

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF THE DISTRICT OF COLUMBIA

UNITED STATES OF AMERICA,
c/o Department of Justice
Washington, D.C. 20530,
Plaintiff,

v.

ATLANTIC RICHFIELD COMPANY,
515 South Flower Street,
Los Angeles, California 90071

and

U.F. GENETICS, INC.,
a\k\ a SUNSEEDS GENETICS, INC.,
a\k\ a S.S. GENETICS INC.,
a Delaware corporation,
c/o R. Matthew Neil & Co.
820 Bay Avenue, Suite 107
Capitola, California 95010
Defendants.

Civil Action No.

STIPULATION

It is stipulated by and between the undersigned parties, by their respective attorneys, that:

(1) the parties consent that the Court may file and enter a Final Judgment in the form attached to this Stipulation, on the Court's own motion or on the motion of any party at any time, and without further notice to any party or other proceedings, if Plaintiff has not withdrawn its consent, which it may do at any time before the entry of judgment by

serving notice of its withdrawal on Defendant Atlantic Richfield Company and filing that notice with the Court;

(2) the Defendant Atlantic Richfield Company waives any objection to venue for purposes of this Final Judgment;

(3) in the event Plaintiff withdraws its consent or if the proposed Final Judgment is not entered pursuant to this Stipulation, this Stipulation shall be of no effect whatever and the making of this Stipulation shall be without prejudice to any party in this or any other proceeding; and

(4) the parties' execution of this Stipulation and the entry of Final Judgment settles, discharges, and releases any and all claims of the plaintiff arising from Defendant U.F. Genetics's acquisition of ARCO Seed from Defendant Atlantic Richfield Company:

(a) against the Defendant Atlantic Richfield Company for failure to comply with any provision of § 7A of the Clayton Act, 15 U.S.C. § 18a; and

(b) against any officer, director, or partner of the Defendant Atlantic Richfield Company for failure to

comply with any provision of § 7A of the Clayton Act,
15 U.S.C. § 18a.

Dated: _____

FOR THE DEFENDANT ATLANTIC
RICHFIELD COMPANY:

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