

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

Before the Honorable Stephen J. McGuire
Administrative Law Judge

In the Matter of)
)

PUBLIC VERSION

Doc. No. 0310

PRAXAIR, INC.'S MOTION FOR
IN CAMERA TREATMENT OF CERTAIN

Non-party Praxair, Inc. ("Praxair") moves, under Federal Trade Commission ("FTC") Rule of Practice 3.45(b), 16 C.F.R. §3.45(b), for an order directing *in camera* treatment of certain confidential documents designated as proposed trial exhibits ("Proposed Trial Exhibits") by Aspen Technology, Inc. ("AspenTech"). Such documents, copies of which accompany the non-public version of this motion as Confidential Exhibits A through L, include information revealing: (1) Praxair's present and future business and research and development plans; and (2) Praxair's confidential contractual relations with AspenTech. Praxair submits that

Praxair seeks *in camera* treatment of the following confidential Praxair documents for

competitive injury."

The portions of Proposed Trial Exhibits for which Praxair seeks *in camera* treatment are listed below:

<u>Confidential</u>		<u>Length of time <i>In Camera</i></u>
<u>GROUP 1</u>		
B	RX-1533-003	10 Years
D	RX-1533-011 to 012	10 Years
E	RX-1533-013	10 Years
F	RX-1534-001 to 015 ¹	10 Years
G	RX-1535-001 to 003	10 Years
H	RX-1535-004 to 010 ²	10 Years
J	RX-1536-001 to 004	10 Years
L	RX-1538-001 to 013 ³	10 Years
<u>GROUP 2</u>		
A	RX-1533-001 to 002	4 Years
C	RX-1533-005 to 009	4 Years
F	RX-1537-001 to 015	4 Years
H	RX-1535-004 to 010 ⁵	4 Years
I	RX-1533-011	4 Years
K	RX-1537-001	4 Years
L	RX-1538-001-013 ⁶	4 Years

¹ *In camera* treatment under Group 1 sought for pages 004, 006, 009, and 011 to 013 only.

² *In camera* treatment under Group 1 sought for page 007 only.

³ *In camera* treatment under Group 1 sought for pages 003, 005, 007 and 009 only.

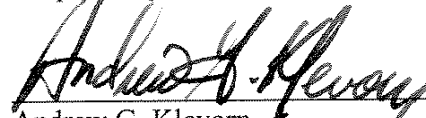
⁴ *In camera* treatment under Group 2 sought for pages 001 to 003, 005, 007 to 008, 010, 014, and 015 only.

⁵ *In camera* treatment under Group 2 sought for pages 004 to 006 and 008 to 010 only.

⁶ *In camera* treatment under Group 2 sought for all pages not covered by Group 1.

In further support of this motion, Praxair submits the attached memorandum of law. Neither the FTC nor AspenTech object to this request for *in camera* treatment of the above-identified Proposed Trial Exhibits. A proposed order is attached for the Court's convenience. Praxair respectfully requests that the Court grant this Motion for *In Camera* Treatment of Certain Confidential Documents Designated as Trial Exhibits to avoid serious competitive harm.

Respectfully submitted,



Andrew G. Klevorn
Ronit C. Barrett
EIMER STAHL KLEVORN & SOLBERG LLP
224 S. Michigan Ave., Suite 1100
Chicago, IL 60604
312-660-7600
312-692-1718 (fax)

Counsel for Non party
Praxair, Inc.

Dated: April 29, 2004

UNITED STATES OF AMERICA

Administrative Law Judge

In the Matter of)
)
 ASPEN TECHNOLOGY, INC.,)
 a corporation)

PUBLIC VERSION

Docket No. 9310

PROPOSED ORDER GRANTING PRAXAIR, INC.'S
MOTION FOR *IN CAMERA* TREATMENT OF CERTAIN

Upon the motion of non-party Praxair, Inc. and for good cause shown in the

confidential documents designated as Proposed Trial Exhibits be placed *in camera*:

Document	Length of <i>In Camera</i> Treatment
RX-1533-001 to 002	4 Years
RX-1533-003	10 Years
RX-1533-005 to 009	4 Years
RX-1533-011 to 012	10 Years
RX-1533-013	10 Years
RX-1535-001 to 003	10 Years
RX-1535-004 to 010 ^{3 4}	4 Years / 10 Years
RX-1535-011	4 Years
RX-1536-001 to 004	10 Years
RX-1537-001	4 Years

¹ *In camera* treatment for 10 years granted for pages 004, 006, 009, and 011 to 013 only.

Document

**Length of *In Camera*
Treatment**

RX-1538-001 to 013^{5 6}

4 Years /10 Years

Stephen J. McGuire
Chief Administrative Law Judge

Dated: May_____, 2004

⁵ *In camera* treatment for 10 years granted for pages 003, 005, 007 and 009 only.

⁶ *In camera* treatment for 4 years granted for pages 001 to 002, 004, 006, 008, and 010 to 013 only.

