

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

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| UNITED STATES OF AMERICA <i>Plaintiff,</i> v. PARKER-HANNIFIN CORPORATION and CLARCOR INC., <i>Defendants.</i> | C.A. No. 17-1354-JEJ |
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Plaintiff, United States of America, by the undersigned attorney, hereby certifies that, in compliance with the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h) (“APPA”), the following procedures have been followed in preparation for the entry of the Final Judgment in this matter:

1. The proposed Final Judgment, Competitive Impact Statement, and Proposed Order Stipulating to Modification of the Order to Preserve and Maintain Assets, by which the parties have agreed to the Court’s entry of the Final Judgment following compliance with the APPA, were filed with the Court on December 18, 2017.

2. Pursuant to 15 U.S.C. § 16(b), the proposed Final Judgment and Competitive Impact Statement were published in the Federal Register on January 30, 2018, 83 Fed. Reg. 4270.

3. Pursuant to 15 U.S.C. § 16(b), copies of the proposed Final Judgment and Competitive Impact Statement were furnished to all persons requesting them and made available on the Department of Justice, Antitrust Division's internet site, as were the Complaint and Hold Separate Stipulation and Order.

4. Pursuant to 15 U.S.C. § 16(c), a summary of the terms of the proposed Final Judgment was published in *The Washington Post*, a newspaper of general circulation in the District of Columbia, for seven days beginning on December 21, 2017 and ending on December 27, 2017.

5. As noted in the Competitive Impact Statement, there were no determinative materials or documents within the meaning of 15 U.S.C. § 16(b) that were considered by the United States in formulating the proposed Final Judgment, so none was furnished to any person pursuant to 15 U.S.C. § 16(b) or listed pursuant to 15 U.S.C. § 16(c).

6. As required by 15 U.S.C. § 16(g), on December 27, 2017, defendant Parker-Hannifin Corporation ("Parker-Hannifin") filed on behalf of Parker-Hannifin and CLARCOR, Inc. ("CLARCOR") with the Court a description of written or oral communications by or on behalf of the defendant, or any other person, with any officer or employee of the United States concerning the proposed Final Judgment.

7. The sixty-day comment period prescribed by 15 U.S.C. § 16(b) and (d) for the receipt and consideration of written comments, during which the proposed Final Judgment could not be entered, ended on April 2, 2018. The United States did not receive any comments on the terms of the proposed Final Judgment.

8. The modified proposed Final Judgment, attached hereto as Exhibit A, does not materially alter the terms of the proposed Final Judgment filed with the Court on December 18, 2017. The modified proposed Final Judgment does not change the obligations of Parker-Hannifin or CLARCOR. The modified proposed Final Judgment also does not change the assets that must be divested or the material terms of the divestiture. The modified proposed Final Judgment simply makes explicit the need for Parker-Hannifin to seek and receive local regulatory approvals before the transfer of the divestiture asset defined in Paragraph II(G)(2) of that document.

9. Consequently, the modified proposed Final Judgment may stand in the place of the proposed Final Judgment and may be entered in place of the proposed Final Judgment without an additional sixty-day comment period.

10. The parties have satisfied all the requirements of the APPA that were conditions for entering the modified proposed Final Judgment. The Court may now enter the modified proposed Final Judgment if the Court determines that, pursuant to 15 U.S.C. § 16(e), entry of the modified proposed Final Judgment is in the public interest.

11. Plaintiff's Competitive Impact Statement demonstrates that the terms of the modified proposed Final Judgment satisfy the public interest standard of 15 U.S.C. § 16(e); and

12. Plaintiff requests that this Court enter the modified proposed Final Judgment without further hearings and is authorized by counsel for defendants to state that defendants join in this request.

