

**UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF WISCONSIN
MILWAUKEE DIVISION**

UNITED STATES OF AMERICA,)	
STATE of WISCONSIN,)	
STATE of ILLINOIS, and)	
STATE of MICHIGAN,)	
)	Civil Action No. 2:10-cv-00059 (JPS)
<i>Plaintiffs,</i>)	
)	
v.)	
)	
DEAN FOODS COMPANY,)	
)	
<i>Defendant.</i>)	
)	

**UNITED STATES' EXPLANATION OF
CONSENT DECREE PROCEDURES**

The United States submits this short memorandum summarizing the procedures regarding the Court's entry of the proposed Final Judgment. This Judgment would settle this case pursuant to the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h) ("APPA"), which applies to civil antitrust cases brought and settled by the United States.¹

1. On January 22, 2010, the United States and the States of Wisconsin, Illinois, and Michigan filed a complaint in this matter. Today, the United States and Plaintiff States filed a Stipulation, a proposed Order, and a proposed Final Judgment. The

¹ The requirements and procedures of the APPA do not apply to the Joint Stipulation of the State of Michigan and Dean Foods Company Requesting Entry of Stipulated Order or the Stipulated Order that were filed today by the State of Michigan. *See* 15 U.S.C. § 16(b).

United States also filed today a Competitive Impact Statement. The parties have agreed that the Court may enter the proposed Final Judgment after compliance with the APPA.

2. The APPA requires that the United States publish the proposed Final Judgment and the Competitive Impact Statement in the Federal Register and cause to be published a summary of the terms of the proposed Final Judgment and the Competitive Impact Statement in certain newspapers at least 60 days prior to entry of the proposed Final Judgment. The Defendant in this matter has agreed to arrange and bear the costs for the newspaper notices. The notice will inform members of the public that they may submit comments about the proposed Final Judgment to the United States Department of Justice, Antitrust Division, 15 U.S.C. § 16(b)-(c).

3. During the 60-day period, the United States will consider, and at the close of that period respond to, any comments that it has received, and it will publish the comments and the United States' responses in the Federal Register.

4. After the expiration of the 60-day period, the United States will file with the Court the comments and the United States' responses, and it may ask the Court to enter the proposed Final Judgment (unless the United States has decided to withdraw its consent to entry of the Final Judgment, as permitted by Section IV.A of the March 24, 2011 Stipulation, *see* 15 U.S.C. § 16(d)).

5. If the United States requests that the Court enter the proposed Final Judgment after compliance with the APPA, 15 U.S.C. § 16(e)-(f), then the Court may enter the Final Judgment without a hearing, provided that it concludes that the Final Judgment is in the public interest.

Dated: March 29, 2011

Respectfully submitted,

s/ Mitchell H. Glende

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