

**UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION**

COMMISSIONERS: **Edith Ramirez, Chairwoman
Julie Brill
Maureen K. Ohlhausen
Joshua D. Wright**

In the Matter of

**Ardagh Group S.A.,
a public limited liability company, and**

Saint-Gobain Containers, Inc., a corporation, and

Compagnie de Saint-Gobain, a corporation.

Docket No. 9356

PUBLIC

ORDER RESCHEDULING HEARING DATE AND STAYING PROCEEDING

On June 28, 2013, the Federal Trade Commission issued the Administrative Complaint in this adjudicative proceeding, alleging that the proposed acquisition by Respondent Ardagh Group, S.A. of the shares of Respondent Saint-Gobain Containers, Inc. from a subsidiary of Respondent Compagnie de Saint-Gobain would violate Section 7 of the Clayton Act and Section 5 of the Federal Trade Commission Act. The complaint alleges that the proposed transaction would substantially lessen competition in the U.S. market for the manufacture and sale of glass containers to brewers and distillers. The hearing in this matter is scheduled to begin on December 19, 2013.

On December 16, 2013, Complaint Counsel and Counsel for the Respondents (hereinafter “the Parties”) filed a Joint Motion to stay this proceeding and move the evidentiary hearing date from December 19, 2013 to April 15, 2014. In their Joint Motion, the Parties represent that they are engaged in settlement discussions in an effort to reach agreement on a package of glass container plant divestitures that could resolve Commission concerns regarding the proposed acquisition’s allegedly anticompetitive effects. The Parties indicate that, through a stipulation entered in federal district court, Respondent Ardagh has agreed not to consummate the proposed acquisition until the earlier of the first business day after the Commission accepts for public comment an agreement containing a consent order in this proceeding, or the completion of this proceeding, including all appeals.

The Parties advise that on December 11, 2013 Respondents made a proposal to address the allegedly anticompetitive effects of the proposed acquisition, which is being considered by Complaint Counsel. The Parties state that rescheduling the evidentiary hearing will permit them to devote their full attention to settlement negotiations and also allow them, the Office of Administrative Law Judges, and third-party witnesses to avoid the significant expenses of final trial preparations and trial.

Based on the foregoing representations, the Commission has determined, in exercising its discretion to oversee this adjudicative proceeding,¹ that there is good cause to stay this proceeding and reschedule the evidentiary hearing to March 18, 2014, to allow time for continued settlement negotiations. Because Respondent Ardagh has agreed not to consummate the acquisition at issue until this proceeding is concluded, through either settlement or litigation, there is no risk of injury to competition while negotiations continue. Accordingly,

IT IS ORDERED that the evidentiary hearing in this proceeding be, and it hereby is, rescheduled to begin at 10:00 a.m. on March 18, 2014, at the Federal Trade Commission offices at 600 Pennsylvania Avenue, N.W., Room 532, Washington, D.C. 20580;

IT IS FURTHER ORDERED that Complaint Counsel and Counsel for the Respondents shall file a report on the status of the settlement negotiations with the Administrative Law Judge, and shall file a copy with the Commission, on or before March 3, 2014; and

IT IS FURTHER ORDERED that all proceedings before the Administrative Law Judge be, and they hereby are, stayed until 12:01 a.m. on March 3, 2014.

By the Commission.

Donald S. Clark
Secretary

SEAL:
ISSUED: December 18, 2013

¹ See *Landis v. North Am. Co.*, 299 U.S. 248, 254 (1936).