 360, LLC” nor “GL 360,  
LLC” has been registered as a limited liability company in any of the fifty states.



1 allow continued business operation as “Greenlite 360, LLC” or a future company to be  
2 determined by Stone Arch.

### 3 **12. Premier Brands**

4 290. Premier Brands is a manufacturer or supplier of private label talcum  
5 powder products to nationwide retail stores. Premier Brands’ clients include Target and  
6 Walmart. Without limitation, the private talcum powder products manufactured or  
7 supplied by Premier Brands have included:

- 8 ○ Equate Soothing Foot Powder; and
- 9 ○ Up&Up Maximum Strength Medicated Foot Powder.

10 291. The private label talcum powder products manufactured or supplied by  
11 Premier Brands have been widely marketed and sold on both the internet and in retail  
12 stores throughout California and the United States.

13 292. The private label talcum powder products manufactured or supplied by  
14 Premier Brands contain or have contained Listed Chemicals: (1) arsenic (inorganic  
15 oxides); (2) chromium (hexavalent compounds); and (3) lead and lead compounds.  
16 Individuals who purchase, handle, or use the products are exposed to Listed Chemicals in  
17 the course of the intended and reasonably foreseeable use of the products.

18 293. At all times material to this complaint, Premier Brands has had knowledge  
19 that its private label talcum powder products contain Listed Chemicals.

20 294. At all times material to this complaint, Premier Brands has had knowledge  
21 that California residents purchase its private label talcum powder products that contain  
22 Listed Chemicals.

23 295. At all times material to this complaint, Premier Brands knew that its private  
24 label talcum powder products were sold throughout the United States and the State of  
25 California in large numbers, and it profited from such sales of such products to California  
26 consumers.

27 296. At all times material to this complaint, Premier Brands has knowingly and  
28 intentionally exposed individuals within the State of California to Listed Chemicals. The

1 exposure is knowing and intentional because it is the result of Premier Brands' deliberate  
2 act of authorizing the distribution and sale of products known to contain Listed  
3 Chemicals in a manner whereby these products were, and would inevitably be, sold to  
4 California residents, and with the knowledge that the intended use of these products will  
5 foreseeably result in California consumers being exposed to Listed Chemicals.

6 297. Premier Brands has failed to provide clear and reasonable warnings that the  
7 use of the products in question in California results in exposure to chemicals known to  
8 the State of California to cause cancer, birth defects, and other reproductive harm, and no  
9 such warning was provided to those individuals by any other person. Among other things,  
10 Premier Brands has failed to include clear and reasonable warnings on the product labels  
11 of its private label talcum powder products.

### 12 **13. Thornton Industries**

13 298. Thornton is a manufacturer or supplier of private label talcum powder  
14 products to nationwide retail stores. Thornton's clients include Dollar General. Without  
15 limitation, the private talcum powder products manufactured or supplied by Thornton  
16 have included:

- 17 ○ DG Baby Powder.

18 299. The private label talcum powder products manufactured or supplied by  
19 Thornton have been widely marketed and sold on both the internet and in retail stores  
20 throughout California and the United States.

21 300. The private label talcum powder products manufactured or supplied by  
22 Thornton contain or have contained Listed Chemicals: (1) arsenic (inorganic oxides); (2)  
23 chromium (hexavalent compounds); and (3) lead and lead compounds. Individuals who  
24 purchase, handle, or use the products are exposed to Listed Chemicals in the course of the  
25 intended and reasonably foreseeable use of the products.

26 301. At all times material to this complaint, Thornton has had knowledge that its  
27 private label talcum powder products contain Listed Chemicals.

1           302. At all times material to this complaint, Thornton has had knowledge that  
2 California residents purchase its private label talcum powder products that contain Listed  
3 Chemicals.

4           303. At all times material to this complaint, Thornton knew that its private label  
5 talcum powder products were sold throughout the United States and the State of  
6 California in large numbers, and it profited from such sales of such products to California  
7 consumers.

8           304. At all times material to this complaint, Thornton has knowingly and  
9 intentionally exposed individuals within the State of California to Listed Chemicals. The  
10 exposure is knowing and intentional because it is the result of Thornton's deliberate act  
11 of authorizing the distribution and sale of products known to contain Listed Chemicals in  
12 a manner whereby these products were, and would inevitably be, sold to California  
13 residents, and with the knowledge that the intended use of these products will foreseeably  
14 result in California consumers being exposed to Listed Chemicals.

15           305. Thornton has failed to provide clear and reasonable warnings that the use of  
16 the products in question in California results in exposure to chemicals known to the State  
17 of California to cause cancer, birth defects, and other reproductive harm, and no such  
18 warning was provided to those individuals by any other person. Among other things,  
19 Thornton has failed to include clear and reasonable warnings on the product labels of its  
20 private label talcum powder products.

21 **VIII. CAUSES OF ACTION**

22 **FIRST CAUSE OF ACTION**

23 **(Violation of Proposition 65)**

24 **(Against All Defendants)**

25           306. Plaintiff incorporates the foregoing paragraphs by reference as though set  
26 forth fully herein.

27           307. By committing the acts alleged above, Defendants have, in the course of  
28 doing business, knowingly and intentionally exposed individuals in California to

1 chemicals known to the State of California to cause cancer or reproductive toxicity  
2 without first giving clear and reasonable warnings to such individuals within the meaning  
3 of Health and Safety Code section 25249.6.

4 308. Plaintiff has complied with the procedural pre-requisites of Health and  
5 Safety Code section 25249.7(d). This action is commenced more than 60 days from the  
6 date that Plaintiff gave notice of alleged violations of Section 25249.6 that are the subject  
7 of this private action to the Attorney General and the district attorney, city attorney, or  
8 prosecutor in whose jurisdiction the violations are alleged to have occurred, and to  
9 Defendants.

10 309. On information and belief, neither the Attorney General, any district  
11 attorney, any city attorney, nor any prosecutor has commenced and is diligently  
12 prosecuting an action against the violations at issue herein.

13 310. Defendants' violations render them liable to Plaintiff for civil penalties not  
14 to exceed \$2,500 per day for each violation, as well as other remedies.

15 WHEREFORE, Plaintiff prays for relief as set forth below.

16 **SECOND CAUSE OF ACTION**

17 **(Injunctive Relief)**

18 **(Against All Defendants)**

19 311. Plaintiff incorporates the foregoing paragraphs by reference as though set  
20 forth fully herein.

21 312. Defendants' business acts and practices have caused substantial ongoing  
22 harm to Plaintiff, California consumers, and the general public. All of the wrongful  
23 conduct alleged herein continues to occur in the context of Defendants' business.  
24 Defendants' wrongful conduct is part of a pattern or generalized course of conduct that  
25 will continue to be perpetuated unless enjoined by this Court.

26 313. By committing the acts alleged in this Complaint, Defendants have caused  
27 or threaten to cause irreparable harm to California consumers and the general public for  
28 which there is no plain, speedy, or adequate remedy at law. Defendants' wrongful

1 conduct is part of a pattern or generalized course of conduct that will continue or  
2 threatens to continue unless enjoined by this Court.

3 314. In the absence of equitable relief, Defendants will continue to create a  
4 substantial risk of irreparable injury to California consumers and the general public by  
5 continuing to cause or threatening to cause consumers, women, and babies to be  
6 involuntarily and unwittingly exposed to the Listed Chemicals through the use and/or  
7 handling of the talcum powder products at issue.

8 315. Plaintiff seeks preliminary injunctions, permanent injunctions, or other  
9 orders mandating that Defendants reformulate their talcum powder products to replace  
10 talc with an ingredient that does not contain Listed Chemicals (*e.g.*, cornstarch) or to  
11 otherwise remove Listed Chemicals from their talcum powder products, as Plaintiff shall  
12 specify in further application to the Court.

