UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

UNITED STATES OF AMERICA	§	
	§	
v.	§	**Criminal No.** H-07-487-01
	§	
BRYAN ALLISON	§	

PLEA AGREEMENT

The United States of America and Bryan Allison ("defendant") hereby enter into the following Plea Agreement pursuant to Rule 11(c)(1)(C) of the Federal Rules of Criminal Procedure ("Fed. R. Crim. P."):

RIGHTS OF DEFENDANT

1. The defendant understands his rights:

(a) to be represented by an attorney;

(b) to be charged by Indictment;

(c) as a citizen and resident of the United Kingdom, to contest the jurisdiction of the United States to prosecute this case against him in the United States District Court for the Southern District of Texas;

(d) to plead not guilty to any criminal charge brought against him;

(e) to have a trial by jury, at which he would be presumed not guilty of the charge and the United States would have to prove every essential element of the charged offense beyond a reasonable doubt for him to be found guilty;

(f) to confront and cross-examine witnesses against him and to subpoena witnesses in his defense at trial;

(g) not to be compelled to incriminate himself;

(h) to appeal his conviction, if he is found guilty; and

(i) to appeal the imposition of sentence against him.

AGREEMENT TO PLEAD GUILTY AND WAIVE CERTAIN RIGHTS

2. The defendant knowingly and voluntarily waives the rights set out in Paragraph 1(b)-(h) above, including all jurisdictional defenses to the prosecution of this case, and agrees voluntarily to consent to the jurisdiction of the United States to prosecute this case against him in the United States District Court for the Southern District of Texas. The defendant also knowingly and voluntarily waives the right to file any appeal, any collateral attack, or any other writ or motion, including but not limited to an appeal under 18 U.S.C. § 3742 or a motion under 28 U.S.C. § 2241 or 2255, that challenges the sentence imposed by the Court if that sentence is consistent with or below the recommended sentence in Paragraph 15 of this Plea Agreement, regardless of how the sentence is determined by the Court. This agreement does not affect the rights or obligations of the United States as set forth in 18 U.S.C. § 3742(b)-(c). Pursuant to Fed. R. Crim. P. 7(b), the defendant will waive indictment and plead guilty at arraignment to a one-count Information to be filed in the United States District Court for the Southern District of Texas. The Information will charge the defendant with participating in a conspiracy to suppress and eliminate competition by rigging bids, fixing prices and allocating market shares for sales of marine hose sold in the United States, beginning at least as early as 1999 and continuing until as late as May 2007 in unreasonable restraint of foreign and interstate trade and commerce in violation of the Sherman Antitrust Act, 15 U.S.C. § 1.

3. The defendant, pursuant to the terms of this Plea Agreement, will

plead guilty to the criminal charge described in Paragraph 2 above and will make a factual admission of guilt to the Court in accordance with Fed. R. Crim. P. 11, as set forth in Paragraph 4 below.

FACTUAL BASIS FOR OFFENSE CHARGED

4. Had this case gone to trial, the United States would have presented evidence sufficient to prove the following facts:

(a) For purposes of this Plea Agreement, the "relevant period" is that period from at least as early as 1999 and continuing until as late as May 2007. During the relevant period, the defendant was an executive with oversight responsibility for the sale of marine hose at Dunlop Oil & Marine, Ltd. ("Dunlop"), in Grimsby, United Kingdom. From at least 2001, defendant was the managing director of this firm. During the relevant period, Dunlop was a manufacturer of marine hose and was engaged in the sale of marine hose in the United States. Marine hose is a flexible rubber hose used to transfer oil between tankers and storage facilities and/or buoys. During the relevant period, the volume of United States commerce attributable to the defendant is greater than $10 million, but less than $40 million.

