

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF WEST VIRGINIA
CHARLESTON DIVISION**

UNITED STATES OF AMERICA,

Plaintiff,

v.

CHARLESTON AREA MEDICAL
CENTER, INC. and ST. MARY'S
MEDICAL CENTER, INC.,

Defendants.

Case No.: 2:16-cv-03664-JTC

STIPULATION AND ORDER

Plaintiff United States of America and Defendants Charleston Area Medical Center, Inc. and St. Mary's Medical Center, Inc., hereby stipulate and agree, subject to approval and entry by the Court, that:

1. The Court has jurisdiction over the subject matter of this action and over each of the undersigned parties; Defendants waive service of summons of the Complaint; and venue of this action is proper in the United States District Court for the Southern District of West Virginia.

2. The undersigned parties stipulate that a Final Judgment in the form attached hereto as Exhibit A may be filed with and entered by the Court, upon the motion of any party or upon the Court's own motion, at any time after compliance with the requirements of the Antitrust Procedures and Penalties Act ("APPA"), 15 U.S.C. § 16, and without further notice to any party or other proceedings, provided that the United States has not withdrawn its consent, which it may

do at any time before the entry of the proposed Final Judgment by serving notice thereof on each Defendant and by filing that notice with the Court.

3. Defendants agree to arrange, at their expense, publication as quickly as possible of the newspaper notices required by the APPA, which will be drafted by the United States in its sole discretion. The publication will be arranged no later than three business days after the Defendants' receipt from the United States of the text of the notice and the identity of the newspapers within which the publication will be made. Defendants will promptly send to the United States (1) confirmation that publication of the newspaper notices has been arranged, and (2) the certification of the publication prepared by the newspapers within which the notice was published.

4. Defendants must abide by and comply with the provisions of the proposed Final Judgment, pending the proposed Final Judgment's entry by the Court, or until expiration of time for all appeals of any Court ruling declining entry of the proposed Final Judgment, and will, from the date of the signing of this Stipulation by the undersigned parties, comply with all the terms and provisions of the proposed Final Judgment. Plaintiff shall have the full rights and enforcement powers in the proposed Final Judgment as though the same were in full force and effect as an order of the Court.

5. This Stipulation will apply with equal force and effect to any amended proposed Final Judgment agreed upon in writing by the undersigned parties and submitted to the Court.

6. In the event (1) the United States has withdrawn its consent, as provided in Paragraph 2 above, or (2) the proposed Final Judgment is not entered pursuant to this Stipulation, the time has expired for all appeals of any Court ruling declining entry of the proposed Final Judgment, and the Court has not otherwise ordered continued compliance with the terms and

provisions of the proposed Final Judgment, then the undersigned parties are released from all further obligations under this Stipulation, and the making of this Stipulation will be without prejudice to any party in this or any other proceeding.

7. Defendants represent that the actions they are required to perform pursuant to the proposed Final Judgment can and will be performed, and that Defendants will later raise no claim of mistake, hardship, or difficulty of compliance as grounds for asking the Court to modify any of the provisions contained therein.

Dated: April 14, 2016

Respectfully submitted,

FOR PLAINTIFF
UNITED STATES OF AMERICA

/s/ Kathleen Kiernan
Kathleen Kiernan
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Antitrust Division
U.S. Department of Justice
Litigation I Section
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CAROL A. CASTO
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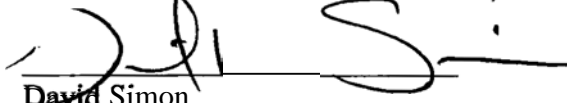
/s/ Matthew Lindsay
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FOR DEFENDANT
CHARLESTON AREA MEDICAL
CENTER, INC.

A handwritten signature in black ink, appearing to read "Robert W. McCann", written in a cursive style.

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FOR DEFENDANT
ST. MARY'S MEDICAL CENTER, INC.

A handwritten signature in black ink, appearing to read 'David Simon', is written over a horizontal line.

David Simon
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Phone: (202) 945-6033
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ORDER

IT IS SO ORDERED by this Court, this _____ day of _____

Hon. John T. Copenhaver, Jr.
United States District Court Judge

CERTIFICATE OF SERVICE

I hereby certify that on April 14, 2016, I electronically filed the foregoing paper with the Clerk of the Court using the ECF system and sent it via email to the following counsel at the email addresses below.

Counsel for Defendant Charleston Area Medical Center, Inc.:

Robert W. McCann
Drinker Biddle & Reath LLP
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Counsel for Defendant St. Mary's Medical Center, Inc.:

David Simon
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/s/ Kathleen Kiernan
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