13 316. In the alternative, Plaintiff seeks injunctive relief, including preliminary  
14 injunctions, permanent injunctions, or other orders prohibiting Defendant from exposing  
15 persons within the State of California to Listed Chemicals caused by the use of their  
16 products without providing clear and reasonable warnings, as Plaintiff shall specify in  
17 further application to the court.

18 WHEREFORE, Plaintiff prays for relief as set forth below.

19 **IX. PRAYER FOR RELIEF**

20 WHEREFORE, Plaintiff prays for judgment against Defendants as follows:

- 21 1. Civil penalties not to exceed \$2,500 per day for each violation;
- 22 2. Pursuant to Health and Safety Code section 25249.7, such temporary  
23 injunctions, preliminary injunctions, permanent injunctions, or other orders, as Plaintiffs  
24 shall specify in further application to the court;
- 25 3. Costs of the proceedings herein;
- 26 4. Reasonable attorneys' fees as permitted by law, and pursuant to Code of  
27 Civil Procedure section 1021.5 and Health and Safety Code section 25249.7; and
- 28 5. All other and further relief as the Court deems just and proper.

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Dated: January 29, 2020

Respectfully submitted,

**ABTAHI LAW GROUP LLC**



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Tel: (843) 388-7202

Attorneys for Plaintiff

Jan Graham



1 **DEMAND FOR JURY TRIAL**

2 Plaintiff hereby demands a trial by jury on all issues so triable.

3 Respectfully submitted,

4 Dated: January 29, 2020

**ABTAHI LAW GROUP LLC**

5 

6 

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26 Tel: (843) 388-7202

27 Attorneys for Plaintiff

28 Jan Graham

# EXHIBIT A

**TALC**

**DEFINITION:** Talc is an essentially white, odorless, fine powder which is ground from naturally occurring rock ore. It consists of a minimum of 90% hydrated magnesium silicate, with the remainder consisting of naturally associated minerals such as calcite, chlorite, dolomite, kaolin, and magnesite, and containing no detectable fibrous, asbestos minerals.

TEST	SPECIFICATION	METHOD
Color .....	As specified by the buyer and showing no change after heating	Heat 1 to 2 g at 200°C for 5 minutes.
Odor .....	As specified by the buyer	
Identification .....	1. Close match to CTFA spectrum-IR with no indication of foreign materials <i>or</i> 2. (Alternate) Close match to X-ray Powder Diffraction File No. 19-770, published by ASTM, showing the most intense reflections at d values about 9.35, 1.53, and 4.95°A	CTFA G 3-1
Slip .....	As specified by the buyer	
Lustre .....	As specified by the buyer	
Water-Soluble Iron .....	Passes test	USP (Current)
Water-Soluble Substances ....	0.1% maximum	USP (Current) (Reaction and Soluble Substances)
Acid-Soluble Substances .....	As specified by the buyer 6.0% maximum	CTFA E 32-1
Screen Test .....	100% through 100 mesh 98% minimum through 200 mesh Finer grades: as specified by the buyer	CTFA C 6-1
Loss on Ignition .....	6.0% maximum	CTFA E 36-1
Arsenic (as As) .....	3 ppm maximum	CTFA E 1-1, Parts I-A and II
Lead (as Pb) .....	20 ppm maximum	CTFA E 2-2, Parts I-A and II
Fibrous Amphibole (Asbestiform Tremolite et al.) ..	None detected	CTFA J 4-1
Free Crystalline Silica (Quartz) .	As specified by the buyer	CTFA J 5-1 (DTA) Alternate: CTFA J 6-1 (X-ray)
	*****	

# EXHIBIT B

# Material Safety Data Sheet


**MPSI**

 Mineral and Pigment  
Solutions, Inc.

## Talc -

C.A.S. Number: 7727-43-7 / MSDS C.A.S. Code: 0660

**PRODUCT/MATERIAL:** TALC  
**MANUFACTURER/DISTRIBUTOR:** MINERAL AND PIGMENT SOLUTIONS, INC.  
**ADDRESS:** 1000 COOLIDGE STREET  
 SOUTH PLAINFIELD, N.J. 07080  
**EMERGENCY TELEPHONE NO:** (908) 561-6100

### SECTION I - PRODUCT IDENTIFICATION:

**TRADE NAME:** TALC  
**SYNONYM:** SOAPSTONE  
**CHEMICAL FAMILY:** MAGNESIUM SILICATE HYDRATE  
**FORMULA:**  $3\text{MgO} \cdot 4\text{SiO}_2 \cdot \text{H}_2\text{O}$   
**CAS NUMBER:** 14807-96-6

**HMIS RATING:**

HEALTH	1
FLAMMABILITY	0
REACTIVITY	0

**EPA HAZARD CLASSES:**

IMMEDIATE HEALTH	1
FIRE	0
REACTIVE	0
DELAYED HEALTH	1
PRESSURE	0

### SECTION II - COMPOSITION INFORMATION:

TALC (NON-ASBESTIFORM)

TALC CONTAINS CRYSTALLINE SILICA AT LEVELS GREATER THAN 0.1%, BUT LESS THAN 1%. THESE LEVELS ARE "TYPICAL" AND MAY CHANGE SLIGHTLY WITH DIFFERENT LOTS. IARC HAS DETERMINED SILICA TO BE A CLASS 1 CARCINOGEN, AND NTP HAS CLASSIFIED CRYSTALLINE SILICA AS A SUBSTANCE REASONABLY ANTICIPATED TO BE A CARCINOGEN.

Information presented herein is believed to be accurate and reliable but is not intended to meet any specification and does not imply any guarantee or warranty by Mineral and Pigment Solutions, Inc. (MPSI). For more information and assistance, contact Technical Services at 1 (908) 561-6100.

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## MATERIAL SAFETY DATA

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### SECTION III - HAZARDS IDENTIFICATION:

**EMERGENCY OVERVIEW:** DUST MAY CAUSE MECHANICAL IRRITATION TO EYES AND RESPIRATORY TRACT.

**INHALATION ACUTE EXPOSURE EFFECTS:** INHALATION OF DUSTS MAY CAUSE SNEEZING, COUGHING, AND NOSE IRRITATION.

**INHALATION CHRONIC EXPOSURE EFFECTS:** LONG-TERM EXCESSIVE EXPOSURES MAY CAUSE TALCOSIS, A PULMONARY FIBROSIS WHICH MAY LEAD TO SEVERE AND PERMANENT DAMAGE TO THE LUNG - POSSIBLY RESULTING IN DISABILITY OR DEATH.

**SKIN CONTACT ACUTE EXPOSURE EFFECTS:** THE ABRASIVENESS OF TALC MAY CAUSE SKIN IRRITATION.

**EYE CONTACT ACUTE EXPOSURE EFFECTS:** ABRASION MAY CAUSE EYE IRRITATION.

**INGESTION ACUTE EXPOSURE EFFECTS:** MAY CAUSE MILD IRRITATION OF GASTROINTESTINAL TRACT.

**MEDICAL CONDITIONS AGGREGATED BY EXPOSURE:** PRE-EXISTING CHRONIC RESPIRATORY, SKIN, OR EYE DISEASES.

**SYMPTOMS:** INHALATION - EXCESSIVE SNEEZING OR COUGHING. SKIN CONTACT - DRYNESS AND/OR MILD IRRITATION. EYE CONTACT - MILD IRRITATION. INGESTION - MILD IRRITATION.

**PRIMINARY ROUTE OF EXPOSURE:** INHALATION, INGESTION, SKIN CONTACT, EYE CONTACT.

**TARGET ORGANS:** EYES, SKIN, AND RESPIRATORY TRACT.

**CARCINOGENICITY:** NOT LISTED WITH NTP, IARC, OR OSHA AS A KNOWN OR SUSPECTED CARCINOGEN.

### SECTION IV - FIRST AID MEASURES:

**INHALATION:** REMOVE EXPOSED PERSON TO FRESH AIR. IF SYMPTOMS SUCH AS EXCESSIVE SNEEZING OR COUGHING DEVELOP, SEEK MEDICAL ATTENTION.

