

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

COMMISSIONERS: **Deborah Platt Majoras, Chairman**
 Pamela Jones Harbour
 Jon Leibowitz
 William E. Kovacic
 J. Thomas Rosch

)	
In the Matter of)	
)	
BARR PHARMACEUTICALS, INC.)	Docket No. C-
a corporation.)	
)	

**DECISION AND ORDER
[Public Record Verrson]**

The Federal Trade Commission (“Commission”), having initiated an investigation of the proposed acquisition by Respondent Barr Pharmaceuticals, Inc. of PLIVA d.d., and Respondent having been furnished thereafter with a copy of a draft Complaint that the Bureau of Competition proposed to present to the Commission for its consideration and that, if issued by the Commission, would charge Respondent with violations of Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18, and Section 5 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 45; and

Respondent, its attorneys, and counsel for the Commission having thereafter executed an Agreement Containing Consent Orders (“Consent Agreement”), containing an admission by Respondent of all the jurisdictional facts set forth in the aforesaid draft of Complaint, a statement that the signing of said Consent Agreement is for settlement purposes only and does not constitute an admission by Respondent that the law has been violated as alleged in such Complaint, or that the facts as alleged in such Complaint, other than jurisdictional facts, are true, and waivers and other provisions as required by the Commission’s Rules; and

The Commission having thereafter considered the matter and having determined that it had reason to believe that Respondent has violated the said Acts, and that a Complaint should issue stating its charges in that respect, and having thereupon issued its Complaint and an Order to Maintain Assets (attached to this Order as Appendix I), and having accepted the executed Consent Agreement and placed such Consent Agreement on the public record for a period of thirty (30) days for the receipt and consideration of public comments, now in further conformity with the procedure described in Commission Rule 2.34, 16 C.F.R. § 2.34, the Commission

hereby makes the following jurisdictional findings and issues the following Decision and Order ("Order"):

1. Respondent Barr Pharmaceuticals, Inc. is a corporation organized, existing and doing business under and by virtue of the laws of the State of Delaware, with its headquarters address at 400 Chestnut Ridge Road, Woodcliff Lake, New Jersey 07677.
2. PLIVA d.d. is a corporation organized, existing and doing business under and by virtue of the laws of the Republic of Croatia, with its headquarters address at Ulica Graden Vukovara 49, 10000 Zagreb, Croatia, and the address of the principal place of business of its United States subsidiaries at 72 Eagle Rock Avenue, P.O. Box 371, East Hanover, New Jersey 07936.
3. The Commission has jurisdiction of the subject matter of this proceeding and of Respondent, and the proceeding is in the public interest.

ORDER

I.

IT IS ORDERED that, as used in the Order, the following definitions shall apply:

- A. "Barr" means Barr Pharmaceuticals, Inc., its directors, officers, employees, agents, representatives, predecessors, successors, and assigns; and its joint ventures, subsidiaries, divisions, groups and affiliates in each case controlled by Barr (including, but not limited to, Barr Laboratories, Inc.) and the respective directors, officers, employees, agents, representatives, predecessors, successors, and assigns of each. After the Acquisition, Barr shall include PLIVA.
- B. "PLIVA" means PLIVA d.d., its directors, officers, employees, agents, representatives, predecessors, successors, and assigns; and its joint ventures, subsidiaries, divisions, groups and affiliates in each case controlled by PLIVA (including, but not limited to, its United States subsidiaries, *i.e.*, PLIVA, Inc., PLIVA USA, and Odyssey Pharmaceuticals, Inc.), and the respective directors, officers, employees, agents, representatives, predecessors, successors, and assigns of each.
- C. "Respondent" means Barr.
- D. "Commission" means the Federal Trade Commission.
- E. "Acquisition" means the Respondent's acquisition of fifty percent (50%) or more of the voting securities of PLIVA.

**PUBLIC
APPENDIX I
ORDER TO MAINTAIN ASSETS**

**NON-PUBLIC APPENDIX II.A.
GENERIC DIVESTITURE PRODUCT AGREEMENTS**

[Redacted From the Public Record Version But Incorporated By Reference]

**NON-PUBLIC APPENDIX II.B.
AGREEMENTS RELATED TO THE
CUSTODIOL PRODUCTS**

[Redacted From the Public Record Version But Incorporated By Reference]

**NON-PUBLIC APPENDIX III.1
AGREEMENTS RELATED TO THE
NIMODIPINE (PLIVA) PRODUCTS**

[Redacted From the Public Record Version But Incorporated By Reference]

**NON-PUBLIC APPENDIX III.2.
AGREEMENTS RELATED TO THE
NIMODIPINE (BARR) PRODUCTS**

[Redacted From the Public Record Version But Incorporated By Reference]