

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

UNITED STATES OF AMERICA,

Plaintiff,

v.

PEARSON PLC,
PEARSON EDUCATION INC.,
REED ELSEVIER PLC,
REED ELSEVIER NV, and
HARCOURT ASSESSMENT INC.,

Defendants.

CASE: 1:08-cv-00143

JUDGE: Kollar-Kotelly, Colleen

DECK TYPE: Antitrust

DATE STAMP:

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

Plaintiff, United States of America, by its undersigned attorney, hereby certifies that, in compliance with the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h), the following procedures have been followed in preparation for the entry of the Final Judgment in the above-captioned matter:

1. Plaintiff and defendants, Pearson plc and Pearson Education Inc. (collectively “Pearson”) and Reed Elsevier PLC, Reed Elsevier NV, and Harcourt Assessment Inc. (collectively “Reed Elsevier”) stipulated to the entry of the proposed Final Judgment in a Hold Separate Stipulation and Order (“HSSO”) filed with the Court on January 24, 2008.
2. The proposed Final Judgment was filed with the Court on January 24, 2008.
3. The Competitive Impact Statement was filed with the Court on January 24, 2008.
4. Pursuant to 15 U.S.C. § 16(b), the proposed Final Judgment and Competitive Impact Statement were published in the *Federal Register* on February 8, 2008. *United States v.*

Pearson plc, 73 Fed. Reg. 7593. A copy of the *Federal Register* notice is attached hereto as Exhibit 1.

5. Pursuant to 15 U.S.C. § 16(b), copies of the HSSO, proposed Final Judgment, and Competitive Impact Statement were furnished to all persons requesting them and were made available on the Antitrust Division's Internet site.

6. Pursuant to 15 U.S.C. § 16(c), a summary of the terms of the proposed Final Judgment was published in *The Washington Post*, a newspaper of general circulation in the District of Columbia, for seven days beginning February 16, 2008 and ending on February 22, 2008. A copy of the Proof of Publication from *The Washington Post* is attached hereto as Exhibit 2.

7. The sixty-day comment period prescribed by 15 U.S.C. § 16(b) and (d) for the receipt and consideration of written comments, during which the proposed Final Judgment could not be entered, ended on April 22, 2008.

8. The United States did not receive any comments on the proposed Final Judgment.

9. On February 1, 2008, defendants Pearson and Reed Elsevier filed with the Court a description of written or oral communications by or on behalf of the defendants, or any other person, with any officer or employee of the United States concerning the proposed Final Judgment, as required by 15 U.S.C. § 16(g). *See* Exhibit 3.

10. The parties have satisfied all the requirements of the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h), as a condition for entering the proposed Final Judgment.

11. Pursuant to the HSSO entered by the Court on January 24, 2008, and 15 U.S.C. §16(e), this Court may now enter the Final Judgment, if it determines that the entry of the Final Judgment is in the public interest.

12. Plaintiff's Motion for Entry of the Final Judgment and its Competitive Impact Statement demonstrate that the proposed Final Judgment satisfies the public interest standard of 15 U.S.C. §16(e).

13. For these reasons, plaintiff requests that this Court enter the Final Judgment without further proceeding.

Dated: May 20, 2008

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Damon J. Kalt".

Damon J. Kalt
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