

## Merger Enforcement Actions (FY 1996 - FY 2012)

In this period the agency challenged 383 transactions, of which 98 fall in the Abandoned, Restructured or Fix-it-First category, and are thus non public.

Matter:

Enforcement

Date:

Industry:

### Consent Order Accepted for Comment

1. **1210144 - Novartis / Fougera** 7 /16/2012 Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/1210144/index.shtm>

On 7/16/2012, the FTC required drug supplier Novartis AG to give up its marketing rights to four topical skin care medications, under a proposed settlement resolving charges that Novartis' acquisition of pharmaceutical firm Fougera Holdings, Inc. would harm competition in the market for these topical drugs. The settlement order requires Novartis to end a marketing agreement that allows it to sell three topically-applied generic drugs and return all rights to a fourth generic drug in development to its manufacturer, Tolmar, Inc. According to the FTC's complaint, Novartis' acquisition of Fougera would violate Section 5 of the FTC Act and Section 7 of the Clayton Act by reducing competition in the generic drug markets for three skin care drugs: 1) generic calcipotriene topical solution, 2) generic lidocaine-prilocaine cream, and 3) generic metronidazole topical gel. The complaint also alleges that the acquisition would eliminate potential competition in the market for the sale of diclofenac sodium gel.

2. **1210055 - Giant Food / Genuardi's** 6 /15/2012 Retail – Grocery/Supermarkets

<http://ftc.gov/os/caselist/1210055/index.shtm>

On 6/15/2012, the FTC required Koninklijke Ahold N.V., the parent company of Giant Food Stores, LLC, to sell a supermarket outside of Philadelphia, Pennsylvania, to settle charges that its proposed acquisition of the Genuardi's supermarket chain from Safeway Inc. otherwise would be anticompetitive. To preserve competition in the local grocery market, Ahold will sell the supermarket, located in Newtown, Pennsylvania, to McCaffrey's supermarkets, under an agreement with the FTC. The transaction, if completed, would eliminate competition between Giant and Genuardi's, allowing the combined firm to raise prices unilaterally. The transaction also would increase the likelihood that Giant and Acme would be able to tacitly or expressly work together to raise prices or otherwise reduce competition in a way that would harm local consumers, the FTC alleged.

3. **1110160 - Johnson & Johnson / Synthes** 6 /11/2012 Health Care – Medical Equipment/Devices

<http://www.ftc.gov/opa/2012/06/jjsynthes.shtm>

On 6/11/2012, the FTC required Johnson & Johnson (J&J) to sell its system for surgically treating serious wrist fractures, resolving charges that J&J's proposed \$21.3 billion acquisition of Synthes, Inc. would illegally reduce competition for these systems. J&J intends to sell its system, known as DVR, along with the rest of its product line for treating traumatic injuries, to Biomet, Inc. According to the FTC's complaint, J&J's proposed acquisition of Synthes would harm competition in the U.S. market for volar distal radius plating systems, internal devices that are surgically implanted on the underside of the wrist to achieve proper alignment of the radius bone following a fracture. On 08/07/2012, the FTC approved a final order settling charges that Johnson & Johnson's proposed acquisition of Synthes, Inc. would have been anticompetitive in the market for surgical systems used to treat traumatic distal radius wrist fractures. The final FTC order resolving the charges requires Johnson & Johnson to sell its system for surgically treating serious wrist fractures.

4. **1210014 - Kinder Morgan / El Paso** 5 /1 /2012 Energy – Natural Gas

<http://ftc.gov/os/caselist/1210014/index.shtm>

On 5/1/2012, the FTC required Kinder Morgan, Inc., one of the largest U.S. transporters of natural gas and other energy products, to sell three natural gas pipelines and other related assets in the Rocky Mountain region as part of a settlement resolving charges that Kinder Morgan's \$38 billion acquisition of El Paso Corporation would be anticompetitive. According to the FTC's complaint, Kinder Morgan's proposed acquisition of El Paso would harm competition in the markets for pipeline transportation and processing of natural gas in the Rocky Mountain gas production areas in and around Wyoming, Colorado, Nebraska, and Utah, in violation of Section 5 of the FTC Act and Section 7 of the Clayton Act. On 6/14/2012, the FTC approved a final order settling charges that Kinder Morgan Inc.'s proposed acquisition of El Paso Corporation would have been anticompetitive in several natural gas pipeline transportation and gas processing markets.

5. **1110172 - CoStar / Loopnet** 4 /26/2012 Information and Technology – Software/Databases

<http://www.ftc.gov/os/caselist/1110172/index.shtm>

On 4/26/2012, the FTC required CoStar Group, the largest provider of commercial real estate information services in the United States, to sell LoopNet's ownership interest in Xceligent, under a proposed order settling charges that CoStar's \$860 million acquisition of LoopNet would be anticompetitive. The FTC's complaint alleges the proposed acquisition would violate the FTC and Clayton Acts by reducing competition in the markets for real estate listings databases and information services.

Matter:	Enforcement Date:	Industry:
6. <b>1110122 - Western Digital / Hitachi</b>	3 /5 /2012	Information and Technology – Hardware <a href="http://www.ftc.gov/os/caselist/1110122/index.shtm">http://www.ftc.gov/os/caselist/1110122/index.shtm</a>
<p>On 3/5/2012, the FTC required Western Digital Corporation to sell assets used to manufacture and sell desktop hard disk drives to Toshiba Corporation as part of a proposed settlement that resolves charges that Western Digital's proposed acquisition of rival Hitachi Global Storage Technologies Ltd. would likely have harmed competition in the market for desktop hard disk drives used in personal computers. The proposed FTC order settles charges that the deal as originally proposed would have left only two companies, Western Digital and Seagate Technology LLC, in control of the entire worldwide market for desktop hard disk drives.</p>		
7. <b>1110207 - Carpenter / HHEP-Latrobe</b>	2 /29/2012	Manufacturing – Industrial Goods <a href="http://ftc.gov/os/caselist/1110207/index.shtm">http://ftc.gov/os/caselist/1110207/index.shtm</a>
<p>On 2/29/2012, the FTC required specialty metals manufacturer Carpenter Technology Corporation to sell assets involved in producing two metal alloys used in the aerospace industry, under a proposed settlement resolving charges that Carpenter's proposed \$410 million acquisition of Latrobe Specialty Metals, Inc. would harm competition in the U.S. markets for these alloys. The FTC's complaint alleges that Carpenter and Latrobe are the only companies that make these highly specialized alloys, and that the combination of the two companies would be anticompetitive in the U.S. markets for both alloys. The deal – a merger to monopoly – likely would lead to higher prices for consumers of the two alloys, in violation of the FTC Act and Section 7 of the Clayton Act, according to the complaint. On 4/13/2012, the FTC issued its final order requiring Carpenter divest assets necessary for manufacturing the two alloys – MP159 and Aerospace MP35N – to another metals manufacturer, Eramet S.A.</p>		
8. <b>1110170 - Fresenius / Liberty</b>	2 /28/2012	Health Care – Hospitals/Clinics <a href="http://ftc.gov/os/caselist/1110170/index.shtm">http://ftc.gov/os/caselist/1110170/index.shtm</a>
<p>On 2/28/2012, the FTC required Fresenius Medical Care AG &amp; Co. KGaA to sell 60 outpatient dialysis clinics in 43 local markets under a proposed settlement resolving charges that its acquisition of rival dialysis provider Liberty Dialysis Holdings, Inc. would harm competition in numerous local markets for outpatient dialysis services around the country. By requiring the sales, the FTC settlement preserves competition in each of the local markets, and protects renal care patients from anticompetitive price increases or reductions in quality of care. According to the FTC, Fresenius's acquisition of Liberty would eliminate head-to-head competition between the firms in the 43 markets at issue, leading to higher prices and reduced quality for dialysis consumers. The proposed acquisition allegedly would lead to monopolies for outpatient dialysis services in 17 of the 43 local markets. In 24 other markets, the proposed acquisition would cause the number of dialysis providers to drop from three to two. Competition would be significantly reduced in the remaining two markets. On 5/25/2012, the FTC approved a modified final order settling charges concerning Fresenius Medical Care AG &amp; Co. KGaA's acquisition of Liberty Dialysis Holdings, Inc.</p>		
9. <b>1210022 - Amerigas / ETP</b>	1 /11/2012	Energy – Other <a href="http://www.ftc.gov/os/caselist/1210022/index.shtm">http://www.ftc.gov/os/caselist/1210022/index.shtm</a>
<p>On 1/11/2012, the Commission required AmeriGas L.P. and Energy Transfer Partners L.P. (ETP), two of the nation's largest propane distributors, to amend AmeriGas's proposed acquisition of ETP's Heritage Propane business as part of a settlement with the FTC. The settlement resolves FTC charges that the deal, as originally proposed, would have reduced competition and raised prices in the market for propane exchange cylinders that consumers use to fuel barbeque grills and patio heaters. AmeriGas originally entered into an agreement with ETP to acquire ETP's Heritage Propane business in October 2011 for \$2.9 billion. The FTC's settlement protects consumers by requiring AmeriGas to exclude ETP's cylinder exchange business, Heritage Propane Express, from the sale. On February 28, 2012, The FTC issued a final order resolving the charges by requiring AmeriGas to exclude ETP's cylinder exchange business, Heritage Propane Express, from the sale.</p>		
10. <b>1110215 - Valeant / Sanofi-Aventis</b>	12/12/2011	Health Care – Prescription Drugs <a href="http://www.ftc.gov/os/caselist/1110215/index.shtm">http://www.ftc.gov/os/caselist/1110215/index.shtm</a>
<p>On 12/12/2011, the FTC approved orders requiring Valeant Pharmaceuticals International, Inc. to divest three drugs used to treat different skin ailments, as conditions of acquiring Ortho Dermatologics, Inc. from Johnson &amp; Johnson, and Dermik Laboratories, Inc. from Sanofi. Under the settlements, Valeant will sell the manufacturing and marketing rights to drug products that treat acne and actinic keratosis, a pre-cancerous skin lesion, to Mylan Pharmaceuticals Inc. Valeant also will sell the marketing rights to a drug that treats fine line wrinkles to Spear Pharmaceuticals, Inc. Both settlements preserve competition and prevent higher prices that likely would have resulted from the acquisitions. (also see 1110216). On 2/22/2012, the FTC approved final orders settling charges that Valeant Pharmaceuticals International, Inc.'s (Valeant) two proposed acquisitions of dermatology businesses – one from Sanofi and one from Johnson &amp; Johnson.</p>		
11. <b>1110216 - Valeant / J &amp; J</b>	12/12/2011	Health Care – Prescription Drugs <a href="http://www.ftc.gov/os/caselist/1110216/index.shtm">http://www.ftc.gov/os/caselist/1110216/index.shtm</a>
<p>On 12/12/2011, the FTC approved orders requiring Valeant Pharmaceuticals International, Inc. to divest three drugs used to treat different skin ailments, as conditions of acquiring Ortho Dermatologics, Inc. from Johnson &amp; Johnson, and Dermik Laboratories, Inc. from Sanofi. Under the settlements, Valeant will sell the manufacturing and marketing rights to drug products that treat acne and actinic keratosis, a pre-cancerous skin lesion, to Mylan Pharmaceuticals Inc. Valeant also will sell the marketing rights to a drug that treats fine line wrinkles to Spear Pharmaceuticals, Inc. Both settlements preserve competition and prevent higher prices that likely would have resulted from the acquisitions. (also see 1110215). On 2/22/2012, the FTC approved final orders settling charges that Valeant Pharmaceuticals International, Inc.'s (Valeant) two proposed acquisitions of dermatology businesses – one from Sanofi and one from Johnson &amp; Johnson.</p>		

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**12. 1110155 - LabCorp / Orchid Cellmark**

12/8 /2011

Health Care – Professional Services

<http://www.ftc.gov/os/caselist/1110155/index.shtm>

On 12/8/2011, the Commission required laboratory testing companies Laboratory Corporation of America Holdings (LabCorp) and Orchid Cellmark Inc. (Orchid) to divest a portion of Orchid's paternity testing business, to resolve the FTC complaint alleging that LabCorp's \$85.4 million acquisition of Orchid would have an anticompetitive impact in the market for paternity testing services used by government agencies. The FTC's complaint alleges that LabCorp's acquisition of Orchid would illegally reduce competition in the U.S. market for paternity testing services provided to government agencies. Under the proposed settlement order, the portion of Orchid's U.S. paternity testing business that is focused on sales to government agencies, and related assets, will be sold to another testing company, DNA Diagnostics Center (DDC). On 2/1/2012, the FTC approved a final order settling charges concerning Laboratory Corporation of America Holdings' (LabCorp) proposed acquisition of rival firm Orchid Cellmark Inc.

**13. 1110097 - IMS Health / SDI Health**

10/28/2011

Health Care – Other

<http://www.ftc.gov/os/caselist/1110097/index.shtm>

On 10/28/2011, the FTC reached a settlement with Healthcare Technology Holdings, Inc., the parent company of market research firm IMS Health Inc., according to which IMS has agreed to sell two product lines of rival SDI Health LLC, as a condition of allowing it to proceed with its acquisition of SDI. The proposed settlement order requires the sale of SDI's promotional audit and medical audit businesses to an FTC-approved buyer to resolve the agency's charges that IMS's acquisition of SDI, as originally proposed, is anticompetitive and likely would increase prices for market research products in the health care industry. On 1/10/2012, the FTC approved a modified final order settling charges concerning Healthcare Technology Holdings, Inc.'s proposed acquisition of SDI Health LLC.

**14. 1110166 - Cephalon / Teva**

10/7 /2011

Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/1110166/index.shtm>

On 10/7/2011, the FTC required Teva Pharmaceutical Industries Ltd. to sell the rights and assets related to a generic cancer pain drug and a generic muscle relaxant, as a condition of its proposed \$6.8 billion acquisition of rival drug firm Cephalon, Inc. In addition, the proposed settlement requires Teva to enter into a supply agreement that will allow a competing firm to sell a generic version of Cephalon's wakefulness drug Provigil in 2012. On 7/3/2012, the FTC issued its final order. The final amended FTC order resolving the charges requires Teva to sell the rights and assets related to a generic cancer pain drug and a generic muscle relaxant to Par Pharmaceuticals, Inc. It also requires Teva to enter into a supply agreement that will allow Par to sell a generic version of Cephalon's wakefulness drug Provigil in 2012.

**15. 1110103 - DaVita / DSI Renal**

9 /2 /2011

Health Care – Hospitals/Clinics

<http://www.ftc.gov/os/caselist/1110103/index.shtm>

On 9/2/2011, the Commission required dialysis services company DaVita, Inc. to sell 29 outpatient dialysis clinics around the United States, under a settlement that resolves FTC charges that DaVita's proposed \$689 million acquisition of rival CDSI I Holding Company, Inc., also known as DSI, would be anticompetitive. The settlement preserves competition in 22 geographic markets where the FTC alleges that consumers would be harmed by DaVita's acquisition of DSI. The settlement requires DaVita to sell the clinics to Dialysis Newco, Inc., a corporation formed by venture capital firms Frazier Healthcare and New Enterprise Associates. On 10/25/2011, the FTC approved a final order settling charges that DaVita, Inc.'s acquisition of CDSI I Holding Company, also known as DSI, was anticompetitive and reduced competition in the U.S. market for outpatient dialysis clinics. The final order requires DaVita to sell 29 outpatient dialysis clinics in 22 markets throughout the country to resolve the alleged anticompetitive effects of the transaction.

**16. 1110083 - Perrigo / Paddock Laboratories**

7 /26/2011

Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/1110083/index.shtm>

On 7/26/2011, the Commission required generic drug manufacturers Perrigo Company and Paddock Laboratories, Inc. to sell six generic drugs under a proposed settlement resolving charges that Perrigo's proposed \$540 million acquisition of Paddock would be anticompetitive. The proposed settlement also contains provisions to ensure future competition in the market for generic testosterone gel product. On 6/26/2012, the FTC issued a modified final order that required the companies to sell six generic drugs to Watson Pharmaceuticals, Inc.

**17. 0910136 - Cardinal Health, Inc. / BioTech Pharmacy, Inc.**

7 /21/2011

Health Care – Retail/Pharmacies

<http://www.ftc.gov/os/caselist/0910136/index.shtm>

On 7/21/2011, the Commission required Cardinal Health, Inc. to reconstitute and sell nuclear pharmacies in Las Vegas, Nevada; Albuquerque, New Mexico, and El Paso, Texas under a settlement order resolving the agency's charges that Cardinal's purchase of nuclear pharmacies from Biotech reduced competition for low-energy radiopharmaceuticals in the three cities. On 10/21/2011, the FTC approved a final order settling charges that Cardinal Health, Inc.'s acquisition of three nuclear pharmacies from Biotech was anticompetitive and reduced competition for low-energy radiopharmaceuticals in Las Vegas, Nevada; Albuquerque, New Mexico; and El Paso, Texas. Settlement of the FTC's charges requires Cardinal to reconstitute and sell nuclear pharmacies in the three cities.

**18. 1010153 - Grifols / Talecris**

6 /1 /2011

Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/1010153/index.shtm>

The FTC required Grifols, S.A., a manufacturer of plasma-derived drugs, to make significant divestitures as part of a settlement allowing Grifols to acquire a leading plasma-derived drug manufacturer, Talecris Biotherapeutics Holdings Corp.

**19. 1010021 - Irving / Exxon Mobil**                      5 /26/2011    Energy – Petroleum  
<http://www.ftc.gov/os/caselist/1010021/index.shtm>

The Commission required Irving Oil Terminals Inc. and Irving Oil Limited (collectively, Irving) to relinquish the rights to terminal and pipeline assets in Maine that Irving acquired from ExxonMobil, to maintain competition in gasoline and distillates terminaling services in the South Portland and Bangor/Penobscot Bay areas. The proposed settlement resolves the FTC’s charges that the acquisition is anticompetitive and could result in higher gasoline and diesel prices for consumers.

**20. 1110051 - Hikma Pharmaceuticals / Baxter International**                      4 /27/2011    Health Care – Prescription Drugs  
<http://www.ftc.gov/os/caselist/1110051/index.shtm>

The Commission required Hikma Pharmaceuticals PLC (Hikma) to divest two generic injectable pharmaceuticals – phenytoin and promethazine – as part of a settlement allowing it to acquire certain assets from Baxter Healthcare Corporation, Inc. (Baxter). Hikma proposes to acquire Baxter’s entire generic injectable pharmaceutical business for \$111.5 million, including Baxter’s Cherry Hill, New Jersey, manufacturing facility and a warehouse and distribution center in Memphis, Tennessee. Phenytoin is an anti-convulsant drug used to control and prevent seizures during or after surgery and Promethazine is used to prevent some types of allergies or allergic reactions, to prevent or control motion sickness, nausea, vomiting, and dizziness, and to help patients go to sleep and control their pain or anxiety before or after surgery.

**21. 1010175 - Keystone / Compagnie de Saint-Gobain**                      12/29/2010    Manufacturing – Industrial Goods  
<http://www.ftc.gov/os/caselist/1010175/index.shtm>

The FTC preserved competition in the North American market for alumina wear tile by imposing conditions on Keystone Holdings, LLC and Compagnie de Saint-Gobain in a settlement involving Keystone’s planned acquisition of Saint-Gobain’s Advanced Ceramics Business. According to the FTC’s complaint, the deal as originally structured would have reduced competition in the relevant markets by eliminating direct competition between CoorsTek – the Keystone subsidiary that manufactures its tiles – and Saint-Gobain. In addition, the deal would increase CoorsTek’s market share substantially, eliminate CoorsTek’s most significant alumina wear tile competitor in North America, allow the combined company to raise prices for alumina wear tile, and increase the likelihood that the remaining firms could act together to raise consumer prices for alumina wear tile.

**22. 1010142 - Universal Health Services / Psychiatric Solutions**                      11/15/2010    Health Care – Hospitals/Clinics  
<http://www.ftc.gov/os/caselist/1010142/index.shtm>

The FTC required Universal Health Services, Inc., one of the nation’s largest hospital management companies, to sell 15 psychiatric facilities as a condition of its \$3.1 billion acquisition of Psychiatric Solutions, Inc. As originally proposed the acquisition would have reduced competition in the provision of acute inpatient psychiatric services in three local markets: Delaware, Puerto Rico, and metropolitan Las Vegas, Nevada.

**23. 1010061 - Simon Property Group / Prime Outlets**                      11/10/2010    Retail – Other  
<http://www.ftc.gov/os/caselist/1010061/index.shtm>

Under the terms of the settlement, Simon Property Group, Inc. is required to divest property and modify tenant leases to preserve outlet center competition in parts of southwest Ohio, Chicago, Illinois, and Orlando, Florida, in the wake of Simon’s purchase of Prime Outlets Acquisition Company, LLC. In addition, Simon has agreed to remove radius restrictions for tenants with stores in its outlet malls serving the Chicago and Orlando markets.

**24. 1010107 - Coca-Cola / Coca-Cola Enterpirse**                      9 /27/2010    Manufacturing – Food & Beverages  
<http://www.ftc.gov/os/caselist/1010107/index.shtm>

As part of a settlement, The Coca-Cola Company agreed to restrict its access to confidential competitive business information of rival Dr Pepper Snapple Group as a condition for completing Coca-Cola’s proposed \$12.3 billion acquisition of its largest North American bottler, which also distributes Dr Pepper Snapple carbonated soft drinks. Under the settlement with the FTC, Coca-Cola will set up a “firewall” to ensure that its ownership of the bottling company does not give certain Coca-Cola employees access to commercially sensitive confidential Dr Pepper Snapple marketing information and brand plans. In a complaint filed with the settlement, the FTC charged that access to this information likely would have harmed competition in the U.S. markets for carbonated soft drinks.

**25. 1010093 - Airgas / Air Products and Chemicals**                      9 /10/2010    Manufacturing – Chemicals/Industrial Gases  
<http://www.ftc.gov/os/caselist/1010093/index.shtm>

Industrial gas supplier Air Products and Chemicals, Inc. reached an agreement with the Commission requiring the company to sell certain liquid gas assets to resolves FTC charges that Air Products’ proposed acquisition of Airgas would harm competition in five regional markets for bulk liquid oxygen and bulk liquid nitrogen, which are used in a range of applications from hospital patient care to the manufacture of frozen foods.

**Enforcement****Matter:****Date:****Industry:****26. 1010068 - Nestle / Novartis****8 /16/2010****Health Care – Prescription Drugs**<http://www.ftc.gov/os/caselist/1010068/index.shtml>

To settle Federal Trade Commission charges that its proposed acquisition of Alcon, Inc., would be anticompetitive, Novartis AG agreed to sell an injectable eye care drug used in cataract surgery. Novartis and Alcon are the only two U.S. providers of the class of drugs known as injectable miotics, and the FTC alleges that the acquisition would have created a monopoly in injectable miotics. The settlement requires Novartis to sell its drug Miochol-E to Bausch & Lomb, Inc.

**27. 1010074 - Tops / Penn Traffic****8 /4 /2010****Retail – Grocery/Supermarkets**<http://www.ftc.gov/os/caselist/1010074/index.shtml>

The Commission reached settlement agreement with Tops Markets LLC that protects consumers from the potential anticompetitive effects of Tops' recent acquisition of the bankrupt Penn Traffic Company supermarket chain. To settle FTC charges that the acquisition was anticompetitive in several areas of New York and Pennsylvania, Tops agreed to sell seven Penn Traffic supermarkets to FTC-approved buyers. Because the FTC adopted a flexible process for reviewing the potential anticompetitive effects of the acquisition, none of the 79 Penn Traffic stores was liquidated in the bankruptcy proceeding.

**28. 0810130 - NuFarm / A.H. Marks Holdings, Ltd.****7 /28/2010****Manufacturing – Chemicals/Industrial Gases**<http://www.ftc.gov/os/caselist/0810130/index.shtml>

Australian chemical company Nufarm Limited agreed to sell certain assets and modify some of its business agreements to settle charges that its 2008 acquisition of rival A.H. Marks Holding Limited hurt competition in the U.S. market for three herbicides that are relied upon by farmers, landscapers, and consumers. Under the settlement, Nufarm will sell rights and assets associated with two of the herbicides to competitors and will modify agreements with two other companies to allow them to fully compete in the market for the other herbicide. Nufarm's acquisition of United Kingdom-based A.H. Marks gave Nufarm monopolies in the U.S. markets for two herbicides called MCPA and MCP-P, which also are known as phenoxy herbicides. The transaction also left only two competitors in the market for a third phenoxy herbicide, called 2,4DB. The three herbicides are widely used in the turf, lawn care, and agriculture industries to eliminate certain weeds safely and cheaply.

**29. 0910032 - Fidelity / LandAmerica****7 /16/2010****Information and Technology – Software/Databases**<http://www.ftc.gov/os/caselist/0910032/index.shtml>

To settle Federal Trade Commission charges that its 2008 acquisition of three LandAmerica Financial, Inc. subsidiaries was anticompetitive, Fidelity National Financial, Inc. will sell several title plants and related assets in the Portland, Oregon, and Detroit, Michigan, metropolitan areas, and in four other Oregon counties. Title plants are databases used by abstractors, title insurers, title insurance agents, and others to determine the ownership of, and interests in, real property in connection with underwriting and issuance of title insurance policies and for other purposes. According to the FTC, Fidelity's acquisition of the LandAmerica assets was anticompetitive in several local markets for the provision of title insurance information services by title plants. The FTC's complaint charges the acquisition reduced competition in six geographic areas: 1) the Portland, Oregon, metropolitan area, consisting of Clackamas, Multnomah, and Washington counties; 2) Benton County, Oregon; 3) Jackson County, Oregon; 4) Marion County, Oregon; 5) Linn County, Oregon; and 6) the Detroit, Michigan, metropolitan area consisting of Oakland, Macomb, and Wayne counties.

**30. 0810245 - AEA Investors / Wilh.Werhahn****7 /14/2010****Manufacturing – Industrial Goods**<http://www.ftc.gov/os/caselist/0810245/index.shtml>

Houghton International, Inc., the leading North American provider of hot rolling oil used to process aluminum, agreed to sell some of the assets it acquired in 2008 through its purchase of D.A. Stuart GmbH, a transaction that included multiple product markets. The FTC's investigation found that Houghton's acquisition of D.A. Stuart GmbH combined the two largest suppliers of aluminum hot rolling oil (AHRO) in North America, giving the combined firm control of almost 75 percent of the North American market. The FTC's complaint alleges that, through its purchase of Stuart, Houghton could unilaterally raise AHRO prices to U.S. consumers. The complaint also alleges that the acquisition could decrease innovation for this vital input into aluminum manufacturing. Under the order settling the FTC's charges, Houghton will sell Stuart's AHRO business to Quaker Chemical Corporation.