**SKIN CONTACT:** WASH FROM SKIN WITH MILD SOAP AND WATER.

**EYE CONTACT:** FLUSH EYES WITH PLENTY OF WATER FOR AT LEAST 15 MINUTES. IF IRRITATION PERSISTS, SEEK MEDICAL ATTENTION.

**INGESTION:** INGESTION SHOULD NOT CAUSE SIGNIFICANT HEALTH PROBLEMS. IF THIS MATERIAL IS INGESTED, AND IF THE PERSON IS CONSCIOUS, GIVE LARGE QUANTITIES OF WATER TO INDUCE VOMITING. GET MEDICAL ATTENTION.

**NOTE TO PHYSICIAN:** ALL TREATMENTS SHOULD BE BASED ON OBSERVED SIGNS AND SYMPTOMS OF DISTRESS IN THE PATIENT. CONSIDERATION SHOULD BE GIVEN TO THE POSSIBILITY THAT OVEREXPOSURE TO MATERIALS OTHER THAN TALC MAY HAVE OCCURRED.

### SECTION V - FIRE FIGHTING MEASURES:

**FLASH POINT:** N/A

**UPPER EXPLOSION LIMIT:** N/A

**LOWER EXPLOSION LIMIT:** N/A

**AUTO IGNITION TEMPERATURE:** N/A

**EXTINGUISHING METHOD:** MATERIAL IS NON-COMBUSTIBLE. FOLLOW FIRE EXTINGUISHING PROCEDURES FOR SURROUNDING COMBUSTIBLES.

**FIRE FIGHTING PROCEDURES:** MATERIAL IS NON-COMBUSTIBLE. FOLLOW FIRE FIGHTING PROCEDURES FOR SURROUNDING MATERIALS.

**FIRE AND EXPLOSION HAZARDS:** MATERIAL IS NON-COMBUSTIBLE AND IS NOT AN EXPLOSION HAZARD.

**HAZARDOUS COMBUSTION PRODUCTS:** NONE KNOWN.

**NFPA CODES:**

HEALTH	1
FLAMMABILITY	0
REACTIVITY	0

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## MATERIAL SAFETY DATA

### SECTION VI - ACCIDENTAL RELEASE MEASURES:

**CLEAN-UP:** PROVIDE ADEQUATE VENTILATION. CLEANUP PERSONNEL SHOULD USE PROTECTIVE EQUIPMENT TO REDUCE EYE CONTACT, INHALATION OF DUST AND PROLONGED SKIN CONTACT. USE VACUUM SUCTION WITH HEPA FILTERS TO CLEAN UP SPILLED MATERIAL. USE WET SWEEPING OR A DUST SUPPRESSANT WHERE SWEEPING IS NECESSARY. PERSONAL SAFETY, HANDLING AND EXPOSURE RECOMMENDATIONS DESCRIBED ELSEWHERE IN THIS DATA SHEET APPLY TO EXPOSURE DURING CLEAN UP OF SPILLED MATERIAL AND MUST BE FOLLOWED.

### SECTION VII - HANDLING AND STORAGE:

**STORAGE:** STORE TO MINIMIZE OR AVOID DUST GENERATION. STORE IN CLEAN, DRY LOCATIONS.

**HANDLING:** AVOID DAMAGING CONTAINER.

### SECTION VIII - EXPOSURE CONTROLS/PERSONAL PROTECTION:

**VENTILATION:** PROVIDE ADEQUATE EXHAUST VENTILATION TO MEET EXPOSURE LIMIT REQUIREMENTS. AN EXHAUST FILTER SYSTEM MAY BE REQUIRED TO AVOID ENVIRONMENTAL CONTAMINATION.

**RESPIRATORY PROTECTION:** WHEN ESTABLISHED AIRBORNE EXPOSURE LIMITS ARE SURPASSED, WEAR NIOSH/MSHA APPROVED RESPIRATORY EQUIPMENT FOR DUST. DETERMINE THE APPROPRIATE TYPE EQUIPMENT FOR SPECIFIC APPLICATIONS BY CONSULTING THE RESPIRATOR MANUFACTURER. OBSERVE THE RESPIRATORY USE LIMITATIONS SPECIFIED BY NIOSM/MSHA OR THE MANUFACTURER. IN ADDITION, RESPIRATORY PROTECTION PROGRAMS MUST COMPLY WITH 29CFR1910.134. ENGINEERING OR ADMINISTRATIVE CONTROLS SHOULD BE IMPLEMENTED TO REDUCE EXPOSURE.

**HAND PROTECTION:** LEATHER OR OTHER IMPERVIOUS GLOVES.

**EYE PROTECTION:** SAFETY GLASSES EQUIPPED WITH SIDE SHIELDS OR DUST TIGHT GOGGLES.

**OTHER PROTECTION:** WEAR LONG SLEEVE CLOTHING TO PREVENT SKIN CONTACT.

### EXPOSURE LIMITS:

SUBSTANCE	PEL(mg/cu.m.)	TLV(mg/cu.m)	REL(mg/cu.m)
<b>SILICA</b> OSHA	0.10		
	MSHA	0.10	
	ACGIH	0.10	
	NIOSH		0.05
<b>TALC</b> OSHA	2.0		
	MSHA	2.0	
	ACGIH	2.0	
	NIOSH		2.0

**NOTE:** PEL - PERMISSIBLE EXPOSUE LIMIT (8HR. TWA)

TLV - THRESHOLD LIMIT VALUE (8HR. TWA)

REL - RECOMMENDED EXPOSURE LIMIT (8HR. TWA)

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**SECTION IX - PHYSICAL AND CHEMICAL PROPERTIES**

**SPECIFIC GRAVITY:** 2.7 (APPROX.)  
**SOLUBILITY IN WATER:** INSOLUBLE  
**VOLATILES:** N/A  
**APPEARANCE:** WHITE POWDER  
**ODOR:** NONE  
**EVAPORATION RATE:** N/A  
**PRODUCT STATE:** SOLID

**SECTION X - STABILITY AND REACTIVITY:**

**INCOMPATIBILITIES:** NONE IN DESIGNED USE.  
**DECOMPOSITION:** NONE KNOWN  
**POLYMERIZATION:** HAZARDOUS POLYMERIZATION WILL NOT OCCUR.  
**CONDITIONS TO AVOID:** WATER AND MOISTURE.  
**STABILITY:** STABLE UNDER NORMAL CONDITIONS.

**SECTION XI - TOXICOLOGICAL INFORMATION**

**INHALATION EFFECTS:** RAT INHALATION, TC(LO) = 11 mg/cu.m ADMINISTERED INTERMITTENTLY OVER A YEAR PRODUCES A TOXIC EFFECT.  
**DERMAL EFFECTS:** RAT, IMPLANT, TD(LO) = 200 mg/cu.m HUMAN, SKIN 300 micrograms ADMINISTERED INTERMITTENTLY OVER A THREE DAY PERIOD PRODUCES MILD IRRITATION.  
**EYE EFFECTS:** NONE KNOWN  
**INGESTION EFFECTS:** NONE KNOWN  
**OTHER EFFECTS:** NONE KNOWN

**SECTION XII - ECOLOGICAL INFORMATION:**

NO INFORMATION IS CURRENTLY AVAILABLE ON THIS MATERIAL.

**SECTION XIII - DISPOSAL CONSIDERATIONS:**

**WASTE DISPOSAL:** IF THIS MATERIAL BECOMES A WASTE, IT DOES NOT MEET THE CRITERIA OF A HAZARDOUS WASTE AS DEFINED UNDER THE RESOURCE CONSERVATION AND RECOVERY ACT (RCRA) 40 CFR 261, SINCE IT DOES NOT HAVE THE CHARACTERISTICS OF SUBPART C, NOR IS IT LISTED UNDER SUBPART D. STATE OR LOCAL HAZARDOUS WASTE REGULATIONS MAY APPLY IF THEY ARE DIFFERENT FROM THE FEDERAL REGULATIONS. THE USER SHOULD BE AWARE THAT COMBINING THIS MATERIAL WITH ANOTHER MAY ALTER THIS CLASSIFICATION.

