

Enforcement Actions in Industry/Sector: Manufacturing (FY 1996 - FY 2012)

Matter: Enforcement
Date: Matter and Action Type:

Manufacturing – Chemicals/Industrial Gases

- 1. 1010093 - Airgas / Air Products and Chemicals** 9 /10/2010 Merger - Consent Order Accepted for Comment
<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.

- 2. 0810130 - NuFarm / A.H. Marks Holdings, Ltd.** 7 /28/2010 Merger - Consent Order Accepted for Comment
<http://www.ftc.gov/os/caselist/0810130/index.shtm>

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 MCPP-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.

- 3. 0810265 - BASF / Ciba Specialty Chemicals** 4 /2 /2009 Merger - Consent Order Accepted for Comment
<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.

- 4. 0710230 - Lubrizol / Lockhart Chemical** 2 /26/2009 Merger - Consent Order Accepted for Comment
<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.

- 5. 0810214 - Dow Chemical / Rohm & Haas** 1 /23/2009 Merger - Consent Order Accepted for Comment
<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:	Matter and Action Type:
6. 0710212 - Huntsman Corporation / Hexion Specialty Chemicals Inc.	10/2 /2008	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/0710212/index.shtm
<p>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.</p>			
7. 0710203 - Carlyle Partners IV, L.P. / JP Morgan Chase & Co.	6 /30/2008	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/0710203/index.shtm
<p>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.</p>			
8. 0610114 - Linde / BOC	7 /18/2006	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/0610114/index.shtm
<p>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.</p>			
9. 0510009 - Occidental Chemical Corporation / Vulcan Materials Company	6 /3 /2005	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/0510009/0510009.shtm
<p>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.</p>			
10. 0410203 - Cytec Industries Inc. / Surface Specialties Business of UCB S.A.	3 /1 /2005	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/0410203/0410203.shtm
<p>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.</p>			
11. 0410020 - Matter of American Air Liquide, Inc.	4 /29/2004	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/0410020/0410020.shtm
<p>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.</p>			

Matter:	Enforcement	Date: Matter and Action Type:
12. 0210100 - Dainippon Ink & Chemicals, Inc	1 /31/2003	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c4073.shtm
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.		
13. 0210123 - Shell Oil Company / Pennzoil	9 /27/2002	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c4059.shtm
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, Ski1 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)		
14. 0110199 - Aventis / Bayer AG	5 /30/2002	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c4049.shtm
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 defoliant. 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.		
15. 0210067 - Solvay S.A. / Italenergia S.p.A.	5 /2 /2002	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c4046.shtm
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.		
16. 0010040 - Airgas, Inc. / Mallinckrodt Inc.	10/26/2001	Merger - Consent Order Accepted for Comment 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.		
17. 9810237 - MCC Manufacturers	12/20/2000	Nonmerger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c4050.shtm
A consent order settled charges that FMC and Asahi Chemical Industry Co. Ltd. of Japan entered into a conspiracy to divide the world market for microcrystalline cellulose (MCC), a binder used in making pharmaceutical tablets, into two territories. According to the complaint, FMC allegedly agreed not to sell the pharmaceutical to customers in Japan or East Asia without Asahi Chemical's consent, while Asahi Chemical agreed not to sell the pharmaceutical to customers in North America or Europe without the consent of FMC. The final order prohibits such behavior in the future and restricts FMC from acting as the U.S. distributor for any competing manufacturer of microcrystalline cellulose (including Asahi Chemical) for 10 years. In addition, for five years, FMC is prohibited from distributing in the United States any other product manufactured by Asahi Chemical.		
18. 0010082 - Novartis AG / AstraZeneca PLC	11/1 /2000	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3979.shtm
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.		

