

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

UNITED STATES OF AMERICA

Plaintiff

v.

L.B. FOSTER COMPANY

and

PORTEC RAIL PRODUCTS, INC.

Defendants

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

Plaintiff United States of America ("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) (the "APPA"), which applies to civil antitrust cases brought and settled by the United States.

1. Today, the United States has filed a Complaint, Hold Separate Stipulation and Order, proposed Final Judgment, and Competitive Impact Statement. The parties have agreed that the Court may enter the proposed Final Judgment following compliance with the APPA.

2. The APPA requires that the United States publish the proposed Final Judgment and 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 sixty (60) days prior to entry of the proposed Final Judgment. 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 (see 15 U.S.C. § 16(b)-(c)).

3. During the sixty-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*.

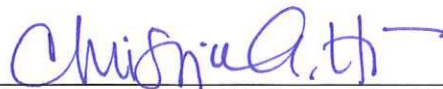
4. After the expiration of the sixty-day period, the United States will file with the Court the comments and the United States' responses, and it may ask the Court to enter the proposed Final Judgment (unless the United States has decided to withdraw its consent to entry of the Final Judgment, as permitted by paragraph IV(A) of the Hold Separate Stipulation and Order, 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: December 14, 2010

Respectfully submitted,

UNITED STATES OF AMERICA:



Christine A. Hill (D.C. Bar No. 461048)
United States Department of Justice
Antitrust Division, Litigation II Section
450 5th Street, N.W., Suite 8700
Washington, D.C. 20530
(202) 305-2738

CERTIFICATE OF SERVICE

I, Christine A. Hill, hereby certify that on December 14, 2010, I caused a copy of the foregoing Plaintiff United States's Explanation of Consent Decree Procedures to be served upon Defendants L.B. Foster Company and Portec Rail Products, Inc. by mailing the documents electronically to the duly authorized legal representatives of Defendants as follows:

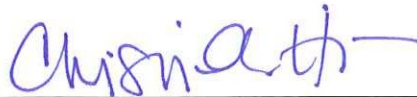
Counsel for L.B. Foster Company:

John H. Korn, Esquire
Buchanan, Ingersoll & Rooney PC
1700 K Street, N.W., Suite 300
Washington, D.C. 20006
(202) 452-7939
john.korn@bipc.com

Wendelynn J. Newton, Esquire
Buchanan, Ingersoll & Rooney PC
One Oxford Centre, 20th Floor
301 Grant Street
Pittsburgh, PA 15219
(412) 562-8932
wendelynn.newton@bipc.com

Counsel for Portec Rail Products, Inc.:

Timothy M. Walsh, Esquire
Steptoe & Johnson, LLP
1330 Connecticut Avenue, N.W.
Washington, D.C. 20036
(202) 429-3000
twalsh@steptoe.com



Christine A. Hill, Esquire
United States Department of Justice
Antitrust Division, Litigation II Section
450 Fifth Street, N.W., Suite 8700
Washington, D.C. 20530
(202) 305-2738