

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

BLUE BUFFALO COMPANY LTD.,

Plaintiff,

v.

NESTLÉ PURINA PETCARE COMPANY and
JOHN DOES 1-10,

Defendants.

Case No. _____

JURY TRIAL DEMANDED

Plaintiff Blue Buffalo Company Ltd. (“Blue Buffalo” or “Plaintiff”), for its Complaint against Defendants Nestlé Purina Petcare Company (“Nestlé Purina”) and John Does 1-10 (collectively with Nestlé Purina, “Defendants”), respectfully alleges as follows:

INTRODUCTION

1. Pet food manufacturer Blue Buffalo brings this lawsuit to stop a sophisticated and carefully orchestrated advertising campaign by its competitor Nestlé Purina that falsely attacks Blue Buffalo’s honesty and the quality of its products. In recent days, Nestlé Purina has blanketed the media with ads that claim Blue Buffalo uses certain low-cost and unappealing ingredients—the same ingredients that Nestlé Purina admits are mainstays in many of its own products—and that Blue Buffalo is purposefully deceiving consumers when it states that it does not use those ingredients. In fact, it is Nestlé Purina’s fabricated claims about Blue Buffalo’s products, and malicious attacks on Blue Buffalo’s integrity, that are blatantly false.

2. Nestlé Purina is a subsidiary of Nestlé S.A., which is the world’s largest food company with over \$100 billion in annual sales and more than \$220 billion in market

capitalization. Nestlé Purina is itself a corporate behemoth. It is the largest pet food company in the United States with a 33% market share, which is more than twice that of its next competitor. A primary ingredient of many of Nestlé Purina’s pet-food products is poultry by-product meal, which is defined in governing regulations as “the ground, rendered, clean parts of the carcass of slaughtered poultry, such as necks, feet, undeveloped eggs, and intestines, exclusive of feathers, except in such amounts as might occur unavoidably in good processing practices.” Nestlé Purina’s ingredients also include significant amounts of corn and corn derivatives, numerous artificial color additives, and artificial preservatives.

3. Blue Buffalo was launched in the United States as a family company just over a decade ago to provide consumers with a different choice. Blue Buffalo understands that pet owners—or “pet parents,” as Blue Buffalo refers to them—do not want to feed their dogs and cats ground and rendered poultry necks, feet, undeveloped eggs and intestines. Nor do they want to feed them corn, artificial colors or artificial preservatives. Instead of these undesirable constituents, Blue Buffalo pet foods contain high-quality natural ingredients, including deboned chicken, lamb or fish as the *first* ingredient, wholesome whole grains, garden vegetables, and antioxidant-rich fruits. Blue Buffalo pet foods also include a proprietary blend of vitamins, minerals and antioxidants. Blue Buffalo pet foods contain **no** chicken or poultry by-product meals; **no** artificial flavors, colors, or preservatives; and **no** corn, wheat or soy.

4. Blue Buffalo is now the fastest-growing major pet food company in the United States, and has carved a leading position in the burgeoning natural-foods segment of the market. The company’s brand is built on a commitment to using natural, high-quality ingredients and on its transparency with consumers. This relationship-building approach has proven successful with pet owners. In recent years, consumers have flocked to Blue Buffalo’s

products and away from the engineered, low-cost products manufactured by Nestlé Purina and other major companies.

5. Unable to compete on the merits of its ingredients or products, or for the hearts and minds of today's pet food consumers, Nestlé Purina has decided to wage a nationwide advertising smear campaign. Leveraging its massive advertising and public-relations apparatus, and accusing Blue Buffalo of a company-wide fraud on the consuming public, Nestlé Purina has set out to destroy Blue Buffalo's brand and the lynchpin of the strength of that brand: the consumers' faith in the integrity of Blue Buffalo as a company. Among other things, Nestlé Purina has set up a website at www.petfoodhonesty.com that accuses Blue Buffalo of "not being honest about the ingredients in their pet food." Nestlé Purina has promoted that site and repeated its attacks on Blue Buffalo's honesty in press releases, on social media platforms, on its brand-specific websites, in search-engine ads, and through direct emails to consumers and retailers. Nestlé Purina's campaign seeks to convince the public that Blue Buffalo's dry pet-food products contain poultry by-product meal and corn—the same ingredients that are the hallmark of Nestlé Purina's own brands—and that Blue Buffalo deliberately makes false representations to the contrary in order to cultivate the false belief that these ingredients are absent from Blue Buffalo's products. Nestlé Purina also claims that products that Blue Buffalo advertises as "grain-free" in fact contain grains.

6. Nestlé Purina's claims are false. Blue Buffalo never uses poultry by-product meal or corn in any of its formulas, in its manufacturing, or in any of its products. Blue Buffalo has never sourced or ordered these ingredients and its manufacturers are not permitted to use them. And there are no rice grains—or grains of any kind—in any of Blue Buffalo's "grain free" products.

7. Apparently conscious of the legal risks inherent in its smear campaign, Nestlé Purina has contemporaneously filed in this Court a spurious lawsuit in which it makes many of the same false accusations. Nestlé Purina apparently hopes that its lawsuit will protect it from legal action by Blue Buffalo, since statements in court papers themselves typically enjoy a “litigation privilege.” But Nestlé Purina’s statements go well beyond its court filings. Nestlé Purina has employed a systematic advertising and public relations campaign to widely disseminate its false claims in press statements, emails and social media and on internet websites to consumers in Missouri and throughout the United States. Nestlé Purina cannot shield itself from accountability for its actions. Nestle Purina implores consumers to “Get the facts” and claims as a scientific fact that Blue Buffalo’s “pet food products actually contain substantial amounts of poultry by-product meal.” That is advertising. That is false. And that is a violation of the law. Bringing a baseless lawsuit that repeats the same false advertising claims is no defense.

8. Nestlé Purina’s position is not helped by its vague assertion that an unidentified laboratory, using undisclosed methods, somehow “detected” variable amounts of poultry by-product meal or corn on an inconsistent basis in several Blue Buffalo product samples, or by its misguided claims regarding grain in “grain-free” products. Prior to filing this lawsuit, Blue Buffalo asked Nestlé Purina to disclose the laboratory testing it relies on, but Nestlé Purina flatly refused to do so, which is a telling indicator of its lack of scientific basis for its claims.

9. Unless curtailed, Nestlé Purina’s smear campaign will cause irreparable injury to the value of Blue Buffalo’s brand. Blue Buffalo seeks injunctive relief, corrective advertising, and damages occasioned by Defendants’ false and deceptive advertising campaign.

PARTIES

10. Plaintiff Blue Buffalo is a Delaware corporation with headquarters at 11 River Road, Wilton, Connecticut 06897. Blue Buffalo is in the business of developing, marketing and selling pet food, pet treats, and related products in the United States and Canada.

11. Defendant Nestlé Purina is a Missouri corporation with headquarters at 901 Chouteau Avenue, St. Louis, Missouri 63102. Nestlé Purina makes and sells pet food, treats, and related products in the United States and worldwide.

12. Upon information and belief, Defendants John Doe 1 through John Doe 10 are external advertising, marketing, and/or public relations firms, companies or individuals that orchestrated, designed, assisted, contributed, advised, and/or participated in the Nestlé Purina advertising campaign that is the subject of this Complaint.

JURISDICTION AND VENUE

13. This action for false advertising arises under the Trademark Act of 1946, 15 U.S.C. § 1051, et seq. (the “Lanham Act”), the common law of the states of Missouri and Connecticut, and the unfair competition or deceptive trade practices statutes of various states as detailed in this Complaint.

14. This Court has subject matter jurisdiction over this action pursuant to 15 U.S.C. § 1121 and 28 U.S.C. §§ 1331 and 1338. This Court has supplemental jurisdiction over the related state and common law claims pursuant to 28 U.S.C. §§ 1338(b) and 1367(a). This Court also has subject matter jurisdiction on the separate and independent ground of diversity of citizenship pursuant to 28 U.S.C § 1332(a). Upon information and belief, none of the Defendants are citizens of the same state as the Plaintiff, and the amount in controversy exceeds \$75,000, exclusive of interest and costs.

15. Venue is proper in this District under 28 U.S.C. § 1391(b)(2) because a substantial part of the events or omissions giving rise to this action have occurred and/or will occur within this District.

BACKGROUND FACTS

16. Blue Buffalo was founded in 2002 by Bill Bishop and his two sons. When their family dog was diagnosed with cancer, the Bishops began researching pet food ingredients and were disturbed to learn that many well-known brands contained things like chicken by-product meal and corn gluten meal (the dried residue from corn after the removal of the larger part of the starch and germ, and the separation of the bran), as well as artificial flavors and colors. Having discovered what they believed was a major disconnect between what pet owners wanted to feed their cats and dogs and what they were actually feeding them, the Bishops founded Blue Buffalo with the mission to bring transparency to the pet food category by educating consumers about the ingredients in pet foods and offering them a better choice. Blue Buffalo developed and brought to market foods made with the high-quality wholesome ingredients that many owners desired for their pets but could not find in the cost-engineered mass-produced products made by major companies.

17. Blue Buffalo, like its competitors, makes both (1) “dry” pet food such as that typically sold in bags, which is known as kibble; and (2) “wet” pet food such as that typically sold in cans. The Nestlé Purina false advertising at issue in this lawsuit addresses only the ingredients in Blue Buffalo’s dry pet food.

18. Blue Buffalo products are designed to provide wholesome nutrition through high-quality natural ingredients, vitamins, minerals, and antioxidants. Blue Buffalo’s dry food formulas have four key characteristics. First, all Blue Buffalo products feature deboned

chicken, lamb, fish or other high quality real meats such as bison or venison as the first ingredient, which means that there is more of that ingredient than any other in each recipe. Second, Blue Buffalo uses only whole grains, rather than the less expensive “fractionated” grains used in many pet foods. Third, each recipe contains garden vegetables and antioxidant-rich fruit. Fourth, all Blue Buffalo dog and cat dry foods contain LifeSource® Bits, which are a precise blend of vitamins, minerals and antioxidants.

19. Blue Buffalo foods are also distinguished by what they do not contain. Unlike many leading brands, Blue Buffalo products contain no chicken or poultry by-product meals; no corn, wheat, or soy proteins (less expensive grains that are widely used in cheaper pet foods—often as a substitute for meat proteins—and that have been associated with allergies in some pets); and no artificial colors, flavors, or preservatives.

20. Blue Buffalo has built its strong brand identity by establishing relationships of trust and transparency with pet owners. Blue Buffalo engages consumers by educating them on pet nutrition and ingredients, inviting factual comparisons between Blue Buffalo’s products and competing products based on ingredient labels, and allowing consumers to make their own informed decisions about the composition of foods they want to feed their pets. The company employs this strategy of transparency and education across all of its points of contact with pet owners, from its website to its advertising to the one-on-one conversations that Blue Buffalo’s representatives have with consumers at pet specialty stores across the United States and Canada each week.

21. Nestlé Purina takes a very different approach to making and selling its pet foods. Its products typically use lower-cost ingredients, including chicken and poultry by-product meals and corn as the primary ingredients; wheat and soy proteins; and artificial colors,

flavors, and preservatives. Most of Nestlé Purina’s products do not have real meat as the first ingredient, and many do not contain any vegetables or fruit.

22. For example, Nestlé Purina’s flagship brand, Purina Dog Chow, lists corn as its first ingredient, along with corn gluten meal, soybean meal, poultry by-product meal, and numerous artificial color additives and preservatives. (See Exhibit A.)



Our Ingredient Statement

Purina® Dog Chow® Brand Dog Food Complete & Balanced

Ingredients:

Whole grain corn, meat and bone meal, corn gluten meal, animal fat preserved with mixed-tocopherols, soybean meal, poultry by-product meal, egg and chicken flavor, whole grain wheat, animal digest, salt, calcium carbonate, potassium chloride, dicalcium phosphate, choline chloride, zinc sulfate, Yellow 6, Vitamin E supplement, L-Lysine monohydrochloride, ferrous sulfate, Yellow 5, Red 40, manganese sulfate, niacin, Blue 2, Vitamin A supplement, copper sulfate, calcium pantothenate, garlic oil, pyridoxine hydrochloride, Vitamin B-12 supplement, thiamine mononitrate, Vitamin D-3 supplement, riboflavin supplement, calcium iodate, menadione sodium bisulfite complex (source of Vitamin K activity), folic acid, biotin, sodium selenite. B-4101

Manufactured by: Nestlé Purina PetCare Company, St. Louis, MO 63164 USA

23. The first three ingredients in Purina Puppy Chow—intended, according to its label, for “Growing Puppies”—are whole grain corn, corn gluten meal, and chicken by-product meal. (See Exhibit B.)



Our Ingredient Statement


Purina® Puppy Chow® Brand Puppy Food Complete & Balanced for Growing Puppies

Ingredients:

Whole grain corn, corn gluten meal, chicken by-product meal, animal fat preserved with mixed-tocopherols (form of Vitamin E), soybean meal, egg and chicken flavor, brewers rice, barley, animal digest, calcium phosphate, fish oil, calcium carbonate, dried yeast, salt, potassium chloride, choline chloride, L-Lysine monohydrochloride, zinc sulfate, Vitamin E supplement, Yellow 6, ferrous sulfate, DL-Methionine, Yellow 5, Red 40, manganese sulfate, niacin, Vitamin A supplement, Blue 2, copper sulfate, calcium pantothenate, garlic oil, pyridoxine hydrochloride, Vitamin B-12 supplement, thiamine mononitrate, Vitamin D-3 supplement, riboflavin supplement, calcium iodate, menadione sodium bisulfite complex (source of Vitamin K activity), folic acid, biotin, sodium selenite. Y-4001

Manufactured by: Nestlé Purina PetCare Company, St. Louis, MO 63164 USA

24. Notwithstanding the net impression from its packaging to the contrary, the first four ingredients in Purina’s popular Beneful Original dog food are ground yellow corn, chicken by-product meal, corn gluten meal, and wheat flour; the product also contains propylene glycol (a preservative that is also a key component in certain types of automotive antifreeze) and numerous artificial colors. (See Exhibit C.)