**31. 0910125 - Flying J / Big West Oil****6 /30/2010****Energy – Petroleum**<http://www.ftc.gov/os/caselist/0910125/index.shtml>

The FTC required Pilot Corporation, owner of the largest travel center network in the United States, to sell 26 locations as part of a settlement that will replace the competition lost because of Pilot's proposed \$1.8 billion acquisition of Flying J Inc.'s travel center network. Pilot has agreed to sell the travel centers, which provide diesel, food, parking, and other amenities for truckers, to Love's Travel Stops and Country Stores, the smallest national travel center operator, currently concentrated in the South. According to the FTC's complaint, the deal between Pilot and Flying J would have reduced competition for certain long-haul trucking fleets for which Pilot and Flying J were the first and second best choices for their diesel needs.

Matter:	Enforcement Date:	Industry:
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- 32. 0910135 - Varian, Inc. / Agilent, Inc.**                      5 /14/2010    Information and Technology – Other  
<http://www.ftc.gov/os/caselist/0910135/index.shtm>

Agilent Technologies, Inc. and Varian, Inc., two leading global suppliers of high-performance scientific measurement instruments, have agreed to sell three of their product lines in order to proceed with their proposed \$1.5 billion merger. According to the FTC's complaint, Agilent's acquisition of Varian would have violated U.S. antitrust laws by reducing competition for three types of scientific measurement instruments because the companies currently compete with one another in those markets. To resolve these competitive concerns, the parties have agreed to an FTC order requiring them to sell assets related to the manufacture and sale of: 1) Micro Gas Chromatography (Micro GC) instruments; 2) Triple Quadrupole Gas Chromatography-Mass Spectrometry (3Q GC-MS) instruments; and 3) Inductively Coupled Plasma-Mass Spectrometry (ICP-MS) instruments.

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- 33. 1010013 - SCI / Keystone North America**                      3 /26/2010    Professional Services (Non Health Care) – Funeral  
<http://www.ftc.gov/os/caselist/1010013/index.shtm>

Service Corporation International (SCI), the nation's largest provider of funeral and cemetery services, has settled Commission charges that its proposed acquisition of Keystone North America Inc. (Keystone), the fifth-largest funeral and cemetery services provider in North America, raises antitrust concerns in the markets for both funeral services and cemetery services. The order requires SCI to sell 22 funeral homes and four cemeteries in 19 local markets to ensure competition is preserved following its acquisition of Keystone.

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- 34. 0910133 - PepsiCo Inc. / Pepsi Bottling**                      2 /26/2010    Manufacturing – Food & Beverages  
<http://www.ftc.gov/os/caselist/0910133/index.shtm>

The Commission required that carbonated soft drink company PepsiCo, Inc. restrict its access to confidential business competitive information of rival Dr Pepper Snapple Group as a condition for proceeding with PepsiCo's proposed \$7.8 billion acquisition of its two largest bottlers and distributors, which also distribute Dr Pepper Snapple Group carbonated soft drinks.

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- 35. 0910159 - Danaher Corp / MDS**                                      1 /27/2010    Health Care – Medical Equipment/Devices  
<http://www.ftc.gov/os/caselist/0910159/index.shtm>

The Commission challenged Danaher's proposed acquisition of MDS Analytical Technologies, requiring that MDS divest its assets related to its laser microdissection business. The proposed settlement is designed to preserve competition in the North American market for laser microdissection devices – a key tool for scientific research.

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- 36. 0910068 - Agrium / CF Industries**                                      12/23/2009    Manufacturing – Industrial Goods  
<http://www.ftc.gov/os/caselist/0910068/index.shtm>

Agricultural products supplier Agrium Inc. has agreed to sell a range of assets as part of an agreement with the Federal Trade Commission that will allow the company to move forward with its acquisition of competitor CF Industries Holdings, Inc. The proposed consent order settles charges that the acquisition would have eliminated competition in the market for anhydrous ammonia fertilizer, a product that farmers rely on to grow their crops.

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- 37. 0910116 - Watson Pharmaceuticals / Arrow Group**                      12/2 /2009    Health Care – Prescription Drugs  
<http://www.ftc.gov/os/caselist/0910116/index.shtm>

The Commission challenged that Watson Pharmaceuticals, Inc.'s acquisition of Robin Hood Holdings Limited, owner of Arrow Pharmaceuticals, would have harmed consumers by eliminating future competition for important generic drugs used to treat Parkinson's disease (cabergoline) and the side effects of chemotherapy (dronabinol). The Commission's order requires the firms to sell assets related to the two drugs to FTC-approved buyers and to ensure the acquirers have the means to compete effectively in the future.

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- 38. 0910138 - SCI / Palm Mortuary**                                      11/25/2009    Professional Services (Non Health Care) – Funeral  
<http://www.ftc.gov/os/caselist/0910138/index.shtm>

The Commission challenged Service Corporation International's (SCI) proposed acquisition of local rival Palm Mortuary, Inc. The Commission required that SCI, the nation's largest cemetery operator and the third-largest provider of cemetery services in Las Vegas, Nevada, must sell a cemetery and funeral home in Las Vegas to complete its proposed acquisition of local Palm.

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- 39. 0910050 - Panasonic / Sanyo**                                      11/24/2009    Manufacturing – Industrial Goods  
<http://www.ftc.gov/os/caselist/0910050/index.shtm>

The Commission challenged major consumer electronics manufacturers Panasonic Corporation's proposed \$9 billion acquisition of Sanyo Electric Co., Ltd., requiring that Sanyo sell its portable nickel metal hydride (NiMH) battery business related assets, including a premier manufacturing plant in Japan. NiMH batteries power two-way radios, among other products, which are used by police and fire departments nationwide.

**Matter:****Enforcement****Date:****Industry:****40. 0910075 - Merck / Schering-Plough**

10/29/2009

Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0910075/index.shtm>

The Commission challenged Schering-Plough's proposed \$41.4 billion acquisition of Merck & Co., and required divestitures to preserve competition in markets for human and animal pharmaceuticals. The proposed consent order requires that Merck sell its interest in Merial Limited, an animal health joint venture with Sanofi-Aventis S.A., and that Schering-Plough sell its assets related to significant drugs for nausea and vomiting in humans.

**41. 0910053 - Pfizer Inc. / Wyeth**

10/14/2009

Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0910053/index.shtm>

The Commission challenged Pfizer Inc.'s proposed \$68 billion acquisition of Wyeth and required significant divestitures to preserve competition in multiple U.S. markets for animal pharmaceuticals and vaccines. The proposed consent order remedies the anticompetitive effects the Commission believes are likely to result from the transaction in numerous markets for animal vaccines and animal pharmaceutical products. After a thorough investigation, the Commission concluded that the transaction does not raise anticompetitive concerns in any human health product markets.

**42. 0910086 - K&S AG / Dow Chemical**

9 /25/2009

Manufacturing – Industrial Goods

<http://www.ftc.gov/os/caselist/0910086/index.shtm>

The Federal Trade Commission announced a consent order that will maintain competition in the market for bulk de-icing road salt in Maine and Connecticut that otherwise would have been lost as a result of K+S Aktiengesellschaft's (K+S) \$1.68 billion proposed acquisition of Morton International, Inc. To protect state and local governments from higher prices, the order requires K+S's U.S. subsidiary, International Salt Company LLC (ISCO), to sell its bulk de-icing salt assets in Maine to Eastern Salt Company, Inc., and to sell a similar set of assets in Connecticut to Granite State Minerals, Inc.

**43. 0810265 - BASF / Ciba Specialty Chemicals**

4 /2 /2009

Manufacturing – Chemicals/Industrial Gases

<http://www.ftc.gov/os/caselist/0810265/index.shtm>

BASF has settled Commission charges that its proposed \$5.1 billion acquisition of rival chemical manufacturer Ciba Holding Inc. would be anticompetitive and violate federal law by reducing competition in the worldwide markets for two high performance pigments. Under the terms of a consent order allowing the transaction to proceed, the FTC requires BASF to sell all assets, including the intellectual property related to the two pigments, bismuth vanadate and indanthrone blue, to a Commission-approved buyer within six months.

**44. 0710230 - Lubrizol / Lockhart Chemical**

2 /26/2009

Manufacturing – Chemicals/Industrial Gases

<http://www.ftc.gov/os/caselist/0710230/index.shtm>

In February the Commission challenged Lubrizol Corporation's consummated 2007 acquisition of the oxidate assets of The Lockhart Company which had the effect of substantially lessening competition in the already highly concentrated U.S. market for chemical rust inhibitors. These inhibitors are commonly used to prevent rusting during the manufacture of metal products such as automobiles and other heavy equipment. According to the Commission's complaint the acquisition removed Lubrizol's last substantial competitor in the relevant market. In addition, the Commission challenged a non-compete agreement included in the terms of the acquisition which prevented Lockhart from competing in the relevant market for 5 years as anticompetitive because it restrained the ability of new firms to enter the market. The Commission issued a consent order remedying its anticompetitive concerns requiring the divestiture of the oxidate assets in question to Additives International and the elimination of the non-compete agreement.

**45. 0910000 - Getinge AB / Datascope Corp**

1 /29/2009

Health Care – Medical Equipment/Devices

<http://www.ftc.gov/os/caselist/0910000/index.shtm>

In January, the Commission challenged Getinge AB's proposed \$865 million acquisition of rival Datascope Corporation as anticompetitive in the market for endoscopic vessel harvesting devices (EVHs). EVHs are used during coronary artery bypass graft surgery where a vein is removed from a patient's leg or arm to replace a damaged or blocked coronary artery. According to the Commission's complaint, the acquisition as proposed would substantially lessen competition in the relevant market, giving Getinge nearly a 90% market share and the ability to unilaterally increase prices while reducing the likelihood of innovation. The Commission issued a consent order remedying its concerns requiring that Datascope divest its EVH assets to Sorin Group USA, an FTC approved buyer, within 10 days of consummating the transaction.

**46. 0810214 - Dow Chemical / Rohm & Haas**

1 /23/2009

Manufacturing – Chemicals/Industrial Gases

<http://www.ftc.gov/os/caselist/0810214/index.shtm>

In January, the Commission challenged Dow Chemical's \$18.8 billion proposed acquisition of Rohm & Haas Company as anticompetitive in the markets for various acrylics and other industrial chemicals used to make coated paper products, paints, and adhesives. According to the Commission's complaint, the product markets in question include acrylic monomers, used in goods ranging from hygiene products to paints and industrial coatings, hollow sphere particles, used in paper products, and acrylic latex polymers, used in traffic paints. Given the high concentration in each of the product markets, the proposed acquisition would have represented a merger to monopoly. To remedy its anticompetitive concerns, the Commission is requiring Dow to divest its assets in the aforementioned product markets to an FTC approved buyer. \*Update\* On March 19, 2012, following a public comment period, the FTC approved an application by The Dow Chemical Company to sell a chemical production facility and associated property in Torrance, California, to Hager Pacific Acquisitions LLC.

Matter:

Enforcement

Date:

Industry:

**47. 0810240 - King Pharmaceuticals / Alharma**

12/29/2008

Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0810240/index.shtml>

In late 2008, the Commission issued a consent order to restore competition in the market for oral long-acting opioids (LAOs). The FTC intervened in King Pharmaceutical's proposed \$1.6 billion acquisition of rival drug-maker Alharma Inc. because the transaction would have joined the two leading producers of morphine sulfate oral LAO's in the United States, a market which was already highly concentrated and which had annual sales of \$4 billion in 2007. In order to maintain competition in the market, the Commission's consent order requires King to divest its Kadian business to Actavis, a company which already manufactured the drug for King, and which could then produce a generic equivalent of the drug sooner than would have been permitted under King's patent, which would not have expired until 2010.

**48. 0610123 - Inverness Medical Innovations, Inc. / ACON**

12/23/2008

Health Care – OTC Drugs/Devices

<http://www.ftc.gov/os/caselist/0610123/index.shtml>

In order to restore competition in the U.S. market for consumer pregnancy tests, the Commission effectively reversed a consummated transaction in which Inverness Medical Innovations, a 70% market share holder, purchased the assets related to the development of a water-soluble dye based pregnancy test from ACON Laboratories in order to protect its monopoly power in the market. According to the Commission's complaint, Inverness restrained competition in two ways. First, Inverness issued covenants not to compete to ACON, took profits from ACON's joint venture with Church & Dwight, and purchased intellectual property rights which would restrict ACON from developing competing products. Second, Inverness limited product innovation by purchasing, but not using, the water-soluble dye test technology purchased from ACON, one of the only companies utilizing that technology. The Commission's consent order ended any restrictions Inverness had over the joint venture between ACON and Church & Dwight, and required that Inverness divest its assets relating to the water-soluble dye technology, and its related pregnancy test product.

**49. 0810224 - Teva Pharmaceutical / Barr Pharmaceuticals**

12/19/2008

Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0810224/index.shtml>

In December 2008, the Commission settled antitrust concerns raised by the proposed \$8.9 billion acquisition of Barr Pharmaceuticals by Teva Pharmaceutical Industries. The proposed acquisition would have lessened competition in the markets for 17 commonly used generic medications including drugs used in the treatment of cancer, bacterial infections, diabetes, acid reflux, and depression as well as several varieties of oral contraceptives. According to the Commission's complaint, the acquisition would have likely led to higher prices for consumers through the removal of one of only four competitors in each of these markets. The Commission's consent agreement requires both Teva and Barr to sell assets in 29 U.S. markets to either Watson Pharmaceuticals or Qualitest Pharmaceuticals.

**50. 0710212 - Huntsman Corporation / Hexion Specialty Chemicals Inc.**

10/2 /2008

Manufacturing – Chemicals/Industrial Gases

<http://www.ftc.gov/os/caselist/0710212/index.shtml>

The FTC intervened in Hexion LLC's proposed acquisition of Huntsman Corp., issuing a consent order which requires the divestiture of Hexion's specialty epoxy business, and prevents the sharing of sensitive and non-public information which could lead to coordination of prices. Huntsman and Hexion are producers of high-performance and specialty chemicals used in the aerospace and alternative energy industries. Subsequently, Hexion LLC and Huntsman Corporation petitioned the Commission to reopen and set aside two orders related to their proposed merger because they terminated their planned merger and withdrew their premerger notification filings. Following a public comment period, the Commission has granted, in part, a petition by Hexion LLC and Huntsman Corporation requesting that two FTC Orders related to their proposed merger be reopened and set aside. The agency determined that the firms have satisfactorily shown that changed conditions require that the matter be reopened. In particular, the firms have abandoned the acquisition that the Orders were intended to remedy. In its decision, the Commission set aside the Asset Maintenance Order in its entirety, as well as the Decision and Order regarding Huntsman.

**51. 0810133 - Reed Elsevier PLC / ChoicePoint Inc.**

9 /16/2008

Information and Technology – Software/Databases

<http://www.ftc.gov/os/caselist/0810133/index.shtml>

In September, 2008, the Commission challenged Reed Elsevier's \$4.1 billion proposed acquisition of ChoicePoint, which would have combined the two leading providers of electronic public record services provided to U.S. law enforcement customers. Public records services compile public and non-public records about individuals and businesses, including credit data, criminal, motor vehicle, property, and employment records, all used by law enforcement as an investigative tool in solving a wide variety of crimes. The transaction, as proposed, would have removed the intense rivalry that had led to lower prices, product innovations, and improved services and support for law enforcement customers by eliminating the competition between Reed Elsevier's LexisNexis product and ChoicePoint's AutoTrackXP and CLEAR products. The Commission required divestiture of ChoicePoint's product lines to Thomson Reuters Legal Inc. The Commission worked with the Attorneys General of eighteen states on this investigation.



**52. 0810146 - Fresenius SE / Daiichi Sankyo Company, Limited**      9 /15/2008      Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0810146/index.shtm>

The Commission challenged Fresenius Medical Care's proposed purchase of an exclusive sublicense for the manufacture and supply of the drug Venofer to US dialysis clinics from Daiichi Sankyo Company. Venofer is an intravenously administered iron sucrose preparation used primarily to treat iron-deficiency anemia in dialysis patients with chronic kidney disease. The agreement would have given Fresenius, the largest operator of dialysis clinics in the country, the ability to artificially inflate its internal costs for Venofer, and effectively increase Medicare reimbursement payments for all buyers of the drug. In order to settle these concerns about anticompetitive self-dealing, the Commission issued a consent order restricting Fresenius from reporting internally inflated Venofer prices by mandating that the current market price for the drug be used in reporting the average selling price to Medicare.

**53. 0710193 - Sun Pharmaceutical industries / Taro Pharmaceutical Industries**      8 /13/2008      Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0710193/index.shtm>

The Commission charged that Sun Pharmaceutical Industries Ltd's proposed acquisition of Taro Pharmaceuticals Industries, Ltd would substantially reduce competition, likely resulting in higher prices for three distinct generic formulations of the anticonvulsant drug carbamazepine, used widely as an antiepileptic and to prevent and control seizures. The proposed deal would have reduced the number of drug suppliers to a level where the number of competitors has a direct and substantial impact on prices. In order to remedy these concerns, Sun agreed to divest all of its rights and assets needed to develop three generic forms of carbamazepine: 1) immediate-release tablets; 2) chewable tablets; and 3) extended-release tablets.

**54. 0810045 - McCormick & Company / Unilever Group**      7 /30/2008      Manufacturing – Food & Beverages

<http://www.ftc.gov/os/caselist/0810045/index.shtm>

The Commission challenged McCormick & Company's \$605 million acquisition of Lawry's and Adolph's brands of seasoned salt products from Unilever N.V., alleging that the transaction would be detrimental to competition in the highly concentrated U.S. market for seasoned salts. According to the Commission's complaint, the proposed deal would combine the two companies that comprise almost the entire \$100 million market for seasoned salt, increasing the likelihood that McCormick would be able unilaterally to increase prices. McCormick agreed to divest its Season-All business to Morton, an FTC approved buyer, within 10 days of completing the acquisition.

**55. 0810119 - Pernod Ricard / V&S Spirits**      7 /17/2008      Manufacturing – Food & Beverages

<http://www.ftc.gov/os/caselist/0810119/index.shtm>

The Commission challenged Pernod Ricard SA's proposed \$9 billion acquisition of V&S Vin & Spirit as harmful to competition among suppliers of "super-premium" vodka. The proposed deal would have merged the two leading brands, Absolut and Stolichnaya, and allowed Pernod to raise prices profitably on both brands. Additionally, the complaint alleges that the markets for cognac, domestic cordials, coffee liqueur, and popular gin would be subject to anticompetitive effects because sensitive pricing and promotion information for Beam Global Brands, a competitor in these product markets, would be available to Pernod after the acquisition as a result of Beam's joint venture with V&S. The Commission settled the charges by requiring Pernod to divest its distribution interests in Stolichnaya Vodka, and to erect a firewall to prevent the sharing of any competitively sensitive information from Beam Global Brands with Pernod employees.

**56. 0810079 - Flow International Corporation / Omax Corp**      7 /10/2008      Manufacturing – Industrial Goods

<http://www.ftc.gov/os/caselist/0810079/index.shtm>

The Commission challenged Flow International Corporation's proposed \$109 million acquisition of rival waterjet manufacturer OMAX Corporation. Both corporations develop, manufacture, and sell computerized waterjet cutting systems which use pressurized water mixed with abrasive garnet particles to cut various materials, including steel and stone. The proposed acquisition would have united the two largest competitors in the market for the manufacture and sale of computerized waterjet cutting systems and allowed Flow to exercise market power and increase prices. Furthermore, the Commission charged that entry would be very unlikely because OMAX received two broad patents relating to the control systems for waterjet cutting systems. The Commission approved a consent agreement requiring OMAX to grant any request for a royalty-free license for its controller patents.

**57. 0710203 - Carlyle Partners IV, L.P. / JP Morgan Chase & Co.**      6 /30/2008      Manufacturing – Chemicals/Industrial Gases

<http://www.ftc.gov/os/caselist/0710203/index.shtm>

The Commission challenged the proposed acquisition by Carlyle Partners IV, L.P. of INEOS Group Ltd., alleging that the deal would be anticompetitive in the highly concentrated Midwestern market for sodium silicate. Sodium silicates are used in detergents and other products, and are important chemicals used by the pulp and paper industry. The acquisition would have joined market leader PQ Corporation, which is owned by Carlyle, with INEOS, the third-largest sodium silicate provider. Under the Commission's order, Carlyle must divest PQ's sodium silicate plant in Utica, Illinois, and all associated intellectual property required to operate the plant to Oak Hill Company within five days of consummating the transaction.

**58. 0810073 - Agrium Inc. / UAP Holding Corporation**      5 /5 /2008      Retail – Other

<http://www.ftc.gov/os/caselist/0810073/index.shtm>

The Commission charged that Agrium, Inc.'s \$2.65 billion proposed acquisition of UAP Holding Corporation would reduce transaction would substantially lessen competition in the market for the retail sale of bulk fertilizer and, in some cases, related services by farm stores, in several local markets in Michigan and Maryland. According to the complaint filed by the Commission, the proposed acquisition would eliminate important competition between Agrium and UAP, allowing Agrium to unilaterally increase prices, and increasing the likelihood that the remaining competitors would engage in coordinated interaction to the detriment of fertilizer buyers. The Commission's order requires the divestiture of seven farm stores, five UAP stores in Michigan, and two Agrium locations on the eastern shore of Maryland.

**59. 0610209 - Talx Corporation**      4 /28/2008      Professional Services (Non Health Care) – Other

<http://www.ftc.gov/os/caselist/0610209/index.shtm>

The Commission challenged a series of acquisitions by TALX Corporation, a fully owned subsidiary of Equifax, Inc., that lessened competition in the markets for outsourced unemployment compensation management (UCM) and verification of income and employment (VOIE) services. Unemployment compensation management services consist of the administration of unemployment compensation claims filed with a state or territory. Verification of income and employment services consists of providing income and employment information on behalf of employers to third parties, such as lenders or other creditors. According to the Commission's complaint, TALX's series of acquisitions from 2002 to 2005 substantially reduced competition in the nationwide provision of VOIE services and in the provision of outsourced UCM services, and enhanced TALX's ability to unilaterally increase prices and decrease the quality of its services. Under the Commission consent order, TALX has agreed to allow certain customers terminate their agreements and give notice before acquiring, or entering a management contract with, a UCM or VOIE service provider.

**60. 0710120 - Great Atlantic & Pacific Tea Company / Pathmark Stores, Inc.**      11/27/2007      Retail – Grocery/Supermarkets

<http://www.ftc.gov/os/caselist/0710120/index.shtm>

The Commission intervened in the proposed \$1.3 billion acquisition of Pathmark Stores by Great Atlantic & Pacific Tea (A&P), alleging the transaction would have reduced competition among grocery stores in the highly concentrated markets of Staten Island and Shirley, Long Island, New York. A&P operates stores under the A&P, A&P Super Foodmart, Food Basics, Food Emporium, Super Fresh, and Waldbaum's banners. The Commission's consent order required A&P to divest five supermarkets in Staten Island, and one supermarket in Shirley.

**61. 0710132 - Schering-Plough Corp / AkzoNobel**      11/16/2007      Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0710132/index.shtm>

The Commission charged that Schering-Plough's proposed \$14.4 billion acquisition of Organon Biosciences N.V. threatened to substantially reduce competition in the U.S. market for three popular vaccines used to treat poultry, a staple in American food markets. The November 2007 order settling the charges required the sale of assets required to develop, manufacture, and market these vaccines to Wyeth. In addition, Schering-Plough was required to sign a supply and transition services agreement with Wyeth, under which Schering will provide the vaccines for a period of two years, allowing time for the necessary FDA approvals.

**62. 0610281 - Compagnie de Saint-Gobain / Owens Corning**      10/26/2007      Manufacturing – Industrial Goods

<http://www.ftc.gov/os/caselist/0610281/index.shtm>

The Commission remedied competitive problems raised by Owens Corning's proposed acquisition of glass fiber reinforcements and composite fabric assets 8 from Compagnie de Saint Gobain. The investigation involved cooperation among staff of the FTC, the European Commission, and Mexico's Federal Competition Commission. After staff from the competition agencies raised antitrust concerns, the parties modified their agreement to exclude Saint Gobain's glass fiber reinforcement assets in the U.S. and certain assets in Europe. The Commission's consent order addressed additional competitive problems in the highly concentrated North American market for continuous filament mat, which is used in the production of non-electrical laminate, marine parts and accessories, and other products. The order requires Owens Corning to divest sufficient U.S. continuous filament mat facilities, assets, and intellectual property to enable the buyer effectively to produce and sell the products in competition with the new Owens Corning/Saint Gobain joint venture.

**63. 0710101 - Kyphon, Inc / Disc-o-tech**      10/9 /2007      Health Care – Medical Equipment/Devices

<http://www.ftc.gov/os/caselist/0710101/index.shtm>

The Commission challenged Kyphon Inc.'s \$220 million proposed acquisition of the spinal assets of Disc-O-Tech Medical Technologies, Ltd. and Discotech Orthopedic Technologies (collectively Disc-O-Tech) as anticompetitive in the market for minimally invasive vertebral compression fracture treatment products in the U.S. Disc-O-Tech's Confidence products promised real benefits to patients in treating these painful fractures in a minimally invasive way, and threatened Kyphon's near-monopoly on treatment options. The Commission's consent order required that Kyphon divest all assets, intellectual property and development rights related to the Confidence brand to an FTC-approved buyer

**64. 0710164 - Merck KGaA / Mylan Laboratories, Inc. and Mylan Pharmaceuticals, Inc.**      9 /27/2007      Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0710164/0710164.shtm>

The Commission ordered divestitures to resolve competitive concerns in the U.S. market for five generic drugs stemming from Mylan Laboratories' proposed acquisition of the generic arm of Merck Pharmaceuticals, a transaction valued at approximately \$6.6 billion. Under a September 2007 consent order with the Commission, Mylan and Merck must divest all assets relating to flecainide acetate tablets, acebutolol hydrochloride capsules, guanfacine hydrochloride tablets, nifedipine hydrochloride capsules, and sotalol hydrochloride. The generic drugs at issue are used for the treatment of many conditions, including hypertension and heart arrhythmia. The order requires the divestiture of all assets related to the relevant products to Amneal Pharmaceuticals, a generic drug manufacturer.

**65. 0510234 - Fresenius AG / American Renal Association**      9 /15/2007      Health Care – Hospitals/Clinics

<http://www.ftc.gov/os/caselist/0510234/index.shtm>

The Commission settled charges stemming from American Renal Associates' (ARA) proposed acquisition of assets from Fresenius AG, which would have made ARA the only operator of dialysis clinics in the Warwick/Cranston area of Rhode Island. The purchase agreement called for the sale of five Fresenius clinics to ARA, including two in the Warwick/Cranston area, and the closure of an additional three Fresenius clinics in Rhode Island and Massachusetts. The parties terminated their purchase agreement after FTC staff raised antitrust concerns, but the Commission challenged the closure of the three clinics as a naked agreement to pay a competitor to exit the market, and also alleged a Section 7 violation in the Warwick/ Cranston market for dialysis services. The Commission's order bars the parties from entering into any agreement to close dialysis clinics, and requires ARA to notify the Commission if it intends to acquire any dialysis centers in the Warwick/Cranston area for a period of 10 years.

