IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

TAKEDA PHARMACEUTICAL COMPANY, LTD., a Japanese Corporation, and TAP PHARMACEUTICAL PRODUCTS INC., a Delaware Corporation, Plaintiffs,	)	
v.	)	C.A. No. 06-33-SLR
TEVA PHARMACEUTICALS USA, INC. a Delaware Corporation, and TEVA PHARMACEUTICAL INDUSTRIES LTD., an Israeli Corporation, Defendants.	)	

TAKEDA PHARMACEUTICAL COMPANY, LTD.'S AND TAP PHARMACEUTICAL PRODUCTS INC.'S REPLY TO TEVA PHARMACEUTICALS USA, INC.'S AND TEVA PHARMACEUTICAL INDUSTRIES LTD.'S COUNTERCLAIMS TO AMENDED COMPLAINT

Plaintiffs-Counterclaim Defendants Takeda Pharmaceutical Company, Ltd. ("Takeda") and TAP Pharmaceutical Products Inc. ("TAP"), by their undersigned attorneys, herein reply to the Counterclaims ("Counterclaims") of Defendants-Counterclaimants Teva Pharmaceuticals USA, Inc.'s and Teva Pharmaceutical Industries Ltd. (collectively "Teva") to the Amended Complaint as follows:

1. Admit that Plaintiffs have filed an Amended Complaint and hereby repeat and reallege each and every allegation contained in the Amended Complaint, admit that a justiciable controversy exists between the parties hereto with respect to infringement and validity of certain claims of U.S. Patent Nos. 4,628,098, 5,026,560, 5,045,321, 5,093,132, and 5,433,959, and deny the remaining allegations set forth in paragraph 1 of Teva's Counterclaims.

2. Admit that Teva's Counterclaims purport to arise pursuant to Title 35 U.S.C. and 28 U.S.C. §§ 2201 and 2202 and deny the remaining allegations set forth in paragraph 2 of Teva's Counterclaims.

3. Admit that the Court has personal jurisdiction over Plaintiffs.

4. Admit that Teva purports to invoke the jurisdiction of the Court pursuant to 28 U.S.C. § § 1331, 1338 and deny the remaining allegations set forth in paragraph 4 of Teva's Counterclaims.

5. Admit that venue is proper in this Court.

COUNT ONE
(Non-Infringement of the '098 Patent)

6. Repeat and re-allege their responses to paragraphs 1-5 as if fully set forth herein.

7. Deny each and every allegation contained in paragraph 7 of Teva's Counterclaims.

COUNT TWO
(Non-Infringement of the '560 Patent)

8. Repeat and re-allege their responses to paragraphs 1-7 as if fully set forth herein.

9. Deny each and every allegation contained in paragraph 9 of Teva's Counterclaims.

COUNT THREE
(Non-Infringement of the '321 Patent)

10. Repeat and re-allege their responses to paragraphs 1-9 as if fully set forth herein.

11. Deny each and every allegation contained in paragraph 11 of Teva's Counterclaims.

COUNT FOUR
(Non-Infringement of the '132 Patent)

12. Repeat and re-allege their responses to paragraphs 1-11 as if fully set forth herein.

13. Deny each and every allegation contained in paragraph 13 of Teva's Counterclaims.

COUNT FIVE
(Non-Infringement of the '959 Patent)

14. Repeat and re-allege their responses to paragraphs 1-13 as if fully set forth herein.

15. Deny each and every allegation contained in paragraph 15 of Teva's Counterclaims.

COUNT SIX
(Declaration of Invalidity of the '098 Patent)

16. Repeat and re-allege their responses to paragraphs 1-15 as if fully set forth herein.

17. Deny each and every allegation contained in paragraph 17 of Teva's Counterclaims.

COUNT SEVEN
(Declaration of Invalidity of the '560 Patent)

18. Repeat and re-allege their responses to paragraphs 1-17 as if fully set forth herein.

19. Deny each and every allegation contained in paragraph 19 of Teva's Counterclaims.

COUNT EIGHT
(Declaration of Invalidity of the '321 Patent)

20. Repeat and re-allege their responses to paragraphs 1-19 as if fully set forth herein.

21. Deny each and every allegation contained in paragraph 21 of Teva's Counterclaims.

COUNT NINE
(Declaration of Invalidity of the '132 Patent)

22. Repeat and re-allege their responses to paragraphs 1-21 as if fully set forth herein.

23. Deny each and every allegation contained in paragraph 23 of Teva's Counterclaims.

COUNT TEN
(Declaration of Invalidity of the '959 Patent)

24. Repeat and re-allege their responses to paragraphs 1-23 as if fully set forth herein.

25. Deny each and every allegation contained in paragraph 25 of Teva's Counterclaims.

COUNT ELEVEN
(Declaration of Award of Attorneys' Fees, Costs, and Expenses)

26. Repeat and re-allege their responses to paragraphs 1-25 as if fully set forth herein.

27. Deny each and every allegation contained in paragraph 27 of Teva's Counterclaims.

28. Plaintiffs deny each and every other allegation in Teva's Counterclaims not heretofore expressly admitted herein.

PRAYER FOR RELIEF

WHEREFORE, Plaintiffs seek the following relief:

A. An order dismissing Teva's Counterclaims with prejudice and denying each and every Prayer for Relief sought by Teva;

B. An order granting each and every Prayer for Relief sought by Plaintiffs in the Amended Complaint;

C. A declaration that this is an exceptional case, and an award of attorneys' fees from Teva in this action pursuant to 35 U.S.C. § 285;

D. An award of costs and expenses of Plaintiffs in defending these Counterclaims;

E. Such further and other relief as this Court determines to be just and proper.

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July 19, 2006

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on July 19, 2006, I electronically filed the foregoing document with the Clerk of the Court using CM/ECF and caused the foregoing document to be served upon the following counsel of record in the manner indicated:

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