RECOMMENDED FEEDING	GUARANTEED ANALYSIS	INGREDIENTS
 <p data-bbox="558 716 1377 1178">Ground yellow corn, chicken by-product meal, corn gluten meal, whole wheat flour, animal fat preserved with mixed-tocopherols (form of Vitamin E), rice flour, beef, soy flour, water, meat and bone meal, propylene glycol, sugar, tricalcium phosphate, phosphoric acid, salt, animal digest, potassium chloride, sorbic acid (a preservative), dried peas, dried carrots, calcium propionate (a preservative), choline chloride, L-Lysine monohydrochloride, Vitamin E supplement, zinc sulfate, Red 40, ferrous sulfate, manganese sulfate, niacin, Yellow 6, Yellow 5, Vitamin A supplement, Blue 2, calcium carbonate, copper sulfate, Vitamin B-12 supplement, brewers dried yeast, calcium pantothenate, thiamine mononitrate, garlic oil, pyridoxine hydrochloride, riboflavin supplement, Vitamin D-3 supplement, menadione sodium bisulfite complex (source of Vitamin K activity), calcium iodate, folic acid, biotin, sodium selenite.</p> <p data-bbox="1300 1199 1377 1220">J-4090</p> <p data-bbox="558 1272 1377 1293">Manufactured by: Nestlé Purina PetCare Company, St. Louis, MO 63164 USA</p>		

25. Nestlé Purina uses the same type of ingredients in its cat foods as well. The first three ingredients in Purina Friskies Indoor Delights cat food are corn, corn gluten meal, and chicken by-product meal. (See Exhibit D.)



Reviews

Nutrition

Ingredients

Guaranteed Analysis

Ingredients

Ground yellow corn, corn gluten meal, chicken by-product meal, meat and bone meal, soybean meal, beef tallow preserved with mixed-tocopherols (form of Vitamin E), turkey by-product meal, powdered cellulose, animal liver flavor, soybean hulls, malt extract, phosphoric acid, calcium carbonate, salt, choline chloride, potassium chloride, dried cheese powder, parsley flakes, added color, taurine, zinc sulfate, Vitamin E supplement, ferrous sulfate, Yellow 6, manganese sulfate, niacin, Yellow 5, Red 40, Vitamin A supplement, calcium pantothenate, thiamine mononitrate, Blue 2, copper sulfate, riboflavin supplement, Vitamin B-12 supplement, pyridoxine hydrochloride, folic acid, Vitamin D-3 supplement, calcium iodate, biotin, menadione sodium bisulfite complex (source of Vitamin K activity), sodium selenite. E-6002

26. Similarly, the first three ingredients in Purina Cat Chow Complete are poultry by-product meal, corn meal, and corn gluten meal. (See Exhibit E.)



Ingredients:

Poultry by-product meal, corn meal, corn gluten meal, ground whole wheat, brewers rice, soy flour, animal fat preserved with mixed-tocopherols (form of Vitamin E), fish meal, meat and bone meal, brewers dried yeast, phosphoric acid, animal digest, calcium carbonate, tetra sodium pyrophosphate, salt, potassium chloride, choline chloride, calcium phosphate, taurine, zinc sulfate, Vitamin E supplement, ferrous sulfate, manganese sulfate, niacin, Vitamin A supplement, calcium pantothenate, thiamine mononitrate, added color (Red 40), copper sulfate, riboflavin supplement, Vitamin B-12 supplement, pyridoxine hydrochloride, folic acid, Vitamin D-3 supplement, calcium iodate, biotin, menadione sodium bisulfite complex (source of Vitamin K activity), sodium selenite. F-4501

Manufactured by: Nestlé Purina PetCare Company, St. Louis, MO 63164 USA

27. The first three ingredients in Purina’s “gourmet” Fancy Feast Filet Mignon Flavor With Real Seafood & Shrimp cat food are brewers rice, poultry by-product meal, and corn gluten meal. The product also contains ground corn, soybean meal, and artificial flavors and colors. (See Exhibit F.)



INGREDIENTS

brewers rice, poultry by-product meal, corn gluten meal, beef tallow preserved with mixed-tocopherols (form of vitamin e), ground yellow corn, soybean meal, animal liver flavor, fish, shrimp, phosphoric acid, calcium carbonate, natural and artificial flavors, salt, potassium chloride, dried yeast, choline chloride, added color (yellow 6, yellow 5, red 40 and other color), natural filet mignon flavor, taurine, zinc sulfate, ferrous sulfate, manganese sulfate, vitamin e supplement, niacin, vitamin a supplement, calcium pantothenate, thiamine mononitrate, copper sulfate, riboflavin supplement, vitamin B-12 supplement, pyridoxine hydrochloride, folic acid, vitamin D-3 supplement, calcium iodate, biotin, menadione sodium bisulfite complex (source of vitamin k activity), sodium selenite.

A-6501

28. Given a choice between pet foods made with natural, high-quality ingredients and those like Nestlé Purina’s products that are engineered using lower-cost ingredients, consumers have flocked to Blue Buffalo’s products in increasing numbers. In the 12 years since its founding, Blue Buffalo has risen to become the number one natural pet food brand in the United States and the number one brand in pet specialty stores across the United States. During this time, the company has gone from having 0% of the overall pet food market to a 5% share of the U.S. market. Blue Buffalo is now the fastest growing major pet food company in the United States.

29. Blue Buffalo’s market gains have come at the expense of other established brands, including Nestlé Purina’s. Blue Buffalo’s average weekly retail sales now surpass Nestlé Purina brands such as Purina Beneful, Purina Fancy Feast, and Purina ONE. Meanwhile, Nestlé

Purina’s own attempts to enter the natural pet foods market have largely failed, as sales of its Purina ONE beyOnd and Purina Cat Chow “Naturals” product lines have been modest and essentially flat for the past three years. Additionally, Nestlé Purina previously launched and subsequently discontinued other entries including Purine ONE Natural Blends, Pro Plan Selects, and Pet Promise. Pet Promise was an especially noteworthy attempt to compete with natural pet foods, as Nestlé Purina concealed its ownership of the brand while providing it with an aggressive marketing platform with the tagline of “let byproducts be bygones”—while at the same time remaining one of the largest purveyors of pet foods filled with ingredients it was encouraging pet owners to stop buying. (See Exhibit G.)



NESTLÉ PURINA’S FALSE AND MISLEADING ADVERTISING CAMPAIGN

30. Having failed to keep pace with Blue Buffalo in the marketplace, Nestlé Purina has now launched an extensive false and disparaging advertising campaign designed to discredit the claims that stand at the core of the Blue Buffalo brand and its relationship of trust with consumers. Nestlé Purina’s advertising campaign is a sophisticated, extensive and multi-

platform campaign that includes a purpose-built website, press releases, an aggressive social media presence, unattributed search-engine ads, and emails that, upon information and belief, have been sent to pet owners and pet food retailers across the country.

31. The centerpiece of Defendants' campaign is a website (the "Honesty Website") that was launched on or about May 6, 2014. Titled "Purina: Where Honesty Is Our First Ingredient," the Honesty Website can be accessed on the internet at www.petfoodhonesty.com. The masthead for the Honesty Website bears the Nestlé Purina brand name and symbol. Screenshots of the contents of the Honesty Website are attached hereto as Exhibit H.

32. The home page of the Honesty Website is styled as an open letter to pet owners from Nestlé Purina, describing supposedly deceptive marketing practices by Blue Buffalo. On the home page, Defendants make the following false or misleading statements regarding Blue Buffalo's products and marketing practices, including the following:

- a. "[T]esting conducted by an independent laboratory revealed that several of Blue Buffalo's top-selling 'Life Protection' pet food products actually contain substantial amounts of poultry by-product meal."
- b. "Independent testing also shows that Blue Buffalo's 'LifeSource Bits' contain poultry by-product meal and corn."
- c. "[S]everal Blue Buffalo products promoted as 'grain-free' actually contain rice hulls, despite Blue Buffalo stating on its website that its 'grain-free' products will 'free your pet from the grains and glutens that cause allergic reactions in some dogs.'"
- d. "Blue Buffalo is not being honest about the ingredients in its pet food."
- e. "99% of Purina pet food sold in the United States is manufactured at Purina's own plants in the United States. By contrast, 100% of Blue Buffalo pet foods is outsourced and made by third-party manufacturers."

33. Simultaneously with the launch of the Honesty Website, on May 6, 2014, Defendants filed a false-advertising complaint (the “Nestlé Purina Complaint”) in this Court. The Nestlé Purina Complaint vaguely alleges that undisclosed “investigation and scientific testing” by an unnamed laboratory revealed that (1) a handful of Blue Buffalo product samples contained poultry by-product meal and corn, and (2) samples of certain Blue Buffalo products advertised as “grain free” actually contain rice hulls. (*See* Case No. 4:14-cv-00859-RWS, Dkt. No. 1). Upon information and belief, Defendants filed the Nestlé Purina Complaint in an attempt to extend litigation privilege protection to their advertising smear campaign, so as to shield their false and misleading statements from liability.

34. Also on May 6, 2014, Defendants issued a press release (the “Press Release”) announcing the filing of the Nestlé Purina Complaint that reiterated many of the false and misleading claims from the Honesty Website. The Press Release repeated Nestlé Purina’s claims that testing by an independent laboratory showed that several of Blue Buffalo’s top-selling “Life Protection” pet food products contained significant percentages of poultry by-product meal, and that Blue Buffalo “LifeSource Bits” contain poultry by-product meal and corn. The Press Release also reiterated that “several Blue Buffalo products promoted as ‘grain-free’ actually contain rice hulls.” (*See* Exhibit I.)

35. Nestlé Purina has heavily promoted the Honesty Website on its Facebook page at <https://www.facebook.com/purina>. For example, on May 6, 2014 Nestlé Purina posted a link to the Honesty Website under the statement: “Honesty is the most important ingredient in the relationship between a pet food company and pet owners.” It also posted an image with overlaid text stating “Purina: Where our first ingredient is honesty.” Nestlé Purina reposted the link to the Honesty Website on May 7, 2014 under the statement: “Purina has always operated

with the highest standards—including a commitment to honesty and integrity. Our pets deserve no less.” And reposted it yet again on May 8, 2014 under the statement: “Not all pet food companies are honest about the ingredients they use. Get the facts at www.Puri.na/Honesty.” That link—truncated for social media posting—takes readers to the Honesty Website. Nestlé Purina has also engaged in numerous discussions with consumers on its Facebook page in which it has repeated its false claims. (*See Exhibit J.*)

36. Nestlé Purina has also promoted the Honesty Website on its Twitter account at <https://twitter.com/Purina>. For example, on May 8, 2014, Nestlé Purina tweeted a link to the Honesty Website with the text, “Is your pet food company being honest about its ingredients? Find out at Puri.na/Honesty.” The same day, Nestlé Purina tweeted another link to the Honesty Website with the statement, “Your pets trust you to feed them right. Shouldn’t you be able to trust the food you give them?” Between May 7 and May 13, 2014, Nestlé Purina sent 11 tweets linking to the Honesty Website. (*See Exhibit K.*)

37. Nestlé Purina has also advertised the Honesty Website on many of its brand-specific websites. For example, Nestlé Purina has used a masthead advertisement on the website for its Beneful line of products at www.beneful.com that leads consumers to the Honesty Website and states: “HONESTY IN PET FOOD. Purina believes that honesty is the most important ingredient in the relationship between pet owners and pet food manufacturers. Please visit www.petfoodhonesty.com to learn more about actions we are taking to stop false advertising aimed at pet owners.” Nestlé Purina has the same masthead advertisement on www.catchow.com and www.dogchow.com. (*See Exhibit L.*)

38. On information and belief, on or about May 7, 2014, Defendants sent out a mass e-mailing (the “Direct E-mails”) to consumers and pet food retailers nationwide. An

example of one of these e-mails is attached as Exhibit M. The Direct E-mails repeated the same text, and therefore the same false claims, as the “letter” to pet owners on the Honesty Website.

39. Defendants have also purchased false and misleading advertisements on Google.com (hereafter, the “Google Ads”) that are designed to appear when consumers search for Blue Buffalo or its products. Upon information and belief, Defendants have spent heavily to ensure that these advertisements appear above the Google search results for common terms relating to Blue Buffalo. (*See* Exhibit N.) For example, the third result of a May 12, 2014 search for the term “Blue Buffalo” was a paid advertisement linking to the Honesty Website. The link was accompanied by unattributed text stating, “A dog food company is lying about its ingredients. Learn the facts.” In a search for the terms “Blue Buffalo pet food,” the second result was a link to the Honesty Website with the title, “Dog food company honesty.” The link was accompanied by text reading, “Is your dog food company being honest about its ingredients?” And the third search result for the term “Blue Buffalo natural” was another link to the Honesty Website titled, “The facts about dog food,” again accompanied by the text, “A dog food company is lying about its ingredients. Learn the facts.” (*See* Exhibit O.) Because these statements appear alongside the search results for Blue Buffalo and its products, they assert that Blue Buffalo is lying about the ingredients in its products.

40. As set forth below, the statements made on the Honesty Website and reiterated in the Press Release, in Facebook and Twitter posts, on the individual product websites, in the Direct E-Mails, and in the Google Ads are false and misleading.

Nestlé Purina’s False Claim that Blue Buffalo Products Contain Poultry By-Product Meal

41. Defendants claim on the Honesty Website and in the Direct E-mails that (1) “testing conducted by an independent laboratory revealed that several of Blue Buffalo’s top-

selling ‘Life Protection’ pet food products actually contain substantial amounts of poultry by-product meal,” and (2) “[i]ndependent testing also shows that Blue Buffalo’s ‘LifeSource Bits’ contain poultry by-product meal.”

42. The Association of American Feed Control Officials, which establishes the definitions and descriptions of ingredients that are allowed to be used in pet foods, defines poultry by-product meal as “the ground, rendered, clean parts of the carcass of slaughtered poultry, such as necks, feet, undeveloped eggs and intestines, exclusive of feathers, except in such amounts as might occur unavoidably in good processing practices.” (AAFCO 2014 Official Publication at 355.)