**66. 0710168 - Jarden Corporation / K2, Inc**      8 /9 /2007      Manufacturing – Consumer Goods (non Food & Bev.)

<http://www.ftc.gov/os/caselist/0710168/index.shtm>

The Commission charged that the acquisition of K2, Inc, a sporting goods manufacturer, by Jarden Corporation would likely harm competition. The proposed \$1.2 billion transaction would have joined two of the nation's leading producers of monofilament fishing line, the most common type of line used in the United States. The consent order settling the charges requires Jarden to sell all assets related to the manufacture and sale of four varieties of monofilament fishing line to sporting goods company W.C. Bradley/Zebco.

**67. 0610257 - Eckerd Drugs Inc / Rite Aid Corporation / Brooks Pharmacy, Inc. / Jean Coutu**      6 /4 /2007      Health Care – Retail/Pharmacies

<http://www.ftc.gov/os/caselist/0610257/0610257.shtm>

The Commission charged that Rite Aid Corporation's \$3.5 billion acquisition of competitors Brooks and Eckerd Pharmacies from the Canadian drug store operator Jean Coutu Group, Inc. was anticompetitive and required the sale of retail pharmacies located in 23 cities along the East Coast. According to the Commission's complaint, the merger would have substantially reduced competition in the sale of pharmacy services to customers in those areas, where customers view stores operated by the two companies as their two best options. The consent order requires Rite Aid to divest pharmacies in those cities to buyers preapproved by the Commission. The investigation, which included cooperation from the state attorneys general of Maryland, New Jersey, New York, Pennsylvania, Vermont, Virginia, and Maine, was handled by the agency's Northeast Regional Office.

**68. 0710063 - Actavis Group hf. / Alan P. Cohen**      4 /13/2007      Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0710063/index.shtm>

The Commission prevented a merger-to-monopoly in the sale of generic isradipine capsules by challenging the proposed \$235 million purchase of Abrika Pharmaceuticals, Inc., by the Actavis Group, an international generic pharmaceuticals company. To maintain competition in the market for this important generic drug, used to lower blood pressure and to treat hypertension, ischemia, and depression, the consent order requires the divestiture of all rights and assets necessary to produce, market, and sell generic isradipine to Cobalt Laboratories, Inc.

**69. 0610197 - Kinder Morgan inc.**      1 /25/2007      Energy – Petroleum

<http://www.ftc.gov/os/caselist/0610197/index.shtm>

The order settles charges that the proposed \$22 billion deal whereby energy transportation, storage, and distribution firm Kinder Morgan, Inc. (KMI) would be taken private by KMI management and a group of investment firms, including private equity funds managed and controlled by The Carlyle Group (Carlyle) and Riverstone Holdings LLC (Riverstone) would threaten competition between KMI and Magellan in eleven metropolitan areas in the Southeast, likely resulting in higher prices for gasoline and other light petroleum products. The order requires that Carlyle's and Riverstone's interest in Magellan become a passive investment, by requiring them to: (1) removing all of their representatives from the Magellan Board of Managers and its boards of directors, (2) ceding control of Magellan to its other principal investor, Madison Dearborn Partners, and (3) not influencing or attempting to influence the management or operation of Magellan.

**70. 0710002 - Hospira, Inc. / Mayne Pharma Limited**      1 /18/2007      Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0710002/index.shtm>

The consent order settles charges that Hospira Inc.'s proposed \$2 billion acquisition of rival drug manufacturer Mayne Pharma Ltd. Would likely reduce competition and harm consumers. In settling the Commission's charges, the companies have agreed to divest to Barr Pharmaceuticals, Inc. (Barr), within 10 days of the acquisition, Mayne's rights and assets related to the following products: hydromorphone hydrochloride (hydromorphone), nalbuphine hydrochloride (nalbuphine), morphine sulfate (morphine), preservative-free morphine, and deferoxamine mesylate (deferoxamine).

**71. 0610150 - General Dynamics OTS (Aerospace), inc. / SNC Technologies Inc.**      12/28/2006      Defense – Ammunitions

<http://www.ftc.gov/os/caselist/0610150/index.shtm>

The consent order settled charges that General Dynamics' proposed \$275 million acquisition of SNC Technologies, Inc. and SNC Technologies, Corp. (collectively, SNC) would likely undermine competition by bringing together two of only three competitors providing the U.S. military with melt-pour load, assemble, and pack (LAP) services used during the manufacture of ammunition for mortars and artillery. Absent relief, the proposed acquisition would likely force the U.S. military to pay higher prices for these munitions. General Dynamics is required to sell its interest in American Ordnance to an FTC-approved buyer within four months of acquiring SNC.

**72. 0610220 - Johnson & Johnson / Pfizer**      12/12/2006      Health Care – OTC Drugs/Devices

<http://www.ftc.gov/os/caselist/0610220/0610220.shtm>

The consent order settles charges that Johnson & Johnson's (J&J) proposed \$16.6 billion acquisition of Pfizer Inc.'s (Pfizer) Consumer Healthcare business would likely reduce competition in the U.S. markets for over-the-counter (OTC) H-2 blockers used to prevent and relieve heartburn, OTC hydrocortisone anti-itch products, OTC night-time sleep aids, and OTC diaper rash treatments. In settling the Commission's charges, the companies have agreed to sell Pfizer's Zantac H-2 blocker business to Boehringer Ingelheim Pharmaceuticals Inc. (Boehringer), and Pfizer's Cortizone hydrocortisone anti-itch business, Pfizer's Unisom night-time sleep aid business, and J&J's Balmex diaper rash treatment business to Chatterm, Inc.

**73. 0610156 - Service Corp. International / Alderwoods**      11/22/2006      Professional Services (Non Health Care) – Funeral

<http://www.ftc.gov/os/caselist/0610156/0610156.shtm>

The consent order settled charges that Service Corporation International's (SCI) proposed acquisition of Alderwoods Group Inc. would likely lessen competition in 47 markets for funeral or cemetery services, leaving consumers with fewer choices and the prospect of higher prices or reduced levels of service. Under the settlement, SCI must sell funeral homes in 29 markets and cemeteries in 12 markets across the United States. In six other markets, SCI must sell certain funeral homes that it plans to acquire or end its licensing agreements with third-party funeral homes affiliated with SCI.

**74. 0610139 - Watson Pharmaceuticals, Inc / Andrx**      10/31/2006      Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0610139/index.shtm>

A consent order settled charges that Watson Pharmaceuticals, Inc.'s proposed \$1.9 billion acquisition of Andrx Corporation, would have likely led to competitive problems in the markets for 13 generic drug products. Watson was required to end its marketing agreements with Interpham Holdings, divest Andrx's right to develop, make, and market generic extended release tablets that correct the effects of type 2 diabetes, and divest Andrx's rights and assets related to the developing and marketing of 11 generic oral contraceptives.

**75. 0610217 - Barr Pharmaceuticals / Actavis Group / PLIVA**      10/20/2006      Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0610217/0610217.shtm>

The consent order settles charges that Barr Pharmaceutical, Inc.'s proposed acquisition of Pliva d.d for approximately \$2.5 billion would have eliminated current or future competition between Barr and Pliva in certain markets for generic pharmaceuticals treating depression, high blood pressure and ruptured blood vessels, and in the market for organ preservation solutions, thereby increasing the likelihood that consumers would pay more for these vital products. In settling the Commission's charges, Barr is required to sell its generic antidepressant trazodone and its generic blood pressure medication triamterene/HCTZ. Barr also is required to divest either Pliva's or Barr's generic nimodipine for use in treating ruptured blood vessels in the brain. Finally, Barr is required to divest Pliva's branded organ preservation solution Custodial.

**76. 0610187 - Thermo Electron / Fisher Scientific**      10/17/2006      Health Care – Medical Equipment/Devices  
<http://www.ftc.gov/os/caselist/0610187/index.shtm>

The consent order settled charges that charged that Thermo Electron Corporation's proposed \$12.8 billion acquisition of Fisher Scientific International, Inc. would harm competition in the U.S. market for high-performance centrifugal vacuum evaporators (CVEs) in violation of the antitrust laws. Thermo and Fisher are the only two significant suppliers of high-performance CVEs in the United States and the proposed transaction would eliminate the direct price, service, and innovation competition that exists between them. To settle the Commission's charges, Thermo is required to divest Fisher's Genevac division, which includes Fisher's entire CVE business, within five months of the date the consent agreement was signed.

**77. 0510165 - The Boeing Company / Lockheed Martin Corp**      10/3 /2006      Defense – Equipment and Engineering Services  
<http://www.ftc.gov/os/caselist/0510165/0510165.shtm>

The Commission intervened in the formation of United Launch Alliance (ULA), a proposed joint venture between the Boeing Corp. and Lockheed Martin Corp. The FTC's complaint alleged that the formation of ULA as originally structured would have reduced competition in the markets for U.S. government medium to heavy launch services and space vehicles. In settling the Commissions' charges, the parties agreed to take certain actions (such as nondiscrimination requirements and firewalls) to address ancillary competitive harms not inextricably tied to the national security benefits of ULA.

**78. 0510108 - EPCO / TEPPCO**      8 /18/2006      Energy – Natural Gas  
<http://www.ftc.gov/os/caselist/0510108/0510108.shtm>

Enterprise Products Partners L.P. settled charges that its \$1.1 billion acquisition of TEPPCO Partners' NGLs salt dome storage businesses would likely result in higher prices and service degradations by reducing the number of commercial salt dome NGL storage providers in Mont Belvieu, Texas, from four to three. The FTC's order required TEPPCO to divest its interests in the world's largest NGL storage facility in Mont Belvieu, Texas, to an FTC-approved buyer.

**79. 0610114 - Linde / BOC**      7 /18/2006      Manufacturing – Chemicals/Industrial Gases  
<http://www.ftc.gov/os/caselist/0610114/index.shtm>

In August 2006, the FTC approved a final consent order relating to the proposed \$14.4 billion acquisition of the BOC Group by Linde requiring Linde to divest Air Separation Units (ASUs), bulk refined helium assets, and other assets in eight localities across the United States. The consent order aims to maintain competition in the markets for liquid oxygen, liquid helium, and bulk refined helium in several U.S. markets.

**80. 0510263 - Hologic, Inc. / Fischer Imaging**      7 /7 /2006      Health Care – Medical Equipment/Devices  
<http://www.ftc.gov/os/caselist/0510263/0510263.shtm>

The Commission approved a final consent order to ensure the maintenance of competition in the market for prone stereotactic breast biopsy systems (SBBSs). The Commission had challenged this merger which was consummated in 2005. The order required the divestiture of all prone SBBS assets to Siemens, a company well-positioned to become a competitor in this market.

**81. 0610046 - Boston Scientific Corp / Guidant Corp**      4 /20/2006      Health Care – Medical Equipment/Devices  
<http://www.ftc.gov/os/caselist/0610046/0610046.shtm>

The consent order settles charges that the \$27 billion acquisition of Guidant Corporation by Boston Scientific Corporation would harm competition and consumers in several significant medical device markets. Guidant Corporation by Boston Scientific Corporation are the largest market shareholders in several coronary medical device markets in the U.S., together accounting for 90% of the U.S. PTCA balloon catheter market and 85% of the U.S. coronary guidewire market.

**82. 0510154 - Fresenius AG / Renal Care Group**      3 /30/2006      Health Care – Hospitals/Clinics  
<http://www.ftc.gov/os/caselist/0510154/0510154.shtm>

Fresenius AG settled charges that its purchase of rival dialysis provider Renal Care Group, Inc. would likely have resulted in higher prices for dialysis services. The consent order requires that Fresenius AG will sell 91 outpatient kidney dialysis clinics and financial interests in 12 more.

**83. 0610031 - Allergan / Inamed Corporation**      3 /8 /2006      Health Care – Prescription Drugs  
<http://www.ftc.gov/os/caselist/0610031/0610031.shtm>

The consent order requires that Allergan and Inamed divest the rights to develop and distribute Reloxin, a potential Botox rival, to settle charges that Allergan's \$3.2 billion purchase of Inamed would reduce competition and force consumers to pay higher prices for botulinum toxin type A products. Under the terms of the FTC settlement, the companies will return the development and distribution rights to Reloxin to Ipsen Ltd., its U.K.- based manufacturer.

Matter:	Enforcement Date:	Industry:
<b>84. 0510214 - Teva Pharmaceutical Industries Ltd / Ivax Corporation</b>	1 /23/2006	Health Care – Prescription Drugs
<p align="right"><a href="http://www.ftc.gov/os/caselist/0510214/0510214.shtm">http://www.ftc.gov/os/caselist/0510214/0510214.shtm</a></p> <p>The consent order allowed Teva to acquire IVAX Corporation, provided the companies sell the rights and assets needed to manufacture and market 15 generic pharmaceutical products. Among the drugs sold were several forms of generic amoxicillin and amoxicillin clavulanate potassium that are widely used in the United States.</p>		
<b>85. 0510050 - Johnson &amp; Johnson / Guidant Corporation</b>	11/2 /2005	Health Care – Medical Equipment/Devices
<p align="right"><a href="http://www.ftc.gov/os/caselist/0510050/0510050.shtm">http://www.ftc.gov/os/caselist/0510050/0510050.shtm</a></p> <p>The consent order protects competition in three medical device product markets affected by Johnson &amp; Johnson's proposed \$25.4 billion acquisition of Guidant Corporation. Under the terms of the order, J&amp;J is required to 1) grant to a third party a 6 fully paid-up, non-exclusive, irrevocable license, enabling that third party to make and sell drug eluting stents with the Rapid Exchange delivery system, 2) divest to a third party J&amp;J's endoscopic vessel harvesting product line, and 3) end its agreement to distribute Novare Surgical System, Inc.'s proximal anastomotic assist device. On May 31st, 2006 the Commission granted a petition filed by Johnson and Johnson Corporation, requesting that the FTC reopen and set aside the entire decision and order concerning the proposed acquisition of Guidant Corporation.</p>		
<b>86. 0510051 - DaVita Inc. / Gambro Healthcare, Inc.</b>	10/4 /2005	Health Care – Hospitals/Clinics
<p align="right"><a href="http://www.ftc.gov/os/caselist/0510051/0510051.shtm">http://www.ftc.gov/os/caselist/0510051/0510051.shtm</a></p> <p>The consent order resolves the competitive issues raised by DaVita's proposed \$3.1 billion purchase of rival outpatient dialysis clinic operator Gambro Healthcare Inc. from Gambro AB. Pursuant to the order, DaVita sold 69 dialysis clinics and end two management services contracts in 35 markets across the United States within 10 days of consummating its purchase of Gambro. The Commission has approved Renal Advantage Inc. as the buyer of most of the clinics to be divested, and entered into an order to maintain assets with DaVita.</p>		
<b>87. 0510115 - The Procter &amp; Gamble Company / The Gillette Company</b>	9 /30/2005	Manufacturing – Consumer Goods (non Food & Bev.)
<p align="right"><a href="http://www.ftc.gov/os/caselist/0510115/0510115.shtm">http://www.ftc.gov/os/caselist/0510115/0510115.shtm</a></p> <p>The consent order permitted The Procter &amp; Gamble Company's acquisition of rival consumer products manufacturer The Gillette Company, provided the companies divest: 1) Gillette's Rembrandt at-home teeth whitening business; 2) P&amp;G's Crest SpinBrush battery-powered and rechargeable toothbrush business; and 3) Gillette's Right Guard men's antiperspirant deodorant business. In addition, P&amp;G must amend its joint venture agreement with Philips Oral Health Care, Inc. regarding the Crest Sonicare IntelliClean System rechargeable toothbrush to allow Philips to independently market and sell rechargeable toothbrushes.</p>		
<b>88. 0510029 - Penn National Gaming, Inc. / Argosy Gaming Company</b>	7 /27/2005	Retail – Entertainment
<p align="right"><a href="http://www.ftc.gov/os/caselist/0510029/0510029.shtm">http://www.ftc.gov/os/caselist/0510029/0510029.shtm</a></p> <p>A consent order permitted Penn National Gaming, Inc.'s acquisition of Argosy Gaming Company, provided Penn sells Argosy's Baton Rouge casino to Columbia Sussex Corporation within four months of the order becoming final.</p>		
<b>89. 0510106 - Novartis AG / Eon Labs, Inc.</b>	7 /19/2005	Health Care – Prescription Drugs
<p align="right"><a href="http://www.ftc.gov/os/caselist/0510106/0510106.shtm">http://www.ftc.gov/os/caselist/0510106/0510106.shtm</a></p> <p>To resolve overlaps for three generic pharmaceuticals that arose from Novartis AG's acquisition of Eon Labs, Inc., under the terms of a consent order, Novartis is required to divest all the assets necessary to manufacture and market generic desipramine hydrochloride tablets, orphenadrine citrate extended release (ER) tablets, and rifampin oral capsules in the United States to Amide within 10 days of Novartis's acquisition of Eon. Further, Novartis, through its Sandoz generic pharmaceuticals division, will supply Amide with orphenadrine citrate ER and desipramide hydrochloride tablets until Amide obtains Food and Drug Administration (FDA) approval to manufacture the products itself, and will assist Amide in obtaining all necessary FDA approvals.</p>		
<b>90. 0510022 - Valero L.P. / Kaneb Services LLC</b>	6 /15/2005	Energy – Petroleum
<p align="right"><a href="http://www.ftc.gov/os/caselist/0510022/0510022.shtm">http://www.ftc.gov/os/caselist/0510022/0510022.shtm</a></p> <p>The consent order permitted Valero L.P. to acquire Kaneb Services LLC and Kaneb Pipe Line Partners subject to the divestitures of assets that will preserve existing competition for petroleum transportation and terminaling in Northern California, Pennsylvania, and Colorado, and avoid a potential increase in bulk gasoline and diesel prices. The order also requires Valero to develop an information firewall and maintain open, non-discriminatory access to two retained Northern California terminals, in order to ensure access to ethanol terminaling in Northern California.</p>		

**91. 0510125 - Chevron Texaco Corporation / Unocal Corporation**      6 /10/2005      Energy – Petroleum

<http://www.ftc.gov/os/caselist/0510125/0510125.shtm>

Under the terms of the consent orders Chevron and Unocal will cease enforcing Unocal's patents covering reformulated gasoline that complies with California Air resources Board Standard, will not undertake any new enforcement efforts related to the particular patents, and will cease all attempts to collect damages, royalties, or other payments related to the use of any of the patents. In addition, the companies will dismiss all pending legal actions related to alleged infringement of the patents. According to the complaint, the acquisition of the Unocal patents by Chevron would have facilitated coordinated interaction among downstream refiners and marketers of CARB gasoline.

**92. 0510009 - Occidental Chemical Corporation / Vulcan Materials Company**      6 /3 /2005      Manufacturing – Chemicals/Industrial Gases

<http://www.ftc.gov/os/caselist/0510009/0510009.shtm>

A consent order allows Occidental Chemical Company's purchase of the chemical assets of Vulcan Materials Company, provided Occidental divests Vulcan's Port Edwards, Wisconsin, chemical facility and related assets. The consent order alleviates the alleged anticompetitive impact of the acquisition in the markets for potassium hydroxide, anhydrous potassium carbonate (APC), and potassium carbonate, which includes APC and liquid potassium carbonate. The Port Edwards facility will be divested to ERCO Worldwide or to another Commission-approved buyer within six months if a problem is encountered with ERCO sale.

**93. 0410203 - Cytec Industries Inc. / Surface Specialties Business of UCB S.A.**      3 /1 /2005      Manufacturing – Chemicals/Industrial Gases

<http://www.ftc.gov/os/caselist/0410203/0410203.shtm>

A final consent order requires Cytec Industries, Inc. to divest UCB's Amino Resins Business in Massachusetts and Germany to a Commission-approved buyer. According to the complaint issued with the agreement, the acquisition as proposed would eliminate direct competition between the two firms in the market for amino resins used for industrial liquid coatings and rubber adhesion promotion.

**94. 0510007 - Cemex S.A. de C.V. / RMC Group, PLC**      2 /14/2005      Manufacturing – Industrial Goods

<http://www.ftc.gov/os/caselist/0510007/0510007.shtm>

Cemex S.A. agreed to settle concerns stemming from its proposed \$5.8 billion acquisition of RMC Group PLC. Under terms of the proposed consent order, Cemex will divest RMC's five ready-mix concrete plants in the Tucson, Arizona area, at no minimum price to a Commission-approved buyer.

**95. 0410083 - Genzyme Corporation / ILEX Oncology, Inc.**      12/20/2004      Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/0410083/0410083.shtm>

A consent order allowed Genzyme's acquisition of ILEX Oncology, Inc., but requires the companies to divest certain assets in the market for solid organ transplant acute therapy drugs. Specifically, Genzyme is required to divest all contractual rights related to ILEX's Campath®, an immunosuppressant antibody used in solid organ transplants to Schering AG.

**96. 0410039 - Enterprise Products Partners L.P. / GulfTerra Energy Partners, L.P.**      9 /30/2004      Energy – Natural Gas

<http://www.ftc.gov/os/caselist/0410039/0410039.shtm>

Enterprise Products Partners L.P. settled charges that its \$13 billion merger with GulfTerra Energy/Partners L.P. would eliminate competition in two markets: the pipeline transportation of natural gas from the West Central Deepwater region of the Gulf of Mexico; and propane storage and terminaling services in Hattiesburg, Mississippi. The consent order requires the divestiture of an interest in a pipeline transportation system and an interest in a propane facility that serves the Dixie Pipeline.

**97. 0410164 - Magellan Midstream Partners, L.P. / Shell Pipeline Company LP & Equilon Enterprises LLC from Royal Dutch Petr. Co.**      9 /29/2004      Energy – Petroleum

<http://www.ftc.gov/os/caselist/0410164/0410164.shtm>

Under terms of a consent order, Magellan completed its acquisition of pipelines and terminals in the Midwestern United States and a refined petroleum products terminal in Oklahoma City that supplies light petroleum products such as gasoline and diesel fuel from the Shell Oil Company. The consent order required Magellan to divest the Shell Oklahoma City terminal to a Commission-approved buyer within six months after the transaction is consummated.

Matter:	Enforcement Date:	Industry:
<b>98. 0410162 - Buckeye Partners / Shell Terminals and Pipelines</b>	9 /27/2004	Energy – Petroleum  <a href="http://www.ftc.gov/os/caselist/0410162/0410162.shtm">http://www.ftc.gov/os/caselist/0410162/0410162.shtm</a>  Buckeye agreed to notify the Commission before acquiring any interest in the Niles petroleum terminal for a period of ten years under provisions of a consent order. The consent order settled charges that Buckeye's proposed acquisition of five refined petroleum products pipelines and 24 petroleum products terminals in the United States from Shell Oil Company would reduce competition in the market for the terminaling of gasoline, diesel fuel, and other light petroleum products in the area of Niles, Michigan.
<b>99. 0410106 - General Electric Company / InVision Technologies</b>	9 /15/2004	Defense – Equipment and Engineering Services  <a href="http://www.ftc.gov/os/caselist/0410106/0410106.shtm">http://www.ftc.gov/os/caselist/0410106/0410106.shtm</a>  General Electric was permitted to acquire InVision Technologies, Inc. with conditions that it divest InVision's YXLON x-ray nondestructive testing and inspection equipment to a Commission approved acquirer. According to the complaint issued with the consent order, the two firms are direct competitors in a highly concentrated market. The consent order protects competition in the United States market for specialized x-ray testing and inspection including standard x-ray cabinets; x-ray systems equipped with automated defect recognition software; and high-energy x-ray generators.
<b>100. 0410025 - Cima Labs / Cephalon</b>	8 /9 /2004	Health Care – Prescription Drugs  <a href="http://www.ftc.gov/os/caselist/0410025/0410025.shtm">http://www.ftc.gov/os/caselist/0410025/0410025.shtm</a>  The consent order settled charges that Cephalon's proposed acquisition of Cima Labs, Inc. would allow Cephalon to continue its monopoly in the United States market for drugs that eliminate or reduce the spikes of severe pain that chronic cancer patients experience. The consent order required Cephalon to grant Barr Laboratories, Inc. a fully paid, irrevocable license to make and sell a generic version of Cephalon's breakthrough cancer pain drug, Actiq, in the United States.
<b>101. 0410031 - Sanofi-Synthelabo / Aventis</b>	7 /28/2004	Health Care – Prescription Drugs  <a href="http://www.ftc.gov/os/caselist/0410031/0410031.shtm">http://www.ftc.gov/os/caselist/0410031/0410031.shtm</a>  The consent order settled antitrust concerns that Sanofi's proposed \$64 billion acquisition of Aventis would create significant overlaps in several markets for pharmaceutical products while creating the world's third largest pharmaceutical company. Under terms of the consent order, Sanofi must: 1) divest its Arixtra factor Xa inhibitor to GlaxoSmithKline, plc; 2) divest its key clinical studies for the Campto® cytotoxic colorectal cancer treatment to Pfizer, Inc. and 3) divest Aventis' contractual rights to the Estorra insomnia drug either to Sepracor, Inc. or to another Commission-approved buyer.
<b>102. 0310201 - Itron / Schlumberger</b>	6 /3 /2004	Information and Technology – Other  <a href="http://www.ftc.gov/os/caselist/0310201/0310201.shtm">http://www.ftc.gov/os/caselist/0310201/0310201.shtm</a>  The consent order, designed to preserve competition in the market for the manufacture and sale of mobile radio frequency automatic meter reading technologies for electric utilities in the United States, permitted Itron's \$255 million acquisition of Schlumberger Electricity, Inc. The consent order requires Itron to grant a royalty-free, perpetual, and irrevocable license to Hunt Technologies, Inc., creating an effective competitor in this market that allows utility companies and others to gather electric consumption data automatically and remotely from electricity meters.
<b>103. 0410020 - Matter of American Air Liquide, Inc.</b>	4 /29/2004	Manufacturing – Chemicals/Industrial Gases  <a href="http://www.ftc.gov/os/caselist/0410020/0410020.shtm">http://www.ftc.gov/os/caselist/0410020/0410020.shtm</a>  L'Air Liquide was permitted to acquire Messer Griesheim GmbH, a leading industrial gas producer. Under terms of the order, Air Liquide is required to divest six air separation units operated by Messer in California, Texas, Louisiana, and Mississippi within six months. According to the complaint, the transaction as proposed would substantially lessen competition in the market for liquid argon, liquid oxygen and liquid nitrogen.
<b>104. 0310097 - General Electric Co. / Agfa</b>	12/18/2003	Defense – Equipment and Engineering Services  <a href="http://www.ftc.gov/os/caselist/0310097/0310097.shtm">http://www.ftc.gov/os/caselist/0310097/0310097.shtm</a>  A final consent order settled antitrust concerns stemming from General Electric Company's proposed acquisition of Agfa-Gevaert N.V.'s nondestructive testing business. According to the complaint issued with the consent order, the transaction as proposed would have eliminated competition in the United States markets for portable flaw detectors, corrosion thickness gages, and precision thickness gages - equipment used to inspect the tolerance of materials without damaging them or impairing their future usefulness. The consent order requires General Electric to divest its worldwide Panametrics Ultrasonic NDT business to R/D Tech, Inc. within 20 days after the transaction is completed.