(b) During the relevant period, the defendant participated in a conspiracy with other persons and entities engaged in the manufacture and sale of marine hose, the primary purpose of which was to suppress and eliminate competition by rigging bids, fixing prices and allocating market shares for sales of marine hose sold in the United States. In furtherance of the conspiracy, the defendant and his subordinates attended meetings and engaged in discussions with executives from other marine hose

manufacturers. During such meetings and discussions, the defendant and co-conspirators agreed to rig bids, fix prices and allocate market shares for the sale of marine hose in the United States. Each of the conspiring manufacturers jointly funded a co-conspirator who acted as a coordinator for the cartel and provided the coordinator with information about upcoming marine hose jobs. The coordinator then designated, based on rules agreed to by the co-conspirators and preferences expressed by the co-conspirators, which of the conspiring manufacturers would win the job, referring to the winning conspirator as the "champion." After the champion had been designated, the coordinator provided the other conspirators with instructions regarding how much to bid on the job for the purpose of ensuring that the designated champion would win the job.

(c) During the relevant period, marine hose sold by one or more of the conspirator firms, and equipment and supplies necessary to the production and distribution of marine hose, as well as payments for marine hose, traveled in interstate and foreign commerce. The business activities of the defendant and co-conspirators in connection with the manufacture and/or sale of marine hose affected by this conspiracy were within the flow of, and substantially affected, interstate and foreign trade and commerce.

(d) Acts in furtherance of this conspiracy were carried out within the Southern District of Texas within the relevant period. One of the corporate co-conspirators has operations in Houston, within the Southern District of Texas. In addition, on at least one occasion, members of the conspiracy attended a meeting in Houston during which the conspirators discussed the implementation of the conspiracy.

POSSIBLE MAXIMUM SENTENCE

5. The defendant understands that the statutory maximum penalty which may be imposed against him upon conviction for a violation of Section One of the Sherman Antitrust Act is:

(a) a term of imprisonment for 10 years (15 U.S.C. § 1);

(b) a fine in an amount equal to the greatest of (1) $1 million, (2) twice the gross pecuniary gain the conspirators derived from the crime, or (3) twice the gross pecuniary loss caused to the victims of the crime by the conspirators (15 U.S.C. § 1; 18 U.S.C. § 3571(b) and (d)); and

(c) a term of supervised release of three (3) years following any term of imprisonment. If the defendant violates any condition of supervised release, the defendant could be imprisoned for up to two (2) years (18 U.S.C. § 3559(a)(3); 18 U.S.C. § 3583(b)(2) and (e)(3)); and United States Sentencing Guidelines ("U.S.S.G.," "Sentencing Guidelines," or "Guidelines") §5D1.2(a)(2).

6. In addition, the defendant understands that:

(a) pursuant to U.S.S.G. §5E1.1 or 18 U.S.C. § 3663(a)(3) or 3583(d), the Court may order him to pay restitution to the victims of the offense; and

(b) pursuant to 18 U.S.C. § 3013(a)(2)(A), the Court is required to order the defendant to pay a $100.00 special assessment upon conviction for the charged crime.

SENTENCING GUIDELINES

7. The defendant understands that the Sentencing Guidelines are advisory, not mandatory, but that the Court must consider the Guidelines in effect on the day of sentencing,

along with the other factors set forth in 18 U.S.C. § 3553(a), in determining and imposing sentence. The defendant understands that the Guidelines determinations will be made by the Court by a preponderance of the evidence standard. The defendant understands that although the Court is not ultimately bound to impose a sentence within the applicable Guidelines range, its sentence must be reasonable based upon consideration of all relevant sentencing factors set forth in 18 U.S.C. § 3553(a). Pursuant to U.S.S.G. §1B1.8, the United States agrees that self-incriminating information that the defendant provides to the United States pursuant to this Plea Agreement will not be used to increase the volume of affected commerce attributable to the defendant or in determining the defendant's applicable Guidelines range, except to the extent provided in U.S.S.G. §1B1.8(b). Pursuant to U.S.S.G. §6B1.4, the United States and the defendant enter into the following stipulations:

(a) The base offense level for the offense to which the defendant is pleading guilty, as established by U.S.S.G. §2R1.1(a), is 12.