43. Nestlé Purina’s claims are false. Blue Buffalo does not use poultry by-product meal in any of its products and none of its product formulas include poultry by-product meal as an ingredient. Moreover, Blue Buffalo provides its manufacturing contractors with detailed specifications, and often a limited list of ingredient suppliers, for all of the ingredients used in its products. Those specifications never allow for the use of poultry by-product meal. Blue Buffalo manufacturing contractors are not permitted to vary from Blue Buffalo recipes and do not use poultry by-product meal when manufacturing Blue Buffalo products. Blue Buffalo instead pays for and uses the high quality ingredients specified in its products formulas.

44. To the extent that laboratory tests commissioned by Nestlé Purina purport to show poultry by-product meal in Blue Buffalo’s products, those results are unreliable and false. Nestlé Purina has not identified the laboratory that conducted the tests it relies upon or the method that the laboratory used to supposedly differentiate poultry by-product meal from other ingredients.

45. Before filing this complaint, Blue Buffalo asked Nestlé Purina to provide it with copies of the laboratory tests it relies upon, but Nestlé Purina refused and said it would provide the results at “the appropriate time.” (See Exhibits P and Q.) The reason for this stonewalling is self-evident: Nestlé Purina’s lab tests are bogus and do not support the false and misleading claims that Nestlé Purina is making.

Nestlé Purina’s False Claim that Blue Buffalo’s “Grain-Free” Products Contain Grains

46. Defendants state in their advertising that “several Blue Buffalo products promoted as ‘grain-free’” actually contain quantities of “rice hulls.” The necessary implication of this claim—that these products contain grain—is false.

47. A rice hull is not a grain and contains no grain. The grain of a plant is its seed. A “rice hull” by definition is the hard covering that is left over after the rice grain has been removed. It is primarily composed of silica and is often used as a quality source of fiber. Rice hulls are used in Blue Buffalo products as a processing aid to deliver a blend of vitamin and mineral supplements. The actual inclusion level is typically less than 1/10th of what Nestlé Purina claims, and below the level that AAFCO requires to be listed as an ingredient. In short, Nestlé Purina’s assertion that Blue Buffalo’s use of rice hulls renders its “grain-free” claims false is itself a fiction. A rice hull is not a grain, and there is nothing remotely untrue about Blue Buffalo’s “grain-free” advertising.

Nestlé Purina’s False Claim that Blue Buffalo’s LifeSource Bits Contain Corn

48. Defendants state in ads including the Honesty Website and in the Direct E-mails that “Independent testing also shows that Blue Buffalo’s ‘LifeSource Bits’ contain . . . corn.” Defendants repeat substantially similar claims in the Press Release. These claims are false.

49. Blue Buffalo does not use corn in any of its products. None of Blue Buffalo's product formulas or specifications it provides its manufacturers include corn as an ingredient. Blue Buffalo manufacturing contractors are not permitted to vary from Blue Buffalo recipes and do not use corn when manufacturing Blue Buffalo products.

Nestlé Purina's False Claim that Blue Buffalo's Products Are Subject to Quality Control Problems Because They are "Outsourced"

50. Defendants state on the Honesty Website and in the Press Release that "99% of Purina pet food sold in the United States is manufactured at Purina's own plants in the United States. By contrast, 100% of Blue Buffalo pet foods is outsourced and made by third-party manufacturers." This statement necessarily implies that Blue Buffalo's pet foods are not made in the United States. Furthermore, the statement is likely to be understood by consumers to mean that Blue Buffalo's pet foods are subject to the types of highly publicized quality control problems that have impacted other pet food manufacturers that have outsourced production to offshore manufacturers.

51. The claim that Blue Buffalo's products are manufactured outside of the United States is categorically false. One hundred percent of Blue Buffalo's products are manufactured in facilities in the continental United States.

52. Not only is Nestlé Purina's statement false, it is intended to play on consumers' concerns about recent incidents involving Chinese-manufactured pet foods that were found to contain unapproved and potentially harmful ingredients. Nestlé Purina itself was at the center of these incidents. On January 9, 2013, Nestlé Purina withdrew two of its pet food product lines after New York state agricultural officials discovered that the products, manufactured in China, contained residues of prohibited antibiotics that are not approved for use

in animal feeds in the United States. Several months later, in August 2013, Nestlé Purina voluntarily recalled bags of “Purina ONE beyOnd Our White Meat Chicken & Whole Barley Recipe Adult Dry Dog Food,” which is Purina’s “natural” line of adult dry dog food. The product was found to be contaminated with salmonella. These incidents were widely publicized both in the general press and in publications aimed at pet owners.

53. Defendants’ statement also makes the false representation that, because Blue Buffalo products are manufactured at third-party manufacturing facilities (referred to in the industry as co-packers), they are inherently susceptible to quality control problems. In fact, Blue Buffalo utilizes “industry best” Quality Assurance and Quality Control protocols in the formulation and manufacturing of its products, and demands that each of its co-packers strictly adhere to these protocols. The use of co-packers is a common industry practice, and the notion that their use entails quality control problems is baseless and false. Co-packers are similarly used by numerous industry participants, including major pet food retailers for the manufacture of pet food sold under their store brands. Indeed, Nestlé Purina’s parent company, Nestlé, itself makes extensive use of co-packers to manufacture foods for human consumption.

Nestlé Purina’s False Claim that Blue Buffalo is Dishonest About its Ingredients

54. The Honesty Website and the Direct E-mails state that Blue Buffalo “is not being honest about the ingredients in its pet food.” The Google Ads similarly claim that Blue Buffalo “is lying about its ingredients.” These and similar statements are false. As detailed above, Defendants have not reliably identified a single false statement in Blue Buffalo’s advertising. Moreover, Defendants have not identified a scintilla of evidence to suggest Blue Buffalo intentionally misled any consumers about the ingredients of any of its products.

55. Defendants' claim is particularly pernicious because it is intended to attack not merely the truth of Blue Buffalo's advertising claims, but the integrity and brand identity of the company, which has been central to its success.

INJURY TO BLUE BUFFALO AND THE PUBLIC

56. Defendants' smear campaign is calculated to destroy the reputation and goodwill of the Blue Buffalo brand. By spreading false claims about product ingredients and maligning the credibility of the brand, Defendants seek to curtail the rapid growth of Blue Buffalo's business in the hope that this will stem the exodus of Nestlé Purina customers to Blue Buffalo, and divert sales toward Nestlé Purina's products.

57. Blue Buffalo and its owners have invested large sums of money to launch and grow the Blue Buffalo brand. Blue Buffalo is now the number one natural pet food and the number one specialty brand in pet specialty stores across the United States, as well as the fastest-growing major pet food company in the United States. The company's success and brand identity rest on its reputation for transparency and honesty, as well as its refusal to use the same type of low-cost, low-quality ingredients used by competitors such as Nestlé Purina. If Defendants' false advertising campaign continues unchecked, Blue Buffalo will lose sales and profits and will suffer a loss of reputation and goodwill that will destroy the considerable value of the company's brand equity and will not be fully compensable through monetary damages.

58. In addition to generating substantial sales and profits, Blue Buffalo's products currently provide American pet owners with healthy, natural, high-quality alternatives to the engineered, low-cost pet foods that constitute the majority of the market. Unless curtailed by this Court, Defendants' false advertising campaign will induce consumers to make purchasing

decisions and potentially incur costs based on Defendants' false and misleading representations about the composition and sourcing of Blue Buffalo's products.

FIRST CLAIM FOR RELIEF

Violation of Section 43(a) of the Lanham Act, 15 U.S.C. § 1125(a)

59. Blue Buffalo repeats and realleges each and every allegation contained above as if the same were set forth fully herein.

60. In connection with Blue Buffalo's products, which are offered in interstate commerce, defendants have made false and misleading descriptions or representations of fact. These false or misleading statements misrepresent the nature, characteristics, or qualities of Blue Buffalo's products, manufacturing processes, and/or marketing practices. Defendants' statements are expressly false, impliedly false, or both.

61. Defendants' false and misleading statements have deceived, or have the tendency to deceive, a substantial portion of the intended audience about matters that are material to purchasing decisions.

62. Defendants' false and misleading statements are made in commercial advertising and promotion in interstate commerce and violate Section 43(a) of the Lanham Act, 15 U.S.C. § 1125(a).

63. Blue Buffalo is likely to suffer, has suffered, and will continue to suffer damages and irreparable injuries as a result of Defendants' wrongful acts.

SECOND CLAIM FOR RELIEF

False Advertising Under Missouri Common Law

64. Blue Buffalo repeats and realleges each and every allegation contained above as if the same were set forth fully herein.

65. In connection with Blue Buffalo's products, which are offered in the State of Missouri, defendants have made false and misleading descriptions or representations of fact. These false or misleading statements misrepresent the nature, characteristics, or qualities of Blue Buffalo's products, manufacturing processes, and/or marketing practices. Defendants' statements are expressly false, impliedly false, or both.

66. Defendants' false and misleading statements have deceived, or have the tendency to deceive, a substantial portion of the intended audience, about matters that are material to purchasing decisions.

67. Defendants' false and misleading statements are made in commercial advertising and promotion in the State of Missouri.

68. Blue Buffalo is likely to suffer, has suffered, and will continue to suffer damages and irreparable injuries as a result of Defendants' wrongful acts.

THIRD CLAIM FOR RELIEF

Unfair Competition Under Missouri Common Law

69. Blue Buffalo repeats and realleges each and every allegation contained above as if the same were set forth fully herein.

70. By reason of the foregoing, defendants have engaged in unfair competition and product disparagement in violation of the common law of the State of Missouri.

71. Defendants have engaged in deceptive marketing practices, including advertising their goods in a way likely to deceive or mislead prospective patrons to the detriment of Blue Buffalo. Such deceptive practices have caused harm to the commercial relations of Blue Buffalo.

FOURTH CLAIM FOR RELIEF

Injurious Falsehood Under Missouri Common Law

72. Blue Buffalo repeats and realleges each and every allegation contained above as if the same were set forth fully herein.

73. Defendants have published false statements that are harmful to Blue Buffalo's commercial and reputational interests.

74. Defendants intended for the publication of these false statements to result in pecuniary harm to Blue Buffalo. Alternatively, Defendants recognized or should have recognized that publication of these false statements was likely to result in pecuniary harm to Blue Buffalo.

75. Defendants knew that their published statements were false, or acted in reckless disregard of the truth or falsity of the statements.

76. Blue Buffalo is likely to suffer, has suffered, and will continue to suffer damages and irreparable injuries as a result of Defendants' wrongful acts.

FIFTH CLAIM FOR RELIEF

Defamation Under Missouri Common Law

77. Blue Buffalo repeats and realleges each and every allegation contained above as if the same were set forth fully herein.

78. Defendants have published false statements identifying Blue Buffalo that are harmful to Blue Buffalo's commercial and reputational interests.

79. Defendants intended for the publication of these false statements to result in reputational harm to Blue Buffalo. Alternatively, Defendants recognized or should have recognized that the publication of these false statements was likely to result in reputational harm to Blue Buffalo.

80. Defendants knew that their published statements were false, or acted in reckless disregard or negligence of the truth or falsity of the statements.

81. Blue Buffalo is likely to suffer, has suffered, and will continue to suffer damages and irreparable injuries, including injuries to Blue Buffalo's reputation, as a result of Defendant's wrongful acts.

SIXTH CLAIM FOR RELIEF

Unjust Enrichment Under Missouri Common Law

82. Blue Buffalo repeats and realleges each and every allegation contained above as if the same were set forth fully herein.

83. Defendants have benefited by their false and misleading statements at Blue Buffalo's expense.

84. Defendants unjustly have not compensated or paid Blue Buffalo for the benefits of those false and misleading statements.

85. Defendants benefited from their failure to pay or compensate Blue Buffalo.

SEVENTH CLAIM FOR RELIEF

Unfair Competition Under Connecticut Common Law

86. Blue Buffalo repeats and realleges each and every allegation contained above as if the same were set forth fully herein.

87. In connection with Blue Buffalo's products, which are offered in the State of Connecticut, defendants have made false and misleading descriptions or representations of fact. These false or misleading statements misrepresent the nature, characteristics, or qualities of Blue Buffalo's products, manufacturing processes, and/or marketing practices. Defendants' statements are expressly false, impliedly false, or both.

88. Defendants' false and misleading statements have deceived, or have the tendency to deceive, a substantial portion of the intended audience about matters that are material to purchasing decisions.

89. Defendants' false and misleading statements are made in commercial advertising and promotion in the State of Connecticut.

90. Blue Buffalo is likely to suffer, has suffered, and will continue to suffer damages and irreparable injuries as a result of Defendants' wrongful acts.

EIGHTH CLAIM FOR RELIEF
Defamation Under Connecticut Common Law

91. Blue Buffalo repeats and realleges each and every allegation contained above as if the same were set forth fully herein.

92. Defendants have published false and defamatory statements regarding Blue Buffalo and its products to third persons throughout the United States, including Connecticut. Those statements identified Blue Buffalo to third persons.

93. Blue Buffalo is likely to suffer, has suffered, and will continue to suffer reputational injuries as a result of Defendants' wrongful acts.

NINTH CLAIM FOR RELIEF
Violations of Trade Practice Statutes of the Several States

94. Blue Buffalo repeats and realleges each and every allegation contained above as if the same were set forth fully herein.

95. Defendants have engaged in misleading, unfair or deceptive acts or practices in the conduct of trade or commerce throughout the United States. These wrongful acts have caused Blue Buffalo to suffer ascertainable loss of money or property.

96. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of ALA. CODE § 8.19-1 *et seq.*

97. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of ALASKA STAT. CODE § 45.50.470 *et seq.*

98. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of CAL.BUS. & PROF CODE § 17200, *et. seq.* & § 17500, *et seq.*

99. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of COLO. REV. STAT. § 6-1-101 *et seq.*

100. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of CONN. GEN. STAT. § 42-110a *et seq.*

101. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of DEL. CODE ANN. tit. 6, § 2511, *et seq.*

102. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of GA. CODE ANN. §10-1-392 *et seq.*

103. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of IDAHO CODE § 48-601 *et seq.*

104. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of IL. §815 ILCS 510/1 *et seq.*

105. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of IOWA CODE § 714.16, *et seq.*

106. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of LA. REV. STAT. § 51:1401 *et seq.*

107. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of ME. REV. STAT. tit. 5, § 205-A, *et seq.*

108. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of MASS. GEN LAWS ch. 93A, §1, *et seq.*

109. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of MINN. STAT. § 8.31, *et seq.*

110. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of NEB. REV. STAT. § 59-1601, *et seq.*

111. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of N.H. REV. STAT. ANN. § 358-A:1, *et seq.*

112. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of N.J.S.A. 56:8-1, *et seq.*

113. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of N.M. STAT. ANN. § 57-12-1, *et seq.*

114. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of N.Y. GEN. BUS. §349 *et seq.*

115. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of N.D. CENT. CODE § 51-15-01, *et seq.*

116. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of S.C. CODE § 39-5-10, *et seq.*

117. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of S.D. CODIFIED LAWS § 37-24-1, *et seq.*

118. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of TENN. CODE ANN. § 47-18-101, *et seq.*

119. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of VA. CODE ANN. § 59.1-196, *et seq.*

120. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of WASH. REV. CODE § 19.86.010, *et seq.*

121. Defendants have engaged in misleading, unfair or deceptive acts or practices in violation of W. VA. CODE § 46A-6-101 *et seq.*

WHEREFORE, Blue Buffalo demands judgment against Defendants and requests relief as follows:

A. That judgment be entered in Blue Buffalo's favor on each Claim in the Complaint.

B. Orders preliminarily and permanently enjoining Defendants, their officers, agents, servants, employees, attorneys, and all others in active concert or participation with them, from:

i. disseminating the Honesty Website (attached as Exhibit H), the Direct E-mails (an example of which is attached as Exhibit M), the Google Ads (examples of which are attached as Exhibit O) and any other advertisements substantially similar thereto;

ii. claiming, whether directly or by implication, in any advertising or promotional communication, that (1) any Blue Buffalo products contain poultry or chicken by-product meal; or (2) any Blue Buffalo products contain corn; or (3) any Blue Buffalo products promoted as "grain-free" contain

grain; or (4) any Blue Buffalo products are manufactured outside the United States; or (5) any Blue Buffalo products are unsafe, less healthy, or otherwise of lower quality by virtue of having been manufactured by third-party manufacturers.

iii. claiming, whether directly or by implication, in any advertising or promotional communication, that Blue Buffalo's advertising or labeling for its pet food products is false or misleading, or that consumers should disbelieve Blue Buffalo's statements concerning its or its competitors' pet food products.

C. An order directing an accounting of all gains, profits, savings and advantages realized by Nestlé Purina from its aforesaid acts of false advertising, unfair competition and other violations of law as detailed above;

D. An order directing defendants to disseminate, in a form to be approved by the Court, advertising designed to correct the false and misleading claims made by Defendants in their advertising;

E. An award of Blue Buffalo's damages attributable to Defendants' false and deceptive advertising, in an amount to be determined at trial;

F. An award to Blue Buffalo of all profits earned by Nestlé Purina attributable to its false advertising, in an amount to be determined at trial;

G. A declaration that this is an "exceptional case" due to the wilful nature of Defendants' false advertising, and awarding enhanced damages and attorneys' fees to Blue Buffalo pursuant to 15 U.S.C. § 1117, and punitive damages and attorneys' fees to the full extent allowable under state statutory and common law;

H. An order pursuant to Section 34(a) of the Lanham Act, 15 U.S.C. § 1116(a) requiring Nestlé Purina to serve upon Blue Buffalo, within thirty (30) days after service on Nestlé Purina of an injunction or such extended period as the Court may direct, a report in writing under oath setting forth in detail the manner and form in which Nestlé Purina has complied with the injunction;

I. Awarding Blue Buffalo prejudgment and post-judgment interest on any monetary award in this action;

J. An award of the costs and disbursements of this action; and

K. Such other and further relief as the Court may deem just and proper.

Dated: May 14, 2014

Respectfully submitted,

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Adeel A. Mangi (*pro hac vice* application pending)
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/s/ Gerard T. Carmody

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Of counsel:

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Blue Buffalo Company, Ltd.

EXHIBIT A



Our Ingredient Statement

Purina® Dog Chow® Brand Dog Food Complete & Balanced

Ingredients:

Whole grain corn, meat and bone meal, corn gluten meal, animal fat preserved with mixed-tocopherols, soybean meal, poultry by-product meal, egg and chicken flavor, whole grain wheat, animal digest, salt, calcium carbonate, potassium chloride, dicalcium phosphate, choline chloride, zinc sulfate, Yellow 6, Vitamin E supplement, L-Lysine monohydrochloride, ferrous sulfate, Yellow 5, Red 40, manganese sulfate, niacin, Blue 2, Vitamin A supplement, copper sulfate, calcium pantothenate, garlic oil, pyridoxine hydrochloride, Vitamin B-12 supplement, thiamine mononitrate, Vitamin D-3 supplement, riboflavin supplement, calcium iodate, menadione sodium bisulfite complex (source of Vitamin K activity), folic acid, biotin, sodium selenite. B-4101

Manufactured by: Nestlé Purina PetCare Company, St. Louis, MO 63164 USA

Animal feeding tests using AAFCO procedures substantiate that Purina Dog Chow provides complete and balanced nutrition for all life stages of dogs.



Dog Food Complete & Balanced

★★★★★ 4.8 | 70 Reviews

EXHIBIT B



Our Ingredient Statement

Purina® Puppy Chow® Brand Puppy Food Complete & Balanced for Growing Puppies

Ingredients:

Whole grain corn, corn gluten meal, chicken by-product meal, animal fat preserved with mixed-tocopherols (form of Vitamin E), soybean meal, egg and chicken flavor, brewers rice, barley, animal digest, calcium phosphate, fish oil, calcium carbonate, dried yeast, salt, potassium chloride, choline chloride, L-Lysine monohydrochloride, zinc sulfate, Vitamin E supplement, Yellow 6, ferrous sulfate, DL-Methionine, Yellow 5, Red 40, manganese sulfate, niacin, Vitamin A supplement, Blue 2, copper sulfate, calcium pantothenate, garlic oil, pyridoxine hydrochloride, Vitamin B-12 supplement, thiamine mononitrate, Vitamin D-3 supplement, riboflavin supplement, calcium iodate, menadione sodium bisulfite complex (source of Vitamin K activity), folic acid, biotin, sodium selenite. Y-4001

Manufactured by: Nestlé Purina PetCare Company, St. Louis, MO 63164 USA

Animal feeding tests using Association of American Feed Control Officials (AAFCO) procedures substantiate that Purina Puppy Chow provides complete and balanced nutrition for all life stages of dogs.



**Brand Puppy Food
Complete & Balanced
for Growing Puppies**

EXHIBIT C

dry dog food **Beneful® Original**



ENLARGE +

Beneful® Original is available in 3.5 lbs, 7 lbs, 15.5 lbs, and 31.1 lbs bags.

★★★★★ 4.7 | 36 Reviews

34 out of 35 (97%) reviewers recommend this product

[WRITE A REVIEW](#)

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Like 52 people like this. Be the first of your friends.

you might also like:

wet dog food



Prepared Meals™
Beef Stew With
Peas, Carrots, Rice
& Barley

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dog snacks



Beneful® Baked
Delights™
Snackers™

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NUTRITIOUS and Delicious *Since 2001*

Beneful® brand Dog Food Original helps keep your dog happy and healthy with a perfect balance of healthful ingredients, quality nutrition and superb taste. It's made with wholesome grains and real beef, and accented with vitamin-rich vegetables.



PROTEIN-RICH NUTRITION,
WITH REAL BEEF, TO HELP
BUILD STRONG MUSCLES



OMEGA FATTY ACIDS AND
ANTIOXIDANTS HELP
SUPPORT A HEALTHY
IMMUNE SYSTEM



WHOLESOME GRAINS FOR
ENERGY



INCLUDES VITAMIN-RICH
VEGETABLES AND ESSENTIAL
VITAMINS, MINERALS AND
NUTRIENTS

RECOMMENDED FEEDING

GUARANTEED ANALYSIS

INGREDIENTS

Ground yellow corn, chicken by-product meal, corn gluten meal, whole wheat flour, animal fat preserved with mixed-tocopherols (form of Vitamin E), rice flour, beef, soy flour, water, meat and bone meal, propylene glycol, sugar, tricalcium phosphate, phosphoric acid, salt, animal digest, potassium chloride, sorbic acid (a preservative), dried peas, dried carrots, calcium propionate (a preservative), choline chloride, L-Lysine monohydrochloride, Vitamin E supplement, zinc sulfate, Red 40, ferrous sulfate, manganese sulfate, niacin, Yellow 6, Yellow 5, Vitamin A supplement, Blue 2, calcium carbonate, copper sulfate, Vitamin B-12 supplement, brewers dried yeast, calcium pantothenate, thiamine mononitrate, garlic oil, pyridoxine hydrochloride, riboflavin supplement, Vitamin D-3 supplement, menadione sodium bisulfite complex (source of Vitamin K activity), calcium iodate, folic acid, biotin, sodium selenite.

J-41

Manufactured by: Nestlé Purina PetCare Company, St. Louis, MO 63164

Animal feeding tests using Association of American Feed Control Officials (AAFCO) procedures substantiate that Beneful® Original dog food provides complete and balanced nutrition for all life stages of dogs.

RECOMMENDED FEEDING**GUARANTEED ANALYSIS****INGREDIENTS**

Ground yellow corn, chicken by-product meal, corn gluten meal, whole wheat flour, animal fat preserved with mixed-tocopherols (form of Vitamin E), rice flour, beef, soy flour, water, meat and bone meal, propylene glycol, sugar, tricalcium phosphate, phosphoric acid, salt, animal digest, potassium chloride, sorbic acid (a preservative), dried peas, dried carrots, calcium propionate (a preservative), choline chloride, L-Lysine monohydrochloride, Vitamin E supplement, zinc sulfate, Red 40, ferrous sulfate, manganese sulfate, niacin, Yellow 6, Yellow 5, Vitamin A supplement, Blue 2, calcium carbonate, copper sulfate, Vitamin B-12 supplement, brewers dried yeast, calcium pantothenate, thiamine mononitrate, garlic oil, pyridoxine hydrochloride, riboflavin supplement, Vitamin D-3 supplement, menadione sodium bisulfite complex (source of Vitamin K activity), calcium iodate, folic acid, biotin, sodium selenite.

J-4090

Manufactured by: Nestlé Purina PetCare Company, St. Louis, MO 63164 USA

Source: Purina Beneful website, May 11, 2014

EXHIBIT D

Friskies® Indoor Cat Food


Indoor Delights®

Explore the great indoors. Specially formulated to promote healthy weight and help control hairballs. With a touch of garden greens to give your indoor cat a taste of the outdoors...minus the muddy paws.



★★★★★ 4.8 | 106 Reviews

101 out of 105 (96%) reviewers recommend this product

 Like 98 people like this. Be the first of your friends.

[Write a review](#)

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- [Nutrition](#)
- [Ingredients](#)
- [Guaranteed Analysis](#)

Ingredients

Ground yellow corn, corn gluten meal, chicken by-product meal, meat and bone meal, soybean meal, beef tallow preserved with mixed-tocopherols (form of Vitamin E), turkey by-product meal, powdered cellulose, animal liver flavor, soybean hulls, malt extract, phosphoric acid, calcium carbonate, salt, choline chloride, potassium chloride, dried cheese powder, parsley flakes, added color, taurine, zinc sulfate, Vitamin E supplement, ferrous sulfate, Yellow 6, manganese sulfate, niacin, Yellow 5, Red 40, Vitamin A supplement, calcium pantothenate, thiamine mononitrate, Blue 2, copper sulfate, riboflavin supplement, Vitamin B-12 supplement, pyridoxine hydrochloride, folic acid, Vitamin D-3 supplement, calcium iodate, biotin, menadione sodium bisulfite complex (source of Vitamin K activity), sodium selenite. E-6002

What Else Might Your Cat Like?



Source: Purina Friskies website, May 12, 2014

EXHIBIT E

- NA
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- edia
- eight?
- ity
- ies

JUST WHAT THEY NEED AT ANY AGE



Purina® Cat Chow® Complete Formula

Overall rating ★★★★★

Read all 3,497 reviews | Write a review

We think healthy nutrition is like love: It has no age limit. So we created one formula that can be fed to cats of all ages. It satisfies a variety of palates and personalities—and provides complete nutrition to them all.

- For cats of all ages
- Great taste
- Strong, healthy muscles

Like 2,835 people like this. Be the first of your friends.