Matter:	Enforcement	Date: Matter and Action Type:
19. 9910218 - FMC Corporation	4 /7 /2000	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3935.shtm
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.		
20. 9910237 - Rhodia / A&W	3 /14/2000	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3930.shtm
Rhodia divested certain assets to resolve antitrust concerns stemming from its acquisition of Allbright & 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.		
21. 9910071 - Hoechst AG	12/7 /1999	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3919.shtm
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.		
22. 9910288 - Associated Ocel Company Ltd.	9 /7 /1999	Merger - Consent Order Accepted for Comment 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.		
23. 9910112 - Rohm & Haas Co.	4 /26/1999	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3883.shtm
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.		
24. 9710118 - DeGussa / DuPont	3 /27/1998	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3813.shtm
Degussa agreed to restructure a proposed transaction to acquire only one hydrogen peroxide production plant from E. I. Dupont de Nemours & 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.		
25. 9710004 - Great Lakes Chemical Corporation	3 /27/1998	Nonmerger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3815.shtm
The consent order settled charges that Ethyl and The Associated Ocel Company Ltd. entered into an agreement whereby Ethyl agreed to stop manufacturing lead antiknock compounds and, in return, Ocel agreed to supply Ethyl with a limited volume of lead antiknock compounds. The complaint issued with the consent order charged that the agreement eliminated competition between the two firms. Under term of the consent order, Ocel must modify the agreement with Ethyl to remove price and volume restrictions and both firms are prohibited from disclosing to one another the prices that they charge their customers.		
26. 9710105 - Dow Chemical / Sentrachem	11/28/1997	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3785.shtm
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.		

5. 0210127 - Meade Instruments Corp / Tasco	5 /29/2002	Merger - Preliminary Injunction
--	------------	---------------------------------

<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.

6. 0110083 - Nestle S.A. / Ralston Purina Co.	12/11/2001	Merger - Consent Order Accepted for Comment
--	------------	---

<http://www.ftc.gov/os/caselist/c4028.shtml>

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.

7. 0010231 - Polygram Holding Inc. (The Three Tenors)	7 /31/2001	Nonmerger - Part III Administrative Complaint
--	------------	---

<http://www.ftc.gov/os/caselist/d9298.shtml>

The Commission upheld the ruling of an administrative law judge and prohibited PolyGram from entering into any agreement with competitors to fix the prices or restrict the advertising of products they have produced independently. The administrative complaint, issued on July 30, 2001, generally known as The Three Tenors and involving respondents PolyGram Holding, Inc.; Decca Music Group Limited; UMG Recordings Inc.; and Universal Music & Video Distribution Corporation charged PolyGram with entering into an illegal price fixing agreement not to advertise or discount earlier albums and video recordings of concerts featuring the Three Tenors in an effort to promote the latest concert, thought to be less appealing to the public. The Commission ordered the respondents to cease and desist from entering into any combination, conspiracy, or agreement - with producers or sellers at wholesale of audio or video products - to "fix, raise, or stabilize prices or price levels" in connection with the sale in or into the United States of any audio or video product. In July 2005, the U.S. Court of Appeals for the District of Columbia Circuit affirmed the Commission's decision in Polygram Holding Inc., validating the Commission's approach to analyzing horizontal conduct among competitors.

8. 0010154 - McCall Pattern / Conso	8 /4 /2000	Merger - Preliminary Injunction
--	------------	---------------------------------

<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.

9. 0010120 - Swedish Match AB	6 /22/2000	Merger - Part III Administrative Complaint with Federal Injunction
--------------------------------------	------------	--

<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.

10. 9710070 - MAP Policies of Prerecorded	5 /10/2000	Nonmerger - Consent Order Accepted for Comment
--	------------	--

<http://www.ftc.gov/os/caselist/c3974.shtml>

Five distributors of recorded music illegally required retailers to advertise compact discs at or above the minimum advertised price (MAP) set by the distribution company in exchange for substantial advertising payments for various types of media including television, radio, newspaper and signs and banners within the retailers own stores. According to the complaint, large music retailers would lose millions of dollars if they refused to follow the MAP policies. As a result of this policy the retail prices of CD's increased. Beginning in 1997, distributors increased the wholesale prices for CD's, and those wholesale prices have continued to rise each year since. Time-Warner Inc. and four other firms, Bertelsmann, Universal Music and Video Distribution Corporation and UMG Recordings, Inc., EMI Music Distribution, and Sony Music Entertainment represent approximately 85 percent of all CD's purchased in the United States.