**SECTION XIV - TRANSPORT INFORMATION:**

**DOT CLASS:** NOT REGULATED BY U.S. DEPARTMENT OF TRANSPORTATION OR ANY OTHER KNOWN TRANSPORTATION AGENCIES.  
**DOT SHIPPING NAME:** TALC  
**DOT LABEL:** NOT REQUIRED.  
**PACKING GROUP:** NOT REQUIRED.  
**UN REGISTER:** NOT APPLICABLE.

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## MATERIAL SAFETY DATA

**ADDITIONAL DOT REQUIREMENTS:** NONE.  
**IMO CLASS:** NOT APPLICABLE.  
**IMO LABEL:** NOT REQUIRED.

### SECTION XV - REGULATORY INFORMATION:

**OSHA HAZARD COMMUNICATION STATUS:** THIS PRODUCT IS CONSIDERED HAZARDOUS UNDER THE CRITERIA OF THE FEDERAL OSHA HAZARD COMMUNICATION STANDARD 29 CFR 1910.1200.

**ASBESTIFORM MINERAL CONTENT:** NO ASBESTIFORM MINERALS HAVE BEEN DETECTED IN THIS PRODUCT.

**TSCA STATUS:** ALL INGREDIENTS IN THIS PRODUCT ARE EITHER NATURALLY OCCURRING AND EXEMPT FROM REPORTING OR ARE INCLUDED IN EPA'S TOXIC SUBSTANCE CONTROL ACT INVENTORY OF CHEMICAL SUBSTANCES.

**SARA 311/312 HAZARD CLASS:** THIS PRODUCT CONTAINS SUBSTANCES REGULATED UNDER 29 CFR 1910.1200 (OSHA HAZARD COMMUNICATION) AS IMMEDIATE (ACUTE) HEALTH HAZARDS.

**TARIFF CLASSIFICATION:** TALC 2526.20

**"CONEG" MODEL LEGISLATION:** THERE ARE NO CADMIUM, NEXVALENT CHROMIUM, LEAD, OR MERCURY ADDITIVES. THESE PRODUCTS INCIDENTALLY CONTAIN ONLY TRACE AMOUNTS OF THESE MATELS, FAR BELOW THE 100 PPM THRESHOLD LEVEL.

**INTERNATIONAL CHEMICAL LISTS:** ACOIN (AUSTRALIA)  
MITI (JAPAN)  
LECS (KOREA)  
EINECS (EUROPE)  
DSL (CANADA)

**CLEAN AIR ACT COMPONENTS:** THIS PRODUCT DOES NOT CONTAIN NOR HAS IT COME INTO CONTACT WITH OZONE DEPLETING CHEMICALS. FURTHERMORE, NO OZONE DEPLETING CHEMICALS WERE USED IN THE MANUFACTURING PROCESS.

**WHMIS CLASSIFICATION:** CLASS D, DIVISION 2, SUBDIVISION B.

**CALIFORNIA PROPOSITION 65:** TALC MAY CONTAIN THE FOLLOWING PROPOSITION 65 REGULATED CHEMICALS IN THE FOLLOWING TYPICAL AMOUNTS:

ARSENIC	2 PPM
CADMIUM	2 PPM
CHROMIUM	0.5 PPM
MERCURY	0.5 PPM
LEAD	5 PPM
CRYSTALLINE SILICA	1.0%. MAXIMUM

THESE CHEMICALS ARE PRESENT AS IMPURITIES AND OCCUR AS A RESULT OF THEIR NATURAL PRESENCE IN THE ORE FROM WHICH THE TALC IS PRODUCED.

### SECTION XVI - OTHER INFORMATION:

"Although the information and recommendations set forth herein (hereinafter "Information") are presented in good faith and believed to be correct as of the date hereof, Mineral and Pigment Solutions, Inc. makes no representations as to the completeness or accuracy thereof. Information is supplied upon the condition that the persons receiving same will make their own determination as to its suitability for their purposes prior to use. In no event will Mineral and Pigment Solutions, Inc. be responsible for damages of any nature whatsoever resulting from the use of or reliance upon Information.

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NO CASE SHALL THE INFORMATION BE CONSIDERED A PART OF OUR TERMS AND CONDITIONS OF SALE.”

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# EXHIBIT C

# The opportunity – 2007 focus areas

Connect with high-propensity consumers of powder with the right message to make powder relevant again,

## The right time

Focus on summer usage  
When it is hot and humid

## The right place

Under developed  
geographical  
areas with hot weather,  
and higher  
AA population

1. Fitness  
Conscious

2. Overweight

3. African-  
American

## Drive trial

Among high propensity  
consumers pre-disposed  
towards benefits of powder

## The right message

Identify the right  
message

# EXHIBIT D



# As worries about Baby Powder's safety mounted, J&J focused its pitches on minority, overweight women

The company sought for decades to shore up weakening sales of its iconic talc with ads aimed at specific types of women – many of the same types who today are among those alleging in thousands of lawsuits that J&J powder caused their cancers.

By [CHRIS KIRKHAM](#) and [LISA GIRION](#) | Filed April 9, 2019, 1 p.m. GMT

LOS ANGELES - Pressure was mounting on Johnson & Johnson and its signature Baby Powder.

In 2006, an arm of the World Health Organization began classifying cosmetic talc such as Baby Powder as “possibly carcinogenic” when women used it as a genital antiperspirant and deodorant, as many had been doing for years. Talc supplier Luzenac America Inc started including that information on its shipments to J&J and other customers.

J&J, meanwhile, looked for ways to sell more Baby Powder to two key groups of longtime users: African-American and overweight women. The “right place” to focus, according to a 2006 internal J&J marketing presentation, was “under developed geographical areas with hot weather, and higher AA population,” the “AA” referring to African-Americans.

“Powder is still considered a relevant product among AA consumers,” the presentation said. “This could be an opportunity.”



HOUSEHOLD STAPLE: Krystal Kim says she put Baby Powder “everywhere” after showering when she was growing up. She is among 22 plaintiffs to whom a St. Louis jury awarded \$4.69 billion last year in a lawsuit alleging J&J talc caused their ovarian cancer. REUTERS/Mark Makela

In the following years, J&J turned those proposals into action, internal company documents show. It distributed Baby Powder samples through churches and beauty salons in African-American and Hispanic neighborhoods, ran digital and print promotions with weight-loss and wellness company Weight Watchers and launched a \$300,000 radio advertising campaign in a half-dozen markets aiming to reach “curvy Southern women 18-49 skewing African American.”

These are only some of the more recent examples of J&J’s decades-long efforts to offset declining Baby Powder sales amid rising concern about the health effects of talc, based on a Reuters review of years of J&J print, radio and digital advertising campaigns and thousands of pages of internal marketing documents and email correspondence.

Adults have been the main users of Johnson’s Baby Powder since at least the 1970s, after pediatricians started warning of the danger to infants of inhaling talc. As adults became ever more crucial to the brand – accounting for 91 percent of Baby Powder use by the mid-2000s – J&J honed its powder pitches to court a variety of targeted markets, from teen-focused ads touting the product’s “fresh and natural” qualities, to promotions aimed at older minority and overweight women.

Today, women who fall into those categories make up a large number of the 13,000 plaintiffs alleging that J&J’s Baby Powder and Shower to Shower, a powder brand the company sold off in 2012, caused their ovarian cancer or mesothelioma.

Many of the ovarian cancer lawsuits have blamed the disease on perineal use of J&J cosmetic talcs – a claim supported by some studies showing an association between such use and increased cancer risk. The most recent cases have alleged that J&J’s talc products contained asbestos, long a known carcinogen.

