

EXHIBIT B

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF OHIO**

UNITED STATES OF AMERICA,

Plaintiff,

v.

NOVELIS, INC.

and

ALERIS CORPORATION

Defendants.

Case No. 1:19-cv-02033-CAB

Judge: Christopher A. Boyko

**CERTIFICATE OF COMPLIANCE WITH PROVISIONS
OF THE ANTITRUST PROCEDURES AND PENALTIES ACT**

The United States of America hereby certifies that it has complied with the Antitrust Procedures and Penalties Act (“APPA”), 15 U.S.C. § 16 and states:

1. The United States filed the Complaint on September 4, 2019. The Court entered a Hold Separate Stipulation and Order on January 9, 2020. Subsequent to a March 9, 2020 arbitration decision in which the United States prevailed, the United States filed a Modified Hold Separate Stipulation and Order (“Modified Stipulation and Order”), proposed Final Judgment, and Competitive Impact Statement on May 12, 2020.

2. Pursuant to 15 U.S.C. § 16(b), the proposed Final Judgment and Competitive Impact Statement were published in the *Federal Register* on May 22, 2020 (85 Fed. Reg. 31212 (2020)) and 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 website.

3. Pursuant to 15 U.S.C. § 16(c), a summary of the terms of the Proposed Final Judgment and Competitive Impact Statement were published in *The Plain Dealer*, a newspaper of general circulation in Cleveland, Ohio, for seven days, beginning on May 25, 2020, and ending on June 1, 2020, and were also published in *The Washington Post*, a newspaper of general circulation in the District of Columbia, for seven days, beginning on May 25, 2020, and ending on June 1, 2020.

4. No determinative materials or documents within the meaning of 15 U.S.C. § 16(b) were considered by the United States in formulating the proposed Final Judgment, so none were furnished to any person pursuant to 15 U.S.C. § 16(b) or listed pursuant to 15 U.S.C. § 16(c).

5. As required by 15 U.S.C. § 16(g), on May 26, 2020, Defendant Novelis filed with the Court descriptions of any written or oral communications made by or on behalf of Defendant Novelis with any officer or employee of the United States concerning the proposed Final Judgment. On August 12, 2020, Defendant Novelis filed a statement clarifying that its May 26, 2020 filing was on behalf of both Defendants.

6. The 60-day comment period specified in 15 U.S.C. § 16(b) commenced on June 1, 2020, and ended on July 31, 2020.

7. The United States received no comments from members of the public concerning the proposed Final Judgment.

8. The parties have, therefore, satisfied all of the requirements of the APPA that were conditions for entering the proposed Final Judgment. Pursuant to the Modified Stipulation

and Order entered on May 19, 2020, and 15 U.S.C. § 16(e), the Court may enter the Final Judgment after it determines that the proposed Final Judgment serves the public interest.

9. The United States' Competitive Impact Statement demonstrates that the proposed Final Judgment satisfies the public interest standard of 15 U.S.C. § 16(e).

10. Pursuant to the Modified Stipulation and Order dated May 19, 2020, Defendants stipulated that the Final Judgment could be filed with and entered by the Court, upon the motion of any party or upon the Court's own motion, at any time after compliance with the requirements of the APPA, and without further notice to any party or other proceedings

11. The United States requests that this Court enter the Final Judgment without further proceedings or hearings.

Respectfully submitted,

FOR PLAINTIFF UNITED STATES OF AMERICA

/s/ Lowell R. Stern

Lowell R. Stern (D.C. Bar No. 440487)

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Dated: August 21, 2020