

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

UNITED STATES OF AMERICA,
c/o Department of Justice
Antitrust Division
Washington, D.C. 20530,
Plaintiff,

v.

ATLANTIC RICHFIELD COMPANY
515 South Flower Street
Los Angeles, California 90071

ARCO CHEMICAL COMPANY
3801 West Chester Pike
Newtown Square, Pennsylvania 19073

UNION CARBIDE CORPORATION
39 Old Ridgebury Road
Danbury, Connecticut 06817-7001

UNION CARBIDE CHEMICALS AND PLASTICS
COMPANY INC.
39 Old Ridgebury Road
Danbury, Connecticut 06817-7001,
Defendants.

91 0205

Judge Revercomb

Civil Action No. 91 0205

Filed: 1/30/91

Entered: January 31, 1991

STIPULATION

It is stipulated by and between the undersigned parties, by their respective attorneys, that:

(1) the parties consent that the Court may file and enter a Final Judgment in the form attached to this Stipulation, on the Court's own motion or on the motion of any party at any time, and without further notice to any party or other proceedings, if plaintiff has not withdrawn its consent,

which it may do at any time before the entry of judgment by serving notice of its withdrawal on defendants and filing that notice with the Court;

(2) the defendants waive any objection to venue for purposes of this Final Judgment;

(3) in the event plaintiff withdraws its consent or if the proposed Final Judgment is not entered pursuant to this Stipulation, this Stipulation shall be of no effect whatever and the making of this Stipulation shall be without prejudice to any party in this or any other proceeding; and

(4) the parties' execution of this Stipulation and the entry of Final Judgment settles, discharges, and releases any and all claims of the plaintiff arising from the acquisition by defendants Atlantic Richfield Company and ARCO Chemical Company of certain assets of defendants Union Carbide Corporation and Union Carbide Chemicals and Plastics Company Inc., as set forth in the Commission's complaint:

(a) against the defendants for failure to comply with any provision of § 7A of the Clayton Act, 15 U.S.C. 18a; and

(b) against any officer, director, or partner of the defendants for failure to comply with any provision of § 7A of the Clayton Act, 15 U.S.C. 18a.

Dated: January 30, 1991

FOR THE PLAINTIFF:

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STIPULATION

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FILED

JAN 31 1991

CLERK, U.S. DISTRICT COURT
DISTRICT OF COLUMBIA

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FINAL JUDGMENT

Plaintiff, the United States of America, having commenced this action by filing its Complaint herein for violations of section 7A of the Clayton Act, 15 U.S.C. § 18a, commonly known as the Hart-Scott-Rodino Antitrust Improvements Act of 1976, and plaintiff and defendants, by their respective attorneys, having consented to the entry of this Final Judgment without trial or adjudication of any issue of fact or law herein and without this

Final Judgment constituting any evidence against or an admission by any party with respect to any such issue:

NOW, THEREFORE, before the taking of any testimony and without trial or adjudication of any issue of fact or law herein, and upon the consent of the parties hereto, it is hereby

ORDERED, ADJUDGED, AND DECREED as follows:

I.

The Court has jurisdiction of the subject matter herein and of the parties hereto. The Complaint states a claim upon which relief can be granted against the defendants, Atlantic Richfield Company, ARCO Chemical Company, Union Carbide Corporation, and Union Carbide Chemicals and Plastics Company Inc. under section 7A of the Clayton Act, 15 U.S.C. § 18a.

II.

Judgment is hereby entered in favor of plaintiff, United States of America and against defendants, Atlantic Richfield Company, ARCO Chemical Company, Union Carbide Corporation, and Union Carbide Chemicals and Plastics Company Inc., and, pursuant to section 7A(g)(1) of the Clayton Act, 15 U.S.C. § 18a(g)(1), defendants Atlantic Richfield Company and ARCO Chemical Company shall pay a total civil penalty in the amount of One Million Dollars (\$1,000,000), and defendants Union Carbide Corporation

and Union Carbide Chemicals and Plastics Company Inc. shall pay a total civil penalty in the amount of One Million Dollars (\$1,000,000). Payment shall be made by wire transfer of the funds to the United States Treasury through the Treasury Financial Communications System. The defendants shall pay the full amount of the civil penalties within fifteen (15) days of entry of this Final Judgment. In the event of a default in payment, interest at the rate of eighteen (18) percent per annum shall accrue thereon from the date of default to the date of payment.

III.

Each party shall bear its own costs of the within action.

IV.

Entry of this Final Judgment is in the public interest.

Dated: Washington, D.C.,

January 31, 1991

John H. Stewart
United States District Judge