

claims for relief under Sections 1 and 2 of the Act of Congress of July 2, 1890 (15 U.S.C. §§ 1 and 2), entitled "An act to protect trade and commerce against unlawful restraints and monopolies", commonly known as the Sherman Act, as amended.

II.

As used in this Final Judgment:

(A) "Defendant" shall mean True Temper Corporation, a corporation which is organized and existing under the laws of the State of Ohio (and which prior to 1949 operated under the name of The American Fork and Hoe Company), having its principal place of business at 1623 Euclid Avenue, Cleveland, Ohio;

(B) "Foreign Company" or "Foreign Companies" shall mean any, some, or all of the following:

1. Accles and Pollock Limited, a company organized under the laws of the United Kingdom, having an office in Oldbury, England;
2. Australian Steel Golf Shafts Proprietary Limited, a corporation organized under and pursuant to the Companies Act (South Australia) 1936, having an office in Adelaide, Australia;
3. British Steel Golf Shafts Limited, a company organized under the laws of the United Kingdom, having an office in Oldbury, England;

4. British Tube Mills (Australia) Proprietary Limited, a corporation organized under and pursuant to the Companies Act (South Australia) 1936, having an office in Adelaide, Australia;

5. Stewarts & Lloyds (Australia) Proprietary Limited, a company incorporated in Australia with offices in Adelaide, Australia.

6. Tube Investments Limited, a company organized under the laws of the United Kingdom;

(C) "Person" shall mean any individual, partnership, firm, association, corporation or other legal entity.

(D) "Principal Stockholder" of a corporation shall mean any person who owns of record or beneficially 5 per cent or more of the outstanding voting stock of such corporation.

(E) "Steel Shafts" shall mean tubular steel shafts produced for use as a component part of golf clubs.

(F) "Subsidiary" of Defendant shall mean any corporation 50% or more of the voting stock of which is owned or, directly or indirectly, controlled by Defendant.

III.

The provisions of this Final Judgment applicable to Defendant shall apply to its officers, directors, agents, employees, subsidiaries, successors and assigns, and to those persons in active concert or participation with it who receive notice of this Final Judgment by personal service or otherwise.

For the purposes of this Final Judgment Defendant and its directors, agents, employees, subsidiaries, or any of them, when acting in such capacity, shall be deemed to be one person.

IV.

Defendant is hereby:

(A) Ordered and directed to terminate and cancel, to the extent not heretofore cancelled, expired, terminated or suspended, the following agreements:

(1) Agreement, dated January 13, 1930, between Accles and Pollock Limited and The American Fork and Hoe Company;

(2) Agreement, dated July 16, 1930, between Accles and Pollock Limited and The American Fork and Hoe Company;

(3) Agreement, dated June 1, 1931, among The American Fork and Hoe Company, Accles and Pollock Limited, and British Steel Golf Shafts Limited;

(4) License Agreement, dated December 12, 1931, between The American Fork and Hoe Company and Accles and Pollock Limited;

(5) License Agreement, dated October 13, 1932, between The American Fork and Hoe Company and Accles and Pollock Limited;

(6) Agreement, dated November 5, 1948, among The American Fork and Hoe Company, Accles and Pollock Limited, and British Steel Golf Shafts Limited;

(7) Agreement, dated February 15, 1949, between Accles and Pollock Limited and The American Fork and Hoe Company;

(8) Agreement, dated September 4, 1956, among Defendant, Accles and Pollock Limited, and British Steel Golf Shafts Limited;

(B) Ordered and directed to terminate and cancel, within ninety (90) days from the date of entry of this Final Judgment, each of the following agreements which shall not theretofore have been terminated or cancelled:

(1) License Agreement, dated September 14, 1939, between The American Fork and Hoe Company and British Tube Mills (Australia) Proprietary Limited;

(2) Agreement, dated December 16, 1938, between The American Fork and Hoe Company and Accles and Pollock Limited;

(3) Agreement, dated September 14, 1939, among The American Fork and Hoe Company, Accles and Pollock Limited, British Steel Golf Shafts Limited, British Tube Mills (Australia) Proprietary Limited, and Australian Steel Golf Shafts

Proprietary Limited;

(4) Agreement, dated September 14, 1939,

between The American Fork and Hoe Company and British
Tube Mills (Australia) Proprietary Limited;

provided, however, that Defendant may receive payment of
any amounts which shall have accrued for payment under
any of said agreements prior to the date of the termination
required by this subsection (B);

(C) Enjoined and restrained from adhering to, per-
forming, reviving or enforcing any agreement cancelled
pursuant to subsection (A) or (B) of this Section IV, and
from entering into or adhering to any other agreement,
contract or understanding which contains any provision
contrary to or inconsistent with any provision of this
Final Judgment.

V.

Defendant is ordered and directed to furnish within
ninety (90) days after the entry of this Final Judgment a
true copy thereof to each Foreign Company which is a party
to any agreement the termination or cancellation of which
is ordered by Section IV of this Final Judgment.

VI.

Defendant is enjoined and restrained from entering into,
adhering to, maintaining or enforcing any contract, agreement
or understanding with any other person, the purpose or effect

of which is, or may be, to:

(A) Allocate or divide territories, markets or customers for the manufacture, sale or distribution of Steel Shafts;

(B) Restrict or limit imports into or exports from the United States of Steel Shafts;

(C) Fix prices, terms or conditions for the sale of Steel Shafts to or by any third person.

VII.