In [an investigation published Dec. 14](#), Reuters revealed that J&J knew for decades that small amounts of asbestos had occasionally been found in its raw talc and in Baby Powder and Shower to Shower, based on test results from the early 1970s to the early 2000s – information it did not disclose to regulators or the public.

J&J challenged the findings of the Reuters report, describing them as inaccurate and misleading.

Krystal Kim, a 53-year-old African-American, was one of 22 plaintiffs whose case in St. Louis resulted in a jury verdict last summer of \$4.69 billion against J&J. Kim said Baby Powder and Shower to Shower were household staples among her family and friends when she was growing up in New Jersey. Kim played baseball as a teenager, she said, and her mother told her to apply Baby Powder to avoid being “the stinky girl.”

#### RELATED CONTENT

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J&J knew for decades that asbestos lurked in its Baby Powder



After damaging Reuters report, J&J doubles down on talc safety message

“Every time I took a shower, I put Baby Powder on,” recalled Kim, whose ovarian cancer, first diagnosed in 2014, is now in remission. “I put it on my panties, on my clothes, everywhere.”

J&J is appealing the St. Louis verdict. The company did not respond to requests for an interview with Chief Executive Officer Alex Gorsky or any other executive to discuss the company’s marketing of cosmetic powders.

In an emailed response to questions from Reuters, J&J said its Baby Powder is safe and asbestos-free. It noted that the company’s marketing over the years has been directed at many demographics and groups, and that “we’re proud pioneers of the



practice of multicultural marketing.” It also pointed out that some Baby Powder ads have featured the cornstarch version of Baby Powder, the safety of which isn’t questioned.

Reports by Bloomberg News, the New York Times and the Post and Courier of Charleston, South Carolina, have cited some internal J&J documents revealing the company’s focus on African-American and overweight women at certain times. But the full timeline and scale of the marketing efforts, particularly those aimed at teenage girls, in minority communities and through organizations such as Weight Watchers, are reported here for the first time.

Most businesses know the demographic profiles of those who buy their products and, as a matter of course, direct their marketing at those groups. Some – fast-food companies and soft-drink makers, for example – have courted minority customers to increase sales among heavy users at times of growing public concern about the possible health effects of their products.

In a lawsuit filed in Mississippi state court in 2014, Mississippi Attorney General Jim Hood alleges that J&J failed to warn consumers of the risks associated with its talc products and accuses the company of implementing a “racially targeted strategy” for selling Baby Powder after J&J became aware of health concerns. The company focused its marketing on “minority communities expected to be more likely to use the talc products,” Hood claims in the lawsuit.



STATE ACTION: Jim Hood, attorney general for Mississippi, accuses J&J in a lawsuit filed in 2014 of implementing a “racially targeted strategy” for selling Baby Powder while knowing of the safety concerns about the product. REUTERS/Kyle Carter/Files

J&J denied the allegations and last year filed a motion for summary judgment in the suit, arguing that the case involved matters of federal law, beyond the state’s purview. A judge in December denied J&J’s motion, a move the company has appealed. The case is scheduled for trial later this year.

In its response to Reuters' questions, J&J said: "Suggesting that Johnson & Johnson targeted a particular group with a potentially harmful product is incredibly offensive and patently false."

## "Deep, personal trust"

Sold continuously since 1894, Johnson's Baby Powder accounted for less than 1 percent of J&J's \$81.6 billion in revenue last year, but it is deemed critical to the company's family-friendly image. An internal J&J marketing presentation from 1999 refers to the baby products division, with Baby Powder at the core, as J&J's "#1 Asset," grounded in "deep, personal trust."

Beginning in the 1950s, however, a series of case studies published in medical journals pointed to the dangers of breathing in talc. Pediatricians took notice. By the late 1950s, a third of them were recommending cornstarch or oil to treat diaper rash and chafing "because there is no dangerous dust" in them, according to an internal J&J report.

A report in the June 1966 edition of the American Journal of Diseases of Children, citing the deaths of three children who inhaled large amounts of talcum powder, concluded there was "no justification" for using the product on babies because it has "no medicinal value."

By 1974, more than 60 percent of Johnson's Baby Powder sales were "attributable to adults" who used it on themselves, according to a J&J analysis.

Losing the connection to the product's namesake – babies – left J&J eager to cultivate other markets.

Beginning in the 1970s, J&J ran ads clearly intended to woo young women, in addition to its traditional marketing aimed at families with babies. "You start being sexy when you stop trying," was the line from an ad that appeared in Seventeen magazine in 1972. The photo shows a young woman stroking a young man's curly blond hair.

"It's a feeling you never outgrow," is how an ad in Family Circle magazine from the mid-1980s put it, with a photo of a bottle of Baby Powder next to a teddy bear alongside the mirrored reflection of a young woman.



NOT JUST BABIES: In the 1970s, as adults became the main users of Baby Powder, J&J courted young women with ads like these that appeared in Seventeen magazine in 1972.

In 1989, advertising firm Young & Rubicam submitted a plan to J&J to “initiate a high level of usage” among young women to “augment the weakening baby link.” Under the plan, ads in style magazines like Seventeen, YM, Glamour and Mademoiselle would try to convince teen girls that Johnson’s Baby Powder, “applied daily after showering, is a simple, feminine way to smell clean and fresh during the day.” Young & Rubicam, now known as VMLY&R, declined to comment on the document and referred questions to J&J.

Baby Powder sales continued to fall throughout the 1980s and early 1990s. Since health professionals had already recommended against using talc on infants, a 1986 internal report warned, a “last straw” safety concern could lead consumers to abandon the product altogether.

As early as 1992, the company keyed in on the sales potential with minority women. A J&J memo that year mentions “high usage” rates for Baby Powder of 52 percent among African-Americans and 37.6 percent among Hispanic customers – and notes that women of both ethnicities use the product more than the general population.

The memo suggests investigating “ethnic (African American/Hispanic) opportunities to grow the franchise,” while referring to “negative publicity from the health community on talc,” including “inhalation, dust, negative doctor endorsement, cancer linkage.” Portions of that memo were cited in reports from Bloomberg and the New York Times.

**“Powder is still considered a relevant product among AA consumers. This could be an opportunity.”**

Internal J&J marketing presentation

By 2006, the company was recognizing that “consumers do not see a need for powder,” according to a sales presentation that year. Baby Powder shipments had been “stagnating” in recent years, the presentation said, and it was essential to “find a new business model” that “strategically and efficiently targets high propensity consumers.”

Those groups, according to the presentation: African-Americans, nearly 60 percent of whom used Baby Powder by this time, compared to about 30 percent for the overall population; overweight people; and fitness-conscious people looking to lose weight.

It was also in 2006 that the International Agency for Research on Cancer (IARC), an arm of the World Health Organization, classified perineal use of talc as “possibly carcinogenic,” saying available research provided “limited evidence” it caused cancer in humans. That came about 20 years after IARC classified “talc containing asbestiform fibres” as “carcinogenic to humans,” its highest-risk classification.

After the IARC’s 2006 move, talc supplier Luzenac America started including a note about the agency’s latest classification on a chemical safety document accompanying shipments to all customers, including J&J. Under a heading that reads “carcinogenic status,” the document says IARC “has concluded that perineal use of talc-based body powder is possibly carcinogenic to humans.”

In a deposition for one of the ovarian cancer cases tried in St. Louis, a Luzenac America executive, Shripal Sharma, said the company felt it was important to add what he referred to as a warning to the safety document. Asked whether Luzenac knew that J&J did not pass on this warning, Sharma said: “It is not our job to tell our customers what to do with their products.”

In a statement to Reuters, Imerys Talc America Inc, as Luzenac is now known, said: “Talc’s safe use has been confirmed by multiple regulatory and scientific bodies,” echoing J&J’s response.

Through an Imerys spokeswoman, Sharma declined to comment.