Matter:	Enforcement Date:	Matter and Action Type:
---------	-------------------	-------------------------

11. 9810386 - Nine West Group Inc	3 /6 /2000	Nonmerger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3937.shtm
--	------------	---

Nine West Group Inc. settled charges that it entered into agreements with retailers; coerced other retailers into fixing the retail prices for their shoes; and restricted periods when retailers could promote sales at reduced prices. The order prohibits Nine West from fixing the price at which dealers may advertise, promote or sell any product. Nine West is one of the country's largest suppliers of women's shoes.

12. 9910306 - Reckitt & Coleman plc	11/24/1999	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3918.shtm
--	------------	--

A final order permits Reckitt & Colman to acquire Benckiser N.V. from NRV Vermögensverwaltung GmbH but requires the divestiture of Benckiser's Scrub Free and Delicare business to Church & Dwight, Inc., producers of household cleaning products.

13. 9910038 - Southern Valley Pool Assn.	8 /18/1999	Nonmerger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/9910038.shtm
---	------------	---

A consent order prohibits fourteen Bakersfield, California pool construction contractors from entering into any agreement or conspiracy to substantially raise and set swimming pool construction prices. The order also prohibits the contractors from refusing to deal with owner-builders or home construction contractors or developers.

14. 9810086 - S.C. Johnson & Son, Inc.	1 /22/1998	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3802.shtm
---	------------	--

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.

15. 9610067 - Castle Harlan / Town & Country / CJC Holding	9 /23/1996	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3701.shtm
---	------------	--

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.

Manufacturing – Food & Beverages

1. 1010107 - Coca-Cola / Coca-Cola Enterpirse	9 /27/2010	Merger - Consent Order Accepted for Comment 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.

2. 0910133 - PepsiCo Inc. / Pepsi Bottling	2 /26/2010	Merger - Consent Order Accepted for Comment 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.

Matter:	Enforcement Date:	Matter and Action Type:
3. 0810045 - McCormick & Company / Unilever Group	7 /30/2008	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/0810045/index.shtm
<p>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.</p>		
4. 0810119 - Pernod Ricard / V&S Spirits	7 /17/2008	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/0810119/index.shtm
<p>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.</p>		
5. 0310064 - DSM N.V. / Roche Holding AG	9 /23/2003	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c4098.shtm
<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>		
6. 0210174 - Dreyer's Grand Ice Cream Inc.	3 /4 /2003	Merger - Preliminary Injunction http://www.ftc.gov/os/caselist/0210174.shtm
<p>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.</p>		
7. 0210150 - Vlasic / Claussen	10/22/2002	Merger - Preliminary Injunction http://www.ftc.gov/os/caselist/hicksmusetate.shtm
<p>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.</p>		
8. 0110117 - Goodman Fielder Limited	3 /7 /2002	Merger - Preliminary Injunction http://www.ftc.gov/os/caselist/0110117.shtm
<p>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.</p>		

Matter:	Enforcement	Date:	Matter and Action Type:
9. 0110057 - Diageo-Pernod / Seagram	10/23/2001	Merger - Preliminary Injunction	http://www.ftc.gov/os/caselist/0110057/
<p>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.</p>			
10. 0010215 - Philip Morris / Nabisco Group	12/7 /2000	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3987.shtm
<p>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.</p>			
11. 0010137 - H.J. Heinz Co	7 /14/2000	Merger - Preliminary Injunction	http://www.ftc.gov/os/caselist/ca100cv01688ddc.shtm
<p>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.</p>			
12. 9610050 - McCormick Spices	3 /8 /2000	Nonmerger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3939.shtm
<p>McCormick & Company agreed to settle charges that it violated the Robinson-Patman Act when the firm charged some retailers higher net prices for its spice and seasoning products than it charged other retailers. According to the complaint, McCormick, the world's largest spice company, offered its products to some retailers at substantial discounts using a variety of different discounting schemes, such as slotting allowances, free goods, off-invoice discounts and cash rebates. The order prohibits McCormick from engaging in price discrimination and from selling its products to any purchaser at a net price higher than McCormick charged the purchaser's competitor.</p>			
13. 9710081 - Guinness / Grand Metropolitan	12/12/1997	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3801.shtm
<p>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.</p>			
14. 9610101 - General Mills / Ralcorp Holdings	12/24/1996	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3742.shtm
<p>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.</p>			
15. 9510072 - Devro / Teepak Intl	12/4 /1995	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/opa/1996/04/petapp18.shtm
<p>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.</p>			

