IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

FEDERAL TRADE COMMISSION,
STATE OF CALIFORNIA,
STATE OF ILLINOIS,
STATE OF MINNESOTA,
STATE OF NEW YORK,
STATE OF WASHINGTON
and
STATE OF WISCONSIN,

Plaintiffs,

v.

AMGEN INC.
and
HORIZON THERAPEUTICS PLC,

Defendants.

No. 23-cv-03053

Judge John F. Kness

JOINT STIPULATION AND ORDER STAYING ALL DEADLINES PENDING DISMISSAL OF THIS ACTION AND DISSOLVING TEMPORARY RESTRAINING ORDER

WHEREAS, Plaintiff Federal Trade Commission (the "FTC") filed a complaint in this matter on May 16, 2023, seeking, among other relief, a temporary restraining order ("TRO") and preliminary injunction enjoining the acquisition of Defendant Horizon Therapeutics plc ("Horizon") by Defendant Amgen, Inc. ("Amgen") (hereinafter referred to as the "Acquisition");

WHEREAS, the FTC sought this relief solely to prevent Defendants from closing the Acquisition pending the resolution of the FTC's challenge to the Acquisition in its pending administrative proceeding, *see* 15 U.S.C. § 53(b)(2);

WHEREAS, the FTC filed an amended complaint in this matter on June 22, 2023, to add as co-Plaintiffs the States of California, Illinois, New York, Minnesota, Washington, and Wisconsin (collectively, "Plaintiff States");

WHEREAS, the FTC filed a related administrative complaint on June 22, 2023, *In re: Amgen Inc., et al.*, Dkt. No. 9414 (the "underlying administrative matter");

WHEREAS, on August 23, 2023, the FTC ordered that the underlying administrative matter is "withdrawn from adjudication under Part 3 of the FTC Rules of Practice, 16 C.F.R. Part 3, until September 18, 2023, for the purpose of considering the proper resolution of this matter";

WHEREAS, on August 30, 2023, FTC Staff, Plaintiff States, and Defendants executed an Agreement Containing Consent Order ("Consent Agreement") to resolve the underlying administrative matter,[1] which was submitted for the Federal Trade Commission's consideration pursuant to 16 C.F.R. § 3.25;

WHEREAS, on August 31, 2023, the FTC voted unanimously to approve the Consent Agreement which contains a proposed Decision and Order ("D&O") which terms were agreed upon by the Defendants, and will soon publish the Consent Agreement and the proposed D&O in the Federal Register for public comment;

WHEREAS, the Consent Agreement and the proposed D&O include provisions, agreed to by Plaintiff States, Defendants, and the FTC, that grant the Plaintiff States as Interested Parties to the Consent Agreement access to information relating to Defendants' compliance with the proposed D&O, e.g., Compliance Reports, Monitor Reports and information contained therein;

WHEREAS, the purpose of the Consent Agreement and accompanying proposed D&O is, among other things, to address the theories of harm to competition alleged by the Plaintiffs in

[1] Approval by the State of Wisconsin remains pending.

their Amended Complaint in this matter, and by the FTC in the underlying administrative matter, by formalizing Amgen's commitment not to bundle its products with TEPEZZA® or KRYSTEXXA®;

WHEREAS, the Defendants' agreement to resolve the case and enter into a Consent Agreement and proposed D&O does not constitute an admission by Defendants that the law has been violated as alleged in the underlying administrative complaint and the Amended Complaint, or that the facts as alleged in the underlying administrative complaint and the Amended Complaint, other than jurisdictional facts, are true;

WHEREAS, the FTC, the Plaintiff States, and Defendants all agree to abide by the provisions of the Consent Agreement and the proposed D&O;

WHEREAS**,** similar to the commitments in the Consent Agreement and proposed D&O and subject to this Stipulated Order, the FTC, the Plaintiff States, and Defendants may not disclose any confidential materials received pursuant to the proposed D&O (e.g., Compliance Reports, Monitor Reports, associated documents, and information therein etc.);

WHEREAS, the parties agree that the Consent Agreement and proposed D&O resolve all allegations made by any party in this matter; and

WHEREAS, the parties agree that the Consent Agreement and proposed D&O, paired with the Court's entry of this Stipulated Order, render the TRO unnecessary.

IT IS ORDERED that the parties' joint stipulation is entered;

IT IS FURTHER ORDERED that all deadlines in this matter are stayed pending the dismissal of this action;

IT IS FURTHER ORDERED that, pursuant to the parties' joint motion, the stipulated TRO entered in this matter, ECF No. 60, be dissolved effective immediately.

SO ORDERED in No. 23-cv-03053.

Date: September 1, 2023

JOHN F. KNESS
United States District Judge