

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION



COMMISSIONERS: JOSEPH J. SIMONS, CHAIRMAN
MAUREEN K. OHLHAUSEN
NOAH JOSHUA PHILLIPS
ROHIT CHOPRA
REBECCA KELLY SLAUGHTER

In the Matter of

Wilh. Wilhelmsen Holding ASA
a public company,

Wilhelmsen Maritime Services AS,
a private company,

Resolute Fund II, L.P.
a private company,

Drew Marine Intermediate II B.V.
a private company,

And

Drew Marine Group, Inc.,
a corporation.

Docket No. 9380

**COMPLAINT COUNSEL'S SUPPLEMENTAL NOTICE REGARDING
RESPONDENTS' MOTION TO STAY ADMINISTRATIVE HEARING**

Complaint Counsel submit this supplemental notice relating to Complaint Counsel's Opposition to Respondents' Motion for Leave to File a Reply in Support of Respondents' Motion to Stay Administrative Hearing dated June 4, 2018. In our June 4, 2018 motion, Complaint Counsel noted that Respondents provided an incomplete statement to the Commission regarding the circumstances in which Respondents' would abandon the proposed transaction if

the United States District Court for the District of Columbia grants our motion for a preliminary injunction enjoining Respondent Wilhelmsen's acquisition of Respondent Drew.

Complaint Counsel advise the Commission that since we filed the June 4, 2018 motion, Respondents have provided a written representation that they intend to abandon the transaction without appeal if the district court grants our preliminary injunction motion. According to Respondents, the reference to an appeal was with respect to the possibility that the Commission might file an appeal if Respondents were to prevail in the District Court hearing.

A copy of Respondents written representation is attached as confidential Exhibit A.

Dated: June 14, 2018

Respectfully Submitted

/s/ Thomas J. Dillickrath
Thomas J. Dillickrath
James Rhilinger
Michael Lovinger
Michael Blevins
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Bureau of Competition
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Exhibit A

Lovinger, Michael

From: Roush, Corey <croush@akingump.com>
Sent: Thursday, June 07, 2018 8:14 AM
To: Lovinger, Michael
Cc: Dillickrath, Thomas
Subject: Clarification of Language

Michael,

This email confirms that when Defendants indicated in their Opposition to the Motion for Preliminary Injunction that Judge Chutkan's ruling would be final except for any appeals, Defendants were referencing appeals that the FTC might choose to file if Defendants prevail. It is my understanding that Wilhelmsen and Jordan (Drew Marine's owner) intend to abandon the transaction without appeal if Judge Chutkan grants the preliminary injunction. I apologize for any confusion created by our reference to potential appeals.

Have a good rest of the day.

All the best,

Corey

Corey W. Roush

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CERTIFICATE OF SERVICE

I hereby certify that on June 14, 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 Ave., NW, Rm. H-113
Washington, DC 20580
ElectronicFilings@ftc.gov

The Honorable D. Michael Chappell
Administrative Law Judge
Federal Trade Commission
600 Pennsylvania Ave., NW, 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 Respondents Resolute Fund II, L.P.,
Drew Marine Intermediate II B.V., and
Drew Marine Group Inc.*

Dated: June 14, 2018

By: /s/ Thomas J. Dillickrath
Thomas J. Dillickrath

Counsel Supporting the Complaint

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.

June 14, 2018

By: /s/ Thomas J. Dillickrath