

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

UNITED STATES OF AMERICA,)	
)	
<i>Plaintiff,</i>)	
)	Civil Action No.
v.)	
)	FINAL JUDGMENT OF PERMANENT
)	INJUNCTION AGAINST
METCALF & EDDY, INC.,)	METCALF & EDDY, INC.
)	
<i>Defendant.</i>)	

Plaintiff United States of America having duly commenced this action by filing a Complaint for Permanent Injunction and Ancillary Relief, and defendant METCALF & EDDY, INC. (“METCALF & EDDY”), as successor by merger to Metcalf & Eddy International, Inc. (“M&E International”), having appeared and admitted to the jurisdiction of the Court over it and over the subject matter of this action; having waived the making of any findings of fact or conclusions of law; before the taking of any testimony and without trial, argument, or adjudication of any issue of fact or law herein; without admitting or denying the allegations of the Complaint, having consented to the entry of this Final Judgment of Permanent Injunction; and having entered into certain undertakings contained in the Consent and Undertaking of defendant METCALF & EDDY annexed hereto and incorporated herein, it is hereby

I.

ORDERED, ADJUDGED AND DECREED that defendant METCALF & EDDY, successor by merger to M&E International, its agents, servants, employees, successors, assigns, attorneys in fact, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from violating Sections 104(a) and (i) of the Foreign Corrupt

Practices Act of 1977 (15 U.S.C. § 78dd-2(a, i)), directly or indirectly, by use of the mails, or any means or instrumentalities of interstate commerce or by taking any act outside the United States corruptly in furtherance of an offer, payment, promise to pay, or authorization of the payment of any money, or offer, gift promise to give, or authorization of the giving of anything of value to:

- (1) any foreign official for purpose of --
 - (A) influencing any act or decision of such foreign official in his official capacity, inducing such foreign official to do or omit to do any act in violation of the lawful duty of such official, or securing any improper advantage; or
 - (B) inducing such foreign official to use his influence with a foreign government or instrumentality thereof to affect or influence any act or decision of such government or instrumentality.

in order to assist the defendant in obtaining or retaining business for or with, or directing business to, any person; or

- (2) any foreign political party or official thereof or any candidate for foreign political office for purposes of -
 - (A) influencing any act or decision of such party, official, or candidate in its or his official capacity, inducing such party, official, or candidate to do or omit to do an act in violation of the lawful duty of such party, official, or candidate, or securing any improper advantage; or

- (B) inducing such party, official, or candidate to use its or his influence with a foreign government or instrumentality thereof to affect or influence any act or decision of such government or instrumentality.

in order to assist the defendant in obtaining or retaining business for or with, or directing business to, any person; or

- (3) any person, while knowing that all or a portion of such, money or thing of value will be offered, given, or promised, directly or indirectly, to any foreign official, to any foreign political party or official thereof, or to any candidate for foreign political office, for purposes of --

- (A) influencing any act or decision of such foreign official, political party, party official, or candidate, in his or its official capacity, inducing such foreign official, political party, party official, or candidate to do or omit to do any act in violation of the lawful duty of such foreign official, political party, or candidate, or securing any improper advantage; or

- (B) inducing such foreign official, political party, party official, or candidate to use his or its influences with a foreign government or instrumentality thereof to affect or influence any act or decision of such government or instrumentality,

in order to assist the defendant in obtaining business for or with, or directing business to, any person.

II.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that defendant METCALF & EDDY, as successor to M&E International, shall pay, within ten days and in the manner directed by the United States Attorney for the District of Massachusetts, a civil fine, pursuant to Section 104(g)(1)(B) of the Foreign Corrupt Practices Act (15 U.S.C. § 78dd-2(g)(1)(B)), in the amount of \$400,000.00.

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the annexed Consent and Undertaking of defendant METCALF & EDDY be, and the same hereby is, incorporated herein with the same force and effect as if fully set forth herein.

IV.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that defendant METCALF & EDDY shall fully comply with its undertakings as set forth in the attached Consent and Undertakings of METCALF & EDDY.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court retain jurisdiction of this matter for all purposes.

UNITED STATES DISTRICT JUDGE

Dated: December __, 1999
Boston, Massachusetts

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May 3, 2002 (4:47pm)