Tweet 29

- Feeding Instructions
- Ingredients
- Guaranteed Analysis

We use the finest ingredients and a selective blend of protein, carbs, and fat in every bag of Purina® Cat Chow®. Here are some of the ingredients in our Complete formula:

- Poultry by-product meal**
An excellent protein source created after poultry is processed for human consumption. A second process removes excess fat, leaving a nutrient-rich protein source. After that, we add it to kibble, where it helps provide the amino acids and protein that are good for cats of all ages.
- Corn meal**
It's simply ground whole corn. And it provides cats with nutrients, like carbs for energy and essential fatty acids.
- Corn gluten meal**
Gluten is the protein part of any whole grain—in this case, it's from the whole corn kernel. Corn gluten meal comes from the production of vegetable oil and is an excellent source of protein.
- Brewers Rice**
Nope, it doesn't come from a brewery. It's actually whole and broken grains of rice that gives cats a great source of carbs.
- Soy flour meal**
Comes from finely ground soybeans, after their oil has been removed. And it packs a protein punch.
- Taurine**
It's an amino acid. And cats need it, but their bodies don't produce enough of it. So we make sure to put it in every formula we create, helping cats maintain healthy vision and a strong heart.
- Animal fat**
Every healthy diet needs some fat. For cats, fat provides energy and helps keep their coat healthy. Our products provide an optimal amount of fat that every cat needs—and this fat adds to each formula's great taste.
- Ingredients:**
Poultry by-product meal, corn meal, corn gluten meal, ground whole wheat, brewers rice, soy flour, animal fat preserved with mixed-tocopherols (form of Vitamin E), fish meal, meat and bone meal, brewers dried yeast, phosphoric acid, animal digest, calcium carbonate, tetra sodium pyrophosphate, salt, potassium chloride, choline chloride, calcium phosphate, taurine, zinc sulfate, Vitamin E supplement, ferrous sulfate, manganese sulfate, niacin, Vitamin A supplement, calcium pantothenate, thiamine mononitrate, added color (Red 40), copper sulfate, riboflavin supplement, Vitamin B-12 supplement, pyridoxine hydrochloride, folic acid, Vitamin D-3 supplement, calcium iodate, biotin, menadione sodium bisulfite complex (source of Vitamin K activity), sodium selenite. F-4501
- Manufactured by:** Nestlé Purina PetCare Company, St. Louis, MO 63164 USA

More to see and learn

- Taming aggression in a multi-cat home
- How to switch your cat's food
- So happy together

There's more to enjoy in a full house

Jennifer knows how to keep all the creatures in her home happy and healthy.



See how she does it

One cat with a lot to say

Raven Paw knows how to tug on Patty's sleeve. And her heartstrings.

You know how toddlers are when they want your attention, they will pull on your clothes?...

Read more

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CatsOutOfTheBag It's surprising how quickly cats can go from never having met to cleaning each other's ears. <http://t.co/hLXyDHeIw6>

Purina Cat Chow Why Weight to Workout with Your Cat? - Purina Cat Chow



640 views 30 likes

Kwalestafar Rouquin ebouirffe



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EXHIBIT F



PRODUCTS

REVIEWS

BUY NOW

DAILY FANCIES

VISIT

Overview

Ratings & Reviews

Feeding

Ingredients

Nutritional Information

Other Recommendations

← Back to Gourmet Dry



★★★★★ 4.8/5

Buy Now

Fancy Feast®

FANCY FEAST® GOURMET CAT FOOD FILET MIGNON FLAVOR WITH REAL SEAFOOD & SHRIMP

INGREDIENTS

brewers rice, poultry by-product meal, corn gluten meal, beef tallow preserved with mixed-tocopherols (form of vitamin e), ground yellow corn, soybean meal, animal liver flavor, fish, shrimp, phosphoric acid, calcium carbonate, natural and artificial flavors, salt, potassium chloride, dried yeast, choline chloride, added color (yellow 6, yellow 5, red 40 and other color), natural filet mignon flavor, taurine, zinc sulfate, ferrous sulfate, manganese sulfate, vitamin e supplement, niacin, vitamin a supplement, calcium pantothenate, thiamine mononitrate, copper sulfate, riboflavin supplement, vitamin B-12 supplement, pyridoxine hydrochloride, folic acid, vitamin D-3 supplement, calcium iodate, biotin, menadione sodium bisulfite complex (source of vitamin k activity), sodium selenite.

A-6501

Source: Purina Fancy Feast website, May 13, 2014

EXHIBIT G



- NO** Animal Byproducts
- NO** Added Growth Hormones
- NO** Antibiotic-fed Protein
- NO** Rendered Meats or Fats
- NO** Brain or Spinal Tissue
- NO** Artificial Colors, Flavors or Preservatives

GOOD HEALTH YOU CAN SEE,[™]
NATURALLY

Purina ONE[®] Natural Blends starts with high-quality, natural ingredients and then steam cooks them at the start at an optimal time and temperature to help maintain vitamins, minerals and flavor — naturally.



EXHIBIT H



Purina: Where Honesty Is Our First Ingredient

SHARE

6.4k
 60

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- [ABOUT THE NAD DECISIONS »](#)
- [PURINA'S LAWSUIT IN THE NEWS »](#)

Enter your email to get the latest pet food honesty updates from Purina.

SUBMIT»

UPDATE: May 12, 2014

Statement of Purina

Last week Purina filed a lawsuit detailing independent test results that show that Blue Buffalo is not being honest about the ingredients in many of their best-selling pet foods. We also posted a website, www.petfoodhonesty.com, so that the public can learn more about the issues in the case.

In light of public threats from Blue Buffalo to sue Purina (and even individuals at our company) for defamation, **we have amended our complaint to ask the Missouri federal court to review our website and our public statements, and rule – as a matter of law – that they are not defamatory.** We are confident in the test results, which show that Blue Buffalo products contain by-products, corn and grain – exactly the opposite of what Blue Buffalo is telling consumers.

Blue, a billion-dollar company that spent more than \$50 million in advertising in 2013 attacking "big name manufacturers," simply doesn't like that the truth is getting out. We believe consumers deserve honesty, and we are not alone. Our lawsuit follows two separate decisions of the National Advertising Division (NAD) of the Council of Better Business Bureaus recommending Blue Buffalo change advertising it found to be misleading and disparaging against competitors.

At Purina, we believe that honesty is the most important ingredient in the relationship between pet owners and pet food manufacturers. That is why we have filed this action, and that is why we believe the truth will prevail.

UPDATE: May 8, 2014

From Fox Business News: Blue Buffalo Chairman acknowledges reliance on outside, third-party manufacturers, doesn't entirely rule out the possibility of a manufacturing snafu...

To read the complete article, click [here](#).

UPDATE: May 7, 2014

Statement of Purina

We've seen Blue Buffalo's response to our lawsuit and have the following comments:

- This is exactly what we expected from Blue Buffalo, a billion-dollar company that is not being honest about the ingredients in their pet food. As detailed in our lawsuit, **it is time the truth comes out** so that pet owners can make the right choice for their pets.
- For more than 85 years, Purina has been in the pet food business, and 99% of Purina pet food sold in the United States is manufactured at Purina's own plants in the United States. By contrast, 100% of Blue Buffalo pet food is outsourced and made by third-party manufacturers. **Consumers have a right to know who is actually manufacturing Blue Buffalo products.**

We are confident in our independent testing, and we look forward to proving our case in court.

We will continue to provide updates to pet owners at www.petfoodhonesty.com

May 6, 2014

Dear Pet Owner,

Purina believes that honesty is the most important ingredient in the relationship between pet owners and pet food manufacturers, so that pet owners can have trust in the food they choose for their pet.

In the interest of ensuring pet owners understand what is in the pet food they buy, on May 6, Purina filed a [lawsuit](#) in U.S. Federal District Court in St. Louis against The Blue Buffalo Company Ltd., for false advertising. We took this action because we believe that **Blue Buffalo is not being honest about the ingredients in its pet food.**

Here are some facts we'd like you to know:

- Blue Buffalo's promotion, advertising and packaging repeatedly and unequivocally state that its pet food products contain "NO Chicken/Poultry By-Product Meals." As documented in our [lawsuit](#), however, testing conducted by an independent laboratory revealed that several of **Blue Buffalo's top-selling "Life Protection" pet food products actually contain substantial amounts of poultry by-product meal.**
- Independent testing also shows that Blue Buffalo "LifeSource Bits" contain poultry by-product meal and corn. In addition, **several Blue Buffalo products promoted as "grain-free" actually contain rice hulls,** despite Blue Buffalo stating on its website that its "grain-free" products will "free your pet from the grains and glutes that cause allergic reactions in some dogs."
- Our [lawsuit](#) follows decisions against Blue Buffalo by the National Advertising Division (NAD) of the Council of Better Business Bureaus. In March 2014, **NAD found Blue Buffalo's advertisements to be misleading and disparaging against competitors' products.** NAD also found Blue Buffalo's advertising deceptive in a 2008 decision that recommended its superiority claims be modified and its "NO Animal By-Products" claims be discontinued when referencing pet food products that actually do contain animal by-products, such as fish meal, lamb meal and/or liver.

For more than 85 years, Purina has been putting pets first and raising the standards for pet nutrition – from innovative research, to food safety, to sustainable practices. We are invested in the quality of our food because we are a company of pet lovers. Our principles have guided us to take this action to stop misleading and deceptive advertising aimed at pet owners.

We encourage you to learn more about our case, [Nestlé Purina PetCare Company v. Blue Buffalo Company Ltd., Civil Case No. 4:14-cv-00859](#) and the [NAD decisions](#). [View the press release.](#)

At Purina, what goes in the bag goes on the label.





– *From the Pet Lovers at Purina*





Purina: Where Honesty Is Our First Ingredient

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For Immediate Release:

PURINA SUES BLUE BUFFALO FOR FALSE ADVERTISING AND DISPARAGEMENT

Independent testing shows Blue Buffalo is not being honest about its ingredients

ST. LOUIS, MO (May 6, 2014) – Nestlé Purina PetCare Company (Purina) today announced that it has filed a lawsuit in federal court in St. Louis against The Blue Buffalo Company Ltd., for false advertising, disparagement and unjust enrichment – including violations of the Federal Lanham Act (15 U.S.C. §1125 (a)).

A copy of the complaint and exhibits can be found at a website Purina has created to highlight its concerns: www.petfoodhonesty.com.

“This is not an action we take lightly,” said Steven Crimmins, Vice President and Chief Marketing Officer of Nestlé Purina. “We believe consumers deserve honesty when it comes to the ingredients in the food they choose to feed their pets.”

“Our commitment to owners and their pets is not a marketing ploy or advertising slogan,” Crimmins added. “At Purina, what goes in the bag goes on the label.”

Blue Buffalo’s promotion, advertising and packaging repeatedly and unequivocally state that its pet food products contain “NO Chicken/Poultry By-Product Meals.” In its complaint, Purina alleges that testing conducted by an independent laboratory revealed that several of Blue Buffalo’s top-selling “Life Protection” pet food products contained significant percentages of poultry by-product meal. Testing was done from samples of multiple formulas of Blue Buffalo pet food purchased at retail stores on both the East and West Coasts. Further details on the testing can be found in the complaint.

Enter your email to get the latest pet food honesty updates from Purina.

[SUBMIT»](#)

Further details on the testing can be found in the [complaint](#).

The complaint also alleges that testing shows Blue Buffalo "LifeSource Bits" contain poultry by-product meal and corn. In addition, several Blue Buffalo products promoted as "grain-free" actually contain rice hulls, despite Blue Buffalo stating on its website that its "grain-free" products will "free your pet from the grains and glutens that cause allergic reactions in some dogs."

The complaint estimates that Blue Buffalo spent approximately \$50 million in 2013 to promote its claims that Blue Buffalo ingredients are superior to competitors. As a result, Blue Buffalo charges premium prices for its products – significantly more than the pet food products they use for comparison purposes on the Blue Buffalo website.

The lawsuit follows a March 2014 decision of the National Advertising Division (NAD) of the Council of Better Business Bureaus, which found that Blue Buffalo is engaging in misleading advertising practices with respect to its claims about competing products. The NAD decision recommended that Blue Buffalo correct its television ad campaigns by removing all of its allegations that Blue Buffalo's competitors are misleading consumers.

A copy of the NAD [decision](#) was attached as an exhibit to the Purina complaint.

Purina has been a leading provider of pet food and pet care products for more than 85 years, and Purina pet food is quality- and safety-checked multiple times before it is sold. Purina also maintains strict quality control over its manufacturing process – 99 percent of Purina pet food sold in the United States is manufactured at Purina plants in the United States. By contrast, 100 percent of Blue Buffalo pet food is outsourced to third-party manufacturers.

Purina's lawsuit was filed in U.S. District Court for the Eastern District of Missouri in St. Louis. The case is Nestlé Purina PetCare Company v. Blue Buffalo Company Ltd., Civil Case No. 4:14-cv-00859.

About Purina

Purina promotes responsible pet care, humane education, community involvement and the positive bond between people and their pets. The North American headquarters for Nestlé Purina PetCare is located at Checkerboard Square in St. Louis, Mo., where the company was founded more than a century ago.

###

MEDIA CONTACT: Keith Schopp
Nestlé Purina PetCare Company
(314) 982-2577

Keith.Schopp@purina.nestle.com

For more information: www.petfoodhonesty.com





Purina: Where Honesty Is Our First Ingredient

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Purina Complaint Against Blue Buffalo

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

NESTLÉ PURINA PETCARE COMPANY,)	
Plaintiff,)	
v.)	Case No. 4:14-cv-00859-RWS
THE BLUE BUFFALO COMPANY LTD.,)	JURY TRIAL DEMANDED
Defendant.)	

FIRST AMENDED COMPLAINT

Plaintiff, Nestlé Purina PetCare Company ("Purina"), for its First Amended Complaint against defendant The Blue Buffalo Company Ltd. ("Blue Buffalo" or "Defendant"), and pursuant to Federal Rule of Civil Procedure 15(a)(1)(a), hereby alleges and states as follows:

NATURE OF ACTION



About the NAD Decisions

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Enter your email to get the latest pet food honesty updates from Purina.

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On March 25, 2014, the National Advertising Division (NAD) of the Council of Better Business Bureaus found the advertisements of Blue Buffalo Company, Ltd., manufacturer of BLUE Brand Pet Food Products, to be falsely disparaging to competing pet food companies. Hill's Pet Nutrition, Inc., manufacturer of Hill's Science Diet, challenged the advertisements, bringing them to NAD's review. NAD has subsequently recommended that Blue Buffalo modify its claims.

The advertisements examined included television, web, print, and mobile, that expressed claims such as:

It takes a lot to get me mad, but it really hit me when I realized that his big name dog food had chicken by-product meal as a first ingredient – not real meat. It felt like they fooled me, so I switched Leo to Blue Buffalo.

If you are feeding one of the big-name brands, chances are you're in for a big let-down.

Pet parents are learning the truth about the ingredients in some of the leading dog food brands. Don't be fooled by the big name dog food brands.

