

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

COMMISSIONERS: **Lina M. Khan, Chair**
 Noah Joshua Phillips
 Rebecca Kelly Slaughter
 Christine S. Wilson
 Alvaro M. Bedoya

In the Matter of

RWJ BARNABAS HEALTH, INC.
 a corporation;

 and

SAINT PETER’S HEALTHCARE SYSTEM, INC.,

 a corporation.

Docket No. 9409

JOINT MOTION TO DISMISS COMPLAINT

Complaint Counsel and Respondents RWJ Barnabas Health, Inc. (“RWJ”) and Saint Peter’s Healthcare System, Inc. (“Saint Peter’s”) jointly move to dismiss the complaint in the above-captioned matter. On June 14, 2022, Respondents terminated their Member Substitution and Merger Agreement. As set forth in the attached correspondence, Respondent RWJ has withdrawn its Hart-Scott-Rodino Notification and Report Forms filed for the proposed acquisition.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.

PUBLIC

Dated: June 15, 2022

Respectfully submitted,

s/ James H. Weingarten

James H. Weingarten
Mark Seidman
Rohan Pai
Ryan T. Andrews
Emily Blackburn
Alex Bryson
Cory Gordon
Karen Hunt
Ryan Maddock
Jessica Moy
Adam Pergament

FEDERAL TRADE COMMISSION
600 Pennsylvania Avenue, NW
Washington, DC 20580
(202) 326-3570
jweingarten@ftc.gov

Counsel Supporting the Complaint

s/ Mark J. Botti

Mark J. Botti
Joseph Ostoyich
William Lavery
Jody Boudreault
Anthony Swisher
Iain McPhie
BAKER BOTTS LLP
700 K Street NW
Washington, DC 20001
(202) 639-7700
mark.botti@bakerbotts.com
joseph.ostoyich@bakerbotts.com
william.lavery@bakerbotts.com
william.lavery@bakerbotts.com
anthony.swisher@bakerbotts.com
iain.mcphie@bakerbotts.com

Attorneys for Respondent RWJ Barnabas Health, Inc.

s/ Bruce D. Sokler

Bruce D. Sokler
Farrah Short
Tinny Song
MINTZ, LEVIN, COHN, FERRIS,
GLOVSKY AND POPEO, P.C.
555 12th Street NW
Washington, DC 20004
(202) 434-7300
Facsimile (202) 434-7400
bdsokler@mintz.com
fcshort@mintz.com
tsong@mintz.com

Kevin M. McGinty
One Financial Center
Boston, MA 02111
(617) 542-6000

PUBLIC

Facsimile (617) 542-2241
kmcginty@mintz.com

Alexandra Gallo-Cook
666 Third Avenue, 25th Floor
New York, NY 10017
Telephone (202) 935-3000
Facsimile (212) 983-3115
lgallocook@mintz.com

*Attorneys for Respondent
Saint Peter's Healthcare System, Inc.*

PUBLIC

ATTACHMENT

BAKER BOTTS LLP

700 K STREET, N.W.
WASHINGTON, D.C.
20001

TEL +1 202.639.7700
FAX +1 202.639.7890
BakerBotts.com

AUSTIN
BRUSSELS
DALLAS
DUBAI
HOUSTON
LONDON

PUBLIC
NEW YORK
PALO ALTO
RIYADH
SAN FRANCISCO
WASHINGTON

June 14, 2022

Mark J. Botti
mark.botti@bakerbotts.com

HSR CONFIDENTIAL

VIA E-MAIL (PREMERGER@FTC.GOV; PREMERGER@USDOJ.GOV)

Premerger Notification Office
Federal Trade Commission
Bureau of Competition
Constitution Center Building
400 7th Street, S.W.
Room 5301
Washington, D.C. 20024

Re: HSR Voluntary Withdrawal Letter RWJBarnabas Health, Inc. Transaction No.
2021-0108

Ladies and Gentlemen:

Pursuant to 16 C.F.R. § 803.12(a), effective June 14, 2022, at 4:00 p.m. Eastern Time, our client RWJBarnabas Health, Inc. voluntarily withdraws its Premerger Notification and Report Form filed on October 16, 2020 and refiled on November 17, 2020 in connection with the proposed acquisition of Saint Peter's University Hospital, Inc. and its respective subsidiaries and affiliates (Transaction No. 2021-0108).

If you have any questions, please do not hesitate to contact me.

Sincerely,



Mark J. Botti

cc: Alex Bryson, Esq., Mergers IV, Bureau of Competition, Federal Trade Commission

PUBLIC

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

COMMISSIONERS: **Lina M. Khan, Chair**
 Noah Joshua Phillips
 Rebecca Kelly Slaughter
 Christine S. Wilson
 Alvaro M. Bedoya

In the Matter of

RWJ BARNABAS HEALTH, INC.
 a corporation;

 and

SAINT PETER’S HEALTHCARE SYSTEM, INC.
 a corporation.

Docket No. 9409

[PROPOSED] ORDER DISMISSING COMPLAINT

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

The Joint Motion to Dismiss the Complaint, dated June 15, 2022, is GRANTED; and the complaint is DISMISSED without prejudice.

By the Commission.

Date: _____

April Tabor
Acting Secretary

PUBLIC

CERTIFICATE OF SERVICE

I hereby certify that on June 15, 2022, 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:

Mark Botti
Baker Botts LLP
700 K Street NW
Washington, DC 20001
Telephone: (202) 639-1116
Email: mark.botti@bakerbotts.com

Counsel for Respondent RWJ Barnabas Health, Inc.

Bruce Sokler
Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.
555 12th Street NW, Suite 1100
Washington, DC 20004
Telephone: (202) 434-7303
Email: BDSokler@mintz.com

Counsel for Respondent Saint Peter's Healthcare System, Inc.

s/ James H. Weingarten
James H. Weingarten

Counsel Supporting the Complaint