(b) The offense to which the defendant is pleading guilty involved participation in an agreement to submit non-competitive bids, within the meaning of U.S.S.G. §2R1.1(b)(1), which increases the offense level by 1.

(c) The volume of commerce attributable to the defendant within the meaning of U.S.S.G. §2R1.1(b)(2) is more than $10,000,000, but less than $40,000,000, which increases the offense level by 4.

(d) Based on the defendant's role in the charged offense, a 4 level increase in the offense level is appropriate pursuant to U.S.S.G. §3B1.1(a).

(e) For purposes of U.S.S.G. §3E1.1, a three-level reduction of the offense level for defendant's acceptance of responsibility is appropriate. However, should the United States obtain or receive additional evidence or information prior to sentencing that, in its sole discretion, it determines to be credible and materially in conflict with this stipulation, then the United States shall no longer be bound by this stipulation.

(f) Based on the foregoing, defendant's adjusted offense level for the offense to which he is pleading guilty is 18. The guideline sentencing range for offense level 18 is 27 to 33 months imprisonment. The defendant's appropriate guideline fine range within the meaning of §2R1.1(c)(1) is $300,000 to $1,500,000.

THE UNITED KINGDOM CARTEL OFFENSE

8. The defendant understands that he will be criminally charged in the United Kingdom by the Office of Fair Trading ("OFT") with, between June 2003 and May 2007, dishonestly agreeing to make or implement, or cause to be made or implemented, arrangements which:

(a) directly or indirectly fixed the price for the supply in the United Kingdom of marine hoses and ancillary products;

(b) limited or prevented the supply in the United Kingdom of marine hoses and ancillary products;

(c) divided the supply in the United Kingdom of marine hoses and ancillary products to a customer or customers;

(d) divided customers for the supply in the United Kingdom of marine hoses and ancillary products; and/or

(e) were bid-rigging arrangements, in violation of § 188 of the United Kingdom's Enterprise Act of 2002 ("the U.K. cartel offense"). The defendant confirms that he is cooperating with the OFT and expresses his intent to continue fully to cooperate with the OFT, and with any other United Kingdom authorities as appropriate, in the investigation and any prosecution of himself and/or others related to and stemming from the U.K. cartel offense.

9. The defendant, having been advised by his U.K. counsel, also understands that his participation in the U.K. cartel offense amounts to the commission of an offense in the United Kingdom and expresses his intent to accept responsibility for, and plead guilty to, the U.K. cartel offense. In the case of the U.K. cartel offense, the maximum term of imprisonment which may be imposed upon conviction for a single U.K. cartel offense is five years, Enterprise Act 2002, § 190, but it is open to the judge to pass consecutive sentences for more than one instance of the offense. The U.K. court may also impose an unlimited fine. There are no minimum terms of imprisonment or fines for conviction of the U.K. cartel offense, nor any sentencing guidelines, and the U.K. court would have broad discretion in determining the appropriate sentence upon conviction of the U.K. cartel offense. The U.K. court will also inquire into whether the defendant has benefited financially from his offenses, and is obliged to consider making an order requiring the defendant to pay an amount of money equal to the value of this financial benefit, or the value of all his realizable assets, if this is a lesser sum. The U.K. court is obliged to set a sentence of imprisonment to be served in default of payment of any fine or disgorgement the court determines the defendant must pay. The maximum sentence of imprisonment that may be imposed in default of payment is 10 years.

10. The United States and defendant agree to request jointly this Court to take the following actions to allow the defendant to cooperate with the authorities in the United Kingdom and to plead guilty and to serve in the United Kingdom any term of imprisonment imposed by the U.K. court upon his conviction:

(a) permit the defendant to return to the United Kingdom in custody prior to sentencing in the United States in this matter for the purposes of: cooperating with the authorities in the United Kingdom in their investigation and prosecution of bid rigging, price fixing, the division of supply and/or customers and/or the limitation or prevention of supply, in each case in connection with the supply of marine hoses in the United Kingdom; entering a guilty plea to the U.K. cartel offense; and serving in the United Kingdom any resulting term of imprisonment; and

(b) defer sentencing in the United States to allow the defendant to plead guilty to the U.K. cartel offense and to serve in the United Kingdom any resulting term of imprisonment prior to sentencing in this matter.