NAD also reviewed the online "True BLUE Test" that compares Blue Buffalo pet foods against competitors. Products are rated on five ingredient factors: (1) ALWAYS Has Real Meat as the First Ingredient; (2) ALWAYS Includes Veggies and Fruit; (3) NEVER Has Chicken (or Poultry) By-Product Meals; (4) NEVER Has Artificial Colors, Flavors or Preservatives; and (5) NEVER has Corn, Wheat or Soy. In the "True BLUE Test," Blue Buffalo is supposedly the only brand to meet all of these conditions.

According to the NAD decision, the shock and disappointment of actors in the commercials, along with the presentation of the "surprising" results from the "True BLUE Test," convey the message that competing "big-name" pet food companies are deceiving consumers. Additionally, the "True BLUE Test" does not take into account that some products within competitor brands are completely free of chicken by-product meal, thereby rendering the results as factually incorrect. NAD found the challenged advertisements to contain inaccuracies and implied messages and recommended that Blue Buffalo's advertisers correct the advertisements by removing all disparaging and inflammatory messages about competitor brands.

The March NAD decision is the second decision in which Blue Buffalo has been found to engage in deceptive advertising. In 2008, NAD reviewed claims of superior nutritional value, "human grade" ingredients, and "NO Animal By-Products" in reference to pet food products actually containing animal by-products, such as fish meal, lamb meal and/or liver. NAD recommended these claims be modified or discontinued. After an unsuccessful appeal to the National Advertising Review Board (NARB), Blue Buffalo's advertisers complied, removing the claim of "NO Animal By-Products" when inaccurate.

As an investigative service of the advertising industry and Council of Better Business Bureau, NAD's mission is to review claims in national advertising campaigns for truthfulness and accuracy. Compliance is voluntary and advertisers support NAD to ensure transparency in the advertising industry. Blue Buffalo agreed to modify the "True BLUE Test" and will appeal the remaining recommendations to the NARB.

The full March 25, 2014 NAD decision is listed as Exhibit A of the [Purina complaint](#).



Purina's Lawsuit in the News

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- [PURINA.COM >](#)

Enter your email to get the latest pet food honesty updates from Purina.

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Claws out in the battle for pet parents' wallets

The Globe And Mail
May 8, 2014

Pet food maker Blue Buffalo has built its brand on outrage. That is, the outrage of pet owners shown in the company's advertising, who don't like some of the ingredients in big-name pet foods. But now, those big companies are starting to strike back.

[VIEW ARTICLE](#)

Dog Food Wars

The Virginian-Pilot
May 8, 2014

You may have heard that Purina is suing Blue Buffalo over truth in advertising. Purina is suing because Blue Buffalo advertises that their foods don't contain animal by-products.

[VIEW ARTICLE](#)

Purina Alleges False Advertising, Sues Blue Buffalo

Pet Product News
May 8, 2014

Advertising can deliver a good-natured ribbing like Taco Bell's "Ronald McDonald" breakfast spots, but it also can be wielded forcefully by calling out another's products like Blue Buffalo has done with Nestlé Purina PetCare Co. and other big pet food manufacturers.

[VIEW ARTICLE](#)

Pet Wars: Blue Buffalo Fires Back at Purina Over Food-Quality Claim

FOXBusiness
May 7, 2014

There's a war brewing in the pet-food kingdom. Nestlé's Purina PetCare -- a mainstay in the pet-food realm -- sued its smaller competitor Blue Buffalo Tuesday for allegedly misleading customers on claims about ingredients in its foods.

[VIEW ARTICLE](#)

Purina sues rival Blue Buffalo, alleges ads are false

St. Louis Post-Dispatch
May 6, 2014

Nestlé Purina launched an offensive Tuesday against Blue Buffalo, accusing the rival pet food maker of lying to customers about its use of natural ingredients.

[VIEW ARTICLE](#)

Purina sues rival Blue Buffalo, alleges ads are false

Ad Age
May 6, 2014

Nestlé Purina is suing Blue Buffalo for false advertising, disparagement and unjust enrichment, saying the upstart brand is falsely claiming its products contain no animal byproducts or grain.

[VIEW ARTICLE](#)

Nestle (NSRGY) files suit against competitor over purity claims

The Canadian Press
May 6, 2014

ST. LOUIS - Nestle (OTO:NSRGY, Stock Forum) Purina PetCare Co. filed suit Tuesday against Blue Buffalo Co. Ltd., accusing its competitor of misleading consumers about the ingredients in its dog and cat foods.

[VIEW ARTICLE](#)

Purina Claims Rival Is Lying To Customers About Pet Food Ingredients

Consumerist
May 6, 2014

Pet care giant Nestlé Purina is suing rival Blue Buffalo for allegedly misleading customers about what's in their dog and cat food.

[VIEW ARTICLE](#)

Purina Lawsuit: Blue Buffalo's 'By-Product Free' Pet Food Has By-Products

Hartford Courant
May 6, 2014

Nestlé Purina Petcare Co., one of the world's largest pet food makers, sued The Blue Buffalo Company Ltd. in federal court Tuesday for allegedly lying to customers about the ingredients in its products.

[VIEW ARTICLE](#)

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Source: petfoodhonesty.com, May 12, 2014



EXHIBIT I



Purina: Where Honesty Is Our First Ingredient

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For Immediate Release:

PURINA SUES BLUE BUFFALO FOR FALSE ADVERTISING AND DISPARAGEMENT

Independent testing shows Blue Buffalo is not being honest about its ingredients

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“This is not an action we take lightly,” said Steven Crimmins, Vice President and Chief Marketing Officer of Nestlé Purina. “We believe consumers deserve honesty when it comes to the ingredients in the food they choose to feed their pets.”

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Enter your email to get the latest pet food honesty updates from Purina.

SUBMIT»

Further details on the testing can be found in the [complaint](#).

The complaint also alleges that testing shows Blue Buffalo "LifeSource Bits" contain poultry by-product meal and corn. In addition, several Blue Buffalo products promoted as "grain-free" actually contain rice hulls, despite Blue Buffalo stating on its website that its "grain-free" products will "free your pet from the grains and glutens that cause allergic reactions in some dogs."

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A copy of the NAD [decision](#) was attached as an exhibit to the Purina complaint.

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About Purina

Purina promotes responsible pet care, humane education, community involvement and the positive bond between people and their pets. The North American headquarters for Nestlé Purina PetCare is located at Checkerboard Square in St. Louis, Mo., where the company was founded more than a century ago.

###

MEDIA CONTACT: Keith Schopp
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(314) 982-2577

Keith.Schopp@purina.nestle.com

For more information: www.petfoodhonesty.com



EXHIBIT J



Purina:
Where our first
ingredient is honesty.

Learn more at PetFoodHonesty.com



Honesty is the most important ingredient in the relationship between a pet food company and pet owners.

Like · Comment · Share

254 people like this. Top Comments · 38 shares

Sharon Pope If you invested as much time and money in improving your product as you do in trying to bring down your competition, you might actually become a player in this market. But this "campaign" will backfire and shine the spotlight on your own questionable ... See More
Like · Reply · 18 · May 7 at 12:45am

Purina replied · 13 Replies

Tickety Boo Treats are all from China, recalled because full of harmful antibiotics there's honesty for you not to talk about outsourcing American jobs
Like · Reply · 5 · May 6 at 11:50pm · Edited

Purina replied · 12 Replies

Adam Winterfield Well dogs don't eat honesty and the rest of your ingredients are pretty questionable. Sugar seems to show up a lot in your products, can you honestly explain why you try to hook our pets on sugar?

Write a comment...

At Purina, what goes in the bag goes on the label.



Learn more at PetFoodHonesty.com



Purina
May 7

Purina has always operated with the highest standards—including a commitment to honesty and integrity. Our pets deserve no less.

Learn more at www.Puri.na/Honesty

Like · Comment · Share

377 people like this.

Top Comments ▾

34 shares

Shayne Thigpen yes its on the bag can you say PROPYLENE GLYCOL,now doesn't that sound nutritious,hmm remind me of anti freeze .
Like · Reply · 8 · May 7 at 11:01pm

Purina replied · 2 Replies

Phil Stinard So... does Purina dog food contain chicken byproduct meal? I just checked. It's worse than that. The FIRST ingredient in Purina Dog Chow is corn, and SECOND ingredient is generic meat and bone meal. How healthy is that?!?!??? If Purina thinks thos... See More
Like · Reply · 4 · May 8 at 12:43pm

Purina replied · 7 Replies

Cindy Stagner and thank you for listing all the garbage ingredients on your bags...Chicken by-products, corn meal/gluten...I would feed my

Write a comment...

377 people like this.

Top Comments ▾

Write a comment...

Purina replied · 5 Replies

Chat (3)



How honest is your pet food company?

Find out more at PetFoodHonesty.com



Purina
May 8

Not all pet food companies are honest about the ingredients they use. Get the facts at www.Puri.na/Honesty.

Like · Comment · Share

2,866 people like this. Top Comments ▾

163 shares

Sharon Nelson Wish I could get coupons for the prescription Purina dry cat food. My cat has more energy and am waiting for the pounds to drop off but it is so expensive. They both love it.

Like · Reply · 6 · May 8 at 6:55pm



Purina replied · 5 Replies



Don Woodruff If Blue Buffalo has other than its listed ingredients, it would be up to a government agency to fine them. I used purina for years and switched to Wellness, Blue, and Taste of the Wild because I like the better quality ingredients. My dogs are amazing!... See More

Like · Reply · 10 · May 9 at 10:18pm



Write a comment...

Find out more at PetFoodHonesty.com



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Chat (5)



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Purina: Where our first ingredient is honesty.

Learn more at PetFoodHonesty.com



Dan-Anne Matrino And what about all the ingredients imported from China that go into your foods..
Like · 6 · May 7 at 7:39am

Purina The vast majority of ingredients used in Purina brand products are sourced from the United States. As with other food companies, we do source a limited amount of ingredients from China. These ingredients, which are primarily essential nutrients, such as taurine and B vitamins, are not commonly available in the USA or other countries in the quantities we need.
Like · May 7 at 10:17am

Jasmine Chao A.k.a yes they do import ingredients from China
Like · 3 · May 7 at 6:29pm

Purina Hi, Jasmine. The vast majority of our ingredients used in our products are sourced from the United States. As with other food companies, we do source a limited amount of ingredients from China. These ingredients, which are primarily essential nutrients such as, taurine and B vitamins, are not commonly available in the US or other countries in the quantities needed. Learn more here: www.petfoodhonesty.com.
Like · May 7 at 11:37pm

Jasmine Chao Taurine is found in meat, I am sure there are livestock in America. But seeing how little meat you actually put in your products it probably wouldn't make much of a difference.



Write a comment...



harmful antibiotics there's honesty for you not to talk about outsourcing American jobs
Like · Reply · 3 · May 6 at 11:29pm · Edited

Celebrating National Pet Month with your best friend
Like · Chat (4)



How honest is your pet food company?

Find out more at PetFoodHonesty.com

Timeline Photos Options Share Send Like

Rich Morton @ Purina: "For more than 85 years, Purina has been putting pets first and raising the standards for pet nutrition" If you consider whole ground corn as a "raised standard for pet nutrition" it is no wonder you folks a Purina just don't get it. All anyone has to do is read the ingredient list on any of your products to know that your "food" is substandard by even third-world standards. Purina has a lot of nerve.....
Like · Reply · 10 · May 9 at 12:25pm

Purina Hi, Rich. To set the record straight, our foods provide 100% complete and balanced nutrition for their intended life stage. Because pets are our passion, our team of nutritionists and veterinarians always put nutrition first. Learn more here: <http://puri.na/1kFdrjw>.
Like · 2 · May 9 at 12:46pm

Rich Morton Blah, Blah, Blah. Nice canned response. How can you say that you are "pet lovers" when the main ingredient in your food is useless waste (corn)? PLEASE! If you cared so much about pets (is "pets" a code word for "bottom line" at Purina?) as you keep claiming, then WHY do you put such garbage ingredients that are considered 'fillers' in your food????
Again, being "honest" about inferior ingredients isn't really a winning strategy. Hopefully, this lawsuit stunt you've pulled will end up hurting your bottom line - just as you deserve.
Like · 8 · May 9 at 12:51pm

Purina Hi again, Rich. "Fillers" may be defined as feed ingredients with little or no nutritional value. Based on this description, corn is certainly not a filler. It plays a key role in providing the complete and balanced nutrition our food offers, containing carbohydrates, protein and...

Write a comment...



Honesty has been our first ingredient for 85 years.

Is your pet food company being honest?
Learn more at PetFoodHonesty.com



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Joan Martin Purina, can you provide a link to the complete testing report? I would like to know who did the testing, where it was performed, where and when the samples were obtained, the facilities that were used, the equipment that was used, the methods used, and how it was determined that chicken by-product and not chicken meat/meal was found in the samples. I read the lawsuit that has been linked to, and only the results from the TWO samples were given. Please provide the complete and detailed report. Thank-you!
Like · Reply · 3 · May 10 at 12:32pm

Purina Hi, Joan. While the details of the testing and the name of the testing facility are considered business confidential, we can assure you that testing was conducted at a highly sophisticated, independent laboratory. More details about the testing can be found here:
www.petfoodhonesty.com

Pet Food Honesty
www.petfoodhonesty.com
From Fox Business News: Blue Buffalo Chairman acknowledges reliance on outside, ... See More

Like · May 10 at 1:02pm

Joan Martin If you are using the testing results as your basis for the lawsuit, there should nothing to hide. Calling it "business confidential" is being less than honest. Is Purina afraid to post the results? Are the results verifiable? Would the study be accepted in a scientific journal? Why hide?
Like · 7 · May 10 at 2:50pm

View more replies

Write a comment...

4 in Chat (4)



Honesty has been our first ingredient for 85 years.

Is your pet food company being honest?



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when it comes to the ingredients in the food they choose to feed their pets. For more information on our lawsuit, please visit

26,416 people like this.