Two years after the IARC classification, J&J sought proposals for an “African American agency” to develop marketing campaigns for the company’s baby products line. A 2008 document sent to prospective agencies summed up the situation: “Johnson’s Baby Oil and Baby Powder products, while traditionally used only on babies, are today primarily consumed by adult AA women for use on themselves.” One way to reverse the brand’s decline, it said, was by “speaking to AA consumers with a more relevant message with the most effective media vehicles.”

“Ethnic consumers”



**Let our family take loving care of yours.**

Remember when your mother took care of you with JOHNSON'S baby products? How good it made you feel? Well, you can feel that way again. You, and those you love.

Everyone, including the man of the house, will enjoy the fresh, clean feeling of JOHNSON'S Baby Shower.

And stick with JOHNSON'S Baby Lotion. It will help keep the whole family feeling soft and smooth. So they won't have to worry about the kind of dryness that shows.

JOHNSON'S Baby Shampoo cares for your entire family with a natural "No More Tears" formula that cleanses hair gently, leaving it healthy-looking with a natural shine.

JOHNSON'S Baby Oil not only helps take care of your baby in lots of ways. It also works in many ways on a beauty oil for you.

Our JOHNSON'S baby products have helped take care of families for almost 115 years. And we can help take loving care of yours.

Johnson & Johnson

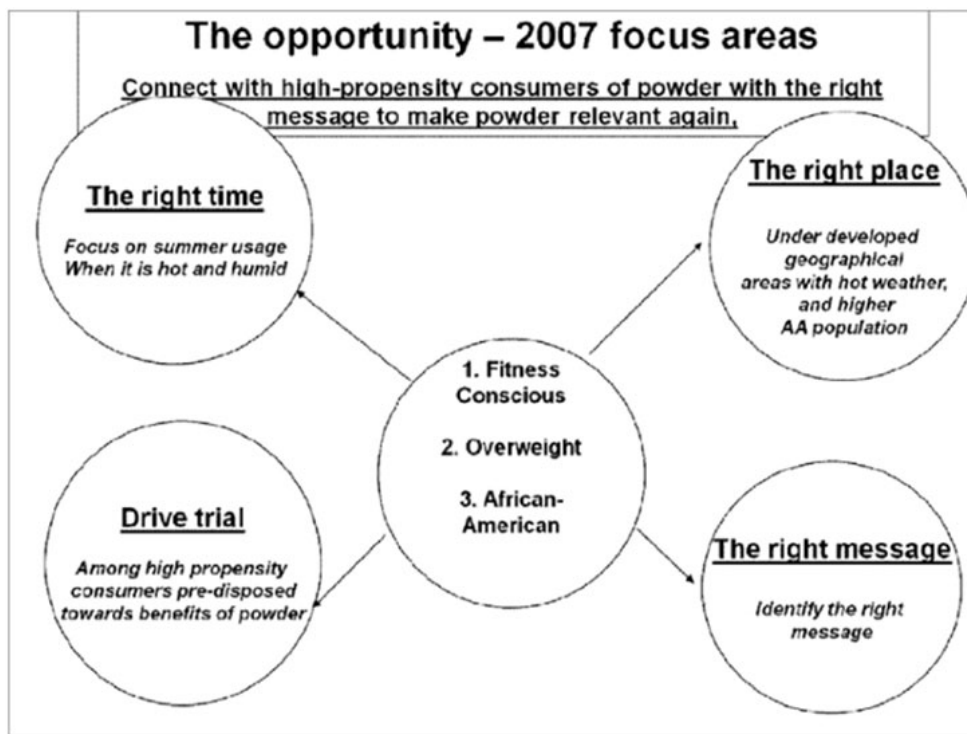
CORE CUSTOMERS: J&J's marketing of Baby Powder through ads like this from the early 1980s reflect the historically strong popularity of the product among African-Americans.

That year, the company contracted with a North Carolina marketing firm, Segmented Marketing Services Inc, which says it specializes in targeted promotions to “ethnic consumers.” The firm would distribute 100,000 gift bags containing Baby Powder and other Johnson’s baby products in African-American and Hispanic neighborhoods in Chicago, according to a contract with J&J.

Run by African-Americans who had been executives at Procter & Gamble Co and Quaker Oats, Segmented Marketing Services has said in past press releases and its own marketing publications that it hands out millions of free product samples and promotional offers through national networks of more than 10,000 African-American and Hispanic churches, and tens of thousands of “beauty salons, barber shops, entertainment venues and healthcare networks.”

The company published an advertorial in 2008 prepared for distribution with Johnson’s baby products in which the firm’s founders, Sandra Miller Jones and Lafayette Jones, said they “welcome” J&J as a partner.

“When caring rituals started in infancy continue through adulthood, a person’s self-confidence and even faith in the world are often strengthened,” the pamphlet said. “Whether in the gym, at work, at church or at the beach, Johnson’s Baby Powder helps grown-ups feel more comfortable in their own skin.” It came with a coupon for \$1 off Baby Powder.



THE RIGHT STUFF: An internal J&J marketing presentation suggests that Baby Powder marketing focus on African-Americans in hot climates.

Lafayette Jones and Sandra Miller Jones did not respond to calls, emails and LinkedIn messages seeking comment.

J&J also launched campaigns to boost sales of Baby Powder to “curvy Southern women” and athletic adults who want to smell fresh, according to company documents. It advertised in Weight Watchers magazine and offered promotions



J&J's overall Baby Powder media advertising budget increased to a proposed \$495,000 for 2010, up 71 percent from \$288,000 in 2009, driven by more dedicated spending toward promotions for overweight women.

The company in 2010 launched a radio campaign in the South targeting "Curvy Southern Women 18-49 Skewing African American." A presentation from TMPG, a marketing agency that handles promotions with radio DJs, said the campaign made more than 18 million impressions on the target audience through ads and promotions on "urban adult contemporary" radio stations in Southern markets, including Dallas; Atlanta; Nashville; Mobile, Alabama; and Jackson, Mississippi.

The presentation slides feature some photos of plus-size African-American women holding Baby Powder samples at "targeted station events" that also included spa giveaways and "Baby Powder Stay Cool Cash." TMPG did not respond to requests for comment.

In a 2010 email, Debra DeStasio, a J&J promotions and marketing manager who oversaw the baby products line at the time, gave the green light to two proposed radio stations for the campaign in Dallas, saying "we are good with those general market stations that have good Hispanic reach and good AA reach." In another 2010 email, she said the DJs will be the Baby Powder "brand ambassadors," charged with "communicating our message, encouraging listeners to call in to talk about how they use Baby Powder and driving to retail where appropriate."



**Johnson's**  
baby powder

## In-Market Exposure

Added Value

Coupon Distribution

- Stations handed out JOHNSON'S® Baby Powder Coupons at various, targeted station events, giving the brand additional exposure and driving purchase of JOHNSON'S® Baby Powder products



**TMPG**  
Media Innovation

PUBLIC OUTREACH: J&J promoted Baby Powder with coupons and other giveaways at radio-station events as part of a 2010 campaign to reach "Curvy Southern Women 18-49 Skewing African American," as shown in this presentation slide from marketing agency TMPG.

All the radio promotions would be "based on the weather," she wrote. "If it's hot and humid, we'll run that week. If it's rainy or colder, we won't."

DeStasio, who now works as a promotions and marketing manager at Bristol-Myers Squibb Co, did not respond to requests for comment.

J&J's spending on Baby Powder promotions – coupons, discounts, and samples – came to about \$1.2 million in 2008 and again in 2010, almost half of it directed at overweight and minority women. By 2011, the company cut back its promotional spending to \$752,000, mostly aimed at the general consumer market.

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Plaintiffs' lawyers and other advocates have become more vocal in criticizing the targeted marketing campaigns. In its most recent newsletter, the National Council of Negro Women, a women's leadership group with about 30,000 members, drew attention to the issue with an essay penned by civil-rights lawyer Ben Crump, who is representing some Baby Powder plaintiffs.

