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10 UNITED STATES DISTRICT COURT
11 CENTRAL DISTRICT OF CALIFORNIA

12 UNITED STATES OF AMERICA,) Civil Action No. 79-0174-AAH(SX)
13)
14 Plaintiff,) Filed: January 15, 1979
15)
16 v.) COMPLAINT FOR EQUITABLE RELIEF
17)
18 TRACINDA INVESTMENT CORPORATION) FOR VIOLATION OF §7 OF THE
19 and)
20 KIRK KERKORIAN,) CLAYTON ACT
21)
22 Defendants.) (15 U.S.C. §18)

23 The United States of America, plaintiff, by its
24 attorneys, acting under the direction of the Attorney
25 General of the United States, brings this civil action to
26 obtain equitable relief against the above-named defendants
27 and complains and alleges as follows:

28 I.

JURISDICTION AND VENUE

1. This complaint is filed and this action is instituted
against the defendants under Section 15 of the Clayton Act,
as amended (15 U.S.C. §25), in order to prevent and restrain
the violation by the defendants, as hereinafter alleged, of
Section 7 of the Clayton Act, as amended (15 U.S.C. §18).

1 2. Tracinda Investment Corporation transacts business
2 within the Central District of California, and maintains
3 its principal place of business and is found within the
4 District of Nevada.

5 3. Kirk Kerkorian, a natural person, resides in,
6 and is found in the District of Nevada and the ends of
7 justice require that he be brought before this court as a
8 party defendant.

9 II.

10 THE DEFENDANTS

11 4. Tracinda Investment Corporation (hereinafter
12 referred to as "Tracinda") is made a defendant herein.
13 Tracinda is a corporation organized and existing under the
14 laws of the State of Nevada, with its principal office
15 located at 4045 South Spencer Street, Suite 202, Las Vegas,
16 Nevada. Tracinda is an investment company which owns a
17 resort hotel/casino and 5,888,000 shares of the common stock
18 of Metro-Goldwyn-Mayer Inc. (hereinafter referred to as
19 "MGM"), representing approximately 42% of MGM's outstanding
20 common stock.

21 5. Kirk Kerkorian (hereinafter referred to as
22 "Kerkorian") is made a defendant herein. Kerkorian owns
23 100% of the voting shares of Tracinda and is its only
24 director. In addition to the MGM shares owned by Tracinda,
25 Kerkorian personally owns 873,000 shares representing
26 approximately 6% of MGM's outstanding common stock.
27 Kerkorian, individually and through Tracinda, owns approxi-

1 mately 48% of MGM's common stock and is its controlling
2 shareholder.

3 III.

4 THE TENDER OFFER

5 6. On or about December 26, 1978, defendant Tracinda
6 began its tender offer for approximately 1,750,000 shares
7 of the common stock of Columbia Pictures Industries, Inc.
8 (hereinafter referred to as "Columbia"), representing
9 approximately 19% of Columbia's outstanding common stock.
10 The tender offer is scheduled to be consummated on or
11 about January 16, 1979.

12 7. As of November 17, 1978, defendant Kerkorian
13 owned 490,700 shares of the common stock of Columbia,
14 representing approximately 5% of Columbia's outstanding
15 common stock. If the proposed tender offer is successful,
16 Kerkorian, individually and through Tracinda, will own
17 approximately 24% of Columbia's outstanding common stock and
18 will be its largest single shareholder.

19 8. Columbia is a corporation organized and existing
20 under the laws of the State of Delaware and maintains
21 its principal executive office at New York, New York.
22 Columbia is engaged in the production and distribution of
23 theatrical motion pictures, television series and features,
24 and phonograph records and tapes. It also manufactures and
25 sells amusement games through its Gottlieb division, prints
26 and sells sheet music, and operates radio and television
27 stations. For the fiscal year ending July 1, 1978, Columbia

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5. That the plaintiffs have such other and additional relief as may be just and proper, including costs of this suit.

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