Top Comments

4 in Chat (1)

Jon Hobbs I've fed my animals you're crap before and they didn't want anything to do with the food. So I went out and bought BLUE BUFFALO WILDERNESS and my dog brings me his bowl every day to let me know he ate all his food. He is a lot more happier and active. I will never buy another dog food to feed my dog. So good luck on trying to win this case.
Like · Reply · 5 · May 10 at 3:47pm

Purina Hi, Jon. We believe that consumers deserve honesty when it comes to the ingredients in the food they choose to feed their pets. For more information on our lawsuit, please visit www.petfoodhonesty.com.



Pet Food Honesty
www.petfoodhonesty.com

From Fox Business News: Blue Buffalo Chairman acknowledges reliance on outside, ... See More

Like · May 10 at 7:35pm

Mary Kathryn Klein Why now is Purina talking Honesty. ? You have been lying for years about your ingredients and the garbage that is in your food and the sources you use, I visited your Saint Luis plant where my friends father worked and saw first hand the awful rotten slop you turn into dog food. Never will I use any animal food from your company. I'm even wondering if your cereals are safe to eat.
Like · 6 · May 11 at 11:45pm


Purina Hello, Mary. For more than 85 years, Purina has been putting pets first and raising the standards for pet nutrition – from innovative research, to food safety, to



Write a comment...

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Honesty has been our first ingredient for 85 years.

Is your pet food company being honest?
Learn more at PetFoodHonesty.com

PURINA
Your Pet, Our Passion.

Purina
2 hrs

Our promise to you:
Honesty in every bag.
Trust in every bowl.
Goodness in every bite.


www.Purina.com/Honesty

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73 people like this.

1 share

Joan Lieder Hackel
<http://truthaboutpetfood.com/rumor-is>



Rumor Is
truthaboutpetfood.com
Stated to me by two different trusted sources, there is a rumor going around abo...
See More

Like · Reply · 1 hr

Write a comment...

Personal Blog

Chat (2)

Source: www.facebook.com/purina (May 12, 2014)

EXHIBIT K



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Purina @Purina

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Pets can't speak up, so we will for them. See what we're doing about deceptive advertising aimed at pet owners: Puri.na/Honesty

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RETWEETS
8

FAVORITES
6



12:50 PM - 7 May 2014



Pet South @PetSouthLLC · May 7
@Purina Pure hypocrisy

Details

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Join Twitter today and follow what interests you!

Full name

Email

Password

Text follow Purina to 40404 in the United States

Sign up

9-5 AT PUR
IS #BETTERWITH

BETT
WIT
PET!

ADDIE loves
PRANCH

9-5 AT PI
IS #BETTER!



PURINA



Purina @Purina

Follow

Our promise: Honesty in every bag. Integrity in every bowl. Trust in every bite. See more at Puri.na/Honesty. pic.twitter.com/x5n1DQxyg6

Reply Retweet Favorite More



RETWEETS 35

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1:39 PM - 7 May 2014

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Tyrannosaurus-Fresh @krisbrownyo · May 10 @Purina BULLSHIT

Details

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<https://twitter.com/Purina/status/464142456313761792/photo/1/large>

9-5 AT PUR
IS #BETTERWITH

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9-5 AT PUR
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PURINA



Purina
@Purina

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Purina has always operated with the highest standards - including a commitment to honesty. Our pets deserve no less.

Puri.na/Honesty

Reply Retweet Favorite More

RETWEETS
3

FAVORITES
7



3:31 PM - 7 May 2014

9-5 AT PURINA
IS #BETTERWITH

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Text follow Purina to 40404 in the United States

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RETWEETS 3 FAVORITES 7

3:31 PM - 7 May 2014

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Purina @Purina

Follow

We're taking action to ensure pet owners understand what is in the pet food they buy. Learn more at PetFoodHonesty.com

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RETWEETS 15 FAVORITES 27



6:57 AM - 7 May 2014

9-5 AT PUR
IS #BETTERWITH

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KASH @iashkashhh · May 7
@Purina say no to crude fat 🙄

Details

Reply Retweet Favorite More



ShilohPSAProduction @ShilohPSA · May 7
@Purina Shiloh @ShilohPSA. Is a huge Purina service dog...

Details

Reply Retweet Favorite More



ShilohPSAProduction @ShilohPSA · May 7
@Purina Hope you can retweet our PSA. ((poodle hugs)) Shiloh ADA/Service Dog Public Service Announcement youtube.com/watch?v=7cxUC5...

Details

Reply Retweet Favorite More



Matt Pruitt @MPruittBFRO · May 7
@Purina Your food absolutely pales in comparison to many, many other brands. How I wish that I didn't have to see your promos in my feed.

DDIE



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Purina
 @Purina

Follow

Is your pet food company being honest about its ingredients? Find out at Puri.na/Honesty. pic.twitter.com/rQG3joLLDL

Reply Retweet Favorite More



RETWEETS 8 FAVORITES 5



12:02 PM - 8 May 2014

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harry byer @harrybyer · May 8
@Purina iknowwhatyoutasteduringfor50years

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9-5 AT PUR
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DDIE



Search



Have an account? Sign in



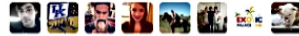
Purina
@Purina

+ Follow

Your pets trust you to feed them right.
Shouldn't you be able to trust the food you
give them? Puri.na/Honesty

Reply Retweet Favorite More

RETWEETS 4 FAVORITES 6



7:01 AM - 8 May 2014

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9-5 AT PUR
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Don't miss any updates from Purina

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Text follow Purina to 40404 in the United States

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DDIE



Ashley Niles @ashleyniles13 · 2h

Shame on @Purina for filing this lawsuit. They are mad because so many pet parents are choosing healthier food and they are losing money!

Details

Reply Retweet Favorite More



Purina @Purina

Follow

@ashleyniles13 We believe consumers deserve the truth and that Blue Buffalo is not being honest. For more info visit Puri.na/Honesty.

Reply Retweet Favorite More

11:02 AM · 8 May 2014

9-5 AT PUR
IS #BETTERWITHPETS

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WITH
PETS

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Email

Password

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Search



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Purina
@Purina

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For 85 years, we have been committed to honesty. Learn more at Puri.na/Honesty.
pic.twitter.com/f8c6UFbwL2

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RETWEETS 6 FAVORITES 7



7:19 AM - 9 May 2014

Flag media

9-5 AT PUR
IS #BETTERWITH

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PURINA



Purina 
@Purina

 Follow

Consumers deserve honesty when it comes to the ingredients in the food they choose to feed their pets: Puri.na/AdAgeHonesty via [@adage](https://twitter.com/adage)

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Ad Age

Nestle Sues Blue Buffalo Claiming False Advertising, Disparagement
By Jack Neff @jackneff

Purina launches website Petfoodhonesty.com behind its lawsuit.

[View on web](#)

RETWEETS

2



2:10 PM - 12 May 2014

[Flag media](#)



Gary Taylor @garyptaylor · 17h
[@Purina](#) [@adage](#) that link just redirects infinitely ...

[Details](#)

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Charlie Moran @charliemoran · 17h
[@garyptaylor](#) thanks for letting us know. working on this right now

[Details](#)

 Reply  Retweet  Favorite  More



Gary Taylor @garyptaylor · 17h
[@charliemoran](#) no worries - can you send me the link anyway?

[Details](#)

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9-5 AT PUR
IS #BETTERWITH

7
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PET

ADDIE &
DRAGON

9-5 AT
IS #BETTE



PURINA



Purina
@Purina

Follow

At the heart of any company is the trust of its customers. We value that more than anything. Puri.na/Honesty
pic.twitter.com/yRzXdNXlhq

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RETWEETS

4

FAVORITES

6



11:02 AM - 12 May 2014

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BETTER WITH PET

9-5 AT PURINA IS #BETTERWITH

ADDIE & DD

9-5 AT PURINA IS #BETTERWITH

Don't miss any updates from Purina

[://twitter.com/Purina/status/465914870299254785/photo/1/large](http://twitter.com/Purina/status/465914870299254785/photo/1/large) in Twitter today and follow what interests you!



PURINA



Purina
@Purina

Follow

Happy & healthy pets need nourishment; that starts with honesty about the food they eat. Puri.na/Honesty
pic.twitter.com/8kY2BxGtfW

Reply Retweet Favorite More



RETWEET 1 FAVORITES 2

7:12 AM - 13 May 2014

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9-5 AT PUR
IS #BETTERWITH
ADDIE &

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IS #BETTE

Don't miss any updates from Purina

<https://twitter.com/Purina/status/466219373137387520/photo/1/large> in Twitter today and follow what interests you!

Source: twitter.com/purina (May 13, 2014)




EXHIBIT L

www.beneful.com

Learn more about the company behind Beneful →

PURINA Your Pet, Our Passion. +

HONESTY IN PET FOOD.
Purina believes that honesty is the most important ingredient in the relationship between pet owners and pet food manufacturers. Please visit www.petfoodhonesty.com to learn more about actions we are taking to stop false advertising aimed at pet owners. [Click Here to Learn More](#)

Log In or Register | Beneful® on   

Beneful® our people | products | map | playbook | dream dog parks | contact us search >

there are **20** dog parks in your area GO PLAY! >

And the Winner is...
Congratulations to Linda and Callie from Prescott, AZ, the Grand Prize Winner of the 2013 Dream Dog Park Contest.

[SEE THEIR WINNING VIDEO >>](#)

[Official Rules >>](#)

DRY dog food

WET dog food

DOG snacks

[WRITE A PRODUCT REVIEW >](#)

www.beneful.com/Products/Dog-Snacks

Source: Purina Beneful Website, May 13, 2014

www.fancyfeast.com

Learn more about the company behind Fancy Feast →

PURINA Your Pet, Our Passion: -

Why Purina? Because we put our values to work.

Quality and Food Safety
Learn how we ensure our products are high-quality and safe.

Pet Food Honesty
We're pushing honesty and integrity forward in pet food. Discover how.

Better With Pets
Discover stories of people whose lives have been changed by pets.

Our Values
Discover what drives us to provide the best for pets.

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PRODUCTS

REVIEWS

BUY NOW

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VISIT

Source: Purina Fancy Feast Website, May 13, 2014

www.catchow.com

Learn more about the company behind Purina Cat Chow →

PURINA Your Pet, Our Passion!

HONESTY IN PET FOOD.
 Purina believes that honesty is the most important ingredient in the relationship between pet owners and pet food manufacturers. Please visit www.petfoodhonesty.com to learn more about actions we are taking to stop false advertising aimed at pet owners.
[Click Here to Learn More](#)

Search Search our site

PURINA Cat Chow

Products

Catipedia

Why Weight?

Loyalty

A BIG PROBLEM. A SIMPLE SOLUTION.
 58% OF US CATS ARE OVERWEIGHT. IS YOURS ONE OF THEM? IT'S EASY TO KNOW FOR SURE, AND WE'RE HERE TO HELP.

See All Updates Photos Videos

CatsOutOfTheBag
 They've got each other's backs. RT @cpag21 Friends @CatsOutOfTheBag <http://t.co/mSiQD5630Q>

Purina Cat Chow
 Why Weight to Workout with Your Cat? - Purina Cat Chow

WHY WEIGHT?
LIFE'S BETTER AT A PROPER WEIGHT.
 Pledge to assess your cat's weight and we'll send you a FREE sample of Purina® Cat Chow® Healthy Weight.
 Take the pledge and get a FREE sample

Source: Purina Cat Chow Website, May 13, 2014



Source: Purina Dog Chow Website, May 13, 2014

EXHIBIT M

From: [REDACTED]
Sent: Wednesday, May 07, 2014 6:34 PM
To: [REDACTED]
Subject: Fw: Are all Pet Food Companies Honest? [REDACTED]

On Wednesday, May 7, 2014 11:54 AM, Purina and its Brands <PurinaPetCare@news.purina.com> wrote:



Dear Pet Owner,

Purina believes that honesty is the most important ingredient in the relationship between pet owners and pet food manufacturers, so that pet owners can have trust in the food they choose for their pet.

In the interest of ensuring pet owners understand what is in the pet food they buy, on May 6, Purina filed a [lawsuit](#) in U.S. Federal District Court in St. Louis against The Blue Buffalo Company Ltd., for false advertising. We took this action because we believe that Blue Buffalo is not being honest about the ingredients in its pet food.

Here are some facts we'd like you to know:

- Blue Buffalo's promotion, advertising and packaging repeatedly and unequivocally state that its pet food products contain "NO Chicken/Poultry By-Product Meals." As documented in our [lawsuit](#), however, testing conducted by an independent laboratory revealed that several of Blue Buffalo's top-selling "Life Protection" pet food products actually contain substantial amounts of poultry by-product meal.
- Independent testing also shows that Blue Buffalo "LifeSource Bits" contain poultry by-product meal and corn. In addition, several Blue Buffalo products promoted as "grain-free" actually contain rice hulls, despite Blue Buffalo stating on its website that its "grain-free" products will "free your pet from the grains and glutens that cause allergic reactions in some dogs."
- Our [lawsuit](#) follows decisions against Blue Buffalo by the National Advertising Division (NAD) of the Council of Better Business Bureaus. In March 2014, NAD found Blue Buffalo's advertisements to be misleading and disparaging against

competitors' products. NAD also found Blue Buffalo's advertising deceptive in a 2008 decision that recommended its superiority claims be modified and its "NO Animal By-Products" claims be discontinued when referencing pet food products that actually do contain animal by-products, such as fish meal, lamb meal and/or liver.

For more than 85 years, Purina has been putting pets first and raising the standards for pet nutrition – from innovative research, to food safety, to sustainable practices. We are invested in the quality of our food because we are a company of pet lovers. Our principles have guided us to take this action to stop misleading and deceptive advertising aimed at pet owners.

We encourage you to learn more about our case, [Nestlé Purina PetCare Company v. Blue Buffalo Company Ltd., Civil Case 4:14-cv-00859](#) and the [NAD decisions](#). View the [press release](#).

At Purina, what goes in the bag goes on the label.