11. If the Court permits the defendant to return to the United Kingdom as set out in Paragraph 10, the defendant understands that, in connection with the investigation and prosecution of the U.K. cartel offense, he will initially be returned to the United Kingdom in custody to Heathrow Airport in London where, on arrival, he will be arrested by uniformed officers of the London Metropolitan Police. He will then be interviewed by officials of the OFT. The defendant will then be released on police bail subject to the following conditions:

(a) he surrenders his passport and agrees not to apply for any travel documents;

(b) he remains in the jurisdiction of the U.K. court;

(c) he secures a surety in an amount to be determined by the London Metropolitan Police;

(d) he resides at his home address in Cleethorpes, United Kingdom; and

(e) he reports regularly to the Cleethorpes police station.

12. If this Court permits the defendant to return to the United Kingdom as set out in Paragraph 10, the defendant agrees to return to the United States for sentencing for the criminal charge described in Paragraph 2 after he has completed any sentence of imprisonment imposed upon conviction of the U.K. cartel offense and no later than ten (10) days before a sentencing hearing is scheduled in the United States, unless the defendant is sentenced *in absentia* pursuant to Rule 43(c)(1)(B) as described in Paragraph 17. At any time that the defendant is not imprisoned in the United Kingdom (including, but not limited to periods: (1) prior to the entry or acceptance of his guilty plea to the U.K. cartel offense; or (2) after imposition of a sentence after conviction of the U.K. cartel offense that does not include imprisonment), the defendant agrees to return to the United States for sentencing for the criminal charge described in Paragraph 2 within twenty (20) days of a written request from the United States to the defendant or his counsel, provided that this does not interfere with any non-custodial order made by the U.K. court.

13. The defendant agrees that his obligations in Paragraphs 12 and 21 in this Plea Agreement to return to the United States are not conditioned upon the United States seeking or obtaining his extradition. However, if the defendant fails to return to the United States as required by Paragraphs 12 or 21 or otherwise breaches this Plea Agreement, the defendant waives

any right to, and agrees not to, oppose or contest, on any grounds, including, but not limited to, his prosecution or conviction of the U.K. cartel offense, any request for extradition made by the United States to face charges either in the Information referenced in Paragraph 2 of this Plea Agreement or in any related indictment. The defendant agrees to and adopts as his own the factual statement contained in Paragraph 4. In the event that the defendant breaches this Plea Agreement, the defendant agrees that this Plea Agreement, including the factual statement contained in Paragraph 4, provides a sufficient basis for any possible future extradition request that may be made for his return to the United States to face charges either in the Information referenced in Paragraph 2 of this Plea Agreement or in any related indictment.

14. The defendant acknowledges that his being charged with or convicted of the U.K. cartel offense will not provide a defense to his prosecution in the United States for the offense charged in the Information referenced in Paragraph 2 of this Plea Agreement or in any related indictment based on the Double Jeopardy or Due Process Clauses in the Fifth Amendment to the U.S. Constitution. Moreover, the defendant acknowledges that his prosecution or conviction in the United States for the offense charged in the Information referenced in Paragraph 2 of this Plea Agreement or any related indictment does not create any right to prevent or raise a defense to his prosecution in the United Kingdom for the U.K. cartel offense. To the extent that his prosecution or conviction in the United States does create any such right or defense with respect to the prosecution of the U.K. cartel offense, the defendant hereby knowingly and voluntarily waives that right or defense.