Matter:	Enforcement Date:	Industry:
<b>105. 0310152 - GenCorp., Inc. / Atlantic Research</b>	10/15/2003	Defense – Equipment and Engineering Services <a href="http://www.ftc.gov/os/caselist/c4099.shtm">http://www.ftc.gov/os/caselist/c4099.shtm</a>
<p>A consent order allowed GenCorp Inc. to acquire Atlantic Research Corporation while requiring the divestiture of Atlantic's in-space liquid propulsion business within six months of consummating the transaction. According to the complaint issued with the consent order, the transaction as originally planned would have lessened competition in the United States in four different types of in-space propulsion engines: monopropellant thrusters; bipropellant apogee thrusters; dual mode apogee thrusters; and biopropellant attitude control thrusters.</p>		
<b>106. 0310064 - DSM N.V. / Roche Holding AG</b>	9 /23/2003	Manufacturing – Food & Beverages <a href="http://www.ftc.gov/os/caselist/c4098.shtm">http://www.ftc.gov/os/caselist/c4098.shtm</a>
<p>A consent order permitted DSM N.V. to acquire the Vitamins and Fine Chemicals Division of Roche Holding AG but requires DSM to divest its phytase business to BASF AG within 10 days after the transaction is completed. Phytase is an enzyme added to certain animal feed to promote the digestion of nutrients necessary for livestock production.</p>		
<b>107. 0310068 - Southern Union Co./CMS Energy</b>	5 /29/2003	Energy – Natural Gas <a href="http://www.ftc.gov/os/caselist/0310068.shtm">http://www.ftc.gov/os/caselist/0310068.shtm</a>
<p>Southern Union Company settled antitrust concerns stemming from its proposed acquisition of the Panhandle pipeline from CMS Energy Corporation. The consent order permitted the acquisition but required Southern Union to terminate an agreement to manage the Central pipeline which transports natural gas to several counties in Missouri and Kansas.</p>		
<b>108. 0210192 - Pfizer / Pharmacia Corp.</b>	4 /14/2003	Health Care – Prescription Drugs <a href="http://www.ftc.gov/os/caselist/c4075.shtm">http://www.ftc.gov/os/caselist/c4075.shtm</a>
<p>A final consent order permits Pfizer Inc.'s acquisition of Pharmacia Corporation while requiring the divestiture of various products including extended release drugs used in the treatment of an overactive bladder; hormone replacement therapies; erectile dysfunction; canine arthritis; and motion sickness. Novartis AG, Neurocrine Biosciences, Inc., Schering-Plough Corporation, Johnson &amp; Johnson, Insight Pharmaceuticals Corporation, and Cadbury Schweppes are named in the order as potential buyers of the various pharmaceuticals and products.</p>		
<b>109. 0210140 - Quest Diagnostics Inc./Unilab</b>	2 /21/2003	Health Care – Hospitals/Clinics <a href="http://www.ftc.gov/os/caselist/c4074.shtm">http://www.ftc.gov/os/caselist/c4074.shtm</a>
<p>Quest Diagnostics settled antitrust concerns that its proposed acquisition of Unilab Corporation would substantially increase concentration in the clinical laboratory testing services market by agreeing to divest clinical laboratory testing assets in Northern California to Laboratory Corporation of America.</p>		
<b>110. 0210100 - Dainippon Ink &amp; Chemicals, Inc</b>	1 /31/2003	Manufacturing – Chemicals/Industrial Gases <a href="http://www.ftc.gov/os/caselist/c4073.shtm">http://www.ftc.gov/os/caselist/c4073.shtm</a>
<p>Dainippon agreed to divest the perylene business of its U.S. subsidiary, Sun Chemical Corporation, to Ciba Specialty Chemicals Inc. and Ciba Specialty Chemicals Corporation to settle allegations that its proposed acquisition of Bayer Corporation's high-performance pigment manufacturing facility would eliminate competition in the highly concentrated world market for perylenes -organic pigments used to impart unique shades of red color to products, including coatings, plastics and fibers.</p>		
<b>111. 0210171 - Wyeth / Baxter Healthcare Corp.</b>	12/20/2002	Health Care – Prescription Drugs <a href="http://www.ftc.gov/os/caselist/c4068.shtm">http://www.ftc.gov/os/caselist/c4068.shtm</a>
<p>Baxter settled Commission concerns stemming from its \$316 million proposed acquisition of Wyeth Corporation's generic injectable drug business and agreed to divest several pharmaceutical products. The Commission charged that the acquisition would reduce competition in the manufacture and sale of propofol (a general anesthetic); new injectable iron replacement therapies; metoclopramide (used to treat nausea); and vecuronium and pancuronium (neuromuscular blocking agents used to temporarily freeze muscles during surgery). The consent order requires divestitures in each of the pharmaceutical markets.</p>		
<b>112. 0210090 - Wal-Mart Stores, Inc.</b>	11/21/2002	Retail – Grocery/Supermarkets <a href="http://www.ftc.gov/os/caselist/c4066.shtm">http://www.ftc.gov/os/caselist/c4066.shtm</a>
<p>A consent order settled Commission concerns that Wal-Mart's proposed acquisition of the largest supermarket chain in Puerto Rico, Supermercados Amigo, Inc., would eliminate competition between supercenters and club stores owned or controlled by Wal-Mart and supermarkets owned or controlled by Arnigo. While the consent order permits the acquisition, it requires Wal-Mart to divest four Amigo supermarkets in Cidra, Ponce, Manati, and Vega Baja, Puerto Rico to Supermercados Maximo.</p>		

Matter:	Enforcement Date:	Industry:
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<b>113. 0210123 - Shell Oil Company / Pennzoil</b>	9 /27/2002	Manufacturing – Chemicals/Industrial Gases <a href="http://www.ftc.gov/os/caselist/c4059.shtm">http://www.ftc.gov/os/caselist/c4059.shtm</a>
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Shell Oil Company was allowed to complete its \$1.8 billion acquisition of Pennzoil-Quaker State Company but required to divest certain assets to maintain healthy competition in the refining and marketing of Group II paraffinic base oil in the United States and Canada. Under terms of the consent order, Shell and Pennzoil must divest its 50 percent interest in Excel Paralubes (a base oil refinery in Westlake, Louisiana) and freeze Pennzoil's right to obtain additional Group II supply under a contract with ExxonMobil at approximately current levels (up to 6,500 barrels of base oil per day)

<b>114. 0210040 - Phillips Petroleum Co. / Conoco</b>	8 /30/2002	Energy – Petroleum <a href="http://www.ftc.gov/os/caselist/c4058.shtm">http://www.ftc.gov/os/caselist/c4058.shtm</a>
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A final consent order allows the merger of Phillips Petroleum and Conoco Inc. but requires certain divestitures and other relief to maintain competition in the gasoline refining market in specific areas of the United States. Among the assets to be divested are refineries, propane terminals, and natural gas gathering facilities. The combined firm will be known as ConocoPhillips.

<b>115. 0210059 - Immunex Corp / Amgen Inc./AHP</b>	7 /12/2002	Health Care – Prescription Drugs <a href="http://www.ftc.gov/os/caselist/c4056.shtm">http://www.ftc.gov/os/caselist/c4056.shtm</a>
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Amgen settled antitrust charges that its proposed \$16 billion acquisition of Immunex Corporation would reduce competition and tend to create a monopoly in the biopharmaceutical markets for neutrophil (white blood cell) regeneration factors; tumor necrosis factor (TNF) inhibitors; and interleukin-1 (IL-1) inhibitors. The consent order requires the firms to sell all of Immunex's assets related to Leukine -a neutrophil regeneration factor -to Schering AG; license certain intellectual property rights to TNF inhibitors to Serono S.A.; and license certain intellectual property rights related to IL-1 inhibitors to Regeneron Pharmaceuticals Inc.

<b>116. 0110199 - Aventis / Bayer AG</b>	5 /30/2002	Manufacturing – Chemicals/Industrial Gases <a href="http://www.ftc.gov/os/caselist/c4049.shtm">http://www.ftc.gov/os/caselist/c4049.shtm</a>
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A consent order permits Bayer to purchase Aventis CropScience Holdings S.A. from Aventis S.A. The order requires Bayer to divest businesses and assets in the following four major markets: new generation chemical insecticide products; new generation chemical insecticide active ingredients; post-emergent grass herbicides for spring wheat; and cool weather cotton defoliants. According to the complaint, the transaction as proposed would result in the elimination of both actual and competition in the four markets; increase barriers to entry; reduce innovation competition for certain products; and increase the possibility of coordinated interaction between competitors.

<b>117. 0210067 - Solvay S.A. / Italenergia S.p.A.</b>	5 /2 /2002	Manufacturing – Chemicals/Industrial Gases <a href="http://www.ftc.gov/os/caselist/c4046.shtm">http://www.ftc.gov/os/caselist/c4046.shtm</a>
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Solvay settled antitrust concerns stemming from its proposed acquisition of Ausimont S.p.A. from Italenergia S.p.A., and agreed to divest its U.S. polyvinylidene fluoride (PVDF) operations and its interest in Alventia LLC, a joint venture which manufactures the main raw material for PVDF. According to the complaint, the proposed acquisition would lessen competition in two markets: the production and sale of all grades of PVDF; and the production and sale of melt-processible grades of PVDF.

<b>118. 0210002 - INA / FAG</b>	12/20/2001	Manufacturing – Industrial Goods <a href="http://www.ftc.gov/os/caselist/c4033.shtm">http://www.ftc.gov/os/caselist/c4033.shtm</a>
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The consent order permits INA's acquisition of FAG Kugelfischer Georg Schufer AG but requires the divestiture of FAG'S cartridge ball screw support bearing business to Aktiebolaget SKF within 20 business days after the consummation of the INA/FAG transaction. According to the complaint issued with the consent order, the acquisition, as planned, would create a monopoly in the market worldwide.

<b>119. 0110141 - Valero / UDS</b>	12/18/2001	Energy – Petroleum <a href="http://www.ftc.gov/os/caselist/c4031.shtm">http://www.ftc.gov/os/caselist/c4031.shtm</a>
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The consent order permitted Valero to complete its \$6 billion merger with Ultramar Diamond Shamrock Corporation, but required the divestiture of Ultramar's Golden Eagle Refinery, bulk gasoline contracts, and 70 Ultramar retail service stations in Northern California to a Commission-approved acquirer. According to the complaint, the merger as originally proposed, would have lessened competition in two refining markets in California resulting in consumers paying more than \$150million annually if the price of CARB gasoline increased just one cent per gallon. CARB gasoline meets the specifications of the California Air Resources Board.

<b>120. 0110083 - Nestle S.A. / Ralston Purina Co.</b>	12/11/2001	Manufacturing – Consumer Goods (non Food & Bev.) <a href="http://www.ftc.gov/os/caselist/c4028.shtm">http://www.ftc.gov/os/caselist/c4028.shtm</a>
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Nestle settled antitrust charges that its \$10.3 billion proposed acquisition of Ralston Purina Company would substantially lessen competition in the United States market for dry cat food through the elimination of direct competition between the two firms and increase the likelihood that the combined firm could unilaterally exercise market power. The order requires the divestiture of Ralston's Meow Mix and Alley Cat brands to J.W. Childs Equity Partners II, L.P.

Matter:	Enforcement Date:	Industry:
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**121. 0110247 - Bruno's Supermarkets, Inc.**      12/7 /2001      Retail – Grocery/Supermarkets  
<http://www.ftc.gov/os/caselist/c4027.shtm>

Ahold would be permitted to acquire Bruno's Supermarkets, Inc. under terms of a consent order, but would be required to divest two BI-LO supermarkets in Georgia -one Milledgeville, and one in Sandersville. The Commission's complaint charged that the acquisition as originally proposed would reduce competition in the retail sale of food and grocery items in supermarkets in the area and would eliminate direct competition between supermarkets owned and controlled by Ahold and those owned or controlled by Bruno's.

**122. 0010040 - Airgas, Inc. / Mallinckrodt Inc.**      10/26/2001      Manufacturing – Chemicals/Industrial Gases  
<http://www.ftc.gov/os/caselist/c4029.shtm>

Airgas, Inc., the nation's largest distributor of industrial, medical, and specialty gases, settled antitrust charges that its January 2000 acquisition of Mallinckrodt, Inc.'s Puritan Bennett Medical Gas Business eliminated competition in the North American market for the production and sale of nitrous oxide. Under terms of the order, Airgas is required to divest two nitrous oxide plants and related assets to Air Liquide America Corporation within 10 days after the Commission issues its final order. Nitrous oxide is a clear, odorless gas used mainly in dental and surgical procedures as an analgesic agent or as a supplement to anesthesia.

**123. 0110011 - Chevron Corp. / Texaco, Inc.**      9 /7 /2001      Energy – Petroleum  
<http://www.ftc.gov/os/caselist/c4023.shtm>

A consent order permitted the \$45 billion merger of Chevron and Texaco In., but required significant divestitures in the petroleum industry, including gasoline marketing assets, refining and bulk supply facilities, crude oil pipeline interests and terminaling facilities.

**124. 0010186 - Svedala Industri AB / Metso Corp**      9 /7 /2001      Manufacturing – Industrial Goods  
<http://www.ftc.gov/os/caselist/c4024.shtm>

Metso settled charges that if its acquisition of Svedala Industries AB were allowed to proceed as planned, competition would be lessened in four rock processing equipment markets: primary gyratory crushers; jaw crushers; cone crushers; and grinding mills. The firms agreed to divest Metso's worldwide primary gyratory crusher and grinding mill businesses and Svedala's worldwide jaw crusher and cone crusher businesses. The three crusher businesses would be purchased by Sandvik AB, a Swedish corporation; the grinding mill business would be purchased by Outokumpu of Finland. Metso and Svedala are the two largest suppliers of rock processing equipment in the world.

**125. 0010112 - Lafarge S.A. / Blue Circle Industries**      6 /18/2001      Manufacturing – Industrial Goods  
<http://www.ftc.gov/os/caselist/c4014.shtm>

The consent order required the divestiture of Blue Circle Industries PLC's cement business serving the Great Lakes region of Ohio, Michigan, Illinois, Wisconsin and New York; its cement business in the Syracuse, New York; and its lime business in the southeast United States. These divestitures settled antitrust concerns stemming from Lafarge's proposed merger with Blue Circle. The two firms are market leaders in the industry for cement and lime.

**126. 0010212 - Siemens AG / Vodafone Group Plc**      4 /6 /2001      Information and Technology – Software/Databases  
<http://www.ftc.gov/os/caselist/c4011.shtm>

Siemens settled charges relating to its proposed \$9 billion acquisition of Atecs Mannesmann AG, a subsidiary of Vodafone. The consent order requires, among other things, the divestiture of Vodafone's Mannesmann Dematic Postal Automation business to Northrop Grumman Corporation. Siemens and Vodafone, through its Dematic subsidiary, are the two leading suppliers of postal automation systems in the world.

**127. 0010067 - DTE Energy Co. / MCN Energy**      3 /22/2001      Energy – Natural Gas  
<http://www.ftc.gov/os/caselist/c4008.shtm>

A final order permitted the \$4 billion merger of MCN, a natural gas utility servicing communities in Michigan, and DTE, a public utility engaged in the generation and sale of electricity in Detroit and southeastern Michigan. The consent order, designed to resolve Commission concerns that the merger would lessen competition in the local distribution of electricity and in the local distribution of natural gas in the city of Detroit and in the Michigan counties of Macomb, Monroe, Oakland, Washtenaw and Wayne. MCN is the parent of Michigan Consolidated Gas Company and DTE is the parent holding company of The Detroit Edison Company.

**128. 9910301 - Dow Chemical Co.**      2 /5 /2001      Manufacturing – Industrial Goods  
<http://www.ftc.gov/os/caselist/c3999.shtm>

Dow settled antitrust concerns relating to its proposed merger with Union Carbide Corporation. Dow agreed to divest and license intellectual property necessary to the production of linear low-density polyethylene -an ingredient used in premium plastic products such as trash bags and sealable food pouches -to BP Amoco plc.

- 129. 0010172 - Koch Industries Inc / Entergy**      1 /31/2001      Energy – Natural Gas  
<http://www.ftc.gov/os/caselist/c3998.shtm>  
 A consent order settles allegations that Entergy-Koch LP's (a limited partnership owned equally by Entergy Corporation and Koch) acquisition of 50 percent of the Gulf South Pipeline Company, LP from Koch would lessen competition for the sale of electricity to consumers in Louisiana and western Mississippi and the distribution of natural gas to consumers in New Orleans and Baton Rouge. Entergy is the regulated electric and natural gas utility in parts of Louisiana and Mississippi. The order requires Entergy to establish a transparent process to buy natural gas and natural gas transportation that will assist state regulators in determining whether Entergy purchased gas supplies at inflated prices from its Entergy-Koch partnership.
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- 130. 0010086 - El Paso Energy Co / Coastal Corp**      1 /29/2001      Energy – Natural Gas  
<http://www.ftc.gov/os/caselist/c3996.shtm>  
 A modified consent order allows the merger of El Paso and Coastal Corporation and requires the divestiture of more than 2,500 miles of gas pipeline system in Florida, New York and the Midwest. The modifications relate to the establishment of the Development Fund for the Green Canyon pipeline acquirer and is described in the final order.
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- 131. 0110022 - Winn-Dixie Stores, Inc.**      1 /9 /2001      Retail – Grocery/Supermarkets  
<http://www.ftc.gov/os/caselist/c4001.shtm>  
 A consent order permitted Winn- Dixie's acquisition of 68 supermarkets and other assets from bankrupt Jitney-Jungle Stores of America, Inc. The order prohibits Winn-Dixie, among other things, from acquiring any interest in four specified Jitney-Jungle supermarkets without obtaining prior Commission approval. The sale of the 68 supermarkets was also approved by the U.S. Bankruptcy Court for the Eastern District of Louisiana.
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- 132. 0010121 - El Paso Energy Corp / PG&E**      12/21/2000      Energy – Natural Gas  
<http://www.ftc.gov/os/caselist/c3997.shtm>  
 A final order allowed El Paso Energy Corporation to acquire PG&E Gas Transmission Teco, Inc. and PGU Gas Transmission Texas Company (subsidiaries of Pacific Gas & Electric) with the provision that it divest its interest in the Oasis Pipe Line Company; PG&E's share of the Teco Pipeline; and the Matagorda Island Offshore production area. The divestitures ensure that competition is maintained for natural gas transportation in three Texas markets.
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- 133. 0010181 - Computer Sciences Corporation / Mynd Corporation**      12/20/2000      Information and Technology – Software/Databases  
<http://www.ftc.gov/os/caselist/c3991.shtm>  
 Final consent order permitted the acquisition of Mynd Corporation and required the divestiture of Mynd's Claims Outcome Advisor System to Insurance Services Office, Inc. Claims assessment systems are used by insurance companies to evaluate appropriate payments for claims of bodily injury and to evaluate return-to-work plans in workers compensation matters.
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- 134. 0010197 - The Valspar Corporation / Lilly**      12/19/2000      Manufacturing – Industrial Goods  
<http://www.ftc.gov/os/caselist/c3995.shtm>  
 Final order permitted Valspar's acquisition of Lilly Industries, Inc., but requires Valspar to divest its mirror coatings business to Spraylet Corporation. Mirror coatings are applied to the back of a piece of glass in order to produce a mirror.
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- 135. 0010088 - SmithKline Beecham / Glaxo**      12/18/2000      Health Care – Prescription Drugs  
<http://www.ftc.gov/os/caselist/c3990.shtm>  
 Under terms of a final consent order settling charges stemming from the merger of SmithKline and Glaxo Wellcome plc, the parties agreed to divest pharmaceutical products in six markets: antiemetics; the antibiotic, ceftazidime; oral and intravenous antiviral drugs for the treatment of herpes; topical antiviral drugs for the treatment of genital herpes; and over-the-counter H-2 blocker acid relief products.
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- 136. 0010105 - AOL, Inc. / Time Warner Inc.**      12/14/2000      Information and Technology – Cable TV  
<http://www.ftc.gov/os/caselist/c3989.shtm>  
 AOL and Time Warner Inc. settled Commission concerns relating to their proposed merger. The order requires AOL Time Warner to open its cable system to competitor internet service providers. In addition, the company is prohibited from interfering with content passed along the bandwidth contracted for by non- affiliated internet service providers; and prohibited from interfering with the ability of non-affiliated providers of interactive television services to interact with interactive signals that AOL Time Warner agreed to carry.
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- 137. 0010215 - Philip Morris / Nabisco Group**      12/7 /2000      Manufacturing – Food & Beverages  
<http://www.ftc.gov/os/caselist/c3987.shtm>  
 The consent order permits the merger of Philip Morris and Nabisco Holdings Corporation while settling charges that the merger of the two food companies would reduce competition in the already highly-concentrated food product markets. Under terms of the order, the parties are required to divest Nabisco's dry- mix gelatin, dry-mix pudding, no-bake dessert, and baking powder assets to The Jet Sea Company and Nabisco's intense mints assets to Hershey Foods Corporation.

Matter:	Enforcement Date:	Industry:
<b>138. 0010082 - Novartis AG / AstraZeneca PLC</b>  The consent order permits the merger of Novartis and AstraZeneca PLC into a new Swiss company, Syngenta AG. The order requires Novartis to divest its worldwide foliar fungicide business (based on the strobilurin chemical class) to Bayer Ag; and requires AstraZeneca to divest its worldwide com herbicide business (based on the active ingredient acetochlor) to Dow AgroSciences LLC.	11/1 /2000	Manufacturing – Chemicals/Industrial Gases <a href="http://www.ftc.gov/os/caselist/c3979.shtm">http://www.ftc.gov/os/caselist/c3979.shtm</a>
<b>139. 0010208 - Mallinckrodt Inc. / Tyco</b>  Tyco settled antitrust concerns relating to its acquisition of Mallinckrodt, Inc. Tyco agreed to divest its endotracheal tube business to Hudson RCI.	10/17/2000	Health Care – Medical Equipment/Devices <a href="http://www.ftc.gov/os/caselist/c3985.shtm">http://www.ftc.gov/os/caselist/c3985.shtm</a>
<b>140. 0010098 - Cox Enterprises, Inc./Tyco</b>  The consent order settles antitrust concerns stemming from the acquisition of ADT Automotive Holdings, Inc., the nation's third largest operator of wholesale motor vehicle auctions. The order requires Manheim to divest nine auctions in Kansas City, Missouri; Denver and Colorado Springs, Colorado; Atlanta, Georgia; San Francisco, California; Seattle, Washington; Tampa, Orlando and Daytona Beach, Florida; and Phoenix, Arizona.	10/2 /2000	Professional Services (Non Health Care) – Other <a href="http://www.ftc.gov/os/caselist/c3982.shtm">http://www.ftc.gov/os/caselist/c3982.shtm</a>
<b>141. 0010100 - Unocal Corp. / Agrium Inc.</b>  A consent order requires Agrium to divest a deepwater terminal near Portland, Oregon, an up water terminal in central Washington and other assets settling charges concerning its proposed acquisition of the nitrogen fertilizer business of Union Oil Company of California. Agrium and Unocal are the leading producers in the Northwest of nitrogen fertilizer – anhydrous ammonia, urea and UAN 32% solution – ingredients used for plant growth.	9 /29/2000	Manufacturing – Industrial Goods <a href="http://www.ftc.gov/os/caselist/c3981.shtm">http://www.ftc.gov/os/caselist/c3981.shtm</a>
<b>142. 0010092 - Boeing Co / Hughes Electronics</b>  The consent order permits the acquisition of Hughes Space and Communications, a subsidiary of General Motors Corporation, but prohibits Boeing from providing systems engineering and technical assistance (SETA) to the U.S. Department of Defense for a specific classified program. According to the complaint, Boeing is the sole supplier of SETA programs and Hughes is one of two competing contractors.	9 /27/2000	Defense – Equipment and Engineering Services <a href="http://www.ftc.gov/os/caselist/c3992.shtm">http://www.ftc.gov/os/caselist/c3992.shtm</a>
<b>143. 9910308 - Hannaford Brothers Co</b>  The consent order permitted the merger of Etablissements Delhaize Freres et Cie “Le Lion” S.A. and Delhaize America, Inc. with Hannaford Bros. Co. and required the sale of 37 Hannaford supermarkets and one Hannaford site to three different buyers.	7 /25/2000	Retail – Grocery/Supermarkets <a href="http://www.ftc.gov/os/caselist/c3962.shtm">http://www.ftc.gov/os/caselist/c3962.shtm</a>
<b>144. 0010059 - Pfizer Inc / Warner Lambert Co</b>  Final consent order permits Pfizer's merger with Warner-Lambert Company and requires divestitures in several pharmaceutical markets including: Pfizer's RID brand of head lice treatment; Pfizer's antidepressant drug, Celexa; Warner's Cognex, a drug used in the treatment of Alzheimer's disease; and assets relating to the Epidermal Growth Factor receptor tyrosine kinase inhibitor - drugs under development to treat solid cancerous tumors such as head and neck, non-small cell lung, breast, ovarian, pancreas and colorectal cancers.	6 /19/2000	Health Care – Prescription Drugs <a href="http://www.ftc.gov/os/caselist/c3957.shtm">http://www.ftc.gov/os/caselist/c3957.shtm</a>
<b>145. 9810108 - Service Corporation Intl</b>  Service Corporation International divested the LaGrone Funeral Home, acquired in 1994, to settle charges that the acquisition gave Service Corporation a monopoly in the provision of funeral services in Roswell, New Mexico. The order also requires Service Corporation, for ten years, to obtain prior Commission approval before acquiring any funeral home serving Chaves County, New Mexico.	5 /18/2000	Professional Services (Non Health Care) – Funeral <a href="http://www.ftc.gov/os/caselist/c3959.shtm">http://www.ftc.gov/os/caselist/c3959.shtm</a>
<b>146. 9910218 - FMC Corporation</b>  The consent order requires FMC to divest its phosphorus pentasulfide business in Lawrence, Kansas to Peak Investments, LLC and Solutia Inc.'s phosphate assets in Augusta, Georgia to Societe Chimique Prayon-Rupel to settle charges that the proposed FMC/Solutia joint venture could substantially lessen competition in the United States market for pure phosphoric acid and phosphorus pentasulfide.	4 /7 /2000	Manufacturing – Chemicals/Industrial Gases <a href="http://www.ftc.gov/os/caselist/c3935.shtm">http://www.ftc.gov/os/caselist/c3935.shtm</a>