Manufacturing – Industrial Goods

1. **1110207 - Carpenter / HHEP-Latrobe** 2 /29/2012 Merger - Consent Order Accepted for Comment
<http://ftc.gov/os/caselist/1110207/index.shtm>
- The FTC will require 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. The proposed settlement is part of the FTC's efforts to preserve competition that benefits consumers by keeping prices low and quality and service high. It requires that, in order to complete the deal, Carpenter divest assets necessary for manufacturing the two alloys – MP159 and Aerospace MP35N – to another metals manufacturer, Eramet S.A.
-
2. **1010080a Sigma / McWane Inc** 1 /4 /2012 Nonmerger - Consent Order Accepted for Comment
<http://www.ftc.gov/os/caselist/1010080/index.shtm>
- The Federal Trade Commission has filed complaints against the three largest U.S. suppliers of ductile iron pipe fittings, which are used in municipal water systems around the United States. The FTC charged that the three companies, McWane, Inc., Star Pipe Products, Ltd., and Sigma Corporation, illegally conspired to set and maintain prices for pipe fittings, and that McWane illegally maintained its monopoly power in the market for U.S.-made pipe fittings. Sigma has settled the FTC's charges and has agreed not to engage in similar anticompetitive tactics in the future. The complaint against McWane and Star will be heard before an administrative law judge later this year (see Admin Complaint D9351/1010080). **Update**: On Feb 28, 2012, the FTC approved a final order settling charges that Sigma Corporation engaged in illegal anticompetitive practices. Neither McWane nor Star agreed to settle the FTC's charges but the Commission removed its complaint against Star from the administrative process. The complaint against McWane, however, is still scheduled to be heard by an Administrative Law Judge at the Commission later this year. On March 20, 2012, Star Pipe Products, Ltd. agreed to settle Federal Trade Commission charges that it conspired with the two other largest manufacturers to increase the prices at which pipe fittings were sold nationwide.
-
3. **1010080b FTC v McWane Inc** 1 /4 /2012 Nonmerger - Part III Administrative Complaint
<http://www.ftc.gov/os/adjpro/d9351/index.shtm>
- The Federal Trade Commission has filed complaints against the three largest U.S. suppliers of ductile iron pipe fittings, which are used in municipal water systems around the United States. The FTC charged that the three companies, McWane, Inc., Star Pipe Products, Ltd., and Sigma Corporation, illegally conspired to set and maintain prices for pipe fittings, and that McWane illegally maintained its monopoly power in the market for U.S.-made pipe fittings. Sigma has settled the FTC's charges and has agreed not to engage in similar anticompetitive tactics in the future. The complaint against McWane will be heard before an administrative law judge later this year (see Part 2 Consent 1010080). On March 20, 2012, Star Pipe Products, Ltd. agreed to settle Federal Trade Commission charges that it conspired with the two other largest manufacturers to increase the prices at which pipe fittings were sold nationwide.
-
4. **1010080c FTC v McWane Inc** 1 /4 /2012 Nonmerger - Part III Administrative Complaint
<http://www.ftc.gov/os/adjpro/d9351/index.shtm>
- The Federal Trade Commission has filed complaints against the three largest U.S. suppliers of ductile iron pipe fittings, which are used in municipal water systems around the United States. The FTC charged that the three companies, McWane, Inc., Star Pipe Products, Ltd., and Sigma Corporation, illegally conspired to set and maintain prices for pipe fittings, and that McWane illegally maintained its monopoly power in the market for U.S.-made pipe fittings. Sigma has settled the FTC's charges and has agreed not to engage in similar anticompetitive tactics in the future. The complaint against McWane will be heard before an administrative law judge later this year (see Part 2 Consent 1010080). On March 20, 2012, Star Pipe Products, Ltd. agreed to settle Federal Trade Commission charges that it conspired with the two other largest manufacturers to increase the prices at which pipe fittings were sold nationwide.
-
5. **1110169 - Graco / Illinois Tool Works** 12/15/2011 Merger - Part III Administrative Complaint with Federal Injunction
<http://www.ftc.gov/os/adjpro/d9350/index.shtm>
- Seeking to maintain competition in markets for key industrial finishing equipment, the Federal Trade Commission challenged Graco Inc.'s proposed \$650 million acquisition of ITW Finishing LLC from Illinois Tool Works Inc., a rival producer of equipment used to apply paints and other liquid finishes to a variety of manufactured goods. According to the FTC, the proposed deal would hurt competition and lead to higher prices and reduced innovation for the North American manufacturers who rely on this equipment. On March 27, 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 order ensures that Graco will not integrate certain assets into its operations, pending the FTC's consideration of a proposed settlement that has been entered into by Graco and the FTC's staff, but not yet accepted by the Commission.