– From the Pet Lovers at Purina

Purina | Better with Pets | Meet Purina

This email was sent to you by Purina

You are receiving this email because you signed up to receive news and promotions from Purina. To UNSUBSCRIBE, [click here](#).

PLEASE DO NOT REPLY TO THIS EMAIL. We are not able to respond to emails received as a reply to this email.

If you have questions or comments, write to us at:

Purina, Office of Consumer Affairs
901 Chouteau
St. Louis, MO 63102

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EXHIBIT N

Getting your ads above Google search results

When customers search on Google, ads can appear at the top of the page, on the side of the page, or on the bottom of the page. Only the highest ranking ads are eligible to show at the top of the page. Your ad's position on the page is determined by your Quality Score and your bid. We'll show you what top ads look like and how we choose them, and give you some tips to improve your ad's position.

What top ads look like

Ads at the top of the page may look slightly different than ads in other positions on a search results page. Top ads are wider, and can fit both lines of description beneath your visible URL. In some cases, if we've determined that your first description line is clearly a complete phrase or sentence, we might add part of your description to your headline, creating a longer, more noticeable headline.

When there's enough space, we may also add your website's domain to your ad's headline. The domain will be separated from your headline by a visual separator to make it easy for users to see, such as a vertical pipe (|), hyphen, or other separator.

Top ads also often include [ad extensions](#), such as [sitelinks](#), [location extensions](#), or [call extensions](#).



How AdWords chooses top ads

An ad's position on the page is based on your **Ad Rank** (a combination of your bid, the quality of your ad and landing page, and the expected impact of extensions and other ad formats). To be eligible for a top spot, your Ad Rank needs to meet a minimum threshold. The minimum Ad Rank required to appear above search results is generally greater than the minimum Ad Rank to appear beside search results. As a result, the cost-per-click (CPC) when you appear above search results could be higher than the CPC if you appear beside search results, even if no other advertisers are immediately below you. Although you may pay more per click, top ads usually have higher click-through rates and give you access to certain ad extensions (like [sitelinks](#)) and other features available only in top ad positions. As always, you're never charged more than your max CPC bid.

Ads at the top of a page generally have the following qualities:

- **High relevance:** The ad text, keywords, and landing page are relevant to people who click the ad.
- **Good performance over time:** The ad consistently generates clicks.
- **Competitive bids:** The ad's bid is competitive with other advertisers and exceeds the [top of page bid estimate](#).

We can only show up to three ads at the top of a search results page. Because Quality Score and thresholds are recomputed on every page, ads can sometimes appear in a top spot on one page and then again in a side spot on the following page.

How you can help your ads make it to the top

Here are some tips on how to get your ads eligible for the top spots:

- **Focus on relevance:** Make sure your keywords, ads, and landing pages are relevant to what customers are searching for. If your ads aren't relevant, they might show, but they won't get as many clicks – this leads to poor performance over time.
- **Keep your keyword list fresh:** Are you using the right keywords to reach your customers? Try using the [Keyword Planner](#) to get ideas for new keywords that you may want to add to your list.
- **Keep your bid competitive:** Try keeping your bid high enough so that you can compete with other advertisers who are also bidding on the same keywords you are. Look through the [top of page bid estimates](#) to help you figure out how much you probably need to bid to compete for a top spot on the page.
- **Check your account often:** Making small but regular improvements now could have a big impact later on.

Note

Keep in mind that the top position may not always be the best one for everyone's budget and goals. For example, let's say Mary's cost per click is \$3 while in the top spot, and she makes \$5 in sales when she gets a click. Meanwhile, Sam's cost per click is \$1 while in a lower position, but makes \$4 in sales when he gets a click. In this case, Sam makes less in sales per click, but earns a higher profit per click.

Choose where and when ads appear

- [About the Google Search Network](#)
- [How Google search results differ from ads](#)
- [Understanding ad position and Ad Rank](#)
- [Getting your ads above Google search results](#)
- [Showing your ads on Google Maps](#)



Sign in to AdWords

Get account-specific help and tips by signing in with your AdWords account email address, or learn how to get started with AdWords.

How helpful is this article:

Not at all helpful | Not very helpful | Somewhat helpful | Very helpful | Extremely helpful

8+1 | 24

EXHIBIT O



blue buffalo natural



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About 30,900,000 results (0.37 seconds)

BLUE Buffalo Pet Food - Chewy.com

Ad www.chewy.com/BlueBuffalo
20% Off Today and Free Shipping. **BLUE Buffalo** 20% Off, Shop Today!

Blue Buffalo® 30% Off - PetFlow.com

Ad www.petflow.com/Blue_Buffalo
Order Today, Free 1-Day Shipping! Fast, Easy Delivery on Orders \$49+.

The facts about dog food - petfoodhonesty.com

Ad www.petfoodhonesty.com/
A dog food company is lying about its ingredients. Learn the facts

Blue Buffalo - Natural Dry Dog Food

bluebuffalo.com/dry-dog-food
Now you can feed your dog with the same care you'd feed a family member with the **BLUE** line of **natural**, healthy and holistic foods for dogs. All **BLUE** recipes ...

Blue Buffalo — Discover the Best Dog Food and Cat Foods ...

www.bluebuffalo.com/
The **Blue Buffalo** Company makes all **natural**, healthy dog food and cat food. Use our brand comparison tools to compare the best dog food and cat foods. You'll ...

Ingredient Glossary - Blue Buffalo

www.bluebuffalo.com/health/ingredients
BLUE's ingredients are **natural** and healthy for your pet. A; B; C; D; E; F; G; H ...
Brown Rice A **natural** whole grain rice that is associated with **natural** health foods.

Blue Buffalo - New All Natural Dog Food

www.bluebuffalo.com/new-for-dogs



Shop on Google

Sponsored ⓘ



Blue Buffalo
Chicken & Brown...
\$30.99
Chewy.com
Special offer



Blue Buffalo Blue
Bones Mini Dent...
\$17.99
Chewy.com



Blue Buffalo Fish &
Brown Rice Reci...
\$20.99
Chewy.com



Blue Buffalo Life
Protection Puppy...
\$19.99
PetFlow.com
Special offer

Shop by type

Dry Wet

Ads ⓘ

Natural Pet Food

www.petsmart.com/NaturalFood
Find the Best Food for Your Pet



blue buffalo pet food



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Web Shopping News Images Maps More Search tools



About 16,200,000 results (0.38 seconds)

Blue Buffalo Pet Food - Chewy.com

Ad www.chewy.com/BlueBuffalo
20% Off Today and Free Shipping. **Blue Buffalo Pet Food**, Shop Today!

Dog food company honesty - petfoodhonesty.com

Ad www.petfoodhonesty.com/
Is your **dog food** company being honest about its ingredients?

Compare BLUE Pet Food - BlueBuffalo.com

Ad www.bluebuffalo.com/
Take the True **BLUE** Test to Review and Compare Your **Pet Food** to **BLUE**

Blue Buffalo — Discover the Best Dog Food and Cat Foods ...

www.bluebuffalo.com/
The **Blue Buffalo** Company makes all natural, healthy **dog food** and **cat food**. Use our brand comparison tools to compare the best **dog food** and **cat foods**. You'll ...

Cat Food Finder

Natural and Healthy Dog Food with Natural Ingredients Now ...

Contact Us

We'd love to hear from you! Please email, call or write us and we'll ...

Compare your dog's food

Compare your dog's food to **BLUE**™. Check all the brands you ...

More results from bluebuffalo.com »

The BLUE Story

All **BLUE** dog and cat foods starts with real chicken, lamb or fish ...

Where To Buy Blue

Buy **BLUE** At Online Retailers - Click Here. close. Take the ...

Why Choose BLUE?

The **BLUE** Story - How To Read A Label - Nutrition Philosophy - ...

Ads ⓘ

Blue Buffalo® 30% Off

www.petflow.com/Blue_Buffalo
4.7 ★★★★★ rating for petflow.com
Order Today, Free 1-Day Shipping!
Fast, Easy Delivery on Orders \$49+.

Pet Food & More From Wag

www.wag.com/Food
Free 2-Day Delivery on Orders \$49+
All Brands. Order Today & Save Big!

Nature's Recipe® Pet Food

www.naturesrecipe.com/PetFood
Healthy, Natural Ingredients.
Healthy, Natural **Pets**.

Our Dog Food is Better

www.merrickpetcare.com/
Our #1 Ingredient is Deboned Meat.
Compare Us To Other Brands Here!

Pet Food at PetSmart®

www.petsmart.com/FoodGuide
Choose the Best **Food** for Your **Pet**
incl Science Diet® at PetSmart®!
632 Broadway, New York, NY
(212) 475-0893

Blue Buffalo Pet Food



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About 253,000,000 results (0.21 seconds)

Compare BLUE Pet Food

Ad www.bluebuffalo.com/

Take the True BLUE Test to Review and Compare Your Pet Food to BLUE Store Locator - True BLUE Dog Test - True BLUE Cat Test

BLUE Buffalo Pet Food - 20% Off Today and Free Shipping

Ad www.chewy.com/BlueBuffalo

4.9 ★★★★★ rating for chewy.com

BLUE Buffalo 20% Off, Shop Today!

The facts about dog food - petfoodhonesty.com

Ad www.petfoodhonesty.com/

A dog food company is lying about its ingredients. Learn the facts

Blue Buffalo — Discover the Best Dog Food and Cat Foods ...

www.bluebuffalo.com/

The Blue Buffalo Company makes all natural, healthy dog food and cat food. Use our brand comparison tools to compare the best dog food and cat foods. You'll ... Cat Food Finder - Where To Buy Blue - Compare your dog's food - Contact Us

News for blue buffalo



Pet Wars: Blue Buffalo Fires Back at Purina Over Food ...

Fox Business - by Adam Samson - 4 days ago

Exclusive: There is a war brewing in the pet-food space as behemoth Purina and relative newcomer Blue Buffalo exchange barbs.

Dog food lawsuit: Purina accuses Blue Buffalo of false ads



Shop on Google

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Blue Buffalo
Wilderness Chicken Adult Dry Dog Food, 24 lbs.
\$59.99 - PETCO
\$30 off & free shipping on orders of \$100 +

Shop by type

Dry Wet

Ads

Blue Buffalo® 30% Off

www.petflow.com/Blue_Buffalo

4.7 ★★★★★ rating for petflow.com

Order Today, Free 1-Day Shipping!

Fast, Easy Delivery on Orders \$49+.

Blue Buffalo® Dog Food

www.petfooddirect.com/BlueBuffalo

4.5 ★★★★★ rating for petfooddirect.com

Blue Buffalo® Dog Food Sale!

Free Shipping - Direct to Your Door

Blue Buffalo Online

www.doggiefood.com/

4.6 ★★★★★ rating for doggiefood.com

Grain Free Food and Treats from \$7.

Free Shipping on \$100+ Orders!

Source: www.google.com search results, May 12, 2014

EXHIBIT P



May 9, 2014

By Federal Express and E-Mail Attachment

Keith Schopp
Vice President of Corporate Public Relations
Nestlé Purina PetCare Company
801 Chouteau Avenue
Saint Louis, MO 63102

Re: Request for Nestlé Purina's Claimed Scientific Support

Dear Mr. Schopp:

We are in receipt of the complaint filed by Nestlé Purina Petcare Company against Blue Buffalo Company Ltd. in the United States District Court for the Eastern District of Missouri on May 6, 2014. The complaint purports to base its allegations upon "[i]nvestigation and scientific testing by an independent laboratory completed in April 2014." This research is also referenced as the basis for promotional claims that Nestlé Purina is making on internet websites, in email blasts, and in press releases.

We are writing to request that Nestlé Purina promptly provide us with copies of any scientific testing it relies upon to substantiate these allegations. Given that Nestlé Purina is currently engaged in a high-profile public relations and advertising campaign based upon these materials, we trust that you have them readily available. We request that you provide them to us via email to this address by 4:00 p.m. on Monday, May 12, 2014. If you would like to discuss this matter, please call me at 203-665-3213.

Sincerely,


William W. Bishop, Jr.
Pres. & Chief Operating Officer

Copy by e-mail to: keith.schopp@purina.nestle.com

EXHIBIT Q



Nestlé Purina PetCare

North America

1 CHECKERBOARD SQUARE
ST. LOUIS MO 63164-0001 USA
TEL: + 1 (314) 982 1000

May 12, 2014

Mr. William W. Bishop, Jr.
Pres. & Chief Operating Officer
The Blue Buffalo Co.
11 River Road
Wilton, Connecticut 06897

Re: Your Letter Dated May 9, 2014

Dear Mr. Bishop:

Thank you for your letter dated May 9, 2014. Your letter asks for copies of the testing referenced in Purina's Complaint against Blue Buffalo that was filed on May 6th for, among other things, false advertising. Purina does possess the testing and corresponding results and would not have filed its lawsuit against Blue Buffalo without first confirming that the test results establish that Blue Buffalo's products contain chicken by-product meal, corn, and other ingredients that Blue Buffalo claims and represents to consumers are "never" present in its products.

As your lawyers may have already informed you, this lawsuit is governed by the Court's discovery procedures that apply evenhandedly to both Blue Buffalo and Purina. Your request seeks to alter that balance. Blue Buffalo and Purina will have the right to exchange information and participate in discovery according to the Missouri Federal Court's procedural rules and schedule. Purina will provide Blue Buffalo with the relevant test results at the appropriate time under the Court's rules, procedures, and orders. It would seem that Blue Buffalo should have access to the ingredients contained in its own products? If not, given what Purina discovered via its testing, we suggest that Blue Buffalo undertake a scientific analysis of the various meal ingredients used by the companies that Blue Buffalo contracts with to manufacture Blue Buffalo's products.





Nestlé Purina PetCare

North America

1 CHECKERBOARD SQUARE
ST. LOUIS MO 63164-0001 USA
TEL: + 1 (314) 982 1000

Finally, as we believe your company is or will be represented by counsel in this lawsuit, please have all future communications regarding this matter directed to our counsel. Thank you very much.

Very truly yours,

Keith Schopp
Vice President, Public Relations
Nestle Purina PetCare Company