

ORDER TO FILE SPECIAL REPORT

OMB Control No. 3084-XXXX
Expires -----¹

UNITED STATES OF AMERICA FEDERAL TRADE COMMISSION

COMMISSIONERS: Edith Ramirez, Chairwoman
Julie Brill
Maureen K. Ohlhausen
Joshua D. Wright
Terrell McSweeney

File No. P 143100

Pursuant to a resolution of the Federal Trade Commission dated January 2, 2015, entitled “Resolution Directing Use of Compulsory Process,” a copy of which is enclosed, the Company, as defined in this Order, is ordered to file a Special Report with the Commission not later than **[insert date]**, containing the information specified herein.

The information provided in the Special Report will assist the Commission in evaluating merger remedies that the Commission ordered from 2006 through 2012.

The information requests to which you must respond are set forth in the attached Specifications, consistent with the instructions and definitions in Appendix A. The Special Report must restate each Specification with which the corresponding answer is identified.

The Special Report is required to be subscribed and sworn to by an official of the Company who has prepared or supervised the preparation of the Special Report from books, records, documents, correspondence, and other data and material in your possession. The Certification form is included as Appendix B.

Confidential or privileged commercial or financial information may be reported by the Commission on an aggregate or anonymous basis, consistent with Section 6(f) and 21(d) of the FTC Act. Individual submissions in response to this Order that are marked “confidential” will not be disclosed without first giving the Company ten (10) days’ notice of the Commission’s intention to do so, except as provided in Sections 6(f) and 21(d) of the FTC Act, 15 U.S.C. §§ 46(b) and 57b-2.

You are advised that penalties may be imposed under applicable provisions of federal law for failure to file special reports or for the filing of false reports.

¹ Under the Paperwork Reduction Act, as amended, an agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

Any petition to limit or quash this Order must be received by the Secretary of the Commission no later than twenty (20) days after service of this Order. Such petition shall set forth all assertions of protected status or other factual and legal objections to the Order, including all appropriate arguments, affidavits, and other supporting documentation. 16 C.F.R. § 2.10(a)(1). Such petition shall not exceed 5,000 words as set forth in 16 C.F.R. § 2.10(a)(1) and must include the signed separate statement of counsel required by 16 C.F.R. § 2.10(a)(2). The Commission will not consider petitions to quash or limit absent a pre-filing meet and confer session with Commission staff and, absent extraordinary circumstances, will consider only issues raised during the meet and confer process. 16 C.F.R. § 2.7(k); *see also* § 2.11(b).

By direction of the Commission.

Edith Ramirez, Chairwoman

Seal
[date]

Any inquiry concerning this Report should be addressed to:

Daniel P. Ducore, Assistant Director, Bureau of Competition
dducore@ftc.gov

or

Timothy Deyak, Associate Director, Bureau of Economics
tdeyak@ftc.gov

The Report required by this Order should be submitted to:

Remedy Study
Federal Trade Commission
600 Pennsylvania Avenue, NW
Washington, D.C. 20580

Or electronically to:

RemedyStudy@ftc.gov

ORDER ADDRESSED TO [COMPANY]

RE [DOCKET NUMBER, IN RE XXXX]

SPECIFICATIONS

1. For the calendar years **[the calendar year in which the remedy took place and for each of the three calendar years before and after the remedy took place]**, provide the Company's annual net sales in dollars and units of **[the relevant product]** in **[the relevant geographic market]**.

If the Company has fiscal year dollar and unit sales figures that are not calendar year sales, describe its fiscal year and provide the data requested for the Company's fiscal years closest to the calendar years requested. If the requested data are not available for the product and the geographic market, the Company shall estimate the dollar and unit sales data requested and describe the basis upon which its estimates were made.

2. Identify by full name, title, business address, telephone number, email address, and official capacity of the person or persons who prepared or supervised the preparation of the Company's response to this Order.

APPENDIX A

INSTRUCTIONS

1. The Company's Special Report must be filed by **[date]**.
2. The Special Report must restate the Specification with which the corresponding answer is identified.
3. All responses to Specification 1 must be provided in Microsoft Excel spreadsheet(s). All responses to Specification 2 must be provided in either Microsoft Word or Adobe PDF. If the Company wishes to respond in any other format, the Company must confirm with the Commission representative identified in this Order that such format is acceptable.
4. All responses must be labeled to indicate the Company name, the docket number of the consent order to which the Company is responding, and the specification to which the data or information responds.
5. All files contained in electronic submissions must have a file name that includes the Company name, the docket number of the consent order to which the Company is responding, Specification numbers included in the file, and date of submission in the following format: [COMPANY NAME]_[Docket #]_[Specification #(s)]_[MM-DD-YYYY].
6. If any requested information cannot be provided fully, give the information that is available and explain in detail in what respects and why the response is incomplete.
7. Because postal delivery to the Commission is subject to delay due to heightened security precautions, please use a courier service such as Federal Express or UPS to deliver documents to the Commission. The Report required by this Order may be submitted electronically to RemedyStudy@ftc.gov.

DEFINITIONS

1. The term “the Company” means the company to which this Order is addressed, its domestic and foreign parents, predecessors, divisions, subsidiaries, affiliates, partnerships and joint ventures, and all directors, officers, employees, agents and representatives of the foregoing. The terms “subsidiary,” “affiliate” and “joint venture” refer to any person in which there is partial (25 percent or more) or total ownership or control between the Company and any other person.
2. The term “Order to File Special Report” or “Order” means this Order to File Special Report.
3. The term “sales” means net sales, i.e., total sales after deducting discounts, returns, allowances, and excise taxes. “Sales” includes sales of the relevant service or relevant product, whether manufactured by the Company itself or purchased from sources outside the Company and resold by the Company in the same manufactured form as purchased.

APPENDIX B

CERTIFICATION

This Special Report, together with any and all appendices and attachments thereto, was prepared and assembled under my supervision in accordance with instructions issued by the Federal Trade Commission in its Order to File Special Report. Subject to the recognition that, where so indicated, reasonable estimates have been made because books and records do not provide the required information, the information is, to the best of my knowledge, true, correct, and complete. Where copies rather than original documents have been submitted, the copies are true, correct, and complete.

Type or Print Name and Title

Type or Print Firm Name and Address

Type or Print Phone Number and Email Address

(Signature)

Subscribed and sworn to before me at the City of _____

State of _____, this, day of ____, 201__.

(Notary Public)

My Commission Expires: _____