Matter:	Enforcement Date:	Industry:
<b>147. 0010080 - Phillips Petroleum Co / Duke</b>  Duke agreed to divest 2,780 miles of gas gathering pipeline in Kansas, Oklahoma and Texas to settle antitrust concerns stemming from Duke's and Phillips Petroleum Company's proposed merger of their natural gas gathering and processing businesses; and its proposed acquisition of gas gathering assets in central Oklahoma from Conoco Inc. and Mitchell Energy and Development Corporation The new company will be known as Duke Energy Field Services, L.L.C.	3 /31/2000	Energy – Natural Gas <a href="http://www.ftc.gov/os/caselist/c3932.shtm">http://www.ftc.gov/os/caselist/c3932.shtm</a>
<b>148. 9910237 - Rhodia / A&amp;W</b>  Rhodia divested certain assets to resolve antitrust concerns stemming from its acquisition of Albright & Wilson PLC. The consent order permits the acquisition but requires the divestiture of Albright's interest in its United States phosphoric acid joint venture to its joint venture partner, Potash Corporation of Saskatchewan.	3 /14/2000	Manufacturing – Chemicals/Industrial Gases <a href="http://www.ftc.gov/os/caselist/c3930.shtm">http://www.ftc.gov/os/caselist/c3930.shtm</a>
<b>149. 9910298 - Chicago Title Corporation</b>  A consent order settled charges that Fidelity's acquisition of Chicago Title Corporation would reduce competition for title information services in San Luis Obispo, Tehama, Napa, Merced, Yolo, and San Benito, California. The order requires the divestiture of title plants in each of the six areas.	1 /12/2000	Professional Services (Non Health Care) – Other <a href="http://www.ftc.gov/os/caselist/c3929.shtm">http://www.ftc.gov/os/caselist/c3929.shtm</a>
<b>150. 9910281 - RHI AG / Global</b>  A consent order permits the acquisition of Global Industrial Technologies, Inc. and requires the divestiture of two refractories manufacturing facilities – Global's Hammond, Indiana and Marelan, Quebec plants – to Resco Products, Inc. According to the complaint, the proposed acquisition would create the largest producer of refractories in North America with dominant positions in the magnesia - carbon brick refractory market and in the high alumina brick refractory market. Refractories are used to line furnaces in many industries that involve the heating or containment of solids, liquids, or gases at high temperatures.	12/30/1999	Manufacturing – Industrial Goods <a href="http://www.ftc.gov/os/caselist/c4005.shtm">http://www.ftc.gov/os/caselist/c4005.shtm</a>
<b>151. 9910167 - MacDermid, Inc. / Polyfibron Tec</b>  A consent order permits MacDermid's acquisition of Polyfibron Technologies, Inc. and requires the divestiture, among other things, of Polyfibron's liquid photopolymer business to Chemence Inc. According to the complaint, the acquisition would result in a monopoly in the production, distribution and sale of liquid and solid photopolymer in North America. Photopolymers are used to make flexographic printing plates.	12/22/1999	Manufacturing – Industrial Goods <a href="http://www.ftc.gov/os/caselist/c3911.shtm">http://www.ftc.gov/os/caselist/c3911.shtm</a>
<b>152. 9910071 - Hoechst AG</b>  A final order settled charges stemming from Hoechst's merger with Rhone-Poulenc S.A. According to the complaint, the merger (the merged firm would be renamed Aventis S.A.) raised antitrust concerns in the market for cellulose acetate and direct thrombin acetate. The order requires the divestiture of the 'subsidiary, Rhodia, a specialty chemicals firm that produces cellulose acetate.	12/7 /1999	Manufacturing – Chemicals/Industrial Gases <a href="http://www.ftc.gov/os/caselist/c3919.shtm">http://www.ftc.gov/os/caselist/c3919.shtm</a>
<b>153. 9910077 - Exxon Corporation</b>  A consent order settled antitrust concerns stemming from Exxon's acquisition of Mobil Corporation, but requires the largest retail divestiture in Commission history. The divestitures, representing only a fraction of the worldwide assets of Exxon and Mobil, include 2,431 gas stations; an Exxon refinery in California; a pipeline; and other assets. According to the complaint, the proposed merger would injure competition in moderate concentrated markets -California gasoline refining, marketing and retail sales of gasoline in the Northeast, Mid-Atlantic and Texas; and in the highly concentrated markets for jet turbine oil.	11/30/1999	Energy – Petroleum <a href="http://www.ftc.gov/os/caselist/c3907.shtm">http://www.ftc.gov/os/caselist/c3907.shtm</a>
<b>154. 9910306 - Reckitt &amp; Coleman plc</b>  A final order permits Reckitt & Colman to acquire Benckiser N.V. from NRW Vermögensverwaltung GmbH but requires the divestiture of Benckiser's Scrub Free and Delicare business to Church & Dwight, Inc., producers of household cleaning products.	11/24/1999	Manufacturing – Consumer Goods (non Food & Bev.) <a href="http://www.ftc.gov/os/caselist/c3918.shtm">http://www.ftc.gov/os/caselist/c3918.shtm</a>
<b>155. 9910240 - Precision Castparts Corp.</b>  A final order requires the divestiture of large titanium stainless steel and large nickel-based superalloy production assets (structural cast metals used in the manufacture of aerospace components) to settle antitrust concerns stemming from its acquisition of Wyrnan-Gordon Company. The order requires Precision Castparts to divest Wyman-Gordon's titanium foundry in Albany, Oregon and Wyman- Gordon's Large Cast Parts foundry in Groton, Connecticut.	11/10/1999	Manufacturing – Industrial Goods <a href="http://www.ftc.gov/os/caselist/c3904.shtm">http://www.ftc.gov/os/caselist/c3904.shtm</a>

## Matter:

## Enforcement

## Date:

## Industry:

**156. 9910244 - Dominion Resources, Inc.**

11/5 /1999

Energy – Natural Gas

<http://www.ftc.gov/os/caselist/c3901.shtm>

A final order permits Dominion's acquisition of Consolidated Natural Gas Company but requires the divestiture of Consolidated's Virginia Natural Gas, Inc. The complaint alleged that the merger would combine the dominant provider of electric power in Virginia with the primary distributor of natural gas in southeastern Virginia.

**157. 9910319 - VNU N.V.**

10/22/1999

Professional Services (Non Health Care) – Other

<http://www.ftc.gov/os/caselist/c3900.shtm>

VNU N.V. settled antitrust concerns that its proposed acquisition of Nielsen Media Research, Inc. would restrict competition in the market for advertising expenditure measurement services in the United States. The order requires VNU to divest its Competitive Media Reporting division, the nation's largest supplier in the specialized market.

**158. 9910178 - Sonat Inc**

10/22/1999

Energy – Natural Gas

<http://www.ftc.gov/os/caselist/c3915.shtm>

A final order ensures competition in the markets for natural gas transportation out of the Gulf of Mexico and into the southeastern United States. The consent order permitted El Paso's \$6 billion merger with Sonat Inc. and requires the divestiture of Sea Robin Pipeline Company; Sonat's one-third ownership interest in Destin Pipeline Company, L.L.C.; and the East Tennessee Natural Gas Company.

**159. 9810030 - Ceridian Corporation**

9 /29/1999

Professional Services (Non Health Care) – Other

<http://www.ftc.gov/os/caselist/c3933.shtm>

A consent order requires Ceridian to grant licenses to new and existing firms that provide commercial credit cards (known as "trucking fleet-cards") used by over-the-road trucking companies to make purchases at retail locations. The order settles charges that Ceridian's consummated acquisitions of NTS Corporation and Trendar Corporation gave Ceridian the power to control the markets for the provision of trucking fleet cards and the systems used to read them at truck stops throughout the country.

**160. 9910288 - Associated Ocel Company Ltd.**

9 /7 /1999

Manufacturing – Chemicals/Industrial Gases

<http://www.ftc.gov/os/caselist/c3913.shtm>

Associated Ocel settled charges that its acquisition of Oboadler Company would eliminate direct competition and raise prices in the highly concentrated market for the manufacture and sale of lead antiknock compounds. Under terms of the order, Ocel agreed to supply Oboadler's current distributor, Allchem Industries, Inc., with lead antiknock compounds for resale in the United States for 15 years.

**161. 9910041 - The Kroger Co.**

8 /23/1999

Retail – Grocery/Supermarkets

<http://www.ftc.gov/os/caselist/c3905.shtm>

A final order settled charges stemming from Kroger Company's acquisition of The John C. Groub Company. The order requires the divestiture of three supermarkets in Columbus and Madison, Indiana to Roundy's, Inc., one of the largest food wholesalers in the United States.

**162. 9910075 - J Sainsbury (A British Co.)**

6 /28/1999

Retail – Grocery/Supermarkets

<http://www.ftc.gov/os/caselist/c3934.shtm>

A consent order settled charges that Shaw's proposed acquisition of Star Markers, Inc. could eliminate supermarket competition and increase prices in the greater Boston metropolitan area. The consent order permits the acquisition and requires the divestiture of three Shaw supermarkets and seven Star markets in eight communities.

**163. 9810339 - Albertson's / American Stores**

6 /22/1999

Retail – Grocery/Supermarkets

<http://www.ftc.gov/os/caselist/c3986.shtm>

The final order, modified after the public comment period, does not require the divestiture of a Lucky (American Stores Company) store in Lompoc, California to Ralph's. Albertson's Inc. agreed to divest 104 supermarkets and American Stores Company agreed to divest 40 supermarkets to settle charges that Albertson's acquisition of American Stores raises antitrust concerns in 57 markets in California, Nevada and New Mexico. The divestiture agreement is the largest retail divestiture of supermarkets ever required by the Commission.

**164. 9910024 - Kroger / Fred Meyer**

5 /27/1999

Retail – Grocery/Supermarkets

<http://www.ftc.gov/os/caselist/c3917.shtm>

Final order requires Kroger and Fred Meyer Stores, Inc. to divest eight supermarkets to settle charges that the acquisition of Fred Meyer would increase concentration and decrease competition in Arizona, Wyoming, and Utah. Under terms of the order, two Smith's Food & Drug Centers will be sold to Nash-Finch Company; one "City Market" will be sold to Albertson's Inc.; and five supermarkets (two "City Markets"; two Fry's, and one Smith's) will be sold to Fleming Companies, Inc.

Matter:	Enforcement Date:	Industry:
<b>165. 9910101 - UNUM Corporation</b>	5 /18/1999	Professional Services (Non Health Care) – Other <a href="http://www.ftc.gov/os/caselist/c3894.shtm">http://www.ftc.gov/os/caselist/c3894.shtm</a>
The consent order ensures that the merged firm of Provident and UNUM Corporation will continue to participate in industry-wide solicitations for data to make actuarial predictions on probable future claims by applicants who hold policies with providers of individual disability insurance. The order requires Provident-to provide data to the Society of Actuaries and/or the National Association of Insurance Commissioners for studies and reports		
<b>166. 9910095 - Sorin Bioledica</b>	5 /14/1999	Health Care – Medical Equipment/Devices <a href="http://www.ftc.gov/os/caselist/c3889.shtm">http://www.ftc.gov/os/caselist/c3889.shtm</a>
Final order settles charges that Sorin Biomedica S.p.A.'s acquisition of COBE Cardiovascular, Inc. would eliminate competition in the United states market for research, development, manufacture and sale of heart-lung machines. The order permits the acquisition and requires the divestiture of COBE's heart-lung machine business to Baxter Healthcare Corporation		
<b>167. 9810327 - Howard M. Meyers</b>	5 /14/1999	Manufacturing – Industrial Goods <a href="http://www.ftc.gov/os/caselist/9810327.shtm">http://www.ftc.gov/os/caselist/9810327.shtm</a>
The Commissione reached a preliminary settlement that would have permitted the acquisition of Pacific Dunlop GNB Corporation and required the divestiture of GNB's secondary smelter to Gopher resources, Inc. The parties abandoned the transaction during the 60-day public comment period.		
<b>168. 9910112 - Rohm &amp; Haas Co.</b>	4 /26/1999	Manufacturing – Chemicals/Industrial Gases <a href="http://www.ftc.gov/os/caselist/c3883.shtm">http://www.ftc.gov/os/caselist/c3883.shtm</a>
Rohm & Haas settled charges that its acquisition of Morton International, Inc. would lessen competition in North American for the production and sale of water-based floor care polymers used in the formulation of floor care products such as polishes. The consent order requires the divestiture of Morton's worldwide water-based floor care polymers business to GenCorp, Inc.		
<b>169. 9910089 - Zeneca Group</b>	3 /25/1999	Health Care – Prescription Drugs <a href="http://www.ftc.gov/os/caselist/c3880.shtm">http://www.ftc.gov/os/caselist/c3880.shtm</a>
Consent order, resolving antitrust concerns relating to Zeneca's merger with Astra AB requires the divestiture of all assets relating to levobupivacaine, a long-acting local anesthetic. The assets will he purchased by Chiroscience Group plc, the developer of levobupivacaine		
<b>170. 9910046 - CMS Energy Corporation</b>	3 /19/1999	Energy – Natural Gas <a href="http://www.ftc.gov/os/caselist/c3877.shtm">http://www.ftc.gov/os/caselist/c3877.shtm</a>
Consent order requires Consumer Energy, a CMS subsidiary, to "loan" natural gas from its own system to shippers on third-party pipelines if the interconnection capacity with competing pipelines falls below historical levels settling charges that its acquisition of two natural gas pipelines, Panhandle Eastern Pipeline and Trunkline Pipeline, from Duke Energy Company, could reduce competition and increase consumer prices for natural gas and electricity in 54 counties in Michigan.		
<b>171. 9810329 - Medtronics, Inc. / Avecor Cardiovasulat</b>	3 /10/1999	Health Care – Medical Equipment/Devices <a href="http://www.ftc.gov/os/caselist/c3879.shtm">http://www.ftc.gov/os/caselist/c3879.shtm</a>
Medtronic agreed to divest Avecor Cardiovascular, Inc.'s non-occlusive arterial pump assets to settle antitrust concerns that the acquisition would lessen competition for the research, development, manufacture and sale of the pumps in the United States. The order requires Medtronic to provide assistance to the buyer of the Avecor Pump assets to enable the buyer to obtain FDA approval to manufacture and market the Avecor pumps an reservoirs.		
<b>172. 9810353 - SCI / ECI</b>	1 /15/1999	Professional Services (Non Health Care) – Funeral <a href="http://www.ftc.gov/os/caselist/9810353/index.shtm">http://www.ftc.gov/os/caselist/9810353/index.shtm</a>
Consent order permits the acquisition of Equity Corporation International, the fourth largest funeral home and cemetery company in the United States, and requires SCI to divest funeral service and cemetery properties in 14 markets to Carriage Services, Inc. to remedy the anticompetitive effects of the acquisition.		
<b>173. 9910040 - ABB AG</b>	1 /11/1999	Manufacturing – Industrial Goods <a href="http://www.ftc.gov/os/caselist/c3867.shtm">http://www.ftc.gov/os/caselist/c3867.shtm</a>
ABB divested the Analytical Division of Elsag Bailey Process Automation N.V. to Siemens Corporation settling antitrust concerns that the acquisition of Elsag would substantially reduce competition in the market for process gas chromatographs and process mass spectrometers, analytical instruments used to measure the chemical composition of a gas or liquid used in petrochemical refining, pharmaceutical and chemical manufacturing, and pulp and paper processing.		



Matter:	Enforcement Date:	Industry:
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**174. 9810345 - British Petroleum Company PLC**      12/30/1998      Energy – Petroleum  
<http://www.ftc.gov/os/caselist/c3868.shtm>

Consent order in BP Amoco p.1.c. (created by the merger of British Petroleum Company, p.1.c. and Amoco Corporation) requires the divestiture of 134 gas stations in eight markets and nine Light petroleum products terminals settling charges that the merger would substantially reduce competition in certain wholesale gasoline markets.

**175. 9810254 - Royal Ahold NV**      10/20/1998      Retail – Grocery/Supermarkets  
<http://www.ftc.gov/os/caselist/c3861.shtm>

Order requires divestiture of 10 supermarkets in Maryland and Pennsylvania to settle antitrust concerns stemming from Ahold's acquisition of Giant Food Inc.

**176. 9810161 - LaFarge S.A.**      10/16/1998      Manufacturing – Industrial Goods  
<http://www.ftc.gov/os/caselist/c3852.shtm>

As a result of plans to acquire Holnam, Inc.'s Seattle cement plant, and other cement assets in Washington State, Lafarge entered into an illegal agreement that would reduce competition by restricting its cement distribution in the Puget Sound area. The consent order requires LaFarge to restructure the sales agreement with Holnam to delete the production penalty clause.

**177. 9810166 - Royal Dutch Petroleum Co.**      10/1 /1998      Energy – Natural Gas  
<http://www.ftc.gov/os/caselist/c3843.shtm>

The consent order requires Shell Oil and its Tejas Energy, LLC, subsidiary, to divest parts of the ANR pipeline system in Oklahoma and Texas to settle charges that its acquisition of gas gathering assets of The Coastal Corporation would lead to anticompetitive increases in gas gathering rates and an overall reduction in gas drilling and production in the two states.

**178. 9810324 - Medtronic, Inc. / Physio-Control International Corp.**      10/1 /1998      Health Care – Medical Equipment/Devices  
<http://www.ftc.gov/os/caselist/c3842.shtm>

A final consent order settles allegations stemming from Medtronic's proposed acquisition of Physio-Control International Corporation's automatic external defibrillator business. According to the complaint, Medtronic, through its controlling interest in SurVivaLink Corporation, a direct competitor of Physio-Control, would control both companies as a result of the acquisition and thereby increase the likelihood of coordinated interaction which could result in increased prices and reduce innovation in the market. The consent order requires Medtronic to become a passive investor in SurVivaLink and reduce many of its present and future business contacts with the firm.

**179. 9810134 - Albertson's / Buttrey**      9 /22/1998      Retail – Grocery/Supermarkets  
<http://www.ftc.gov/os/caselist/c3838.shtm>

A consent order requires Albertson's to divest eight supermarkets in Montana and seven in Wyoming to Supevalu Holdings, Inc. in an effort to maintain competitive pricing in the areas. According to the complaint, Albertson's acquisition of Buttrey Food and Drug Store Company would result in higher prices and reduced quality in 11 communities.

**180. 9510097 - Merck & Co., Inc.**      8 /27/1998      Health Care – Prescription Drugs  
<http://www.ftc.gov/os/caselist/c3853.shtm>

The complaint, issued with the consent order, alleged that as a result of Merck's 1993 acquisition of Medco, the nation's largest benefits manager, Merck's drugs received favorable treatment through Medco's drug-list formulary made available to medical professionals who prescribe and dispense prescriptions to health plan beneficiaries. The consent order requires Medco, among other things, to maintain an "open formulary" to include drugs approved by an independent Pharmacy and Therapeutics Committee, staffed by physicians and pharmacologists who have no financial interest in Merck.

**181. 9810127 - Washington, D.C. Title Plants**      8 /26/1998      Professional Services (Non Health Care) – Real Estate  
<http://www.ftc.gov/os/caselist/c3835.shtm>

Final consent order settled allegations that the proposed consolidation of Commonwealth's title plant with First American Title Insurance Company, its only competitor in the Washington, DC area, would restrict competition for title services. The consent order requires Commonwealth, among other things, to relocate its operations and to maintain them as viable businesses in competition with First American.

**182. 9710007 - Royal Dutch Petroleum / Exxon Corp**      8 /20/1998      Energy – Petroleum  
<http://www.ftc.gov/os/caselist/c3833.shtm>

Exxon will divest its viscosity index improver business to Chevron Chemical Company LLC to settle allegations that its proposed joint venture with Royal Dutch Shell to develop, manufacture and sell their fuel and lubricants additives would reduce competition and lead to collusion among the remaining firms in the market.

Matter:	Enforcement Date:	Industry:
<b>183. 9810111 - Nortek Inc.</b>  The consent order permits Nortek's acquisition of NuTone, Inc., its closest competitor, but requires its divestiture of M&S, the second largest seller of hard-wired residential intercoms in the United States.	7 /27/1998	Manufacturing – Industrial Goods <a href="http://www.ftc.gov/os/caselist/c3831.shtm">http://www.ftc.gov/os/caselist/c3831.shtm</a>
<b>184. 9810211 - Schwartz / Ogden</b>  Sky Chefs restricted its acquisition plans, excluding Ogden Corporation's in-flight catering operation at the McCarran International Airport in Las Vegas, Nevada from its purchase agreement to settle Commission concerns that the consolidation of the two firms in Las Vegas would lead to higher prices for airline catering services. The consent order prohibits Sky Chefs from making certain acquisitions without Commission approval for 10 years.	6 /29/1998	Professional Services (Non Health Care) – Other <a href="http://www.ftc.gov/os/caselist/schwartz.shtm">http://www.ftc.gov/os/caselist/schwartz.shtm</a>
<b>185. 9810173 - Global Industries Technologies</b>  According to the complaint issued with the final order, Global's proposed acquisition of AP Green Industries, Inc. would combine the two largest domestic producers of glass-furnace silica refractories. Global agreed to divest Green's silica refractories to Robert R. Worthen and Dennis R. Williams and to two companies controlled by them -Utah Refractories Company and Worthen and Williams, L.L.C.	6 /26/1998	Manufacturing – Industrial Goods <a href="http://www.ftc.gov/os/caselist/9810173.shtm">http://www.ftc.gov/os/caselist/9810173.shtm</a>
<b>186. 9810040 - Intel / DEC</b>  Final order settles allegations that Intel's acquisition of Digital Equipment Corporation's assets could endanger the continuing and future development of the Alpha microprocessor, a direct competitor of Intel's Pentium line of computer system components. The order requires Digital to license the Alpha technology to Advanced Micro Devices and to Samsung Electronics Co., Ltd. or to other Commission-approved companies to manufacture Digital's microprocessor devices.	4 /23/1998	Information and Technology – Hardware <a href="http://www.ftc.gov/os/caselist/c3818.shtm">http://www.ftc.gov/os/caselist/c3818.shtm</a>
<b>187. 9710118 - DeGussa / DuPont</b>  Degussa agreed to restructure a proposed transaction to acquire only one hydrogen peroxide production plant from E. I. Dupont de Numbers & Co., to obtain prior Commission approval before acquiring certain other Dupont production plants and to notify the Commission of its attempts to acquire hydrogen peroxide facilities in specific areas. Originally, Degussa had planned to acquire all of Dupont's hydrogen peroxide facilities in North America.	3 /27/1998	Manufacturing – Chemicals/Industrial Gases <a href="http://www.ftc.gov/os/caselist/c3813.shtm">http://www.ftc.gov/os/caselist/c3813.shtm</a>
<b>188. 9810076 - William Companies / Mapco</b>  Consent order permits the acquisition of MAPCO, Inc. but requires Williams to lease its pipeline to Kinder Morgan Energy Partners, a terminal competitor of MAPCO, to ensure that Kinder Morgan can continue to exist as an independent competitor in the transportation and terminaling of propane in certain Midwest markets. Under terms of the consent order Williams agreed to connect its Wyoming gas processing plant to any new competing pipeline in the future.	3 /27/1998	Energy – Natural Gas <a href="http://www.ftc.gov/os/caselist/9810076/9810076.shtm">http://www.ftc.gov/os/caselist/9810076/9810076.shtm</a>
<b>189. 9810011 - Federal-Mogul / T&amp;N</b>  Federal-Mogul agreed to divest the thinwall bearings assets, Glacier Vandervell Bearings Group, it acquires in its takeover of T&V plc to a Commission-approved buyer. The complaint alleged that the acquisition would increase the likelihood of coordinated anticompetitive conduct between Federal-Mogul and the remaining competitors in the market for thinwall engine bearings, used to separate component parts in the engines of cars, trucks and heavy equipment.	3 /5 /1998	Manufacturing – Industrial Goods <a href="http://www.ftc.gov/os/caselist/c3836.shtm">http://www.ftc.gov/os/caselist/c3836.shtm</a>
<b>190. 9710103 - Roche Holdings Ltd. / Corange Lt</b>  Roche agreed to divest, certain assets in the U.S. and Canada to settle antitrust concerns stemming from its proposed acquisition of Corange Limited. The consent order permits the acquisition but requires the divestiture of Cardiac thrombolytic agents (drugs used to treat heart attack victims) and ongoing business assets relating to chemicals used to test for the presence of illegal or abused drugs.	2 /24/1998	Health Care – Prescription Drugs <a href="http://www.ftc.gov/os/caselist/c3809.shtm">http://www.ftc.gov/os/caselist/c3809.shtm</a>
<b>191. 9710115 - Lawyers Title / Commonwealth</b>  LandAmerica agreed to divest title plants in 11 areas to settle antitrust allegations that its proposed acquisition of Commonwealth Land Title Insurance Company and Transnation Title Insurance Company, subsidiaries of Reliance Group Holdings, Inc. would reduce competition in title plant services --underwriting title insurance in the real estate industry. The consent order requires the divestiture of the title plants of Lawyers Title or those of Reliance Group to an acquirer approved by the Commission within six months.	2 /23/1998	Professional Services (Non Health Care) – Legal <a href="http://www.ftc.gov/os/caselist/c3808.shtm">http://www.ftc.gov/os/caselist/c3808.shtm</a>