SENTENCING AGREEMENT

15. Pursuant to Fed. R. Crim. P. 11(c)(1)(C), the United States and the defendant agree that the appropriate disposition of this case is, and agree to recommend jointly that the Court impose, a sentence requiring the defendant to pay to the United States a criminal fine of $100,000 payable in full before the fifteenth (15th) day after the date of judgment and requiring the defendant to serve a period of imprisonment of twenty-four (24) months subject to the potential reduction set out in Paragraph 16 below ("the recommended sentence"). The parties agree that there exists no aggravating or mitigating circumstance of a kind, or to a degree, not adequately taken into consideration by the U.S. Sentencing Commission in formulating the Sentencing Guidelines justifying a departure pursuant to U.S.S.G. §5K2.0. The parties agree not to seek or support any sentence outside of the Guidelines range or any Guidelines adjustment for any reason that is not set forth in this Plea Agreement. The parties further agree that the recommended sentence set forth in this Plea Agreement is reasonable. The parties further agree that no term of supervised release following imprisonment is necessary. The United States agrees that it will not seek an order of restitution because of the availability of civil causes of action. The defendant understands that the Court will order him to pay a $100 special assessment pursuant to 18 U.S.C. § 3013(a)(2)(A) in addition to any fine imposed.

16. Notwithstanding that the recommended sentence is based solely on effects in the United States and that the U.K. cartel offense relates only to effects in the United Kingdom, the United States and the defendant agree to recommend to this Court, if this Court permits the defendant to return to the United Kingdom and defers sentencing as described in Paragraph 10 and a sentence of imprisonment is imposed upon conviction for the U.K. cartel offense, that the

period of imprisonment recommended in Paragraph 15 be reduced by one day for each day of the total term of the sentence of imprisonment imposed upon the defendant following his conviction for the U.K. cartel offense; however, a term of imprisonment that is suspended shall not be included in the reduction of the period of imprisonment recommended in Paragraph 15. The defendant agrees not to seek from the U.K. court a sentence of imprisonment less than that set out in Paragraph 15.

17. If this Court permits the defendant to return to the United Kingdom and defers sentencing as described in Paragraph 10, the United States and the defendant agree to request jointly that this Court defer ordering a Pre-Sentence Report ("PSR") until after sentence is imposed by the U.K. court and to notify promptly this Court of the sentence imposed upon the defendant for the U.K. cartel offense. Regarding the imposition of sentence by this Court, the parties agree that:

(a) If the total term of the sentence of imprisonment imposed on the defendant upon conviction of the U.K. cartel offense meets or exceeds twenty-four (24) months (not counting any portion that is suspended), then:

(1) the parties agree to request jointly that this Court allow the defendant to be sentenced *in absentia* pursuant to Rule 43(c)(1)(B); and

(2) the parties agree to request jointly that this Court proceed with sentencing immediately without a PSR pursuant to Local Rule CrLR 32.1.

(b) If the total term of the sentence of imprisonment imposed on the defendant

upon conviction of the U.K. cartel offense is less than twenty-four (24) months, then:

(1) the defendant agrees to return to the United States for sentencing by this Court as required in Paragraph 12; and

(2) the parties agree to request jointly that the Court determine whether a PSR is required upon the defendant's return to the United States.

18. The United States and the defendant agree that the defendant's applicable Guidelines imprisonment and fine ranges set out in Paragraph 7 exceed the term of imprisonment and fine contained in the recommended sentence set out in Paragraph 15. Subject to the full and continuing cooperation of the defendant, as described in Paragraph 21 of this Plea Agreement, and prior to sentencing in this case, the United States agrees that it will make a motion, pursuant to U.S.S.G. §5K1.1, for a downward departure from the Guidelines imprisonment and fine ranges in this case and will request that the Court impose the recommended sentence as set out in Paragraph 15 of this Plea Agreement because of the defendant's substantial assistance in the United States' investigation and prosecutions of violations of federal criminal law in the marine hose industry.

19. Subject to the ongoing, full, and truthful cooperation of the defendant described in Paragraph 21 of this Plea Agreement, and before sentencing in the case, the United States will fully advise the Court and the Probation Office of the fact, manner, and extent of the defendant's cooperation and his commitment to prospective cooperation with the United States' investigation and prosecutions, all material facts relating to the defendant's involvement in the charged offense, and all other relevant conduct.

