

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND
NORTHERN DIVISION**

IN RE ROYAL AHOLD N.V.
SECURITIES AND "ERISA" LITIGATION

CIVIL NO. 03-MD-1539-CCB

RELATED TO ALL SECURITIES ACTIONS

**MEMORANDUM OF LAW OF DEFENDANT A. MICHEL MEURS
IN OPPOSITION TO LEAD PLAINTIFFS' MOTION**

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Attorneys for Defendant A. Michiel Meurs

Defendant A. Michiel Meurs submits this memorandum of law in opposition to the motion of Lead Plaintiffs, the Public Employees' Retirement Association of Colorado and Generic Trading of Philadelphia, LLC (together, "Lead Plaintiffs") for class certification and for appointment of Lead Plaintiffs, together with Itzehoer Atkien Club GbR, Union Asset Management Holding AG and Deko Investment GmbH as class representatives and appointment of class counsel (the "Motion").

ARGUMENT

I

**MEURS ADOPTS AND INCORPORATES
BY REFERENCE THE MEMORANDUM OF LAW
SUBMITTED ON BEHALF OF DEFENDANTS
ROYAL AHOLD N.V. AND U.S. FOODSERVICE, INC.
IN OPPOSITION TO THE MOTION**

Mr. Meurs joins in and adopts the memorandum of law submitted on behalf of Royal Ahold N.V. and U.S. Foodservice, Inc. in opposition to Lead Plaintiffs' Motion. To avoid redundancy, those arguments will not be repeated here, but are adopted and incorporated by reference as if fully set forth herein.

CONCLUSION

For all of the foregoing reasons, defendant A. Michiel Meurs opposes the Motion.

Dated: New York, New York
November 4, 2005

Respectfully submitted,

KELLEY DRYE & WARREN LLP

By: /s/ William A. Krohley
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CERTIFICATE OF SERVICE

I hereby certify that on this 4th day of November 2005, a copy of the foregoing Memorandum of Law in Opposition to Lead Plaintiffs' Motion was served on all counsel of record via the Court's CM/ECF system with the exception of the following, to whom it was mailed via first class mail, postage prepaid:

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