Matter:	Enforcement Date:	Industry:
<b>192. 9710091 - PacifiCorp / The Energy Group</b>  The Commission withdrew a proposed consent agreement that settled allegations that PacifiCorp's proposed acquisition of The Energy Group PLC would lead to increases in wholesale and retail electricity prices in the United States. During the comment period PacificCorp withdrew its bid after the Texas Utilities Company announced a competing tender offer for The Energy Group.	2 /17/1998	Energy – Other <a href="http://www.ftc.gov/os/caselist/9710091.shtm">http://www.ftc.gov/os/caselist/9710091.shtm</a>
<b>193. 9810086 - S.C. Johnson &amp; Son, Inc.</b>  Consent order settles charges that Johnson's acquisition of Dow brands would adversely affect competition and potentially raise the prices consumers pay for soil and stain removers and glass cleaners. The consent order requires the divestiture of Dow's "Spray 'n Starch", "Spray 'n Wash", and "Glass Plus" businesses to Reckitt & Colman.	1 /22/1998	Manufacturing – Consumer Goods (non Food & Bev.) <a href="http://www.ftc.gov/os/caselist/c3802.shtm">http://www.ftc.gov/os/caselist/c3802.shtm</a>
<b>194. 9710095 - TCI / Cablevision</b>  Consent order settles charges that Cablevision's acquisition of certain cable operations in northern New Jersey and in New York from Tele-Communications Inc. would result in higher prices and lower quality of cable television services for residents of Paramus and Hillsdale, New Jersey. The settlement requires divestiture of TCI's cable systems in the two cities.	1 /16/1998	Information and Technology – Cable TV <a href="http://www.ftc.gov/os/caselist/c3804.shtm">http://www.ftc.gov/os/caselist/c3804.shtm</a>
<b>195. 9810081 - TRW Inc.</b>  TRW settled antitrust allegations stemming from its acquisition of BDM, a firm that provides, among other things, systems engineering and technical services (SETA) to the Department of Defense. TRW was part of one of two teams bidding for DOD'S Ballistic Missile Defense Organization's lead system integrator program. The acquisition would have placed TRW into BDM's role of SETA contractor whereby TRW could gain sensitive competitive information, including cost and bidding information, about it's only other competitor for the program. According to the complaint issued with the consent order, this situation could have resulted in less aggressive bidding and higher prices for the leading system integrator program, or put TRW in a position to favor its own team by setting unfair procurement specifications or submitting unfair proposal or performance evaluations. The consent order requires TRW to divest the SETA contract to a Commission approved acquirer.	12/23/1997	Defense – Equipment and Engineering Services <a href="http://www.ftc.gov/os/caselist/c3790.shtm">http://www.ftc.gov/os/caselist/c3790.shtm</a>
<b>196. 9710026 - Shell / Texaco / Star Enterprise</b>  Shell Oil and Texaco settled allegations that their proposed joint venture would reduce competition and could raise prices for gasoline in Hawaii, California, and Washington and the price of asphalt in California. The consent order requires Shell to divest a package of assets, including Shell's Anacortes, Washington refinery; a terminal and retail gasoline stations in Oahu, Hawaii and retail gas stations, and a pipeline in California.	12/18/1997	Energy – Petroleum <a href="http://www.ftc.gov/os/caselist/c3803.shtm">http://www.ftc.gov/os/caselist/c3803.shtm</a>
<b>197. 9710087 - CUC International Inc.</b>  CUC settled allegations that its proposed acquisition of HFS, Inc. would create a monopoly in the worldwide market for full-service timeshare exchange services. The consent order requires divestiture of CUC's interval timeshare business to Interval Acquisition Corporation, a new entrant. Should this divestiture not take place, the consent order requires CUC to divest either Interval or HFS' Resort Condominiums International.	12/16/1997	Professional Services (Non Health Care) – Real Estate <a href="http://www.ftc.gov/os/caselist/c3805.shtm">http://www.ftc.gov/os/caselist/c3805.shtm</a>
<b>198. 9710081 - Guinness / Grand Metropolitan</b>  The complaint accompanying the proposed consent order alleged that the merger between Guinness and Grand Metropolitan PLC would eliminate substantial competition between the two firms in the sale and distribution of premium Scotch and premium gin in the U.S. The order requires the divestiture of Dewar's Scotch, Bombay gin, and Bombay Sapphire gin brands worldwide to acquirers pre-approved by the Commission.	12/12/1997	Manufacturing – Food & Beverages <a href="http://www.ftc.gov/os/caselist/c3801.shtm">http://www.ftc.gov/os/caselist/c3801.shtm</a>
<b>199. 9710105 - Dow Chemical / Sentrachem</b>  Dow agreed to settle allegations that its acquisition of Sentrachem Limited would have substantially lessened competition for the research and manufacture of chelating agents (chemicals used in cleaners, pulp and paper, water treatment, photography, agriculture, food and pharmaceuticals to neutralize and inactivate metal ions) by combining two of the three U.S. producers of the product. The terms of the consent order require Dow to divest Sentrachem's U.S. chelant business to Akzo Novel N.V.	11/28/1997	Manufacturing – Chemicals/Industrial Gases <a href="http://www.ftc.gov/os/caselist/c3785.shtm">http://www.ftc.gov/os/caselist/c3785.shtm</a>

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<p><b>200. 9710093 - Jitney-Jungle / Delchamps, Inc.</b></p> <p>Final order settles allegations that Jitney-Jungle's acquisition of Delchamps, Inc. would substantially reduce competition among supermarket stores in the areas of Gulfport- Biloxi, Hattiesburg and Vicksburg, Mississippi. The consent order requires the divestiture of 10 supermarkets to Supervalu, Inc.</p>	<p>9 /11/1997</p>	<p>Retail – Grocery/Supermarkets  <a href="http://www.ftc.gov/os/caselist/c3784.shtm">http://www.ftc.gov/os/caselist/c3784.shtm</a></p>
<p><b>201. 9610106 - Insilco Corp</b></p> <p>Insilco agreed to divest two aluminum tube mills acquired in its acquisition of Helima-Helvetion International, Inc. to settle antitrust concerns that the acquisition would substantially reduce competition in the markets for welded-seam aluminum radiator and charged air cooler tubing in North America.</p>	<p>8 /26/1997</p>	<p>Manufacturing – Industrial Goods  <a href="http://www.ftc.gov/os/caselist/c3783.shtm">http://www.ftc.gov/os/caselist/c3783.shtm</a></p>
<p><b>202. 9710060 - CVS Corp.</b></p> <p>CVS agreed to settle allegations that its acquisition of Revco would substantially reduce competition for the retail sale of pharmacy services to health insurance companies and other third-party payers in Virginia and in the Binghamton, New York metropolitan area. The consent order requires the divestiture of 114 Revco stores in Virginia and 6 pharmacy counters in Binghamton.</p>	<p>5 /29/1997</p>	<p>Health Care – Retail/Pharmacies  <a href="http://www.ftc.gov/os/caselist/c3762.shtm">http://www.ftc.gov/os/caselist/c3762.shtm</a></p>
<p><b>203. 9710033 - Cadence Design / Cooper &amp; Chyan</b></p> <p>Cadence agreed to settle charges that its acquisition of Cooper &amp; Chyan Technology, Inc. would reduce competition for "routing" software used to automate the design of integrated circuits or microchips. According to the complaint, the merger would reduce Cadence's incentives to permit competing suppliers of routing tools to obtain access to its layout environments resulting in less innovation, higher prices, and reduced services. To ensure that independent software developers of commercial routing tools continue to compete with Cooper &amp; Chyan's technology, the consent order requires Cadence to allow the developers to participate in Cadence's software interface programs.</p>	<p>5 /6 /1997</p>	<p>Information and Technology – Software/Databases  <a href="http://www.ftc.gov/os/caselist/c3761.shtm">http://www.ftc.gov/os/caselist/c3761.shtm</a></p>
<p><b>204. 9710049 - Autodesk / Softdesk</b></p> <p>Consent order settles charges that the acquisition of Sojidesk, Inc. would reduce competition in the development and sale of computer-aided design software engines (CAD) and prohibits Autodesk from reacquiring "IntelliCADD," a CAD engine recently sold by Softdesk to Boomerang Technology, Inc., or any entity that controls the IntelliCadd technology.</p>	<p>3 /28/1997</p>	<p>Information and Technology – Software/Databases  <a href="http://www.ftc.gov/os/caselist/c3756.shtm">http://www.ftc.gov/os/caselist/c3756.shtm</a></p>
<p><b>205. 9610085a MABEG-Mahle / Metal Leve</b></p> <p>Consent order settles charges that the acquisition of Metal Leve S.A. would result in Mahle becoming a monopolist in the research, development, manufacture and sale of articulated pistons used in heavy duty diesel engines and requires divestiture of Metal Leve's U.S. piston business within 10 days of the final consent order.</p>	<p>2 /27/1997</p>	<p>Manufacturing – Industrial Goods  <a href="http://www.ftc.gov/os/caselist/ca9610085ddc.shtm">http://www.ftc.gov/os/caselist/ca9610085ddc.shtm</a></p>
<p><b>206. 9710013 - Hicks Muse / Cooperative Computing / Triad</b></p> <p>Consent order will preserve competition in electronic parts catalogs for the auto parts aftermarket. The final order permits the acquisition of Triad Systems Corporation but requires the divestiture within 60 days of the PartFinderB electronic catalog database, and the J-CON application program interface, and support software and documentation, through an exclusive, royalty-free and perpetual license with the right to sublicense, to MacDonald Computer Systems or another Commission- approved buyer.</p>	<p>2 /25/1997</p>	<p>Information and Technology – Software/Databases  <a href="http://www.ftc.gov/os/caselist/c3757.shtm">http://www.ftc.gov/os/caselist/c3757.shtm</a></p>
<p><b>207. 9710009 - American Home Products / Solvay</b></p> <p>Consent order settles charges that the proposed acquisition of Solvay, S.A.'s animal health business would reduce competition in the market for the research, development, manufacture and sale of canine lyme vaccine, canine corona virus vaccine, and feline leukemia vaccine. The order requires divestiture of Solvay's U.S. and Canadian rights to the three types of vaccines to the Schering-Plough Corporation or another Commission-approved buyer.</p>	<p>2 /21/1997</p>	<p>Health Care – Prescription Drugs  <a href="http://www.ftc.gov/os/caselist/c3740.shtm">http://www.ftc.gov/os/caselist/c3740.shtm</a></p>

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**208. 9710024 - Tenet Healthcare Corp / OrNda HealthCorp**      1 /28/1997      Health Care – Hospitals/Clinics

<http://www.ftc.gov/os/caselist/c3743.shtm>

The proposed consent order permits the acquisition of OrNda Healthcorp but requires the divestiture of Tenet's French Hospital Medical Center and related OrNda assets in San Luis Obispo County, California by August 1, 1997. This is the shortest divestiture period ever imposed on a hospital merger order.

**209. 9610056 - Phillips / ANR**      12/27/1996      Energy – Natural Gas

<http://www.ftc.gov/os/caselist/c3728.shtm>

Consent order settles charges that the acquisition of gas gathering assets from ANR Pipeline Company would reduce competition for natural gas gathering services in five Oklahoma counties. The order permits the acquisition but requires the divestiture of 160 miles of pipeline system in the Anadarko Basin within 30 days to a Commission-approved buyer.

**210. 9610101 - General Mills / Ralcorp Holdings**      12/24/1996      Manufacturing – Food & Beverages

<http://www.ftc.gov/os/caselist/c3742.shtm>

Consent order preserves competition in ready-to-eat cereals. The order permits the acquisition of Ralcorp Holdings, Inc.'s branded ready-to-eat cereal and snack mix business but requires the transfer of licenses to manufacture and sell cereals identical to the Chex brand products without the approval of General Mills.

**211. 9710002 - Baxter / Immuno**      12/18/1996      Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/c3726.shtm>

Consent order requires divestiture of Baxter's Autoplex product line of Factor VIII inhibitors used in the treatment for hemophilia and the licensing of Immuno International AG's fibrin sealant, a biologic product in development to be used to control bleeding in surgical procedures. According to the complaint issued with the final order, the acquisition of Immuno International would tend to create a monopoly and increase Baxter's ability to unilaterally raise prices in the market for the research, manufacture and sale of biologic products derived from human blood plasma.

**212. 9610055 - Ciba-Geigy Ltd / Sandoz Ltd**      12/16/1996      Health Care – Prescription Drugs

<http://www.ftc.gov/os/caselist/9610055.shtm>

Final consent order settles antitrust concerns in three markets affected by the proposed acquisition of Sandoz Ltd.: research and development in gene therapy products that are being targeted for life-threatening conditions such as hemophilia and cancer; corn herbicides; and flea control products. In the gene therapy market, the order requires the licensing of certain intellectual properties to Rhone-Poulenc Rorer and other firms to permit continued competition in research, development and commercialization for a broad range future medical treatments. In addition, in one of the largest divestitures ever required under a consent order, Sandoz agreed to divest its U.S. and Canadian corn herbicide business to BASF Aktiengesellschaft within 10 days. The consent order also requires the divestiture of Sandoz's flea control business to Central Garden and Pet Supply of Lafayette, California within 30 days.

**213. 9710017 - J.C. Penney / Rite Aid**      12/6 /1996      Health Care – Retail/Pharmacies

<http://www.ftc.gov/os/caselist/c3721c3722.shtm>

Separate final consent orders settle charges that the acquisitions of Eckerd Corporation and 190 Rite Aid stores in North and South Carolina would give J.C. Penney a dominant position in four metropolitan areas and increase its ability to raise prices for the sale of pharmacy services to third party payers. The orders require the divestitures of 34 Thrifty drug stores and 127 Rite Aid drug stores in the areas by March 21, 1997

**214. 9710006 - The Boeing Co**      12/6 /1996      Defense – Equipment and Engineering Services

<http://www.ftc.gov/os/caselist/c3723.shtm>

Consent order permits the acquisition of Rockwell International Corporation's Aerospace and Defense business subject to a divestiture and other conditions. Currently, there are two teams competing to develop high-altitude endurance unmanned air vehicles for the Department of Defense's Advance Research Projects Agency -- Boeing/Lockheed (developing Tier III Minus, a stealthy, high-altitude endurance unmanned air vehicle) and Rockwell/Teledyne (developing Tier II Plus, a non-stealthy, high-altitude endurance unmanned air vehicle). As a result of the acquisition, Boeing would become a member of both teams and could increase the price of the components it supplies or reduce its investment in technology and quality. The consent order allows Teledyne, if it chooses, to replace Rockwell as its wing supplier without incurring any significant costs or risks to the project. Terms of the consent order require Boeing to deliver the assets necessary to produce the Tier II Plus wings to businesses designated by Teledyne. The order also establishes a "firewall" between Boeing's Tier III Minus business and the Rockwell North American Aircraft Division that provides Tier II Plus wings.

<b>215. 9710016 - J.C. Penney / Eckerd</b>	12/6 /1996	Health Care – Retail/Pharmacies <a href="http://www.ftc.gov/os/caselist/c3721c3722.shtm">http://www.ftc.gov/os/caselist/c3721c3722.shtm</a>
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Separate final consent orders settle charges that the acquisitions of Eckerd Corporation and 190 Rite Aid stores in North and South Carolina would give J.C. Penney a dominant position in four metropolitan areas and increase its ability to raise prices for the sale of pharmacy services to third party payers. The orders require the divestitures of 34 Thrifty drug stores and 127 Rite Aid drug stores in the areas by March 21, 1997.

<b>216. 9510130 - Dwight's Energydata / Petroleum Infor</b>	12/3 /1996	Information and Technology – Software/Databases <a href="http://www.ftc.gov/os/caselist/c3759.shtm">http://www.ftc.gov/os/caselist/c3759.shtm</a>
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Consent order settles charges that the acquisition of Petroleum Information Corporation could create a monopoly for production and well history data used by geologists and petroleum engineers to find additional oil and gas reserves. The settlement requires Dwight to license a complete set of well history to HPDI, an independent competitor, or another Commission-approved licensee.

<b>217. 9610060 - Wesley-Jessen / Pilkington Barnes Hind</b>	9 /27/1996	Health Care – OTC Drugs/Devices <a href="http://www.ftc.gov/os/caselist/c3700.shtm">http://www.ftc.gov/os/caselist/c3700.shtm</a>
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Final order preserves competition in the production and sale of opaque contact lenses. The order permits the acquisition of Pilkington Barnes Hind International, Inc. but requires the divestiture of the opaque contact lens business within four months to a Commission approved acquirer.

<b>218. 9610067 - Castle Harlan / Town &amp; Country / CJC Holding</b>	9 /23/1996	Manufacturing – Consumer Goods (non Food & Bev.) <a href="http://www.ftc.gov/os/caselist/c3701.shtm">http://www.ftc.gov/os/caselist/c3701.shtm</a>
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Final consent order preserves competition in the sale of commemorative class rings to graduating high school and college students. The order requires restructuring of the purchase agreement to exclude Gold Lance, Inc. from the proposed plans to acquire Class Rings, Inc. The new acquisition plan is limited to the class ring business of Town & Country Corporation and CJC Holdings, Inc.

<b>219. 9610004 - Time Warner / Turner Broadcasting</b>	9 /12/1996	Information and Technology – Cable TV <a href="http://www.ftc.gov/os/caselist/c3709.shtm">http://www.ftc.gov/os/caselist/c3709.shtm</a>
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Final consent order requiring the restructuring of the acquisition of Turner Broadcasting System, Inc. settles antitrust concerns that the acquisition would restrict competition in cable television programming and distribution. The order requires Tele-Communications, Inc., the nation's number one cable operator, to divest its interests in Turner; reduces contractual agreements between TCI, Turner and Time Warner to carry certain programming; reduces opportunities for bundling programming; prohibits price discrimination against competing cable systems; and requires Time Warner's cable systems to carry a rival news channel to compete with CNN.

<b>220. 9610046 - Chevron Corp. / NGC</b>	8 /27/1996	Energy – Natural Gas <a href="http://www.ftc.gov/os/caselist/c3697.shtm">http://www.ftc.gov/os/caselist/c3697.shtm</a>
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Final order preserves competition in natural gas fractionation in the Mont Belvieu, Texas area. The order permits the acquisition of certain gas transportation assets from Chevron Corporation but requires the divestiture of the Mont Belvieu I gas liquids fractionation plant in Mont Belvieu, Texas.

<b>221. 9610053 - Fresenius A.G. / W.R. Grace</b>	7 /17/1996	Health Care – Prescription Drugs <a href="http://www.ftc.gov/os/caselist/c3689.shtm">http://www.ftc.gov/os/caselist/c3689.shtm</a>
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Order settles charges that the acquisition of National Medical Care, Inc. would combine two significant producers of HD concentrate used in hemodialysis treatment. The order requires the divestiture of the Lewisberry, Pennsylvania hemodialysis concentrate plant to Di-Chem, Inc. or other Commission-approved buyer.

<b>222. 9610052 - Koninklijke Ahold NV / SSC Associates LP</b>	7 /15/1996	Retail – Grocery/Supermarkets <a href="http://www.ftc.gov/os/caselist/c3687.shtm">http://www.ftc.gov/os/caselist/c3687.shtm</a>
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Consent order settles charges that the acquisition of The Stop & Shop Companies, Inc. would substantially reduce supermarket competition in 14 communities in New England. The order requires the divestiture of 30 supermarkets within 30 days to buyers who would operate the stores in competition with Ahold's "Edwards" supermarket chain.

Matter:	Enforcement Date:	Industry:
<p><b>223. 9610057 - Raytheon Co</b></p> <p>Consent order settles charges that the acquisition of Chrysler Technologies Holding, Inc. reduced competition for the U.S. Navy's future procurement of the Submarine High Data Rate satellite communications system for use in Navy submarines. The order requires Raytheon to erect an information "firewall" to prohibit the exchange of sensitive information concerning the Submarine HDR system prior to the completion of the competitive procurement.</p>	6 /12/1996	<p>Defense – Satellite</p> <p><a href="http://www.ftc.gov/os/caselist/c3681.shtm">http://www.ftc.gov/os/caselist/c3681.shtm</a></p>
<p><b>224. 9310052 - Loewen Group Intl Inc</b></p> <p>Two separate consent orders settle antitrust concerns stemming from the acquisitions of certain funeral homes and cemeteries by Loewen and its wholly-owned subsidiary, The Loewen Group International.</p>	5 /8 /1996	<p>Professional Services (Non Health Care) – Funeral</p> <p><a href="http://www.ftc.gov/os/caselist/c3677c3678.shtm">http://www.ftc.gov/os/caselist/c3677c3678.shtm</a></p>
<p><b>225. 9310084 - Loewen Group Intl Inc</b></p> <p>Two separate consent orders settle antitrust concerns stemming from the acquisitions of certain funeral homes and cemeteries by Loewen and its wholly-owned subsidiary, The Loewen Group International.</p>	5 /8 /1996	<p>Professional Services (Non Health Care) – Funeral</p> <p><a href="http://www.ftc.gov/os/caselist/c3677c3678.shtm">http://www.ftc.gov/os/caselist/c3677c3678.shtm</a></p>
<p><b>226. 9610026 - Lockheed Martin Corp.</b></p> <p>Consent order settles allegations that the proposed acquisition of Loral Corporation would reduce competition in the markets for air traffic control systems, commercial low earth orbit satellites, military tactical fighter aircraft, and unmanned aerial vehicles. The order requires the divestiture of a systems engineering and technical services contract with the Federal Aviation Administration and prohibits the sharing of sensitive information concerning competitors' products between the two firms.</p>	4 /18/1996	<p>Defense – Other</p> <p><a href="http://www.ftc.gov/os/caselist/c3685.shtm">http://www.ftc.gov/os/caselist/c3685.shtm</a></p>
<p><b>227. 9510096 - Saint Gobain / Carborundum</b></p> <p>Consent order preserves competition in the production and sale of certain refractory products and hot surface igniters. The order permits the acquisition of The Carborundum Company but requires divestiture of Carborundum's Monofrax fused cast refractories business in New York, its hot surface igniter business in Puerto Rico, and its silicon carbide refractories business in New Jersey to Commission approved acquirers.</p>	2 /26/1996	<p>Manufacturing – Industrial Goods</p> <p><a href="http://www.ftc.gov/os/caselist/c3673.shtm">http://www.ftc.gov/os/caselist/c3673.shtm</a></p>
<p><b>228. 9610022 - Litton Industries, Inc.</b></p> <p>Final order settles antitrust concerns stemming from the \$425 million acquisition of PRC Inc. and requires the divestiture of PRC's systems engineering and technical assistance (SETA) contract for the Department of Navy's Aegis destroyer program.</p>	2 /15/1996	<p>Defense – Equipment and Engineering Services</p> <p><a href="http://www.ftc.gov/opa/1996/02/litton.shtm">http://www.ftc.gov/opa/1996/02/litton.shtm</a></p>
<p><b>229. 9610018 - General Motors / Litton Systems</b></p> <p>Final order settles charges that the acquisition of Irek Optical System Division from Litton Industries, Inc. could increase the bid prices and decrease investment for technology in the development of deformable mirrors, a component of an optics system used by the Air Force's Airborne Laser Program in its anti-missile defense system. The development of the Air Force program has been contracted to two teams, Boeing/Lockheed and Rockwell/Hughes. Deformable mirrors are manufactured by only two firms in the U.S. --Itek and Xinetics Inc. (Itek supplies the Boeing team; Xinetics supplies the Rockwell team under an exclusive contract with Hughes.) According to the complaint issued with the proposed settlement, if Hughes completes its original purchase plan for Itek, Hughes will be involved in the supply of deformable mirrors to both teams.</p>	2 /9 /1996	<p>Defense – Equipment and Engineering Services</p> <p><a href="http://www.ftc.gov/opa/1996/02/hughes.shtm">http://www.ftc.gov/opa/1996/02/hughes.shtm</a></p>
<p><b>230. 9510091 - IL Tool Works Inc.</b></p> <p>Final order preserves competition in the manufacture and sale of industrial power sources and industrial engine drives. The order permits the acquisition of Hobart Brothers Company but requires the divestiture of Hobart's assets, businesses and technology relating to industrial power sources and industrial engine drives to Prestolite Electric Incorporated within one month after the order becomes final. The order also prohibits Illinois Tool from manufacturing products in the relevant market under the Hobart name for seven years.</p>	2 /1 /1996	<p>Manufacturing – Industrial Goods</p> <p><a href="http://www.ftc.gov/opa/1996/02/illtool.shtm">http://www.ftc.gov/opa/1996/02/illtool.shtm</a></p>
<p><b>231. 9610017 - Praxair Inc.</b></p> <p>Final order settles charges that the acquisition of CBI Industries, Inc. would reduce competition for "merchant" atmospheric gases in areas of California, Connecticut, and Minnesota. The order requires Praxair to divest four CBI plants within one year and to maintain the production facilities as viable, independent competitors pending divestiture.</p>	1 /10/1996	<p>Manufacturing – Chemicals/Industrial Gases</p> <p><a href="http://www.ftc.gov/opa/1996/01/praxair.shtm">http://www.ftc.gov/opa/1996/01/praxair.shtm</a></p>

Matter:	Enforcement Date:	Industry:
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**232. 9610014 - Johnson & Johnson, Inc.**                      12/19/1995    Health Care – Medical Equipment/Devices  
<http://www.ftc.gov/opa/1995/12/jj.shtm>  
Final order settles antitrust charges that the acquisition of Cordis Corporation would create a controlling firm in the market for cranial shunts, medical devices used in the treatment of hydrocephalus. The order requires the divestiture of the Cordis Neuroscience business to a Commission-approved buyer within one year.

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**233. 9510072 - Devro / Teepak Intl**                              12/4 /1995    Manufacturing – Food & Beverages  
<http://www.ftc.gov/opa/1996/04/petapp18.shtm>  
Final order preserves competition in the market for collagen sausage casings. The order permits the acquisition of Teepak International, Inc. but requires divestiture of Devro Nonh America, within three months of the date the order becomes final, to an acquirer pre-approved by the Commission that does not already produce collagen sausage casings for sale in the U.S. The assets in question include a manufacturing plant in Somerville, New Jersey and a finishing plant in Ontario, Canada.

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**234. 9510086 - Stop & Shop / Purity Supreme**                      10/30/1995    Retail – Grocery/Supermarkets  
<http://www.ftc.gov/opa/1996/05/petapp28.shtm>  
Final order settles charges that the merger of Stop & Shop and Purity Supreme, Inc. would reduce supermarket competition and lead to higher prices in the Boston Metropolitan area, Cape Cod, the South Shore area, Bedford and Brockton. The consent order requires the merged firm to divest 17 supermarkets in the five relevant areas within nine months to entities pre-approved by the Commission that will operate the stores in competition with the merged firm's remaining stores in those areas.

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**235. 9510140 - The Upjohn Company**                              10/27/1995    Health Care – Prescription Drugs  
<http://www.ftc.gov/opa/1995/10/upjm.shtm>  
Consent agreement settles antitrust concerns that the merger of Upjohn and Pharmacia Aktiebolag would prevent the development of drugs used in the treatment of colorectal cancer. The final order requires the merged firm, within one year, to divest Pharmacia's topoisomerase I inhibitors assets and provide technical assistance to a buyer approved by the Commission and the National Cancer Institute who will continue the research and development of the cancer treating drug.

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**236. 9510108 - Service Corp International**                              10/10/1995    Professional Services (Non Health Care) – Funeral  
<http://www.ftc.gov/opa/1996/01/petapps.shtm>  
Consent order resolves antitrust concerns regarding the acquisition of assets for funeral related services. The order permits the acquisition of Gibraltar Mausoleum Corporation but requires divestiture of seven funeral homes, cemeteries and crematories in Texas and Florida within 12 months to Commission-approved purchasers that would operate them in competition with SCI.

