

EXHIBIT B

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

UNITED STATES OF AMERICA,
COMMONWEALTH OF MASSACHUSETTS,
and
STATE OF WISCONSIN,
Plaintiffs,

No. 20 C 2658

Judge Feinerman

v.

DAIRY FARMERS OF AMERICA, INC.
and
DEAN FOODS COMPANY,
Defendants.

**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 (the “APPA”), 15 U.S.C. § 16, and states:

1. The United States, along with the State of Wisconsin and the Commonwealth of Massachusetts (collectively, the “Plaintiff States”), filed a civil antitrust Complaint on May 1, 2020 (Docket No. 1). At the same time the Complaint was filed, the United States filed an Asset Preservation and Hold Separate Stipulation and Order (“Stipulation and Order”) (Docket No. 4) and the proposed Final Judgment (Docket No. 4-2), which are designed to address the anticompetitive effects alleged in the Complaint. The United States filed a Competitive Impact Statement with this Court on May 26, 2020 (Docket No. 16).

2. Pursuant to 15 U.S.C. § 16(b), the proposed Final Judgment and the Competitive Impact Statement were published in the *Federal Register* on June 2, 2020 (85 Fed. Reg. 33,712 (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), summaries of the terms of the proposed Final Judgment and Competitive Impact Statement were published in the *Washington Post*, *Chicago Tribune*, and *Boston Globe* on June 1–4 and June 8–10, 2020.

4. A determinative document within the meaning of 15 U.S.C. § 16(b) was considered by the United States in formulating the proposed Final Judgment. That document was attached as Attachment 1 to the Competitive Impact Statement and was made public and furnished to any person requesting it in compliance with 15 U.S.C. § 16(b) and (c).

5. As required by 15 U.S.C. § 16(g), on August 4, 2020, Defendants filed a certification with the Court describing any written or oral communications made by or on behalf of Defendants with any officer or employee of the United States concerning the proposed Final Judgment (Docket No. 38).

6. The 60-day comment period specified in 15 U.S.C. § 16(b) commenced on June 2, 2020, and ended on August 10, 2020.

7. The United States received and responded to one comment on the proposed Final Judgment. The comment and the United States' response were filed with the Court on September 14, 2020 (Docket No. 42). Pursuant to 15 U.S.C. § 16(d), the United States published in the *Federal Register* and posted on the Antitrust Division's website the single comment and the

United States' response. The comment and response were published in the *Federal Register* on September 18, 2020. *See* 85 Fed. Reg. 58,387 (2020).

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 Stipulation and Order filed on May 1, 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 and Response to Public Comments demonstrate that the proposed Final Judgment satisfies the public interest standard of 15 U.S.C. § 16(e).

10. Pursuant to the Stipulation and Order dated May 1, 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 proceeding.

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

Dated: September 29, 2020

Respectfully submitted,

/s/ Karl D. Knutsen

Karl D. Knutsen
Justin Heipp
Nathaniel J. Harris
Christopher A. Wetzel
U.S. Department of Justice
Antitrust Division
Healthcare and Consumer Products Section
450 Fifth Street, NW, Suite 4100
Washington, DC 20530
202-514-0976
karl.knutsen@usdoj.gov

COUNSEL FOR PLAINTIFF
UNITED STATES OF AMERICA