In an interview, Janice Mathis, the council's executive director, said: “Lots of products target African-Americans. That's marketing 101: Go where our customers are. What has me disturbed about this is that you didn't give any caveat to the customers, once you knew there was a possibility there was some danger.”

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#### **Powder Keg**

By Chris Kirkham and Lisa Girion

Photo editing: Steve McKinley

Design: Pete Hausler

Edited by Vanessa O'Connell and John Blanton



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# EXHIBIT E

Business

# Johnson & Johnson marketed baby powder to people of colour even after safety concerns mounted

Company also targeted overweight women with their product, internal documents suggest

Thomson Reuters · Posted: Apr 10, 2019 11:44 AM ET | Last Updated: April 10, 2019



Krystal Kim says she put Baby Powder “everywhere” after showering when she was growing up. She is among 22 plaintiffs to whom a St. Louis jury awarded \$4.69 billion last year in a lawsuit alleging J&J talc caused their ovarian cancer (Mark Makela/Reuters)

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Pressure was mounting on Johnson & Johnson and its signature Baby Powder.

In 2006, an arm of the World Health Organization began classifying cosmetic talc such as Baby Powder as possibly carcinogenic when women used it as a genital antiperspirant and deodorant, as many had been doing for years. Talc supplier Luzenac America Inc started including that information on its shipments to J&J and other customers.

J&J, meanwhile, looked for ways to sell more Baby Powder to two key groups of longtime users: African-American and overweight women. The "right place" to focus, according to a 2006 internal J&J marketing presentation, was "under developed geographical areas with hot weather, and higher AA population," referring to African-Americans.

"Powder is still considered a relevant product among AA consumers," the presentation said. "This could be an opportunity."

- [\*\*Johnson & Johnson ordered to pay \\$55M to family in cancer-talcum powder case\*\*](#)

In the following years, J&J turned those proposals into action, internal company documents show. It distributed Baby Powder samples through churches and beauty salons in African-American and Hispanic neighborhoods, ran digital and print promotions with weight-loss and wellness company Weight Watchers and launched a \$300,000 US radio advertising campaign in a half-dozen markets aiming to reach "curvy Southern women 18-49 skewing African American."

These are only some of the more recent examples of J&J's decades-long efforts to offset declining Baby Powder sales amid rising concern about the health effects of talc, based on a Reuters review of years of J&J print, radio and digital advertising campaigns and thousands of pages of internal marketing documents and email correspondence.

Adults have been the main users of Johnson's Baby Powder since at least the 1970s, after pediatricians started warning of the danger to infants of inhaling talc. As adults became ever more crucial to the brand – accounting for 91 percent of Baby Powder use by the mid-2000s — J&J honed its powder pitches to court a variety of targeted markets, from teen-focused ads touting the product's "fresh and natural" qualities, to promotions aimed at older minority and overweight women.

Today, women who fall into those categories make up a large number of the 13,000 plaintiffs alleging that J&J's Baby Powder and Shower to Shower, a powder brand the company sold off in 2012, caused their ovarian cancer or mesothelioma.

Many of the ovarian cancer lawsuits have blamed the disease on perineal use of J&J cosmetic talcs — a claim supported by some studies showing an association between such use and increased cancer risk. The most recent cases have alleged that J&J's talc products contained asbestos, long a known carcinogen.

- [\*\*Jury awards woman \\$70M in lawsuit alleging talcum powder ovarian cancer link\*\*](#)

In an investigation published Dec. 14, Reuters revealed that J&J knew for decades that small amounts of asbestos had occasionally been found in its raw talc and in Baby Powder and Shower to Shower, based on test results from the early 1970s to the early 2000s — information it did not disclose to regulators or the public.

J&J challenged the findings of the Reuters report, describing them as inaccurate and misleading.

Krystal Kim, a 53-year-old African-American, was one of 22 plaintiffs whose case in St. Louis resulted in a jury verdict last summer of \$4.69 billion against J&J. Kim said Baby Powder and Shower to Shower were household staples among her family and friends when she was growing up in New Jersey. Kim played baseball as a teenager, she said, and her mother told her to apply Baby Powder to avoid being "the stinky girl."

"Every time I took a shower, I put Baby Powder on," recalled Kim, whose ovarian cancer, first diagnosed in 2014, is now in remission. "I put it on my panties, on my clothes, everywhere."

J&J is appealing the St. Louis verdict. The company did not respond to requests for an interview with Chief Executive Officer Alex Gorsky or any other executive to discuss the company's marketing of cosmetic powders.

In an emailed response to questions from Reuters, J&J said its Baby Powder is safe and asbestos-free. It noted that the company's marketing over the years has been directed at many demographics and groups, and that "we're proud pioneers of the practice of multicultural marketing." It also pointed out that some Baby Powder ads have featured the cornstarch version of Baby Powder, the safety of which isn't questioned.

Reports by Bloomberg News, the New York Times and the Post and Courier of Charleston, South Carolina, have cited some internal J&J documents revealing the company's focus on African-American and overweight women at certain times. But the full timeline and scale of

the marketing efforts, particularly those aimed at teenage girls, in minority communities and through organizations such as Weight Watchers, are reported here for the first time.



Jim Hood, attorney general for Mississippi, accuses J&J in a lawsuit filed in 2014 of implementing a “racially targeted strategy” for selling Baby Powder while knowing of the safety concerns about the product (Kyle Carter/Reuters)

Most businesses know the demographic profiles of those who buy their products and, as a matter of course, direct their marketing at those groups. Some – fast-food companies and soft-drink makers, for example – have courted minority customers to increase sales among heavy users at times of growing public concern about the possible health effects of their products.

In a lawsuit filed in Mississippi state court in 2014, Mississippi Attorney General Jim Hood alleges that J&J failed to warn consumers of the risks associated with its talc products and accuses the company of implementing a "racially targeted strategy" for selling Baby Powder

after J&J became aware of health concerns. The company focused its marketing on "minority communities expected to be more likely to use the talc products," Hood claims in the lawsuit.

J&J denied the allegations and last year filed a motion for summary judgment in the suit, arguing that the case involved matters of federal law, beyond the state's purview. A judge in December denied J&J's motion, a move the company has appealed. The case is scheduled for trial later this year.

In its response to Reuters' questions, J&J said: "Suggesting that Johnson & Johnson targeted a particular group with a potentially harmful product is incredibly offensive and patently false."

## **"Deep, personal trust"**

Sold continuously since 1894, Johnson's Baby Powder accounted for less than 1 percent of J&J's \$81.6 billion in revenue last year, but it is deemed critical to the company's family-friendly image. An internal J&J marketing presentation from 1999 refers to the baby products division, with Baby Powder at the core, as J&J's "#1 Asset," grounded in "deep, personal trust."

Beginning in the 1950s, however, a series of case studies published in medical journals pointed to the dangers of breathing in talc. Pediatricians took notice. By the late 1950s, a third of them were recommending cornstarch or oil to treat diaper rash and chafing "because there is no dangerous dust" in them, according to an internal J&J report.

A report in the June 1966 edition of the American Journal of Diseases of Children, citing the deaths of three children who inhaled large amounts of talcum powder, concluded there was "no justification" for using the product on babies because it has "no medicinal value."

By 1974, more than 60 percent of Johnson's Baby Powder sales were "attributable to adults" who used it on themselves, according to a J&J analysis.

Losing the connection to the product's namesake – babies – left J&J eager to cultivate other markets.

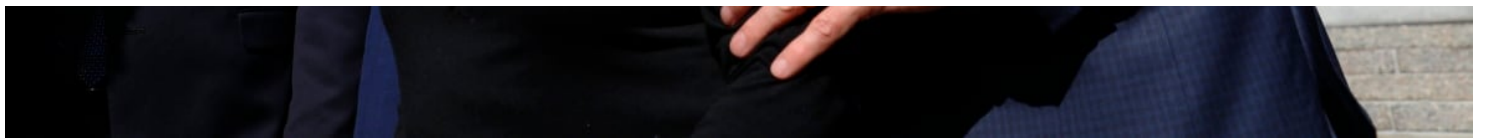
Beginning in the 1970s, J&J ran ads clearly intended to woo young women, in addition to its traditional marketing aimed at families with babies. "You start being sexy when you stop trying," was the line from an ad that appeared in Seventeen magazine in 1972. The photo shows a young woman stroking a young man's curly blond hair.

