

UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION



In the Matter of)

Schering-Plough Corporation,)
a corporation,)

Upsher-Smith Laboratories, Inc.,)
a corporation,)

and)

American Home Products Corporation,)
a corporation.)

Docket No. 9297

ORDER GRANTING UPSHER-SMITH'S
MOTIONS FOR *IN CAMERA* TREATMENT

Upon consideration of Upsher-Smith's Motion For *In Camera* Treatment and Upsher-Smith's Consent Motion for *In Camera* Treatment of a Conditional Legal Memorandum, it is hereby ORDERED that Upsher-Smith's Motions are GRANTED in part and DENIED in part as set forth in this Court's ORDER of January 24, 2002.

Accordingly, the following documents, or designated portions thereof, are accorded indefinite *in camera* treatment:

1. CX 716, bates pages USLP 0164-74;
2. CX 754, bates pages FTC 0021411 (only paras. 14, 15, 17);
3. CX 760, bates pages FTC 0021651-54 (only paras. 9, 10, 14-18);
4. CX 794, bates pages FTC 0022085-86;
5. USX 389, bates pages US FTC 143942-43 and 143946; USL EXH 008251-52 and 008256;

6. SPX 945, bates pages US FTC 143942-43 and 143946; USL EXH 008251-52 and 008256;
7. SPX 944, bates pages USL EXH 008174-82;
8. SPX 946, bates pages USL EXH 009672;
9. SPX 947, bates pages USL EXH 009674;
10. SPX 948, bates pages USL EXH 009677;
11. CX 758, bates pages USL EXH 018624-51 (only paras. 15-47);
12. CX 759, bates pages USL EXH 018878-914;
13. USX 755, bates pages USL EXP 000295-301 (only paras. 16-42);
14. USX 756, bates pages USL EXP 000394-95 (only paras 29-30);
15. USX 757, bates pages USL EXP 000402-04 (only paras. 27-35);
16. SPX 689, bates pages USL EXP 000402-04 (only paras. 27-35);
17. CX 757, bates pages USL EXP 001077 (only Report 83 and paras. 7-16);
18. SPX 767, bates pages USL PLD 002017-37;
19. CX 761, bates pages USL PLD 002587-649, 002704-10, 002726-27 and 002739-59;
20. CX 241, bates pages USL PLD 003101-02, 003104-06, 003108, 003113, 003117-20, 003123-26, 003139-45, 003165, 003185-87, 003196-99, 003215-20, 003241-42, 003265-68, 003271 and 003286;
21. USX 760, bates pages USL PLD 002777;
22. SPX 738, bates pages USL PLD 002777;


The following documents, or designated portions thereof, are accorded *in camera* treatment for a period of 5 years, to end on January 1, 2007:

1. USX 791 (one page exhibit);
2. CX 176, bates pages US FTC 088249-51;
3. CX 033, bates pages US FTC 1009783;
4. CX 163, bates pages US FTC 1009883-84;
5. CX 156, bates pages US FTC 1009898-99;
6. USX 433, bates pages US FTC 1020625-29;
7. CX 180, bates pages US FTC 1025473-77;
8. CX 181, bates pages US FTC 1025484-88;
9. CX 182, bates pages US FTC 1025489-90;
10. CX 184, bates pages US FTC 1025619-21;
11. CX 177, bates pages US FTC 1026321-22;
12. CX 191, bates pages US FTC 1026472-75;
13. CX 187, bates pages US FTC 137994;
14. CX 067, bates pages US FTC 137994;
15. CX 188, bates pages US FTC 138045-50;
16. CX 189, bates pages US FTC 138067-84;
17. CX 172, bates pages US FTC 138067-84;
18. CX 173, bates pages US FTC 138085;
19. CX 171, bates pages US FTC 138935-943 and 138964-70;
20. USX 370, bates pages US FTC 139236-46 and 139247-67;
21. USX 371, bates pages US FTC 139236-46 and 139247-67;
22. USX 375, bates pages US FTC 139311-15;
23. CX 074, bates pages US FTC 142725-26;

24. USX 384, bates pages US FTC 142725-26;
25. USX 390, bates pages US FTC 144135-42;
26. CX 157, bates pages USFTC 151787-96;
27. CX 158, bates pages US FTC 151809-17;
28. CX 159, bates pages US FTC 151825-27;
29. USX 393, bates pages US FTC 152061-71;
30. CX 030, bates pages US FTC 152989;
31. CX 186, bates pages US FTC 155814-17;
32. CX 004, bates pages US FTC 184400-01, 184412-17;
33. USX 483, bates pages USL 03314;
34. CX 026, bates pages USL 07335;
35. CX 024, bates pages USL 07396-401;
36. USX 506, bates pages USL 07403-07, USL 07413 and USL 07415-26;
37. CX 152, bates pages USL 08065-85;
38. USX 514, bates pages USL 08065-85;
39. USX 606, bates pages USL 13913-15;
40. USX 653, bates pages USL 17895;
41. SPX 741 and CX 1364, bates pages USL PLD 002434-38, 002440-41 and 002446-61;
42. SPX 1108, bates pages USL 06954-60;
43. CX 622, bates pages US FTC 088487 and US FTC 088500-07;
44. USX 289, bates pages US FTC 088487 and US FTC 088500-07;
45. CX 155, bates pages US FTC 169864;

46. CX 394, bates pages US FTC 170050-60;
47. CX 395, bates pages US FTC 170086-96 and 170108-11;
48. CX 138, bates pages US FTC 0000788-790;
49. USX 502, bates pages USL 07209-213;
50. USX 751, bates pages USL 07292-93;
51. USX 609, bates pages USL 13994;
52. USX 424, bates pages US FTC 1002636, 1002641;
53. CX 151, bates pages US FTC 1002636, 1002641;
54. SPX 1025, bates pages USL 00753;
55. USX 446, bates pages USL 00921;
56. USX 447, bates pages USL 00948;
57. CX 316, bates pages USL 00973;
58. USX 448, bates pages USL 00973;
59. USX 449, bates pages USL 01012;
60. SPX 102, bates pages USL 01220-22, USL 01225 and USL 01234;
61. CX 317, bates pages USL 01639-41, USL 01642 and USL 01645;
62. SPX 1108, bates pages USL 06954-60;
63. CX 568 and USX 391, bates pages US FTC 145284-304;
64. CX 566, USX 534 and SPX 481, bates pages USL 11367-418.

Dated: Washington, D.C.
January 31, 2002


D. Michael Chappell
Administrative Law Judge