20. The United States and the defendant understand that the Court retains complete discretion to accept or reject the recommended sentence provided for in Paragraph 15 of this Plea Agreement.

(a) If the Court does not accept the recommended sentence, the United States and the defendant agree that this Plea Agreement, except for Paragraph 20(b) below, shall be rendered void.

(b) If the Court does not accept the recommended sentence, the defendant will be free to withdraw his guilty plea (Fed. R. Crim. P. 11(c)(5) and (d)). If the defendant withdraws his plea of guilty, this Plea Agreement, the guilty plea, and any statement made in the course of any proceedings under Fed. R. Crim. P. 11 regarding the guilty plea or this Plea Agreement or made in the course of plea discussions with an attorney for the United States shall not be admissible against the defendant in any criminal or civil proceeding, except as otherwise provided in Fed. R. Evid. 410. In addition, the defendant agrees that, if he withdraws his guilty plea pursuant to this subparagraph of the Plea Agreement, the statute of limitations period for any Relevant Offense, as defined in Paragraph 22 below, shall be tolled for the period between the date of the signing of the Plea Agreement and the date the defendant withdrew his guilty plea or for a period of sixty (60) days after the date of the signing of the Plea Agreement, whichever period is greater.

DEFENDANT'S COOPERATION

21. The defendant will cooperate fully and truthfully with the United States in the prosecution of this case, the conduct of the current federal investigation of violations of federal antitrust and related criminal laws involving the manufacture or sale of marine hose, any other federal investigation resulting therefrom, and any litigation or other proceedings arising or resulting from any such investigation to which the United States is a party ("Federal Proceeding"). The ongoing, full, and truthful cooperation of the defendant shall include, but not be limited to:

(a) producing in the United States and at other mutually agreed-upon locations all non-privileged documents, including claimed personal documents, and other materials, wherever located, in the possession, custody, or control of the defendant, requested by attorneys and agents of the United States;

(b) making himself available for interviews in the United States and at other mutually agreed-upon locations, not at the expense of the United States, upon the request of attorneys and agents of the United States;

(c) responding fully and truthfully to all inquiries of the United States in connection with any Federal Proceeding, without falsely implicating any person or intentionally withholding any information, subject to the penalties of making false statements (18 U.S.C. § 1001) and obstruction of justice (18 U.S.C. § 1503, *et seq.*);

(d) otherwise voluntarily providing the United States with any non-privileged material or information, not requested in (a) - (c) of this paragraph, that he may have that is related to any Federal Proceeding;

(e) when called upon to do so by the United States in connection with any Federal Proceeding, testifying in grand jury, trial, and other judicial proceedings in the United States, fully, truthfully, and under oath, subject to the penalties of perjury (18 U.S.C. § 1621), making false statements or declarations in grand jury or court proceedings (18 U.S.C. § 1623), contempt (18 U.S.C. §§ 401 - 402), and obstruction of justice (18 U.S.C. § 1503, *et seq.*); and

(f) consenting to any request by the United States while the defendant is in custody in the United Kingdom that the defendant be temporarily transferred in custody to the United States for interviews and testimony in connection with any Federal Proceeding.

UNITED STATES' AGREEMENT

22. Subject to the full, truthful, and continuing cooperation of the defendant, as described in Paragraph 21 of this Plea Agreement, and upon the Court's acceptance of the guilty plea called for by this Plea Agreement and the imposition of the recommended sentence, the United States will not bring further criminal charges against the defendant for any act or offense committed before the date of this Plea Agreement that was undertaken in furtherance of an antitrust conspiracy involving the manufacture or sale of marine hose ("Relevant Offense"). The

nonprosecution terms of this paragraph do not apply to civil matters of any kind, to any violation of the federal tax or securities laws, or to any crime of violence.

