UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

COMMISSIONERS:
Jon Leibowitz
J. Thomas Rosch
Edith Ramirez
Julie Brill

In the Matter of
Omnicare, Inc., a corporation

Docket No. 9352

PUBLIC DOCUMENT

JOINT MOTION TO DISMISS COMPLAINT

Complaint Counsel and Respondents jointly move to dismiss the complaint in the above-captioned matter. On February 21, 2012, Respondents informed Complaint Counsel that they are abandoning the proposed acquisition by Omnicare, Inc. of Pharmerica. As set forth in the attached letter, Omnicare has withdrawn its Hart-Scott-Rodino Notification and Report Form filed for the proposed transaction. The complaint is now moot.
Accordingly, the parties respectfully request that the Commission dismiss the complaint.

A proposed order is attached.

Dated: February 21, 2012

Respectfully submitted,

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Bureau of Competition
Federal Trade Commission
600 Pennsylvania Avenue, NW
Washington, D.C. 20580
(202) 326-2470

Complaint Counsel

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Attorneys for Respondent Omnicare, Inc.
This matter comes before the Commission on Complaint Counsel’s and Respondent’s Joint Motion to Dismiss Complaint. Having considered the motion, it is hereby ORDERED, that the Joint Motion to Dismiss Complaint, dated February 21, 2012, is granted and the complaint be dismissed without prejudice.

By the Commission.

Date: ____________________________

Donald S. Clark
Secretary
February 21, 2012

BY HAND DELIVERY

Federal Trade Commission
Premerger Notification Office
600 Pennsylvania Ave., NW, Room 303
Washington, D.C. 20580

U.S. Department of Justice
Antitrust Division, Office of Operations
Premerger Notification Unit
950 Pennsylvania Ave., NW, Room 3335
Washington, D.C. 20530

Re: HSR Act Filing by Omnicare, Inc.
Transaction Identification Number: 111-0239

Dear Sir or Madam:

Please be advised that Omnicare, Inc. hereby withdraws its notification pursuant to the Hart-Scott-Rodino Act in the above-referenced transaction.

Sincerely,

[Signature]

Romann E. Henry

cc: Alexander Kayne, Esq.
John D. Harkrider, Esq.
Michael L. Keeley, Esq.
Jacqueline I. Grise, Esq.