Defendant is enjoined and restrained from, directly or indirectly, limiting, restricting or preventing or attempting to limit, restrict or prevent any other person from importing into the United States Steel Shafts manufactured outside the United States or from exporting outside the United States Steel Shafts manufactured in the United States provided, however, that nothing in this Final Judgment shall be deemed to prohibit Defendant from exercising such lawful rights as it may have under the laws of the United States relating to patents and trade-marks to prevent the unauthorized use, by others, of any patent or trade-mark issued to Defendant.

VIII.

(A) Upon expiration of seven months after entry of this Final Judgment, Defendant is enjoined and restrained from exercising, directly or indirectly, voting power of any stock or financial interest which Defendant may then own in

any Foreign Company.

(B) Defendant is ordered and directed within thirty (30) days after entry of this Final Judgment to initiate such steps as may be necessary to divest itself, within seven (7) months after entry of this Final Judgment, of all stock or financial interest which it may have in any Foreign Company, and shall thereafter divest itself of such stock or financial interest.

(C) Defendant is enjoined and restrained from:

(1) Disposing of any of the stock required to be divested under the provisions of this Section VIII to any subsidiary of Defendant, or any officer or principal stockholder of Defendant or of its subsidiaries, or any individual directly or indirectly affiliated with Defendant or related to any of its officers or directors, or any company in which any officer or director of Defendant is a principal stockholder.

(2) Reacquiring any stock or financial interest required to be divested under the provisions of this Section VIII;

(3) Hereafter acquiring, by purchase, merger or otherwise, any stock, financial or managerial interest in and to any Foreign Company;

(4) Permitting any of its officers, directors, or employees to serve, at the same time, as an

officer, director, or employee of any Foreign Company, or any other person engaged in the manufacture, sale or distribution of Steel Shafts.

(D) Defendant is ordered and directed within ninety (90) days after the date of this Final Judgment to file with this Court and serve upon the plaintiff conformed copies of the resignation of each of its officers, directors, or employees from any position held by them at the time of entry of this Final Judgment with any Foreign Company.

(E) If within a period of seven months after the entry of this Final Judgment Defendant has sold or otherwise divested itself of such stock or financial interest in any Foreign Company, Defendant is ordered and directed to file with this Court and serve upon plaintiff a report showing the fact and manner of Defendant's compliance with this requirement.

(F) If, at the end of such period of seven months after entry of this Final Judgment, Defendant shall not have sold or divested itself of such stock or financial interest in each Foreign Company then, and in that event, Defendant is ordered and directed to file with this Court and serve upon plaintiff a report of such fact. This Court shall then, and in that event, enter a further order herein providing for (1) transfer by Defendant of such stock or financial interest in such Foreign Companies to a trustee

to be appointed by this Court and (2) authority in such trustee to sell or otherwise dispose of such stock or financial interest of Defendant in such Foreign Companies upon such terms and conditions as to this Court may appear appropriate after notice and opportunity by the parties to be heard. Such trustee shall have power to hold such stock or financial interest of Defendant, to receive and pay to Defendant any dividends accruing thereon and shall be paid such compensation as may be directed by this Court and such trustee shall submit to this Court and to plaintiff such reports as may be directed by this Court regarding the performance of his trust.

IX.

For the purpose of securing compliance with this Final Judgment, and for no other purpose, and subject to any legally recognized privilege, duly authorized representatives of the Department of Justice shall upon the written request of the Attorney General or the Assistant Attorney General in charge of the Antitrust Division, and on reasonable notice to Defendant made to its principal office, be permitted:

(A) Access, during the office hours of Defendant, to the books, ledgers, accounts, correspondence, memoranda and other records or documents in the possession or under the control of Defendant relating to any matters contained

in this Final Judgment; and

(B) Subject to the reasonable convenience of Defendant and without restraint or interference from it, to interview officers or employees of Defendant, who may have counsel present, regarding any such matters.

Upon such written request Defendant shall submit such reports in writing to the Department of Justice with respect to matters contained in this Final Judgment as may from time to time be necessary for the enforcement of said Judgment. No information obtained by means provided in this Section IX shall be divulged by any representative of the Department of Justice to any person other than a duly authorized representative of the Executive Branch of plaintiff, except in the course of legal proceedings to which the United States is a party for the purpose of securing compliance with this Final Judgment or as otherwise required by law.

X.

Jurisdiction is retained for the purpose of enabling either party to this Final Judgment to apply to this Court at any time for such further orders and directions as may be necessary or appropriate for the construction or carrying out of this Final Judgment, for the modification of any of the

provisions thereof, for the enforcement of compliance
therewith and for the punishment of violations thereof.

Enter:

/s/ William J. Campbell
United States District Judge

Dated: August 20, 1959

We hereby consent to the making and entry of the foregoing

Final Judgment:

FOR THE PLAINTIFF:

/s/ Robert A. Bicks
Robert A. Bicks
Acting Assistant Attorney
General

/s/ Earl A. Jinkinson
Earl A. Jinkinson

/s/ W. D. Kilgore, Jr.
W. D. Kilgore, Jr.

/s/ Harry N. Burgess
Harry N. Burgess

/s/ George H. Schueller
George H. Schueller

/s/ Willis L. Hotchkiss
Willis L. Hotchkiss

/s/ Thomas J. Rooney
Thomas J. Rooney

/s/ Samuel J. Betar, Jr.
Samuel J. Betar, Jr.

Attorneys, Department of Justice

FOR THE DEFENDANT:

/s/ John C. Butler
John C. Butler

/s/ Robert H. Bork
Robert H. Bork

/s/ John H. Watson, Jr.
John H. Watson, Jr.