

**UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION**

**COMMISSIONERS:**        **Jon Leibowitz, Chairman**  
                                  **Pamela Jones Harbour**  
                                  **William E. Kovacic**  
                                  **J. Thomas Rosch**

	)	
<b>In the Matter of</b>	)	
	)	
<b>CSL Limited,</b>	)	
<b>a corporation</b>	)	
	)	<b>Docket No. 9337</b>
<b>and</b>	)	
	)	
<b>Cerberus-Plasma Holdings, LLC,</b>	)	
<b>a limited liability company.</b>	)	

**ORDER DISMISSING COMPLAINT**

On May 27, 2009, the Federal Trade Commission issued the Administrative Complaint in this matter, having reason to believe that Respondents CSL Limited (“CSL”) and Cerberus-Plasma Holdings, LLC (“Cerberus”) had entered into a merger agreement in violation of Section 5 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 45, and which, if consummated, would violate Section 5 of the FTC Act, and Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18. Complaint Counsel and the Respondents have now filed a Joint Motion to Dismiss Complaint, which states that the Respondents have decided not to proceed with the proposed merger – and that CSL and Cerberus have withdrawn their Hart-Scott-Rodino Notification and Report Forms filed for the proposed transaction – and requests that the Commission dismiss the complaint.<sup>1</sup>

The Commission has determined to dismiss the Administrative Complaint without prejudice as the most important elements of the relief set out in the Notice of Contemplated Relief in the Administrative Complaint have been accomplished without the need for further

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<sup>1</sup> Joint Motion to Dismiss Complaint (June 15, 2009) (“Joint Motion”), *available on the Adjudicative Proceedings page for this case at <http://www.ftc.gov/os/adjpro/d9337/090615jointmodismisscmplt.pdf>*.

administrative litigation.<sup>2</sup> In particular, the Respondents have announced that they have decided not to proceed with the proposed acquisition, and CSL and Cerberus have withdrawn their Hart-Scott-Rodino Notification and Report Forms filed for the proposed transaction. As a consequence, the Respondents would not be able to effect the proposed transaction without filing new Hart-Scott-Rodino Notification and Report Forms.

For the foregoing reasons, the Commission has determined that the public interest warrants dismissal of the Administrative Complaint in this matter. The Commission has determined to do so without prejudice, however, because it is not reaching a decision on the merits. Accordingly,

**IT IS ORDERED THAT** the Administrative Complaint in this matter be, and it hereby is, dismissed without prejudice.

By the Commission, Commissioner Harbour and Commissioner Kovacic recused.

Donald S. Clark  
Secretary

ISSUED: June 22, 2009

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<sup>2</sup> See, e.g., *In the Matter of Inova Health System Foundation, and Prince William Health System, Inc.*, Docket No. 9326, Order Dismissing Complaint (June 17, 2008), available at <http://www.ftc.gov/os/adjpro/d9326/080617orderdismisscmpt.pdf>; accord, *In the Matter of Red Sky Holdings LP, and Newpark Resources, Inc.*, Docket No. 9333, Order Dismissing Complaint (December 10, 2008), available at <http://www.ftc.gov/os/adjpro/d9333/081210redskycmpt.pdf>; *In the Matter of Equitable Resources, Inc., Dominion Resources, Inc., Consolidated Natural Gas Company, and The Peoples Natural Gas Company*, Docket No. 9322, Order Dismissing Complaint (January 31, 2008) (Public Version), available at <http://www.ftc.gov/os/adjpro/d9322/080204complaint.pdf>; *In the Matter of Swedish Match North America Inc., and National Tobacco Company, L.P.*, Docket No. 9296 (Swedish Match), Order Dismissing Complaint (January 4, 2001), available at <http://www.ftc.gov/os/2001/01/swedishdismisscmp.htm>; *In the Matter of H.J. Heinz Company, Milnot Holding Corporation, and Madison Dearborn Capital Partners, L.P.*, Docket No. 9295 (H.J. Heinz), Order Dismissing Complaint (December 4, 2001), available at <http://www.ftc.gov/os/2001/12/heinzorder.pdf>.