

**UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION**

COMMISSIONERS: **Joseph J. Simons, Chairman**
 Noah Joshua Phillips
 Rohit Chopra
 Rebecca Kelly Slaughter
 Christine S. Wilson

In the Matter of

The Procter & Gamble Company,
a corporation
and
Billie, Inc.,
a corporation.

Docket No. 9400

PUBLIC

JOINT MOTION TO DISMISS COMPLAINT

Complaint Counsel and Respondents The Procter & Gamble Company (“P&G”) and Billie, Inc. (“Billie”) jointly move to dismiss the complaint in the above-captioned matter. On January 5, 2021, Respondents publicly announced that they have mutually terminated their agreement for P&G to acquire Billie.

As set forth in the attached correspondence, Respondent P&G has withdrawn its Hart-Scott-Rodino Notification and Report Form filed for the proposed acquisition. The complaint is now moot.

Accordingly, Complaint Counsel and Respondents respectfully request that the Commission dismiss the complaint. A proposed order is attached.

Dated: January 6, 2021

Respectfully submitted,

s/ Jonathan H. Lasken

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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 January 6, 2021, is GRANTED; and

The complaint is dismissed without prejudice.

By the Commission.

Issued: _____

April J. Tabor
Acting Secretary

ATTACHMENT

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January 5, 2021

Karen E. Berg, Esq.
Premerger Notification Office
Bureau of Competition
Federal Trade Commission
Constitution Center Building
400 7th Street, SW
5th Floor, Room 5301
Washington, DC 20024

Re: Premerger Notification concerning the proposed acquisition of certain voting securities of Billie, Inc. by The Procter & Gamble Company; Transaction Number 2020-0705

Dear Ms. Berg:

Please be advised that effective January 5, 2021, The Procter & Gamble Company is withdrawing its HSR Premerger Notification that was submitted on February 6, 2020 in connection with the above-referenced matter.

By copy of this letter I am informing the Department of Justice of this withdrawal.

Please contact me at (202) 879-5553 if you have any questions.

Very truly yours,

/s/ Michael H. Knight

Michael H. Knight

cc: Department of Justice
Antitrust Division
Premerger and Division Statistics Unit
450 Fifth Street, NW
Suite 1100
Washington, DC 20530

CERTIFICATE OF SERVICE

I hereby certify that on January 6, 2021, I filed the foregoing document electronically using the FTC's E-Filing System, which will send notification of such filing to:

April Tabor
Acting 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 caused the foregoing document to be served via email to:

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By: s/ Jonathan H. Lasken
Jonathan H. Lasken

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.

January 6, 2021

By: s/ Jonathan H. Lasken
Jonathan H. Lasken