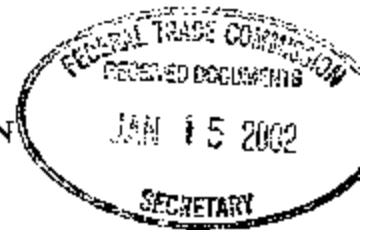


UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION



\_\_\_\_\_  
In the Matter of )

Schering-Plough Corporation, )  
a corporation, )

) Docket No. 9297  
)

Upsher-Smith Laboratories, )  
a corporation, )

and )

American Home Products Corporation, )  
a corporation, )  
\_\_\_\_\_)

**MOTION OF BRISTOL MYERS-SQUIBB  
FOR EXTENSION OF TIME IN WHICH TO FILE MOTION  
FOR IN CAMERA TREATMENT OF PROPOSED TRIAL EXHIBITS**

Third party Bristol Myers-Squibb ("BMS"), hereby respectfully requests an extension of time in which to file a motion for *in camera* treatment of certain trial exhibits to be used by Upsher-Smith Laboratories, Inc. ("Upsher-Smith"), in this proceeding. In support of this motion, BMS states as follows:

1. The Third Revised Scheduling Order sets December 27, 2001 as the deadline for filing motions for *in camera* treatment of proposed trial exhibits.
2. BMS received Upsher-Smith's notice of its intention to include on its trial exhibit list certain documents previously produced by BMS pursuant to a

Civil Investigative Demand ("CID") on or about January 2, 2002, after the date for filing motions for *in camera* treatment of proposed trial exhibits had passed.

3. Upsher Smith's notice to BMS, delivered via air mail, was dated Friday, December 21, 2001. BMS was closed during the week of December 24, 2001. Thus BMS did not receive or review the notice until the following week in early January. That notice had to then be directed to the appropriate BMS employee and then to outside counsel for review and discussion.
4. BMS has worked expeditiously to locate and review the documents that Upsher-Smith intends to include on its trial exhibit list and to determine whether to seek *in camera* treatment of such material.
5. There are several documents, or portions thereof, on Upsher-Smith's proposed exhibit list for which BMS has determined it will seek *in camera* treatment. Some of, or portions of, these documents relate to BMS' prices, pricing strategy, calculation of profits, and other internal processes at BMS. Most of these documents were previously produced pursuant to a CID bearing the designation, "RESTRICTED CONFIDENTIAL – ATTORNEY EYES ONLY."
6. BMS is presently working to prepare its motion for *in camera* treatment. BMS has not had sufficient time to prepare the motion and have it filed with the Commission to date.
7. Accordingly, BMS requests an extension to January 22, 2002, in which to file a motion for *in camera* treatment of Upsher-Smith's proposed exhibits. A proposed form of Order is attached.

Respectfully submitted,

BRISTOL-MYERS SQUIBB

By: Andrea C. Duvall  
One of its Attorneys

Andrea C. Duvall  
HOGAN & HARTSON L.L.P.  
555 Thirteenth Street, N.W.  
Washington, D.C. 20004-1109  
(202) 637-5600

Dated: January 15, 2002

UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION

\_\_\_\_\_  
In the Matter of )

Schering-Plough Corporation, )  
a corporation, )

) Docket No. 9297  
)

Upsher-Smith Laboratories, )  
a corporation, )

and )

American Home Products Corporation, )  
a corporation, )  
\_\_\_\_\_)

**ORDER GRANTING MOTION OF BRISTOL MYERS-SQUIBB  
FOR EXTENSION OF TIME IN WHICH TO FILE MOTION  
FOR IN CAMERA TREATMENT OF PROPOSED TRIAL EXHIBITS**

IT IS HEREBY ORDERED that BMS's Motion for Extension of Time  
In Which To File Motion for In Camera Treatment of Proposed Trial Exhibits is  
hereby GRANTED. BMS shall file any such motion not later than January 22,  
2002.

\_\_\_\_\_  
D. Michael Chappell  
Administrative Law Judge

January \_\_\_\_, 2002

**CERTIFICATION**

I hereby certify that the electronic copy of the Motion of Bristol Myers-Squibb for Extention of Time In Which To File Motion For In Camera Treatment of Proposed Trial Exhibits being filed with the Secretary of the Commission is a true and correct copy of the paper original, and that a paper copy with an original signature is being filed with the Secretary of the Commission.

Andrea C. Duvall  
Andrea C. Duvall

**CERTIFICATE OF SERVICE**

I hereby certify that on this 15th day of January, 2002, I caused to have served on the following persons a true copy of the Motion of Bristol Myers-Squibb For Extension of Time In Which To File Motion For In Camera Treatment of Proposed Trial Exhibits:

(1) Two (2) copies via Hand Delivery:

Honorable D. Michael Chappell  
Administrative Law Judge  
Federal Trade Commission  
Room 104  
600 Pennsylvania Avenue, N.W.  
Washington, D.C. 20580

(2) One (1) paper copy via Hand Delivery:

Office of the Secretary  
Federal Trade Commission  
Room H-159  
600 Pennsylvania Avenue, N.W.  
Washington, D.C. 20580

(2) One (1) copy via Hand Delivery:

David Pinder  
Assistant Director  
Bureau of Competition  
Federal Trade Commission  
601 Pennsylvania Avenue, N.W.  
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