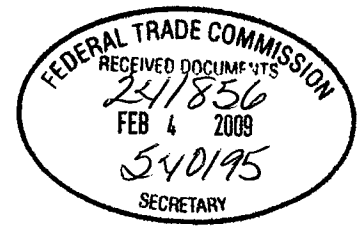


ORIGINAL



UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION
OFFICE OF ADMINISTRATIVE LAW JUDGES

In the Matter of)
)
POLYPORE INTERNATIONAL, INC.,) Docket No. 9327
Respondent.)
_____)

**PROTECTIVE ORDER GOVERNING DISCOVERY
FROM HOLLINGSWORTH & VOSE COMPANY**

On February 3, 2009, Complaint Counsel, Respondent, and non-party Hollingsworth & Vose Company (“H&V”) (collectively, “the Parties”) submitted a stipulation governing highly confidential, proprietary, trade secret and other competitively sensitive documents from H&V (“H&V Highly Confidential Material”). The Parties have stipulated and agreed that in order to protect against improper use and disclosure of H&V Highly Confidential Material to officers, directors, employees or representatives of Respondent, it is necessary to amend the Protective Order Governing Discovery Material dated October 23, 2008 (“October 23 Protective Order”) as to H&V to provide for an additional designation for highly confidential discovery material that shall not be disclosed to Respondent, other than to its outside counsel and its experts or consultants.

Based upon the Stipulation of the Parties, it is hereby ORDERED that the October 23, 2008 Protective Order is amended as follows:

1. Discovery Material produced in this matter designated “H&V HIGHLY CONFIDENTIAL/OUTSIDE COUNSEL AND EXPERTS ONLY/FTC Docket No. 9327” shall be disclosed only to the categories of persons identified in sub-paragraphs 9(a) - 9(d), 9(f) and 9(k) of the October 23 Protective Order, to Complaint Counsel and to any officer, director, employee or representative of H&V, and any witness or deponent who authored or received the document in question; provided that the document reflects that the witness or deponent authored or received the document or counsel for H&V stipulates or otherwise agrees in writing that the witness or deponent was an author or recipient.

2. Any expert or consultant receiving H&V Highly Confidential Material shall be provided with a copy of this Order and shall execute the acknowledgment in the form attached

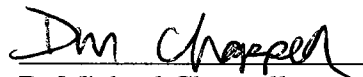
hereto as Exhibit A.

3. All deposition transcripts shall be treated as Confidential Material in accordance with the October 23 Protective Order, unless the testimony concerns a document marked H&V Highly Confidential or unless counsel designates testimony as H&V Highly Confidential on the record, in which case such testimony and any information contained in such testimony shall be treated as H&V Highly Confidential, in accordance with the terms of this Protective Order Governing Discovery from Hollingsworth & Vose Company.

4. Except as provided otherwise herein, all H&V Highly Confidential Material shall be treated in accordance with the terms of the October 23 Protective Order governing Confidential Material.

5. Except as provided otherwise herein, the provisions of the October 23 Protective Order shall remain unaltered.

ORDERED:



D. Michael Chappell
Administrative Law Judge

Date: February 4, 2009

EXHIBIT A

UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION
OFFICE OF ADMINISTRATIVE LAW JUDGES

In the Matter of)

Polypore International, Inc.,)
a corporation.)

) Docket No. 9327
)
)
)
)

**DECLARATION CONCERNING PROTECTIVE
ORDER GOVERNING DISCOVERY FROM
HOLLINGSWORTH & VOSE COMPANY**

I, _____, hereby declare and certify the following to be true:

1. [Statement of employment]

2. I have read the Protective Order Governing Discovery from Hollingsworth & Vose Company ("H&V Protective Order") issued by the Commission on _____, 2009, in connection with the above-captioned Matter. I understand the restrictions on my access to and use of any H&V Highly Confidential Material (as that term is used in the H&V Protective Order) in this Matter, and I agree to abide by the H&V Protective Order.

3. I understand that the restrictions on my use of such H&V Highly Confidential Material include:

a. that I will use such H&V Highly Confidential Material only for the purpose of preparing for this proceeding, and hearing(s) and any appeal of this proceeding and for no other purpose;

b. that I will not disclose such H&V Highly Confidential Material to anyone, except as permitted by the H&V Protective Order;

c. that I will use, store and maintain the H&V Highly Confidential Material in such a way as to ensure its continued protected status; and

d. that, upon the termination of my participation in this proceeding, I will promptly return all H&V Highly Confidential Materials and all notes, memoranda, or other papers containing H&V Highly Confidential Material, to Complaint Counsel or Respondent's Outside Counsel as appropriate.

4. I understand that if I am receiving H&V Highly Confidential Material as an Expert/Consultant, as that term is defined in the Commission's October 23, 2008 Protective Order ("October 23 Order"), the restrictions on my use of H&V Highly Confidential Material also include the duty and obligation to:

a. maintain such H&V Highly Confidential Material in separate locked room(s) or locked cabinet(s) when such H&V Highly Confidential Material is not being reviewed;

b. return such H&V Highly Confidential Material to Complaint Counsel or Respondent's Outside Counsel, as appropriate, upon the conclusion of my assignment or retention, or upon conclusion of this Matter; and

c. use such H&V Highly Confidential Material and the information contained therein solely for the purpose of rendering consulting services to a Party to this Matter, including providing testimony in judicial or administrative proceedings arising out of this Matter.

5. I am fully aware that, pursuant to Section 3.42(h) of the FTC Rules of Practice, 16 C.F.R. § 3.42(h), my failure to comply with the terms of the H&V Protective Order may constitute contempt of the Commission and may subject me to sanctions.

Dated: _____, 2009

Full Name (typed or printed)

Signature