

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

UNITED STATES OF AMERICA,

Plaintiff,

v.

GTCR FUND X/A AIV LP, CISION US INC.,  
UBM PLC, PRN DELAWARE, INC., and  
PWW ACQUISITION LLC,

Defendants.

Case No. 1:16-cv-01091-TFH

**MOTION AND MEMORANDUM OF THE UNITED STATES  
IN SUPPORT OF ENTRY OF FINAL JUDGMENT**

Pursuant to Section 2(b) of the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h) (“APPA” or “Tunney Act”), Plaintiff United States of America (“United States”) moves for entry of the proposed Final Judgment filed in this civil antitrust proceeding. The proposed Final Judgment may be entered at this time without further hearing if the Court determines that entry is in the public interest. The Competitive Impact Statement (“CIS”) filed in this matter on June 10, 2016 explains why entry of the proposed Final Judgment is in the public interest. The United States is also filing a Certificate of Compliance, attached hereto as Exhibit A, setting forth the steps taken by the parties to comply with all applicable provisions of the APPA and certifying that the statutory waiting period has expired.

## I. BACKGROUND

On June 10, 2016, the United States filed a Complaint in this matter challenging the proposed acquisition of Defendant PRN Delaware, Inc. (“PRN”), a subsidiary of Defendant UBM plc (“UBM”), by Defendant GTCR Fund X/A AIV LP (“GTCR”) through its subsidiary Defendant PWW Acquisition LLC (“PWW”) (collectively, the “transaction”). GTCR’s subsidiary, Defendant Cision US Inc. (“Cision”), operates the dominant media contact database in the United States as part of its flagship public relations workflow software suite. As a result of the transaction, GTCR would have acquired the third largest media contact database in the United States, which UBM’s PR Newswire business provided as part of its public relations workflow software suites sold under the Agility and Agility Plus brands (“Agility”). The Complaint alleged that the transaction, by eliminating competition between Cision and Agility, would likely result in many media contact database customers throughout the United States paying higher net prices and receiving lower quality products and services than they would absent the transaction, in violation of Section 7 of the Clayton Act, 15 U.S.C. § 18.

Simultaneously with the filing of the Complaint, the United States filed a proposed Final Judgment that would settle the case. On June 10, 2016, the United States filed a CIS that explains how the proposed Final Judgment is designed to remedy the likely anticompetitive effects of the proposed acquisition. The United States also filed a stipulation agreed to by the Defendants that provides that the proposed Final Judgment may be entered by the Court after the completion of the procedures required by the APPA. Entry of the proposed Final Judgment would terminate this action, except that the Court would retain jurisdiction to construe, modify, or enforce the provisions of the Final Judgment and to punish violations thereof.

## II. COMPLIANCE WITH THE APPA

The APPA requires a sixty-day period for the submission of public comments on a proposed Final Judgment. *See* 15 U.S.C. § 16(b). In compliance with the APPA, the United States filed the CIS on June 10, 2016; published the proposed Final Judgment and CIS in the *Federal Register* on June 20, 2016 (*see* 81 Fed. Reg. 39,957 (2016)); and ensured that summaries of the proposed Final Judgment and CIS, together with directions for the submission of written comments relating to the proposed Final Judgment, were published in *The Washington Post* for seven days from June 16 to June 22, 2016. The sixty-day period for public comments ended on August 21, 2016, and the United States received no comments.

Simultaneously with this Motion and Memorandum, the United States is filing a Certificate of Compliance that states all the requirements of the APPA have been satisfied. It is now appropriate for the Court to make the public interest determination required by 15 U.S.C. § 16(e) and to enter the proposed Final Judgment.

## III. STANDARD OF JUDICIAL REVIEW

The APPA requires that proposed consent judgments in antitrust cases brought by the United States be subject to a sixty-day public comment period, after which the court shall determine whether entry of the proposed Final Judgment “is in the public interest.” 15 U.S.C. § 16(e)(1). In making that determination, the court, in accordance with the statute as amended in 2004, is required to consider:

- (A) the competitive impact of such judgment, including termination of alleged violations, provisions for enforcement and modification, duration of relief sought, anticipated effects of alternative remedies actually considered, whether its terms are ambiguous, and any other competitive considerations bearing upon the adequacy of such judgment that the court deems necessary to a determination of whether the consent judgment is in the public interest; and

(B) the impact of entry of such judgment upon competition in the relevant market or markets, upon the public generally and individuals alleging specific injury from the violations set forth in the complaint including consideration of the public benefit, if any, to be derived from a determination of the issues at trial.

15 U.S.C. § 16(e)(1)(A)-(B).

In its CIS, the United States set forth the legal standards for determining the public interest under the APPA and now incorporates those statements by reference. The public has had the opportunity to comment on the proposed Final Judgment as required by the APPA. As explained in the CIS, entry of the proposed Final Judgment is in the public interest.

#### **IV. CONCLUSION**

For the reasons set forth in this Motion and Memorandum and the CIS, the Court should find that the proposed Final Judgment is in the public interest and should enter the proposed Final Judgment without further proceedings. The United States respectfully requests that the proposed Final Judgment, attached hereto as Exhibit B, be entered at this time.<sup>1</sup>

---

<sup>1</sup> With the parties' consent, the United States filed in the date the Complaint was filed in the attached proposed Final Judgment.

Dated: September 13, 2016

Respectfully submitted,

/s/

---

Jonathan M. Justl\*  
Brent E. Marshall  
Matthew Jones (D.C. Bar #1006602)  
Trial Attorneys

United States Department of Justice  
Antitrust Division  
Telecommunications and Media Enforcement  
Section  
450 Fifth Street, N.W., Suite 7000  
Washington, D.C. 20530  
Phone: 202-598-8164  
Facsimile: 202-514-6381  
E-mail: jonathan.justl@usdoj.gov

\*Attorney of Record