Matter:	Enforcement Date:	Matter and Action Type:
6. 1010175 - Keystone / Compagnie de Saint-Gobain	12/29/2010	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/1010175/index.shtm
<p>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.</p>		
7. 0810245 - AEA Investors / Wilh.Werhahn	7 /14/2010	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/0810245/index.shtm
<p>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.</p>		
8. 0910068 - Agrium / CF Industries	12/23/2009	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/0910068/index.shtm
<p>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.</p>		
9. 0910050 - Panasonic / Sanyo	11/24/2009	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/0910050/index.shtm
<p>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.</p>		
10. 0910086 - K&S AG / Dow Chemical	9 /25/2009	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/0910086/index.shtm
<p>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.</p>		

Matter:**Enforcement****Date:****Matter and Action Type:****11. 0810131 - Polypore International / Daramic LLC**

9 /10/2008

Merger - Part III Administrative Complaint

<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 March, 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 February 22, 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. The 11th Circuit set oral argument for the week of January 23, 2012.

12. 0810079 - Flow International Corporation / Omax Corp

7 /10/2008

Merger - Consent Order Accepted for Comment

<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.

13. 0610281 - Compagnie de Saint-Gobain / Owens Corning

10/26/2007

Merger - Consent Order Accepted for Comment

<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.

14. 0510007 - Cemex S.A. de C.V. / RMC Group, PLC

2 /14/2005

Merger - Consent Order Accepted for Comment

<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.

Matter:	Enforcement	Date:	Matter and Action Type:
---------	-------------	-------	-------------------------

15. 0110194 - Libbey, Inc. / Anchor Hocking

1 /14/2002

Merger - Part III Administrative Complaint with Federal Injunction

<http://www.ftc.gov/os/caselist/d9301.shtm>

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.

16. 0210002 - INA / FAG

12/20/2001

Merger - Consent Order Accepted for Comment

<http://www.ftc.gov/os/caselist/c4033.shtm>

The consent order permits WA'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.

17. 0110015 - Chicago Bridge & Iron

10/25/2001

Merger - Part III Administrative Complaint

<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.

18. 0010186 - Svedala Industri AB / Metso Corp

9 /7 /2001

Merger - Consent Order Accepted for Comment

<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.

19. 0010112 - Lafarge S.A. / Blue Circle Industries

6 /18/2001

Merger - Consent Order Accepted for Comment

<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.

