



Robert Mason  
+1 212.836.8077 Direct  
Robert.Mason@arnoldporter.com

April 26, 2021

**BY ECF**

The Honorable Margo K. Brodie  
The Honorable Vera M. Scanlon  
United States District Court  
for the Eastern District of New York  
225 Cadman Plaza East  
Brooklyn, NY 11201

Re: *In re Payment Card Interchange Fee and Merchant Discount  
Antitrust Litigation*, No. 05-md-01720 (E.D.N.Y.) (MKB) (VMS)

Dear Judges Brodie and Scanlon:

We write on behalf of defendants to seek leave to file a single reply memorandum of up to 25 pages regarding the Rule 23(b)(2) plaintiffs' motion for class certification in *Barry's Cut Rate Stores Inc., et al. v. Visa, Inc., et al.*, No. 05-md-01720 (MKB) (VMS). Reply briefs on the motion for class certification and related motions to intervene are due April 30, 2021, with the motion papers to be filed with the Court by May 4, 2021. See 04/06/2021 Order.

Defendants' reply memorandum would address the opposition arguments about permitting opt-outs and excluding future merchants from the proposed Rule 23(b)(2) class, which are made in the four separate memoranda — totaling ninety pages — that were served in opposition to class certification. Specifically, defendants' reply would address the two opposition briefs that were filed by plaintiffs in the individual *7-Eleven*, *Target*, and *Home Depot* actions, and plaintiffs in the individual *Grubhub* action. For efficiency, defendants' reply also would address the two opposition briefs served by the proposed intervenors, Walmart and the Retail Industry Leaders Association and National Retail Federation. Defendants respectfully submit that the significance of the issues raised, and the efficiency of filing a single reply memorandum instead of separate reply memoranda, warrant allowing defendants to join in filing a single reply memorandum of up to 25 pages. Defendants will of course endeavor to present all issues as efficiently as possible and may not use the full number of pages requested.

None of the opponents of class certification object to this request as long as defendants do not object to the opponents seeking to respond to defendants' reply memorandum in sur-reply memoranda.

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Counsel for plaintiffs in the individual *7-Eleven*, *Target*, and *Home Depot* actions, and in the individual *Grubhub* action, stated that they consent to the request on the condition that defendants do not object to their filing a joint response to defendants' reply memorandum of up to 15 pages.

Counsel for Walmart similarly stated that they do not object to defendants' request, provided that defendants would not object to Walmart's submission of a response of up to 10 pages.

Counsel for the Retail Industry Leaders Association and National Retail Federation likewise stated that they consent to defendants' request if defendants consent to their responding in a submission of 15 pages or less.

Defendants do not object to any of these proposed filings if the Court believes that sur-replies are warranted.

Respectfully submitted,

*/s/ Robert C. Mason*

Robert C. Mason

*Counsel for Visa*

cc: All Counsel of Record via ECF