23. (a) Subject to the full and continuing cooperation of the defendant, as described in Paragraph 21 of this Plea Agreement, and upon the Court's acceptance of the defendant's guilty plea and imposition of sentence in this case, the United States agrees not to seek to remove the defendant from the United States under Sections 238 and 240 of the Immigration and Nationality Act, 8 U.S.C. §§ 1228 and 1229a, based upon the defendant's guilty plea and conviction in this case, should the defendant apply for or obtain admission to the United States as a nonimmigrant (hereinafter referred to as the "agreement not to seek to remove the defendant"). The agreement not to seek to remove the defendant is the equivalent of an agreement not to exclude the defendant from admission to the United States as a nonimmigrant or to deport the defendant from the United States. (Immigration and Nationality Act, § 240(e)(2), 8 U.S.C. § 1229a(e)(2)).

(b) The Antitrust Division of the United States Department of Justice has consulted with United States Immigration and Customs Enforcement ("ICE") on behalf of the United States Department of Homeland Security ("DHS"). ICE, on behalf of DHS and in consultation with the United States Department of State, has agreed to the inclusion in this Plea Agreement of this agreement not to seek to remove the defendant. The Secretary of DHS has delegated to ICE the authority to enter this agreement on behalf of DHS.

(c) So that the defendant will be able to obtain any nonimmigrant visa that he may need to travel to the United States, DHS and the Visa Office, United States Department of State, have concurred in the granting of a nonimmigrant waiver of the defendant's inadmissibility. This waiver will remain in effect so long as this agreement not to seek to remove the defendant remains in effect. While the waiver remains in effect, the Department of State will not deny the defendant's application for a nonimmigrant visa on the basis of the defendant's guilty plea and conviction in this case, and DHS will not deny his application for admission as a nonimmigrant on the basis of his guilty plea and conviction in this case.

(d) This agreement not to seek to remove the defendant will remain in effect so long as the defendant:

(i) acts and has acted consistently with his cooperation obligations under this Plea Agreement;

(ii) is not convicted of any felony under the laws of the United States or any state, other than the conviction resulting from the defendant's guilty plea under this Plea Agreement or any conviction under the laws of any state resulting from conduct constituting an offense subject to this Plea Agreement; and

(iii) does not engage in any other conduct that would warrant

his removal from the United States under the Immigration and Nationality Act.

The defendant understands that should the Antitrust Division become aware that the defendant has violated any of these conditions, the Antitrust Division will notify DHS. DHS will then determine, in consultation with the Antitrust Division, whether to rescind this agreement not to seek to remove the defendant.

(e) The defendant agrees to notify the Assistant Attorney General of the Antitrust Division should the defendant be convicted of any other felony under the laws of the United States or of any state.

(f) Should the United States rescind this agreement not to seek to remove the defendant because of the defendant's violation of a condition of this Plea Agreement, the defendant irrevocably waives his right to contest his removal from the United States under the Immigration and Nationality Act on the basis of his guilty plea and conviction in this case, but retains his right to notice of removal proceedings.

24. The defendant understands that he may be subject to administrative action by federal or state agencies other than the United States Department of Justice, Antitrust Division, based upon the conviction resulting from this Plea Agreement, and that this Plea Agreement in no way controls whatever action, if any, other agencies may take. However, the United States agrees that, if requested, it will advise the appropriate officials of any governmental agency considering such administrative action of the fact, manner, and extent of the cooperation of the

defendant as a matter for that agency to consider before determining what administrative action, if any, to take.

REPRESENTATION BY COUNSEL

25. The defendant has reviewed all legal and factual aspects of this case with his undersigned attorney from the United States and his undersigned attorney from the United Kingdom and is fully satisfied with his attorneys' legal representation. The defendant has thoroughly reviewed this Plea Agreement with both his U.S. attorney and his U.K. attorney and has received satisfactory explanations from each of them concerning each paragraph of this Plea Agreement and alternatives available to the defendant other than entering into this Plea Agreement. After conferring with both his U.S. attorney and his U.K. attorney and considering all available alternatives, the defendant has made a knowing and voluntary decision to enter into this Plea Agreement.