"It's a feeling you never outgrow," is how an ad in Family Circle magazine from the mid-1980s put it, with a photo of a bottle of Baby Powder next to a teddy bear alongside the mirrored reflection of a young woman.

In 1989, advertising firm Young & Rubicam submitted a plan to J&J to "initiate a high level of usage" among young women to "augment the weakening baby link." Under the plan, ads in style magazines like Seventeen, YM, Glamour and Mademoiselle would try to convince teen girls that Johnson's Baby Powder, "applied daily after showering, is a simple, feminine way to smell clean and fresh during the day." Young & Rubicam, now known as VMLY&R, declined to comment on the document and referred questions to J&J.

Baby Powder sales continued to fall throughout the 1980s and early 1990s. Since health professionals had already recommended against using talc on infants, a 1986 internal report warned, a "last straw" safety concern could lead consumers to abandon the product altogether.





Health care giant Johnson & Johnson has been found liable for billions in damages in various talcum powder related lawsuits. (Christian Gooden/St. Louis Post-Dispatch via AP)

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As early as 1992, the company keyed in on the sales potential with minority women. A J&J memo that year mentions "high usage" rates for Baby Powder of 52 percent among African-Americans and 37.6 percent among Hispanic customers – and notes that women of both ethnicities use the product more than the general population.

The memo suggests investigating "ethnic (African American/Hispanic) opportunities to grow the franchise," while referring to "negative publicity from the health community on talc," including "inhalation, dust, negative doctor endorsement, cancer linkage." Portions of that memo were cited in reports from Bloomberg and the New York Times.

By 2006, the company was recognizing that "consumers do not see a need for powder," according to a sales presentation that year. Baby Powder shipments had been "stagnating" in recent years, the presentation said, and it was essential to "find a new business model" that "strategically and efficiently targets high propensity consumers."

- [\*\*Baby powder jury awards woman record-setting \\$110.5M US in cancer lawsuit\*\*](#)

Those groups, according to the presentation: African-Americans, nearly 60 percent of whom used Baby Powder by this time, compared to about 30 percent for the overall population; overweight people; and fitness-conscious people looking to lose weight.

It was also in 2006 that the International Agency for Research on Cancer (IARC), an arm of the World Health Organization, classified perineal use of talc as "possibly carcinogenic," saying available research provided "limited evidence" it caused cancer in humans. That came about 20 years after IARC classified "talc containing asbestiform fibres" as "carcinogenic to humans," its highest-risk classification.

After the IARC's 2006 move, talc supplier Luzenac America started including a note about the agency's latest classification on a chemical safety document accompanying shipments to all customers, including J&J. Under a heading that reads "carcinogenic status," the document says IARC "has concluded that perineal use of talc-based body powder is possibly



carcinogenic to humans."

In a deposition for one of the ovarian cancer cases tried in St. Louis, a Luzenac America executive, Shripal Sharma, said the company felt it was important to add what he referred to as a warning to the safety document. Asked whether Luzenac knew that J&J did not pass on this warning, Sharma said: "It is not our job to tell our customers what to do with their products."



The Canadian government says breathing in talcum powder could lead to potentially serious respiratory effects, while exposure in the vaginal area may be associated with ovarian cancer. (Matt Rourke/Associated Press)

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In a statement to Reuters, Imerys Talc America Inc, as Luzenac is now known, said: "Talc's safe use has been confirmed by multiple regulatory and scientific bodies," echoing J&J's response.

Through an Imerys spokeswoman, Sharma declined to comment.

Two years after the IARC classification, J&J sought proposals for an "African American

agency" to develop marketing campaigns for the company's baby products line. A 2008 document sent to prospective agencies summed up the situation: "Johnson's Baby Oil and Baby Powder products, while traditionally used only on babies, are today primarily consumed by adult AA women for use on themselves." One way to reverse the brand's decline, it said, was by "speaking to AA consumers with a more relevant message with the most effective media vehicles."

## 'Ethnic consumers'

That year, the company contracted with a North Carolina marketing firm, Segmented Marketing Services Inc, which says it specializes in targeted promotions to "ethnic consumers." The firm would distribute 100,000 gift bags containing Baby Powder and other Johnson's baby products in African-American and Hispanic neighborhoods in Chicago, according to a contract with J&J.

Run by African-Americans who had been executives at Procter & Gamble Co and Quaker Oats, Segmented Marketing Services has said in past press releases and its own marketing publications that it hands out millions of free product samples and promotional offers through national networks of more than 10,000 African-American and Hispanic churches, and tens of thousands of "beauty salons, barber shops, entertainment venues and healthcare networks."

The company published an advertorial in 2008 prepared for distribution with Johnson's baby products in which the firm's founders, Sandra Miller Jones and Lafayette Jones, said they "welcome" J&J as a partner.

"When caring rituals started in infancy continue through adulthood, a person's self-confidence and even faith in the world are often strengthened," the pamphlet said. "Whether in the gym, at work, at church or at the beach, Johnson's Baby Powder helps grown-ups feel more comfortable in their own skin." It came with a coupon for \$1 off Baby Powder.

- [Johnson & Johnson ordered to pay nearly \\$4.7B in ovarian cancer case](#)

Lafayette Jones and Sandra Miller Jones did not respond to calls, emails and LinkedIn messages seeking comment.

J&J also launched campaigns to boost sales of Baby Powder to "curvy Southern women" and athletic adults who want to smell fresh, according to company documents. It advertised in Weight Watchers magazine and offered promotions through the Lane Bryant clothing chain for plus-size women and Curves, a women's fitness and weight-loss franchise. Marketing plans also included ads to run in Southern Living magazine and during the Style Network show "Ruby," a reality TV series that documented an obese Georgia woman on a mission to lose weight.

A 2009 presentation laying out the "Powder media plan" highlights that it will reach 31 million people "in the South (hot climates/overweight states)," and that "43% of our plan will focus on the top 10 overweight states in the nation."

- [Talcum powder could pose danger to lungs and ovaries, Health Canada warns](#)

A 2009 ad in Weight Watchers magazine suggests readers "bust stress with a midday workout" and then "stay fresh post-exercise by applying Johnson's Baby Powder."

Internal J&J marketing emails before the Weight Watchers campaign ran discuss whether the women featured are heavy enough to resonate with the intended audience. "Can you ask WW if they have any images of slightly bigger women? They don't have to be super curvy, but a little bigger than the current image would be preferable," wrote Grace Lee, a J&J brand manager, to others at the company and ad agency Lowe New York.

Weight Watchers, now known officially as WW International Inc, declined to comment on the campaign. Lee & Interpublic Group of Companies Inc, which owns the former Lowe New York, didn't respond to requests for comment.

The Weight Watchers campaign was successful, according to a 2009 internal J&J recap, which showed that sales of Baby Powder at Wal-Mart shot up as much as 9 percent during the summer months when the ads ran from the same months a year earlier, reversing a decline.

J&J's overall Baby Powder media advertising budget increased to a proposed \$495,000 for 2010, up 71 percent from \$288,000 in 2009, driven by more dedicated spending toward promotions for overweight women.

The company in 2010 launched a radio campaign in the South targeting "Curvy Southern Women 18-49 Skewing African American." A presentation from TMPG, a marketing agency

that handles promotions with radio DJs, said the campaign made more than 18 million impressions on the target audience through ads and promotions on "urban adult contemporary" radio stations in Southern markets, including Dallas; Atlanta; Nashville; Mobile, Alabama; and Jackson, Mississippi.

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## **POPULAR NOW IN NEWS**