

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.

BEAZER PLC
1 Grosvenor Place
London, England SW1X 7JH
United Kingdom
Defendant

92 1881

Civil Action No.

AUG 14 1992

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the motion of any party at any time, and without further notice to any party or other proceedings, if Plaintiff has not withdrawn its consent, which it may do at any time before the entry of judgment by serving notice of its withdrawal on Defendant Beazer plc and filing that notice with the Court;

(2) the Defendant Beazer plc waives any objection to venue for purposes of this Final Judgment and authorizes George H.

Hempstead, III, Esquire, to accept service of all process in this matter on its behalf;

(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

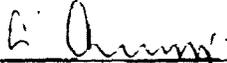
(4) the parties' execution of this Stipulation and the entry of Final Judgment settles, discharges, and releases any and all claims of the plaintiff arising from Defendant Beazer plc's acquisition of voting securities of Koppers Company, Inc.:

(a) against the Defendant Beazer plc 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 Beazer plc for failure to comply with any provision of § 7A of the Clayton Act, 15 U.S.C. § 18a.

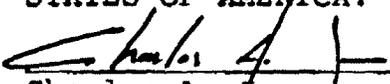
Dated: August 14, 1992

FOR THE DEFENDANT BEAZER PLC:



Brian C. Beazer
Beazer plc
1 Grosvenor Place
London, England SW1X 7JH

FOR THE PLAINTIFF UNITED STATES OF AMERICA:



Charles A. James
Acting Assistant Attorney General

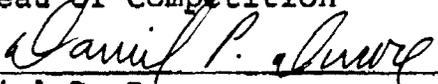


John W. Clark
~~Acting~~ Deputy Assistant Attorney General

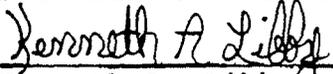
Department of Justice
Antitrust Division
Washington, D.C. 20530
(202) 514-3544



for Kevin J. Arquit
Director
Bureau of Competition



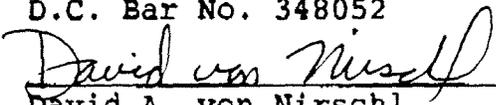
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