Matter:	Enforcement	Date:	Matter and Action Type:
20. 9910301 - Dow Chemical Co.	2 /5 /2001	Merger - Consent Order Accepted for Comment	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.			
21. 0010197 - The Valspar Corporation / Lilly	12/19/2000	Merger - Consent Order Accepted for Comment	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.			
22. 0010100 - Unocal Corp. / Agrium Inc.	9 /29/2000	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3981.shtm
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.			
23. 9910281 - RHI AG / Global	12/30/1999	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c4005.shtm
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 Marelac, 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.			
24. 9910167 - MacDermid, Inc. / Polyfibrion Tec	12/22/1999	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3911.shtm
A consent order permits MacDermid's acquisition of Polyfibrion Technologies, Inc. and requires the divestiture, among other things, of Polyfibrion'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.			
25. 9910240 - Precision Castparts Corp.	11/10/1999	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3904.shtm
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.			
26. 9810327 - Howard M. Meyers	5 /14/1999	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/9810327.shtm
The Commission 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.			
27. 9910040 - ABB AG	1 /11/1999	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3867.shtm
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:	Matter and Action Type:
28. 9810161 - LaFarge S.A.	10/16/1998	Merger - Consent Order Accepted for Comment	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.			
29. 9810060 - Monier Lifetile LLC	9 /22/1998	Merger - Part III Administrative Complaint	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.			
30. 9810111 - Nortek Inc.	7 /27/1998	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3831.shtm
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.			
31. 9810173 - Global Industries Technologies	6 /26/1998	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/9810173.shtm
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.			
32. 9710039 - Fastline Publications, Inc.	5 /4 /1998	Nonmerger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3819.shtm
Fastline settled charges that it deprived consumers of the benefits of competition among farm equipment dealers when the publisher entered into agreements with the dealers to ban price advertising for new equipment in an attempt not to disclose those dealers who offered discounted prices. The consent order prohibits such practices in the future.			
33. 9810011 - Federal-Mogul / T&N	3 /5 /1998	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3836.shtm
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.			
34. 9510006 - Container Board Mfrs	2 /26/1998	Nonmerger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3806.shtm
Consent order prohibits Stone Container from manipulating the market for linerboard, a corrugated box component, to effect future price increases; encouraging its competitors to support a coordinated price increase in the industry; and engaging in other joint pricing actions that involve thud-party sales in the market			
35. 9610106 - Insilco Corp	8 /26/1997	Merger - Consent Order Accepted for Comment	http://www.ftc.gov/os/caselist/c3783.shtm
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.			

Matter:	Enforcement	Matter and Action Type:
	Date:	
36. 9610085a MABEG-Mahle / Metal Leve -	2 /27/1997	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/ca9610085ddc.shtm
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.		
37. 9010061a Waterous Co. -	6 /7 /1996	Nonmerger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3693.shtm
Waterous and Hale Products, Inc. agreed to settle charges that for more than 50 years they sold fire pumps on an exclusive basis to fire truck manufacturers in an attempt to allocate the customers each would serve, thereby making it more difficult for other pump makers to enter the market. The two consent orders prohibit each company from enforcing any requirement that fire truck manufacturers refrain from purchasing mid-ship mounted fire pumps from any other company, or that they purchase or sell only the relevant Waterous or Hale pumps.		
38. 9510096 - Saint Gobain / Carborundum	2 /26/1996	Merger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3673.shtm
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.		
39. 9510091 - IL Tool Works Inc.	2 /1 /1996	Merger - Consent Order Accepted for Comment http://www.ftc.gov/opa/1996/02/illtool.shtm
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.		
Manufacturing – Other		
1. 9510124 - Precision Moulding	6 /7 /1996	Nonmerger - Consent Order Accepted for Comment http://www.ftc.gov/os/caselist/c3682.shtm
Precision Moulding agreed to settle charges that it attempted to fix prices in the market for stretcher bars used to construct frames for artists' canvases. The complaint alleges that representatives of Precision Moulding invited a new competitor in the industry to raise its prices, suggesting that the competitor's prices were too low.		