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## Part III Administrative Complaint

## 1. 1110239 - Omnicare / Pharmerica 1 /27/2012 Health Care – Retail/Pharmacies

<http://www.ftc.gov/os/adjpro/d9352/index.shtm>

On 1/27/2012, the Commission issued a complaint to block Omnicare, Inc.'s hostile acquisition of rival long-term care pharmacy provider PharMerica Corporation, alleging that the combination of the two largest U.S. long-term care pharmacies would harm competition and enable Omnicare to raise the price of drugs for Medicare Part D consumers and others. In its complaint, the FTC charges that a deal combining Omnicare and PharMerica would significantly increase Omnicare's already substantial bargaining leverage by dramatically increasing the number of skilled nursing facilities, known as SNFs, that receive long-term care pharmacy services from the company. Due to its substantial market share, the FTC alleges that the combined firm likely would be a "must have" for Medicare Part D prescription drug plans, which are responsible for providing subsidized prescription drug benefit coverage for most SNF residents and other Medicare beneficiaries. On 2/23/2012, the FTC dismissed the complaint it issued in January, in light of Omnicare's decision to abandon the proposed transaction.

## 2. 0910081 - MDR (The Dunn &amp; Bradstreet Corp) / QED 5 /7 /2010 Information and Technology – Software/Databases

<http://www.ftc.gov/os/adjpro/d9342/index.shtm>

The FTC issued an administrative complaint on 5/7/2010 challenging The Dun & Bradstreet Corporation February 2009 acquisition of Quality Education Data (QED) and alleging that the deal hurt consumers by eliminating nearly all competition in the market for kindergarten through twelfth-grade educational marketing databases. The data sold by these companies is used to sell books, education materials, and other products to teachers and other educators nationwide. The combination of the two companies gave Dun & Bradstreet, through its subsidiary Market Data Retrieval (MDR), more than 90 percent of the market for K-12 educational marketing data. Dun & Bradstreet acquired QED from Scholastic, Inc. for about \$29 million, which was below the threshold amount that would have required the companies to notify U.S. antitrust authorities before finalizing the deal.

## 3. 0810259 - Carilion Clinic / Center for Advanced Imaging 7 /24/2009 Health Care – Hospitals/Clinics

<http://www.ftc.gov/os/adjpro/d9338/index.shtm>

In July 2009, the Commission issued an administrative complaint challenging Carilion Clinic's 2008 acquisition of two competing outpatient clinics in the Roanoke, Virginia, area. The complaint alleges that Carilion's acquisition of these outpatient centers eliminated competition in violation of federal antitrust laws, and will lead to higher health care costs and reduced incentives to maintain and improve service and quality of care for patients in the Roanoke area. The complaint seeks divestiture of these centers and related assets necessary to restore the competition eliminated by the acquisition. On October 7, 2009 Carillion agreed to sell two independent outpatient medical clinics it acquired last year to settle Federal Trade Commission charges that the acquisitions were anticompetitive and violated federal law.

## 4. 0810131 - Polypore International / Daramic LLC 9 /10/2008 Manufacturing – Industrial Goods

<http://www.ftc.gov/os/adjpro/d9327/index.shtm>

In the matter of Polypore International, Inc., the Commission issued an administrative complaint challenging Polypore's consummated acquisition of Microporous Products in the global market for battery separators, a key component in flooded lead-acid batteries. According to the Commission's complaint, the acquisition, which occurred in February 2008, substantially lessened competition and led to higher prices in several North American product markets including 1) deep-cycle separators used in golf carts, 2) motive separators for batteries used primarily in forklifts, 3) automotive separators used in car batteries, and 4) uninterruptible power supply (UPS) separators used in batteries that provide backup power during power outages. Additionally, the complaint alleged that Polypore engaged in anticompetitive conduct by entering into a joint marketing agreement with a competitor, restricting the competitor's entry into the polyethylene battery separator markets. The complaint also charged that Polypore sought to maintain monopoly power through anticompetitive means in several battery separator markets. On 3/8/2010, the ALJ announced an Initial Decision finding that Polypore International Inc.'s consummated acquisition – through its Daramic Acquisition Corporation subsidiary – of rival battery separator manufacturer Microporous L.P. was anticompetitive and violated federal law in four battery separator markets in North America. In an Order filed with the Initial Decision on 2/22/2010, Judge Chappell ordered Polypore to divest Microporous to an FTC-approved buyer within six months after the divestiture provisions of the Order become final. Judge Chappell also ruled that a 2001 joint marketing agreement between Polypore and a rival battery separator manufacturer illegally divided up the markets for particular types of battery separators in North America, and ordered Polypore to amend the agreement to terminate and declare null and void the covenant not to compete. Finally, the Judge dismissed a separate allegation that Polypore engaged in exclusionary conduct in specific battery separator markets. In December of 2010, the Commission voted to uphold in large part the March 2010 Initial Decision by Chief ALJ Judge Chappell who had found that Polypore's February 2008 acquisition of Microporous Products L.P. violated the antitrust laws by reducing competition in four North American markets for flooded lead-acid battery separators. Polypore subsequently filed a petition for review of the Commission's Decision and Order in the US court of Appeals for the Eleventh Circuit. Commission Decision appealed to Circuit Court on 01-28-11. FTC filed brief on 06-17-11. The 11th Circuit set oral argument for the week of 1/23/2012. On 07/12/2012, the U.S. Court of Appeals upheld the FTC's Opinion and Order.

**5. 0110234 - Evanston Northwestern Healthcare Corporation**      2 /10/2004      Health Care – Hospitals/Clinics

<http://www.ftc.gov/os/adipro/d9315/index.shtm>

(August 2007), the Commission ruled that Evanston Northwestern Healthcare Corp.'s 2000 acquisition of Highland Park Hospital was anticompetitive and resulted in higher prices for acute care inpatient hospital services in parts of Chicago's northern suburbs. The Commission concluded that in this "highly unusual case," divestiture, the remedy imposed by the administrative law judge, would be too costly and potentially risky and instead imposed a conduct remedy. The Commission's order requires Evanston to set up two separate and independent contract negotiation teams to bargain with managed care organizations to revive competition between Evanston's two hospitals and the Highland Park hospital. In an initial Decision dated October 17, 2005 the Administrative law judge found that Evanston Northwest Healthcare Corporation's acquisition of an important competitor, Highland Park Hospital, resulted in higher prices and substantially lessened competition for acute care inpatient services in parts of Chicago's northwestern suburbs. The Administrative law judge found that the evidence established that the merged hospital exercised its enhanced post-merger market power to obtain price increases significantly above its premerger prices and substantially larger than price increases obtained by comparable hospitals. The ALJ also found that the evidence ruled out explanations for the price increase, other than the exercise of market power. The ALJ entered an order that would require the divestiture of the acquired hospital. The hospital's appeal of the ALJ's decision and order requiring divestiture of Highland Park Hospital is now pending before the Commission. On February 10, 2004 the Commission issued an administrative complaint alleging that following Evanston Northwestern Healthcare Corporation's acquisition of Highland Park Hospital prices charged to health insurers for medical services increased and, therefore, higher costs for health insurance were passed on to consumers of hospital services in the Cook and Lake counties of Illinois. The complaint also alleges that a physicians group affiliated with both hospitals, Highland Park Independent Physician Group, negotiated prices for physicians on staff at Evanston as well as for several hundred independent physicians not affiliated with either hospital. According to the complaint, these actions constitute illegal price fixing among competing physicians or physician groups and deny consumers the benefits of competition in physician services. In May, 2005, the Commission approved a final consent order to resolve a separate count in the complaint involving alleged price fixing by doctors associated with the two hospitals.

**6. 0210153 - Aspen Technology, Inc.**      8 /7 /2003      Information and Technology – Software/Databases

<http://www.ftc.gov/os/adipro/d9310/index.shtm>

Under terms of the order, Aspen agreed to divest Hypotech's continuous process and batch process assets and Aspen's operator training software and service business to a Commission-approved buyer to settle charges in the complaint and resolve the administrative proceedings. The Commission issued an administrative complaint on August 6, 2003 that challenged Aspen's 2002 acquisition of Hypotech, Ltd. alleging that the acquisition eliminated a significant competitor in the provision of process engineering simulation software for industry. According to the complaint, the acquisition has led to reduced innovation competition in six specific process engineering simulation software markets.

**7. 0110015 - Chicago Bridge & Iron**      10/25/2001      Manufacturing – Industrial Goods

<http://www.ftc.gov/os/caselist/d9300.shtm>

On January 25, 2008 the U.S. Court of Appeals for the Fifth Circuit upheld a Commission order requiring Chicago Bridge & Iron Co., N.V. and its United States subsidiary ("CB&I") to divest assets acquired from Pitt-Des Moines, Inc. used in the business of designing, engineering and building field-erected cryogenic storage tanks. In its 2005 order, the Commission had ruled that CB&I's acquisition of these assets in 2001, during a pending FTC investigation, would likely result in a substantial lessening of competition or tend to create a monopoly in four markets for industrial storage tanks in the United States, in violation of Section 7 of the Clayton Act and Section 5 of the FTC Act. The court endorsed the Commission's findings, based on an extensive review of many years of bidding data, that the merged firms controlled over 70 percent of the market, and that new entry was unlikely given the high entry barriers based on the incumbents' reputation and control of skilled crews. On January 7, 2005 the Commission upheld in part the ruling of an administrative law judge that Chicago Bridge & Iron's acquisition of the Water Division and the Engineered Construction Division of Pitt-Des Moines, Inc. created a near-monopoly in four separate markets involving the design and construction of various types of field-erected specialty industrial storage tanks in the United States. In an effort to restore competition as it existed prior to the merger, the Commission ordered Chicago Bridge to reorganize the relevant product business into two separate, stand-alone, viable entities capable of competing in the markets described in the complaint and to divest one of those entities within six months. On June 27, 2004, an administrative law judge upheld the complaint and ordered the divestiture all of the assets acquired in the acquisition. In December 2004, the Commission approved an interim consent order prohibiting Chicago Bridge & Iron from altering the assets acquired from Pitt-Des Moines, Inc. except "in the ordinary course of business." These assets included but were not limited to real property; personal property; equipment; inventories; and intellectual property. In an administrative complaint issued on October 25, 2001, the Commission challenged the February 2001 purchase of the Water Division and Engineered Construction Division of Pitt-Des Moines, Inc. alleging that the acquisition significantly reduced competition in four separate markets involving the design and construction of various types of field-erected specialty industrial storage tanks in the United States. The initial decision filed June 27, 2003 upheld the complaint.

**8. 0010077 - MSC. Software Corporation**                      10/10/2001    Information and Technology – Software/Databases  
<http://www.ftc.gov/os/caselist/d9299.shtm>

MSC settled charges that its 1999 acquisitions of Universal Analytics, Inc. and Computerized Structural Analysis & Research Corp. eliminated competition between the three firms in the development and application of engineering software. The administrative complaint issued October 2001, alleged that the two acquisitions would eliminate competition for advanced versions of Nastran, an engineering simulation software program used throughout the aerospace and automotive industries. The consent order required MSC to divest at least one clone copy of its current advance Nastran through royalty-free perpetual, non-exclusive licenses to one or two acquirers approved by the Commission.

**9. 9810060 - Monier Lifetile LLC**                                      9 /22/1998    Manufacturing – Industrial Goods  
<http://www.ftc.gov/os/caselist/d9290.shtm>

An administrative complaint charged that the Monier joint venture formed by concrete roofing tile manufacturing division of Boral Ltd. and LaFarge SA could significantly diminish competition in areas of the Southwest and Florida. A consent order issued May 19, 1999 requires Monier to divest production facilities in Casa Grande, Arizona; Corona, California; and Fort Lauderdale, Florida.

**10. 9510113b ADP / AutoInfo**    11/16/1996    Information and Technology – Software/Databases  
<http://www.ftc.gov/os/caselist/d9282.shtm>

An administrative complaint charged that the 1995 acquisition of AutoInfo, Inc. created a monopoly and raised prices in the automobile salvage yard information management industry. A final order requires the divestiture of specific integrated computer systems for auto parts inventory exchange.

**Permanent Injunction**

**1. 0810156 - Ovation Pharmaceuticals, inc.**                      12/16/2008    Health Care – Prescription Drugs  
<http://www.ftc.gov/os/caselist/0810156/index.shtm>

In 2006, Ovation Pharmaceuticals, manufacturer of Indocin, a drug used in the treatment of patent ductus arteriosus, a congenital heart defect usually found in severely underweight premature babies, purchased the rights to the drug NeoProfen, a drug about to receive FDA approval for the treatment of the same condition which effects approximately 30,000 babies per year in the United States. Shortly after the acquisition, which fell below the premerger notification threshold and thus avoided antitrust review, Ovation raised the price on its Indocin treatment from \$36 per vial to \$500 per vial, exercising its monopoly power, and forcing desperate consumers to pay artificially inflated prices to treat this potentially fatal condition. After its FDA approval, Ovation released its NeoProfen treatment, charging similar prices. According to the Commission's complaint, Ovation's acquisition was intended to maintain its monopoly in the market for this treatment, and thus the Commission is seeking divestiture of assets related to one of the two treatments, and also disgorgement of all unlawfully obtained profits from the sale of these two treatments. In August 2010, the district court dismissed the complaint, finding that the two drugs were in separate product markets. The Commission, along with the State of Minnesota, has appealed the court's ruling to the Eighth Circuit. The Eight Circuit held oral arguments on 06-16-11. On August 19, 2011 the Eighth Circuit affirmed the district court's decision. FTC and Minnesota filed a petition for rehearing en banc on October 3, 2011. This petition was denied and the FTC formally closed the investigation on April 11, 2012.

**2. 9910323a First Data Bank**    4 /5 /2001    Health Care – Prescription Drugs  
<http://www.ftc.gov/os/caselist/ca101cv00734ddc.shtm>

The Commission negotiated an agreement with The Hearst Corporation (Hearst) to settle a permanent injunction action filed by the FTC alleging that Hearst failed to provide documents required by premerger notification law and then consummated a merger that monopolized the integrated drug information database market. Under the terms of the order, Hearst divested the Medi-Span business to Lippincott Williams & Wilkins, Inc. , a subsidiary of Wolters Kluwer, n.v., disgorged \$19 million in profits, and to complied with certain other obligations.

## Preliminary Injunction

### 1. 1110169 - Graco / Illinois Tool Works 12/15/2011 Manufacturing – Industrial Goods

<http://www.ftc.gov/os/adjpro/d9350/index.shtm>

On 12/15/2011, the FTC challenged Graco Inc.'s proposed \$650 million acquisition of ITW Finishing LLC from Illinois Tool Works Inc., alleging that it would harm competition in the market for equipment used to apply paints and other liquid finishes to a variety of manufactured goods, such as cars, wood cabinets, and major appliances. In March 2012, the FTC issued an order requiring Graco Inc. to hold separate the worldwide liquid finishing equipment businesses of Illinois Tool Works Inc. and ITW Finishing LLC, while allowing Graco to complete its proposed \$650 million acquisition of all of ITW's finishing equipment businesses. The Commission also withdrew its court challenge to the deal. On 5/31/2012, the FTC required Graco Inc., a leader in the worldwide market for key industrial finishing equipment, to sell the worldwide liquid finishing business of Illinois Tool Works Inc. and ITW Finishing LLC under a proposed order, as part of a settlement resolving charges that its \$650 million acquisition of several ITW businesses would have been anticompetitive and led to higher prices and reduced innovation for the North American manufacturers who rely on this equipment.

### 2. 1110102 - Rockford Memorial / St. Anthony Medical Center 11/18/2011 Health Care – Hospitals/Clinics

<http://www.ftc.gov/os/adjpro/d9349/index.shtm>

On 11/18/2011, the FTC filed an administrative complaint challenging OSF Healthcare System's proposed acquisition of Rockford Health System, charging that the acquisition would substantially reduce competition among hospitals and primary care physicians in Rockford, Illinois, and significantly harm local businesses and patients. The FTC's staff filed a separate complaint in federal district court seeking an order to halt the transaction temporarily to preserve competition for Rockford area residents pending the FTC's administrative proceeding and any subsequent appeals. On 4/5/2012, the U.S. District Court ruled granting the FTC's request for a preliminary injunction, pending a full administrative trial on the merits, in the case of OSF Healthcare System's proposed acquisition of Rockford Health System. On 4/13/2012, the FTC dismissed the complaint it issued last November seeking to block OSF Healthcare System's acquisition of rival health care provider Rockford Health System, in light of OSF Healthcare's decision to abandon the proposed transaction.

### 3. 1110067 - Phoebe Putney / Palmyra 4 /20/2011 Health Care – Hospitals/Clinics

<http://www.ftc.gov/os/adjpro/d9348/index.shtm>

On 4/20/2011, the FTC challenged Phoebe Putney Health System, Inc.'s (Phoebe's) proposed acquisition of rival Palmyra Park Hospital, Inc. (Palmyra) from HCA, in Albany, Georgia. The FTC's administrative complaint alleges that the deal will reduce competition significantly and allow the combined Phoebe/Palmyra to raise prices for general acute-care hospital services charged to commercial health plans, substantially harming patients and local employers and employees. The FTC also alleges that Phoebe has structured the deal in a way that uses the Hospital Authority of Albany-Dougherty County (the Authority) in an attempt to shield the anticompetitive acquisition from federal antitrust scrutiny under the "state action" doctrine. The FTC's staff, together with the Attorney General of the State of Georgia, filed a separate complaint in federal district court in Albany, Georgia, seeking an order to halt any transaction involving Phoebe, the Authority, or Palmyra, under which Phoebe would acquire control of Palmyra's operations, until the conclusion of the FTC's administrative proceeding and any subsequent appeals. On 6/27/2011, a federal judge with the U.S. District Court for the Middle District of Georgia granted Phoebe Putney's motion to dismiss the FTC's complaint. The FTC subsequently appealed that ruling to the United States Court of Appeals for the Eleventh Circuit on 7/27/2011. On 12/14/2011 the appeals court denied the Commission's appeal. On 3/23/2012, the Commission filed a petition for certiorari. On 6/25/2012, the Supreme Court granted Certiorari. The case will likely be argued in late November or early December 2012.

### 4. 1010167 - ProMedica / St. Luke's Hospital 1 /6 /2011 Health Care – Hospitals/Clinics

<http://www.ftc.gov/os/adjpro/d9346/index.shtm>

On 1/6/2011, the FTC challenged ProMedica Health System, Inc.'s consummated acquisition of rival St. Luke's Hospital in Lucas County, Ohio. The FTC's administrative complaint alleges that the deal will reduce competition and allow ProMedica to raise prices for general acute-care and inpatient obstetrical services, significantly harming patients and local employers and employees. The FTC staff also filed a separate complaint in federal district court seeking an order requiring ProMedica to preserve St. Luke's as a separate, independent competitor during the FTC's administrative proceeding and any subsequent appeals. The action in federal district court was brought jointly with the Attorney General of the State of Ohio. The PI hearing was held on February 10 and 11, 2011. On 3/29/2011, the District Court granted the FTC's request for a preliminary injunction. With an Initial Decision issued on 1/05/2012, the Chief Administrative Law Judge D. Michael Chappell ruled that ProMedica Health System, Inc.'s consummated acquisition of rival St. Luke's Hospital harmed competition in violation of U.S. antitrust law and would allow ProMedica to raise the prices of general acute care inpatient hospital services in Lucas County, Ohio (the Toledo area). Judge Chappell ordered ProMedica to divest St. Luke's Hospital to an FTC-approved buyer within 180 days after the order becomes final. On 3/28/2012, The FTC issued its Opinion and Final Order in a 4-0 decision, ordering ProMedica to divest St. Luke's Hospital to an FTC-approved buyer within six months after the Commission order becomes final and effective. On 05/18/2012, ProMedica filed a petition for review.

**Matter:****Enforcement****Date:****Industry:**

5. **1010152 - Lab Corp / Westcliff Medical Laboratories** 12/1 /2010 Health Care – Hospitals/Clinics

<http://www.ftc.gov/os/adipro/d9345/index.shtm>

The FTC challenged Laboratory Corporation of America's \$57.5 million acquisition of rival clinical laboratory testing company Westcliff Medical Laboratories, Inc., alleging that the transaction would harm competition in Southern California. The issued an administrative complaint charging that LabCorp's acquisition of Westcliff, which was completed June 16, 2010, violates antitrust laws and would lead to higher prices and lower quality in the Southern California market for the sale of clinical laboratory testing services to physician groups. The complaint also alleges that LabCorp's acquisition of Westcliff would leave only two significant laboratories in Southern California competing to provide critical testing services to most physician groups. LabCorp and Westcliff, along with a third competitor, Quest Diagnostics Incorporated, currently serve the vast majority of the physician groups in the region. The transaction would leave LabCorp and Quest in control of approximately 89 percent of the market, according to the FTC's complaint. The FTC also is filing an action in federal court to prevent LabCorp from integrating the Westcliff assets while the case is being tried in the administrative court. On June 25, 2010, LabCorp agreed to hold the Westcliff assets separate and apart while the agency investigated the transaction; the FTC is seeking a federal court order requiring LabCorp to continue that separation during the administrative proceeding. On February 25, Judge Guilford denied the FTC motion for an injunction pending appeal. Staff filed an emergency motion for an injunction pending appeal with the 9th Circuit on February 23. On March 14, 2011 the 9th Circuit Court of Appeals denied the Commission's appeal. On March 24, 2011 the FTC withdrew its appeal and also withdrew the matter from administrative adjudication a step that stops the trial proceedings, but does not conclude the case. On April 22, 2011 the Commission issued an order dismissing its complaint in Laboratory Corporation of America's acquisition of Westcliff Medical Laboratories, Inc., and closing the Commission's investigation of the matter.

6. **0910064 - Thoratec Corporation / HeartWare International, Inc.** 7 /30/2009 Health Care – Medical Equipment/Devices

<http://www.ftc.gov/os/adipro/d9339/index.shtm>

In July 2009, the Commission authorized a lawsuit to block Thoratec Corporation's proposed \$282 million acquisition of rival medical device maker HeartWare International, Inc., charging that the transaction would substantially reduce competition in the U.S. market for left ventricular devices (LVADs), a life-sustaining treatment for patients with advanced heart failure. Thoratec currently has a monopoly on the commercial sale of LVADs in the United States, and the FTC's administrative complaint alleges that Thoratec seeks to maintain its monopoly by acquiring HeartWare, thus eliminating the only significant threat to Thoratec's continued dominance of the LVAD market. The Commission concurrently authorized staff to file a complaint in Federal District Court seeking a preliminary injunction to prevent the parties from consummating the transaction pending a full administrative trial on the merits. In August of 2009, since the parties announced not to proceed with the proposed acquisition, the Commission dismissed the Administrative Complaint.

7. **0810255 - Talecris Biotherapeutics / CSL** 5 /27/2009 Health Care – Prescription Drugs

<http://www.ftc.gov/os/adipro/d9337/index.shtm>

The FTC authorized a lawsuit to block CSL Limited's proposed \$3.1 billion acquisition of Talecris Biotherapeutics Holdings Corporation, charging that the deal would substantially reduce competition in the U.S. markets for four plasma-derivative protein therapies – Immune globulin (Ig), Albumin, Rho-D, and Alpha-1. These therapies are used to treat patients suffering from illnesses such as primary immunodeficiency diseases, chronic inflammatory demyelinating polyneuropathy, alpha-1 antitrypsin disease, and hemolytic disease of the newborn. In approving the administrative complaint seeking to block the deal, the Commission also authorized the staff to seek a preliminary injunction in federal district court in Washington, D.C., to stop the transaction pending completion of the administrative trial. The complaint for preliminary injunction will be filed under seal in the U.S. District Court for the District of Columbia. Following the Federal Trade Commission's filing of a lawsuit to block the transaction, CSL Limited announced, on June 8, 2009, that it would not proceed with its proposed \$3.1 billion acquisition of Talecris Biotherapeutics.

8. **0810148 - CRH plc / Robert Schlegel** 1 /14/2009 Manufacturing – Consumer Goods (non Food & Bev.)

<http://www.ftc.gov/os/adipro/d9335/index.shtm>

In January 2009, the Commission issued an administrative complaint to challenge Oldcastle Architectural's (a subsidiary of CRH) proposed \$540 million acquisition of Pavestone Companies as anticompetitive in the US market for drycast concrete hardscape products sold to retailers such as The Home Depot, Lowe's, and Wal-Mart Stores. According to the complaint, the acquisition would reduce competition by combining the only two companies capable of the national manufacture and sale of these heavy products, which include concrete pavers, segmented retaining wall blocks, and concrete patio products, due to the difficulty in distribution of such products, and the fact that both Oldcastle and Pavestone already possess large distribution networks. The acquisition as proposed would result in Oldcastle gaining a 90% market share for the manufacture and sale of these drycast products to home centers in the United States. In addition to the administrative complaint, the Commission authorized staff to file a complaint in Federal District Court for the District of Columbia seeking a temporary restraining order and preliminary injunction to prevent consummation of the proposed transaction pending an administrative trial on the merits. On January 29, 2009, since the respondents announced that they decided not to proceed with the proposed merger the Commission dismissed the Administrative Complaint.

Matter:

Enforcement

Date:

Industry:

9. **0810155 - Mitchell International / CCC Information Services** 11/25/2008 Information and Technology – Software/Databases

<http://www.ftc.gov/os/adjpro/d9334/index.shtm>

In November 2008, the Commission issued an administrative complaint charging that the acquisition of CCC Information Services by Mitchell International, a transaction valued at \$1.4 billion, would be anticompetitive in the market for "estimates", a database system used by auto insurers and repair shops to generate repair estimates for consumers. According to the complaint, the transaction would also harm competition in the market for total loss valuation (TLV) systems, used to inform consumers when their vehicle has been totaled. The transaction would create a new entity with well over half of the market share for these systems, allowing for unilateral price increases, and facilitating coordination among the remaining smaller competitors in the market. The Commission concurrently authorized staff to file a complaint in Federal District Court. On March 9, 2009, the US District Court for the District of Columbia ordered a preliminary injunction and temporary restraining order preventing the parties from consummating the transaction pending a full administrative trial on the merits. On March 13, 2009, since the respondents announced that they decided not to proceed with the proposed merger the Commission dismissed the Administrative Complaint.

10. **0810170 - Red Sky Holdings / Newpark Resources** 10/23/2008 Energy – Petroleum

<http://www.ftc.gov/os/adjpro/d9333/index.shtm>

In October 2008, the Commission issued an administrative complaint to block CCS Corporation's proposed \$85 million acquisition of Newpark Environmental Services. According to the Commission's complaint, the proposed transaction was anticompetitive because it would consolidate two of the leading providers of waste disposal services for the offshore oil and natural gas exploration and production industry in the Gulf Coast Region, leading to higher prices and decreased service levels. In response to the complaint, CCS, a subsidiary of Red Sky, threatened to close down its operations in the Gulf Coast should the acquisition not receive the necessary regulatory approvals. The Commission dismissed the warnings as an effort to avoid a challenge to the transaction, and continued its effort to seek a preliminary injunction, and temporary restraining order in Federal Court. As a result, the parties informed the Commission of their intent to abandon the transaction in November of 2008. The Commission subsequently dismissed its administrative complaint in December 2008.

