

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

COMMISSIONERS: **Lina M. Khan, Chair**
 Rebecca Kelly Slaughter
 Alvaro M. Bedoya

In the Matter of

**SANOFI,
a corporation;**

**GENZYME CORPORATION,
a corporation;**

and

**MAZE THERAPETUICS, INC.
a corporation.**

Docket No. 9422

JOINT MOTION TO DISMISS COMPLAINT

Complaint Counsel and Respondents Sanofi, Genzyme Corporation, and Maze Therapeutics, Inc. jointly move to dismiss the complaint in the above-captioned matter. On December 13, 2023, Respondents terminated their license agreement that was the subject of the complaint. As set forth in the attached correspondence, Respondent Sanofi has withdrawn its Hart-Scott-Rodino Premerger Notification and Report Form regarding the license agreement. The complaint is now moot.

Accordingly, the parties respectfully request that the Commission dismiss the complaint. A proposed order is attached.

PUBLIC

Dated: December 13, 2023

Respectfully submitted,

s/ James H. Weingarten

James H. Weingarten
Federal Trade Commission
Bureau of Competition
600 Pennsylvania Avenue, NW
Washington, DC 20580
(202) 326-3570
jweingarten@ftc.gov

Counsel Supporting the Complaint

/s/ Michael McFalls

Michael McFalls
Jonathan Klarfeld
Ropes & Gray LLP
2099 Pennsylvania Avenue, NW
Washington, DC 20006-6807
Michael.McFalls@ropesgray.com
Jonathan.Klarfeld@ropesgray.com

*Counsel for Respondents Sanofi and
Genzyme Corporation*

/s/ Stephen Weissman

Stephen Weissman
Michael Perry
Gibson, Dunn & Crutcher LLP
1050 Connecticut Avenue, NW
Washington, DC 20036-5306
sweissman@gibsondunn.com
mjerry@gibsondunn.com

*Counsel for Respondent Maze
Therapeutics, Inc.*

PUBLIC

ATTACHMENT

PUBLIC

ROPE & GRAY LLP
PRUDENTIAL TOWER
800 BOYLSTON STREET
BOSTON, MA 02199-3600
WWW.ROPEGRAY.COM

December 13, 2023

Deidre J. Johnson
T +1 617 951 7939
F +1 617 235 0603
deidre.johnson@ropesgray.com

BY EMAIL

Department of Justice
Antitrust Division
Premerger and Division Statistics Unit
450 Fifth Street, N.W.
Suite 1104
Washington, DC 20530-0001

Federal Trade Commission
Bureau of Competition
Premerger Notification Office
400 7th Street, SW
5th Floor, Room #5301
Washington, DC 20580

Re: Premerger Notification Transaction Number: 20231106
Sanofi

Ladies and Gentlemen:

This letter serves to notify that, pursuant to 16 C.F.R. 803.12, Sanofi (the “Company”) hereby withdraws the pending Hart-Scott-Rodino Premerger Notification and Report Form with the above-referenced transaction number effective immediately on December 13, 2023.

The Company does not intend to resubmit its HSR Premerger Notification Form for this matter.

Respectfully submitted,

/s/ Deidre J. Johnson
Deidre J. Johnson

PUBLIC

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

COMMISSIONERS: **Lina M. Khan, Chair**
 Rebecca Kelly Slaughter
 Alvaro M. Bedoya

In the Matter of

**SANOFI,
a corporation;**

**GENZYME CORPORATION,
a corporation;**

and

**MAZE THERAPETUICS, INC.
a corporation.**

Docket No. 9422

[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 December 13, 2023, is GRANTED; and the complaint is DISMISSED without prejudice.

By the Commission.

Date: _____

April Tabor
Secretary

PUBLIC

CERTIFICATE OF SERVICE

I hereby certify that on December 13, 2023, I filed the foregoing document electronically using the FTC's E-Filing System, which will send notification of such filing to:

April Tabor
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:

Michael McFalls
Jonathan Klarfeld
Ropes & Gray LLP
2099 Pennsylvania Avenue, NW
Washington, DC 20006-6807
Michael.McFalls@ropesgray.com
Jonathan.Klarfeld@ropesgray.com

Counsel for Defendants Sanofi and Genzyme Corporation

Stephen Weissman
Michael Perry
Gibson, Dunn & Crutcher LLP
1050 Connecticut Avenue, NW
Washington, DC 20036-5306
sweissman@gibsondunn.com
mjerry@gibsondunn.com

Counsel for Defendant Maze Therapeutics, Inc.

s/ James H. Weingarten
James H. Weingarten

Counsel Supporting the Complaint