

PUBLIC

UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION

COMMISSIONERS: Maureen K. Ohlhausen, Acting Chairman  
Terrell McSweeney



In the Matter of

CDK Global, Inc.  
a corporation,

CDK Global, LLC  
a limited liability company,

Auto/Mate, Inc.  
a corporation,

Robert Eustace  
an individual,

Elsa Eustace  
an individual,

G. Larry Colson, Jr.  
an individual,

Michael Esposito,  
an individual,

And

Glen Eustace  
a representative.

Docket No. 9382

PUBLIC

**JOINT MOTION TO DISMISS COMPLAINT**

Complaint Counsel and Respondents CDK Global, Inc., CDK Global, LLC (“CDK”) and Auto/Mate, Inc. (“Auto/Mate”), Robert Eustace, Elsa Eustace, G. Larry Colson, Jr., Michael Esposito, and Glen Eustace jointly move to dismiss the complaint in the above-captioned matter. On March 20, 2018, Respondents terminated their Stock Purchase Agreement. As set forth in

the attached correspondence, Respondents have withdrawn their Hart-Scott-Rodino Notification and Report Forms filed for the proposed acquisition. The complaint is now moot.

Accordingly, the parties respectfully request that the Commission dismiss the complaint.

A proposed order is attached.

Dated: March 20, 2018

Respectfully submitted,

By: /s/ Thomas J. Dillickrath

Thomas J. Dillickrath  
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Bureau of Competition  
Federal Trade Commission  
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Complaint Counsel

By: /s/ Aidan Synnott

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Counsel for Respondents CDK Global, Inc.  
and CDK Global, LLC

By: /s/ Lee K. Van Voorhis

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Counsel for Respondents Auto/Mate, Inc.,  
Robert Eustace, Elsa Eustace, G. Larry Colson,  
Jr., Michael Esposito, and Glen Eustace

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an individual,

And

Glen Eustace  
a representative.

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**[PROPOSED] ORDER DISMISSING COMPLAINT**

This matter comes before the Commission on Complaint Counsel and Respondents' Joint Motion to Dismiss Complaint. Having considered the motion, it is hereby ORDERED:

The Joint Motion to Dismiss Complaint, dated March 20, 2018, is GRANTED; and

The complaint is dismissed without prejudice.

By the Commission.

Date: \_\_\_\_\_

\_\_\_\_\_  
Donald S. Clark  
Secretary

**From:** [Walsh, Kathryn E.](#)  
**To:** [Bruno, Marian](#); [Clark, Donald S.](#)  
**Cc:** [Jones, Robert L.](#); [Bayer Femenella, Peggy](#)  
**Subject:** FW: ADP/Auto/Mate  
**Date:** Tuesday, March 20, 2018 12:10:50 PM

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The PNO has now received notice of the withdrawal in 20171141. Thanks.

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**From:** Kelly, Marta P <[mkelly@paulweiss.com](mailto:mkelly@paulweiss.com)>  
**Sent:** Tuesday, March 20, 2018 12:07 PM  
**To:** Jones, Robert L. <[RJONES@ftc.gov](mailto:RJONES@ftc.gov)>; [suzanne.morris@usdoj.gov](mailto:suzanne.morris@usdoj.gov)  
**Cc:** Walsh, Kathryn E. <[kwalsh@ftc.gov](mailto:kwalsh@ftc.gov)>; Synnott, Aidan <[asynnott@paulweiss.com](mailto:asynnott@paulweiss.com)>  
**Subject:** FW: ADP/Auto/Mate

Robert, Suzanne, please see below withdrawal notice relating to transaction number 2017-1141.  
Please let us know if you need anything else. Best regards, Marta

**Marta P. Kelly** | Counsel  
**Paul, Weiss, Rifkind, Wharton & Garrison LLP**  
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**From:** Synnott, Aidan  
**Sent:** Monday, March 19, 2018 5:12 PM  
**To:** [dclark@ftc.gov](mailto:dclark@ftc.gov); Hoffman, Bruce <[dhoffman1@ftc.gov](mailto:dhoffman1@ftc.gov)>; Schwartz, Haidee <[hschwartz1@ftc.gov](mailto:hschwartz1@ftc.gov)>; [iconner@ftc.gov](mailto:iconner@ftc.gov); Gris, Benjamin <[bgris@ftc.gov](mailto:bgris@ftc.gov)>; Gessesse, Matthew <[mgessesse@ftc.gov](mailto:mgessesse@ftc.gov)>; Abell, James <[jabell@ftc.gov](mailto:jabell@ftc.gov)>  
**Cc:** Van Voorhis, Lee K. <[LVanVoorhis@jenner.com](mailto:LVanVoorhis@jenner.com)>; Brunz, Lee <[Lee.Brunz@cdk.com](mailto:Lee.Brunz@cdk.com)>; Kelly, Marta P <[mkelly@paulweiss.com](mailto:mkelly@paulweiss.com)>  
**Subject:** ADP/Auto/Mate

**Premerger Notification and Report Form of  
CDK Global, Inc. Transaction No. 2017-1141**

CDK Global, Inc. ("CDK") and Auto/Mate Inc. have determined not to go forward with the above-referenced transaction. By this email, I withdraw the premerger notification originally filed on behalf of CDK as acquiring person on May 2, 2017, withdrawn on June 1, 2017, and refiled on June 5, 2017 in connection with CDK's proposed acquisition of Auto/Mate.

**Aidan Synnott** | Partner ([Bio](#))  
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**CERTIFICATE OF SERVICE**

I hereby certify that on March 20, 2018, I filed the foregoing document electronically using the FTC's E-Filing System, which will send notification of such filing to:

Donald S. Clark  
Secretary  
Federal Trade Commission  
600 Pennsylvania Avenue, N.W., Rm. H-113  
Washington, DC 20580

The Honorable D. Michael Chappell  
Administrative Law Judge  
Federal Trade Commission  
600 Pennsylvania Avenue, N.W., Rm H-110  
Washington, DC 20580

I also certify that I delivered via electronic mail a copy of the foregoing document to:

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Counsel for Defendants Auto/Mate, Inc., Robert Eustace, Elsa Eustace, G. Larry Colson, Jr., Michael Esposito, and Glen Eustace

Dated: March 20, 2018

By: /s/ Thomas J. Dillickrath  
Attorney

**CERTIFICATE FOR ELECTRONIC FILING**

I certify that the electronic copy sent to the Secretary of the Commission is a true and correct copy of the paper original and that I possess a paper original of the signed document that is available for review by the parties and the adjudicator.

Dated: March 20, 2018

By: /s/ Thomas J. Dillickrath  
Attorney