11. **0610166 - Inova / Prince William** 5 /6 /2008 Health Care – Hospitals/Clinics

<http://www.ftc.gov/os/caselist/0610166/index.shtm>

In the case of Inova Prince William (0610166) the Commission authorized both an Administrative Complaint and a PI to challenge the proposed merger of Inova Health System Foundation's and Prince William Health System (PWHS) pending a full administrative trial on the merits. The federal district court complaint alleges that the acquisition would violate federal antitrust laws by reducing competition for general acute care inpatient hospital services in Northern Virginia. On June 17, 2008 the Commission approved an order dismissing its administrative complaint, as the respondents publicly announced their mutual decision to terminate the proposed acquisition agreement. The transaction was withdrawn on 6/11/2008.

12. **0710114 - Whole Foods Market Inc. / Wild Oats Markets Inc.** 6 /5 /2007 Retail – Grocery/Supermarkets

<http://www.ftc.gov/os/caselist/0710114/0710114.shtm>

The Commission sought a federal court temporary restraining order (TRO) and preliminary injunction, and issued an administrative complaint, against Whole Food Market, Inc.'s proposed acquisition of its chief rival, Wild Oats Markets, Inc. According to the complaint, the approximately \$670 million deal raised competition problems in 21 local markets where Whole Foods and Wild Oats both operated stores and were each other's closest competitors among premium national and organic supermarkets. The district court granted the TRO, but subsequently denied the preliminary injunction after an abbreviated hearing, concluding that the merger's likely effect would not be substantially to reduce competition in violation of Section 7 of the Clayton Act. The Commission appealed the district court's ruling on grounds that the lower court failed to apply the proper legal standard that governs preliminary injunction applications by the Commission in Section 7 cases. The appellate court remanded the case to the district court for further proceedings to determine if the proposed \$670 million deal raised competition problems in numerous local markets where Whole Foods and Wild Oats both operated premium natural and organic supermarkets. In a settlement on March 6, 2009, Whole Foods agreed to sell the name brand of Wild Oats, along with 32 of the company's stores.

13. **0610140 - Equitable Resources, Inc. / Dominion** 4 /13/2007 Energy – Natural Gas

<http://www.ftc.gov/os/caselist/0610140/0610140.shtm>

The Commission filed a federal court injunction action to block Equitable Resources' proposed acquisition of The Peoples Natural Gas Company, a subsidiary of Dominion Resources; previously, on March 15, 2007, the Commission had filed an administrative complaint. The Commission challenged the merger-to-monopoly in natural gas distribution as detrimental to nonresidential customers in certain areas of Allegheny County, Pennsylvania, which includes Pittsburgh. In May 2007, the federal district court in Pittsburgh denied the FTC's motion for a preliminary injunction and dismissed the complaint, ruling that because the Pennsylvania Utility Commission has the power to approve the merger, the Commission is barred from taking action under the state action doctrine. In June 2007, the U.S. Court of Appeals for the Third Circuit granted the Commission's motion for an injunction pending appeal. The parties abandoned the transaction in January 2008, and in February 2008 the Commission dismissed the administrative complaint. Subsequently, on March 3, 2008, the US Court of Appeals for the Third Circuit vacated the district court opinion.

Matter:	Enforcement Date:	Industry:
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**14. 0610259 - Giant Industries Inc. / Western Refining**      4 /10/2007      Energy – Petroleum

<http://www.ftc.gov/os/adipro/d9323/index.shtm>

The Commission issued an administrative complaint and initiated federal court action to block Western Refining, Inc.'s \$1.4 billion proposed acquisition of rival energy company Giant Industries, Inc. to preserve competition in the supply of bulk light petroleum products, including motor gasoline, diesel fuels, and jet fuels, in northern New Mexico. After a week-long trial, the federal district court denied the Commission's motion for a preliminary injunction, rejecting arguments that Giant had unique opportunities to increase supply and lower fuel prices in northern New Mexico. In October of 2007, the Commission dismissed its administrative complaint, concluding that further prosecution would not be in the public interest.

**15. 0510131 - U.S. Restaurant Properties, Inc. / Aloha Petroleum Corp**      7 /28/2005      Energy – Petroleum

<http://www.ftc.gov/os/caselist/0510131/index.shtm>

The Commission authorized staff, in conjunction with the Hawaii Attorney General, to seek a preliminary injunction to block Aloha Petroleum's proposed acquisition of Trustreet Properties. Aloha sought to acquire Trustreet's half interest in the Barber Point petroleum importing terminal, when Aloha already owned the other half interest. The proposed acquisition would have reduced the number of marketers with ownership or access to a refinery or importing terminal from five to four, and the number of suppliers selling to unintegrated retailers from three to two. After Aloha subsequently announced a long-term agreement with a third party, Mid-Pac Petroleum that would enable Mid-Pac to replace Trustreet as a bulk gasoline supplier, the Commission sought to dismiss its federal court complaint on the ground of changed circumstances.

**16. 0310191 - Arch Coal, Inc.**      4 /1 /2004      Energy – Other

<http://www.ftc.gov/os/adipro/d9316/>

The Commission authorized staff to file a complaint to block Arch Coal, Inc.'s proposed acquisition of Triton Coal Company, L.L.C. from New Vulcan Holdings, L.L.C. on grounds that the acquisition would increase concentration and tend to create a monopoly in the market for coal mined from the Southern Powder River Basin and in the production of 8800 British Thermal Unit coal. On April 1, 2004, the complaint was filed in the U.S. District Court for the District of Columbia. On June 13, 2005 the Commission announced that it was closing its investigation, saying that it will not continue with administrative litigation challenging the deal.

**17. 0210174 - Dreyer's Grand Ice Cream Inc.**      3 /4 /2003      Manufacturing – Food & Beverages

<http://www.ftc.gov/os/caselist/0210174.shtm>

The Commission authorized staff to seek a preliminary injunction to block the merger of Nestlé and Dreyer's Grand Ice Cream, Inc. on grounds that the merger would reduce competition in the highly concentrated market for super-premium ice cream. Nestlé markets super-premium ice cream under the Häagen Dazs brand; Dreyer's super-premium brands include Dreamery, Godiva and Starbucks. Before the complaint was filed in a federal district court, the parties agreed to enter into a consent agreement to settle the charges. The final order requires the divestiture of super-premium ice cream brands Dreamery and Godiva, the Whole Fruit sorbet brand, and Nestlé's distribution assets to CoolBrands International, Inc.

**18. 0210150 - Vlasic / Claussen**      10/22/2002      Manufacturing – Food & Beverages

<http://www.ftc.gov/os/caselist/hicksmusetate.shtm>

The Commission authorized staff to seek a preliminary injunction to block the proposed acquisition of Claussen Pickle Company by Hicks, Muse, Tate & Furst Equity Fund V L.P., the owner of Vlasic Pickle Company on grounds that the transaction would combine the dominant firm in the market for refrigerated pickles (Claussen) with its most significant competitor in refrigerated pickles (Vlasic). Six days after the complaint was filed in federal district court, the parties abandoned the transaction.

**19. 0210235 - The Kroger Co. / Raley's**      10/2 /2002      Retail – Grocery/Supermarkets

<http://www.ftc.gov/opa/2000/06/krogerwinndixie.shtm>

The preliminary injunction authorized by the Commission during the investigation into Kroger's acquisition of 18 Raley's supermarkets in the Las Vegas, Nevada area was not filed. After staff determined that the transaction would promote healthy competition in the Las Vegas/Henderson area due to the rapid growth of the market and the presence of Wal-Mart, Albertson's, Kroger and Safeway - the four major competitors in the area, the investigation was closed.

**20. 0210098 - Cytyc Corp. / Digene Corp.**      6 /24/2002      Health Care – Medical Equipment/Devices

[http://www.ftc.gov/opa/2002/06/cytyc\\_digene.shtm](http://www.ftc.gov/opa/2002/06/cytyc_digene.shtm)

The Commission authorized staff to seek a preliminary injunction to block the acquisition of Digene Corporation on grounds that the combination of the two firms would reduce competition and increase consumer prices within the highly concentrated market for primary cervical cancer screening tests, both now and in the future. The parties abandoned the transaction before court papers could be filed.

Matter:	Enforcement Date:	Industry:
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**21. 0210127 - Meade Instruments Corp / Tasco**      5 /29/2002      Manufacturing – Consumer Goods (non Food & Bev.)  
<http://www.ftc.gov/opa/2002/05/meadecelestron.shtml>

The Commission authorized staff to seek a temporary restraining order and a preliminary injunction to prevent Meade from acquiring any of the assets that could become available as a result of the pending bankruptcy proceedings in Tasco Holdings, Inc.'s Celestron International. According to the Commission, the purchase of the performance telescope assets would eliminate competition in that market and create a monopoly for the Schmidt-Cassegrain telescopes. Meade agreed not to submit any bid for Celestron or its assets.

**22. 0110117 - Goodman Fielder Limited**      3 /7 /2002      Manufacturing – Food & Beverages  
<http://www.ftc.gov/os/caselist/0110117.shtml>

The Commission authorized staff to seek a preliminary injunction to block DGF's proposed acquisition of Leiner Davis Gelatin Corporation and its Goodman Fielder USA, Inc. subsidiary. According to the Commission this transaction, if allowed to proceed as planned, would increase the likelihood of anticompetitive activity in the U.S. market for pigskin and beef hide gelatin, used by the food industry as an ingredient in edible products and by the pharmaceutical industry to produce capsules and tablets. The combination of the two firms would account for more than 50 percent of the relevant market in the U.S. A proposed consent agreement designed to remedy the significant antitrust concerns was accepted for public comment March 7, 2002; the consent order was finalized April 17, 2002.

**23. 0110194 - Libbey, Inc. / Anchor Hocking**      1 /14/2002      Manufacturing – Industrial Goods  
<http://www.ftc.gov/os/caselist/d9301.shtml>

The Commission authorized staff to seek a preliminary injunction to block Libbey's proposed \$332 million acquisition of Anchor Hocking, a subsidiary of Newell Rubbermaid, Inc., on grounds that the acquisition would substantially lessen competition in the market for soda-lime glassware sold to the food service industry in the United States. A complaint was filed in the U.S. District Court for the District of Columbia on January 14, 2002. The district court granted the Commission's request for an injunction on April 22, 2002. An administrative complaint, issued on May 9, extend the injunction until the conclusion of the administrative proceedings. Pursuant to the delegation of authority, the Commission withdrew the matter from adjudication on July 25, 2002, to consider a proposed consent agreement. A consent order was finalized October 7, 2002.

**24. 0110057 - Diageo-Pernod / Seagram**      10/23/2001      Manufacturing – Food & Beverages  
<http://www.ftc.gov/os/caselist/0110057/>

The Commission authorized staff to file a motion for a preliminary injunction to block the proposed acquisition of Vivendi Universal S.A.'s Seagram Wine and Spirits Business on grounds that the transaction, would not only combine the second- and third-largest rum producers in the U.S. eliminating actual competition between the firms, but could also create higher prices for consumers of rum. A consent order permitted the acquisition, with certain conditions.

**25. 0010154 - McCall Pattern / Conso**      8 /4 /2000      Manufacturing – Consumer Goods (non Food & Bev.)  
<http://www.ftc.gov/os/caselist/0010054.shtml>

Conso International Corporation, owner of the Simplicity brand of home sewing patterns, abandoned its proposed acquisition of McCall Pattern Company after the Commission filed a motion for a preliminary injunction in the United States District Court for the Southern District of New York. The complaint charged that the acquisition would reduce the number of United States sewing pattern designers and producers from three to two, creating a firm with more than 75% of the domestic unit sales of domestic home sewing patterns.

**26. 0010137 - H.J. Heinz Co**      7 /14/2000      Manufacturing – Food & Beverages  
<http://www.ftc.gov/os/caselist/ca100cv01688ddc.shtml>

The U.S. District Court of Appeals for the District of Columbia reversed the federal district court decision and granted the Commission's request for entry of a preliminary injunction to enjoined Heinz's proposed acquisition of Milnot Holding Company, the owner of the Beech-Nut Nutrition Corporation. Within minutes of the Appeals Court decision, the parties abandoned the transaction.

**27. 0010120 - Swedish Match AB**      6 /22/2000      Manufacturing – Consumer Goods (non Food & Bev.)  
<http://www.ftc.gov/os/caselist/d9296.shtml>

The Commission authorized staff to seek a preliminary injunction to block the proposed acquisition of National Tobacco Company, L.P. on grounds that the \$165 million acquisition would lessen competition in the market for loose leaf chewing tobacco and that Swedish Match's market share would increase to 60 percent. On December 14, 2000, the U.S. District Court for the District of Columbia issued a 42-page opinion granting the Commission's motion for the injunction. On December 22, 2000, the parties abandoned the transaction.



**Matter:****Enforcement****Date:****Industry:**

**28. 0010057 - The Kroger Co. / Winn-Dixie**      6 /2 /2000      Retail – Grocery/Supermarkets  
<http://www.ftc.gov/os/caselist/0010057.shtm>

The preliminary injunction authorized by the Commission during the investigation into Kroger's acquisition of 18 Raley's supermarkets in the Las Vegas, Nevada area was not filed. After staff determined that the transaction would promote healthy competition in the Las Vegas Henderson area due to the rapid growth of the market and the presence of Wal-Mart, Albertson's, Kroger and Safeway -the four major competitors in the area, the investigation was closed.

**29. 9910192 - BP / ARCO**      2 /2 /2000      Energy – Petroleum  
<http://www.ftc.gov/os/caselist/c3938.shtm>

Commission authorized staff to file a motion in federal district court to prevent the merger of BP Amoco p.1.c. and Atlantic Richfield Company. The complaint, filed in the U.S. District Court for the Northern District of California, San Francisco Division on February 4,2000, alleged that the merger would reduce competition in the exploration and production of Alaska North Slope crude oil and its sale to West Coast refineries, and in the market for pipeline and storage facilities in Cushing, Oklahoma. The merger would combine: (1) the two largest producers of crude oil on the North Slope of Alaska; (2) the two largest suppliers of Alaska North Slope crude oil to refineries in California and Washington; (3) and the two most successful competitors in bidding for exploration leases on the North Slope: On March 15,2000, five days before the start of the trial, the defendants and the Commission agreed to seek adjournment of the federal court proceedings to enter into consent negotiations. The consent order became final August 29,2000.

**30. 9710090 - Poplar Bluff Hospitals**      4 /16/1998      Health Care – Hospitals/Clinics  
<http://www.ftc.gov/os/caselist/d9289.shtm>

Staff authorized to file a motion for a preliminary injunction to block the proposed acquisition of Doctors Regional Medical Center in Poplar Bluff, Missouri. On July 30, 1999, the U.S. District Court for the Eastern District of Missouri granted the Commission's motion for the injunction. Tenet filed a notice of appeal in the Eighth Circuit on August 10, 1999. An administrative complaint was issued August 20, 1998 charging that the proposed merger of the only two general hospitals in Poplar Bluff would not only eliminate price, cost and quality competition but would also put consumers at risk of paying more for health care. The Commission dismissed the administrative complaint that challenged the acquisition of Doctors Regional Medical Center in Poplar Bluff, Missouri after the United States Court of Appeals for the Eighth Circuit denied the Commission's petition for a rehearing en banc and denied the Commission's motion to stay the mandate in October 1999.

**31. 9710120 - Cardinal Health, Inc.**      3 /3 /1998      Health Care – Prescription Drugs  
<http://www.ftc.gov/os/caselist/ca98595ddc.shtm>

The Commission authorized staff to file separate motions in federal district court to block the mergers of the nation's four largest drug wholesalers into two wholesale distributors of pharmaceutical products. The Commission charged that Cardinal 's proposed acquisition of Bergen Brunswig Corporation and McKesson Corporation's proposed acquisition of AmeriSource Health Corp. would substantially reduce competition in the market for prescription drug wholesaling and lead to higher prices and a reduction in services to the companies' customers --hospitals, nursing homes and drugstores --and eventually to consumers. Two separate motions for preliminary injunctions were filed in the U.S. District Court for the District of Columbia March 6, 1998. On July 31, 1998, the District Court granted the Commission's motions enjoining both proposed mergers. The parties abandoned their respective merger plans soon after the decision.

**32. 9810025 - McKesson Corp. / AmeriSource Health**      3 /3 /1998      Health Care – Prescription Drugs  
<http://www.ftc.gov/os/caselist/ca98595ddc.shtm>

The Commission authorized staff to file separate motions in federal district court to block the mergers of the nation's four largest drug wholesalers into two wholesale distributors of pharmaceutical products. The Commission charged that Cardinal 's proposed acquisition of Bergen Brunswig Corporation and McKesson Corporation's proposed acquisition of AmeriSource Health Corp. would substantially reduce competition in the market for prescription drug wholesaling and lead to higher prices and a reduction in services to the companies' customers --hospitals, nursing homes and drugstores --and eventually to consumers. Two separate motions for preliminary injunctions were filed in the U.S. District Court for the District of Columbia March 6, 1998. On July 31, 1998, the District Court granted the Commission's motions enjoining both proposed mergers. The parties abandoned their respective merger plans soon after the decision.

**33. 9710066 - Mediq Inc. / Universal Hospital Services**      7 /29/1997      Health Care – Medical Equipment/Devices  
<http://www.ftc.gov/os/caselist/ca971916ddc.shtm>

Mediq abandoned its proposed acquisition of Universal Hospital Services after the Commission filed a complaint and motion for a preliminary injunction to block the merger of the nation's two largest firms engaged in the rental to hospitals of movable medical equipment, such as respiratory, infusion and monitoring devices. The complaint, filed in the U.S. District Court for the District of Columbia, alleged that the merger would create a monopoly which would raise the rental prices of movable medical equipment rental in many major metropolitan areas across the nation.

Matter:

Enforcement

Date:

Industry:

**34. 9710008 - Staples / Office Depot**

3 /10/1997

Retail – Merchandise/Clothing

<http://www.ftc.gov/os/caselist/cn197cv00701.shtm>

Staff authorized to file a motion for a preliminary injunction to block the proposed acquisition of Office Depot, 1nc. on grounds that the \$4 billion acquisition would allow the combined firm to control prices for the sale of office supplies in numerous metropolitan areas in the United States. On June 30, 1997, the U.S. District Court for the District of Columbia granted the Commission's motion for the injunction. Staples abandoned its acquisition plans in July 1997.

**35. 9610020 - Rite Aid / Revco**

4 /17/1996

Health Care – Retail/Pharmacies

<http://www.ftc.gov/opa/1996/04/riterevc.shtm>

Staff authorized to seek a preliminary injunction in federal district court to block the acquisition of Revco D.S., Inc on grounds that the merger of the two largest retail drug store chains in the United States would result in an increase in the price of prescription drugs sold through pharmacy benefit plans in numerous geographic areas. Rite Aid withdrew its tender offer before the Commission could file its motion in court.

**36. 9510126 - Blodgett Memorial Medical Center**

1 /19/1996

Health Care – Hospitals/Clinics

<http://www.ftc.gov/os/caselist/d9283.shtm>

Staff authorized to file a motion for a preliminary injunction to block the proposed merger of the two largest hospitals in Grand Rapids, Michigan, Blodgen and Butterworth Hospital, on grounds that the merger would substantially reduce competition for acute-care inpatient hospital services in the area. The complaint was filed January 23, 1996 in the U.S. District Court for the Western District of Michigan (Southern Division). On September 26, 1996, the court denied the Commission's request for an injunction. An administrative complaint alleging violation of the antitrust laws also was filed on November 18, 1996. The Commission ended its litigation after the U.S. Court of Appeals for the Sixth Circuit upheld the district court's decision.

**37. 9610001 - Questar Kern River**

12/27/1995

Energy – Natural Gas

<http://www.ftc.gov/opa/1996/06/petapp33.shtm>

Staff authorized to seek a preliminary injunction to prevent the acquisition of a 50 percent interest in Kern River Gas Transmission Company from Tenneco, Inc. on grounds that the acquisition would create a monopoly in the transmission of natural gas to industrial customers in the Salt Lake City area. The parties abandoned their acquisition plans shortly after the Commission filed its complaint in federal district court.

Matter:

Enforcement

Date:

Industry:

**Restructured, Abandoned, or Fix-it-First**

1. Non Public 7 /10/2012 [.....]

The parties abandoned the transaction due to antitrust concerns and questions about postmerger physician loyalty.

2. Non Public 6 /21/2012 [.....]

3. Non Public 1 /26/2012 [.....]

4. Non Public 1 /11/2012 [.....]

5. Non Public 12/12/2011 [.....]

6. Non Public 10/14/2011 [.....]

7. Non Public 9 /2 /2011 [.....]

8. Non Public 8 /2 /2011 [.....]

9. Non Public 7 /15/2011 [.....]

10. Non Public 4 /1 /2011 [.....]

11. Non Public 2 /26/2011 [.....]

12. Non Public 2 /15/2011 [.....]

13. Non Public 3 /18/2010 [.....]

<b>Matter:</b>	<b>Enforcement Date:</b>	<b>Industry:</b>
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<b>14. Non Public</b>	12/10/2009	[.....]
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<b>15. Non Public</b>	11/5 /2009	[.....]
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<b>16. Non Public</b>	8 /31/2009	[.....]
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<b>17. Non Public</b>	3 /31/2009	[.....]
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<b>18. Non Public</b>	12/5 /2008	[.....]
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<b>19. Non Public</b>	8 /26/2008	[.....]
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<b>20. Non Public</b>	7 /17/2008	[.....]
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<b>21. Non Public</b>	6 /6 /2008	[.....]
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<b>22. Non Public</b>	5 /29/2008	[.....]
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<b>23. Non Public</b>	3 /18/2008	[.....]
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<b>24. Non Public</b>	10/10/2007	[.....]
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<b>25. Non Public</b>	8 /29/2007	[.....]
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<b>26. Non Public</b>	7 /31/2007	[.....]
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<b>27. Non Public</b>	3 /22/2007	[.....]
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<b>Matter:</b>	<b>Enforcement Date:</b>	<b>Industry:</b>
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<b>28. Non Public</b>	3 /9 /2007	[.....]
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<b>29. Non Public</b>	11/17/2006	[.....]
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<b>30. Non Public</b>	7 /26/2006	[.....]
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<b>31. Non Public</b>	7 /24/2006	[.....]
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<b>32. Non Public</b>	6 /26/2006	[.....]
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<b>33. Non Public</b>	4 /18/2006	[.....]
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<b>34. Non Public</b>	3 /1 /2006	[.....]
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<b>35. Non Public</b>	2 /15/2006	[.....]
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<b>36. Non Public</b>	12/28/2005	[.....]
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<b>37. Non Public</b>	6 /8 /2005	[.....]
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<b>38. Non Public</b>	6 /8 /2005	[.....]
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<b>39. Non Public</b>	6 /2 /2005	[.....]
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<b>40. Non Public</b>	5 /13/2005	[.....]
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<b>41. Non Public</b>	6 /1 /2004	[.....]
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<b>Matter:</b>	<b>Enforcement Date:</b>	<b>Industry:</b>
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42. Non Public	12/1 /2003	[.....]
43. Non Public	11/23/2003	[.....]
44. Non Public	8 /8 /2003	[.....]
45. Non Public	6 /12/2003	[.....]
46. Non Public	5 /1 /2003	[.....]
47. Non Public	5 /1 /2003	[.....]
48. Non Public	4 /5 /2003	[.....]
49. Non Public	3 /25/2003	[.....]
50. Non Public	3 /3 /2003	[.....]
51. Non Public	2 /13/2003	[.....]
52. Non Public	12/17/2002	[.....]
53. Non Public	10/9 /2002	[.....]
54. Non Public	3 /27/2002	[.....]
55. Non Public	2 /19/2002	[.....]

<b>Matter:</b>	<b>Enforcement Date:</b>	<b>Industry:</b>
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<b>56. Non Public</b>	2 /1 /2002	[.....]
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<b>57. Non Public</b>	2 /1 /2002	[.....]
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<b>58. Non Public</b>	1 /2 /2002	[.....]
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<b>59. Non Public</b>	12/1 /2001	[.....]
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<b>60. Non Public</b>	10/18/2001	[.....]
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<b>61. Non Public</b>	7 /10/2001	[.....]
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<b>62. Non Public</b>	7 /2 /2001	[.....]
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<b>63. Non Public</b>	6 /15/2001	[.....]
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<b>64. Non Public</b>	1 /5 /2001	[.....]
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<b>65. Non Public</b>	9 /27/2000	[.....]
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<b>66. Non Public</b>	8 /29/2000	[.....]
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<b>67. Non Public</b>	8 /11/2000	[.....]
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<b>68. Non Public</b>	7 /31/2000	[.....]
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<b>69. Non Public</b>	5 /9 /2000	[.....]
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<b>Matter:</b>	<b>Enforcement Date:</b>	<b>Industry:</b>
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<b>70. Non Public</b>	2 /8 /2000	[.....]
<b>71. Non Public</b>	1 /5 /2000	[.....]
<b>72. Non Public</b>	1 /3 /2000	[.....]
<b>73. Non Public</b>	12/22/1999	[.....]
<b>74. Non Public</b>	7 /6 /1999	[.....]
<b>75. Non Public</b>	6 /2 /1999	[.....]
<b>76. Non Public</b>	4 /2 /1999	[.....]
<b>77. Non Public</b>	4 /2 /1999	[.....]
<b>78. Non Public</b>	3 /23/1999	[.....]
<b>79. Non Public</b>	3 /17/1999	[.....]
<b>80. Non Public</b>	1 /29/1999	[.....]
<b>81. Non Public</b>	1 /4 /1999	[.....]
<b>82. Non Public</b>	12/21/1998	[.....]
<b>83. Non Public</b>	12/8 /1998	[.....]



<b>Matter:</b>	<b>Enforcement Date:</b>	<b>Industry:</b>
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<b>84. Non Public</b>	11/16/1998	[.....]
<b>85. Non Public</b>	10/14/1998	[.....]
<b>86. Non Public</b>	8 /24/1998	[.....]
<b>87. Non Public</b>	7 /22/1998	[.....]
<b>88. Non Public</b>	6 /24/1998	[.....]
<b>89. Non Public</b>	1 /8 /1998	[.....]
<b>90. Non Public</b>	11/17/1997	[.....]
<b>91. Non Public</b>	11/17/1997	[.....]
<b>92. Non Public</b>	9 /3 /1997	[.....]
<b>93. Non Public</b>	3 /13/1997	[.....]
<b>94. Non Public</b>	1 /24/1997	[.....]
<b>95. Non Public</b>	1 /8 /1997	[.....]
<b>96. Non Public</b>	11/20/1996	[.....]
<b>97. Non Public</b>	3 /20/1996	[.....]

98. Non Public

1 /29/1996 [.....]