VOLUNTARY PLEA

26. The defendant's decision to enter into this Plea Agreement and to tender a plea of guilty is freely and voluntarily made and is not the result of force, threats, assurances, promises, or representations other than the representations contained in this Plea Agreement. The United States has made no promises or representations to the defendant as to whether the Court will accept or reject the recommendations contained within this Plea Agreement.

VIOLATION OF PLEA AGREEMENT

27. The defendant agrees that, should the United States determine in good faith, during the period that any Federal Proceeding is pending, that the defendant has failed to provide full and truthful cooperation, as described in Paragraph 21 of this Plea Agreement, has failed to return to the United States, as described in Paragraphs 12 and 21 of this Plea Agreement, or has otherwise violated any provision of this Plea Agreement, the United States will notify the defendant or his counsel in writing by personal or overnight delivery or facsimile transmission and may also notify his counsel by telephone of its intention to void any of its obligations under this Plea Agreement (except its obligations under this paragraph), and the defendant shall be subject to prosecution for any federal crime of which the United States has knowledge including, but not limited to, the substantive offenses relating to the investigation resulting in this Plea Agreement. The defendant agrees that, in the event that the United States is released from its obligations under this Plea Agreement and brings criminal charges against the defendant for any Relevant Offense, the statute of limitations period for such offense shall be tolled for the period between the date of the signing of this Plea Agreement and six (6) months after the date the United States gave notice of its intent to void its obligations under this Plea Agreement.

28. The defendant understands and agrees that in any further prosecution of him resulting from the release of the United States from its obligations under this Plea Agreement based on the defendant's violation of the Plea Agreement, any documents, statements, information, testimony, or evidence provided by him to attorneys or agents of the United States, federal grand juries, or courts, and any leads derived therefrom, may be used against him in any

such further prosecution. In addition, the defendant unconditionally waives his right to challenge the use of such evidence in any such further prosecution, notwithstanding the protections of Fed. R. Evid. 410.

ENTIRETY OF AGREEMENT

29. This Plea Agreement constitutes the entire agreement between the United States and the defendant concerning the disposition of the criminal charge in this case. This Plea Agreement cannot be modified except in writing, signed by the United States and the defendant.

30. The undersigned attorneys for the United States have been authorized by the Attorney General of the United States to enter this Plea Agreement on behalf of the United States.

31. A facsimile signature shall be deemed an original signature for the purpose of executing this Plea Agreement. Multiple signature pages are authorized for the purpose of executing this Plea Agreement.

DATED: 12/3/07

Respectfully submitted,

By: _____
J. Brady Dugan
Craig Y. Lee
Portia R. Brown
Jon B. Jacobs
Carol Bell
Attorneys, Antitrust Division
U.S. Department of Justice

Date: 11.29.07

_____
Bryan Allison
Defendant

Date: 11.29.07

_____
Michael Ramsey
2120 Welch
Houston, TX 77019-5616
Counsel for the Defendant

Date: _____

_____
Michael O'Kane
Peters & Peters
15 Fetter Lane
London, England EC4A 1BW
Solicitor for the Defendant

31. A facsimile signature shall be deemed an original signature for the purpose of executing this Plea Agreement. Multiple signature pages are authorized for the purpose of executing this Plea Agreement.

DATED _____ Respectfully submitted,

By:_____
J. Brady Dugan
Craig Y. Lee
Portia R. Brown
Jon B. Jacobs
Carol Bell
Attorneys, Antitrust Division
U.S. Department of Justice

Date: _____
_____
Bryan Allison
Defendant

Date: _____
_____
Michael Ramsey
2120 Welch
Houston, TX 77019-5616
Counsel for the Defendant

Date: 11.29.07
_____
Michael O'Kane
Peters & Peters
15 Fetter Lane
London, England EC4A 1BW
Solicitor for the Defendant