

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

In the Matter of

BARR PHARMACEUTICALS, INC.,
a corporation.

File No. 061-0217

AGREEMENT CONTAINING CONSENT ORDERS

The Federal Trade Commission (“Commission”), having initiated an investigation of the proposed acquisition by Barr Pharmaceuticals, Inc. (“Barr”), hereinafter “Proposed Respondent,” of PLIVA d.d. (“PLIVA”), and it now appearing that Proposed Respondent is willing to enter into this Agreement Containing Consent Orders (“Consent Agreement”) to divest certain assets and providing for other relief:

IT IS HEREBY AGREED by and between Proposed Respondent, by its duly authorized officers and attorneys, and counsel for the Commission that:

1. Proposed Respondent Barr Pharmaceuticals, Inc. is a corporation organized, existing and doing business under and by virtue of the laws of the State of Delaware, with its headquarters address at 400 Chestnut Ridge Road, Woodcliff Lake, New Jersey

14. By signing this Consent Agreement, Proposed Respondent represents and warrants that each Remedial Agreement(s) (as defined in the Decision and Order) that has been submitted to the Commission at the time of this Consent Agreement for approval by the Commission in connection with the Commission's determination to make the Decision and Order final comports with all of the relevant requirements of the Decision and Order and requires Proposed Respondent to divest all assets required to be divested pursuant to the relevant f the a6ycj3.[482 7

BARR PHARMACEUTICALS, INC.

By: _____
Bruce L. Downey
Chairman of the Board
and Chief Executive Officer
Barr Pharmaceuticals, Inc.
Date: _____

Mark L. Kovner
Kirkland & Ellis, llp
Counsel for
Barr Pharmaceuticals, Inc.

FEDERAL TRADE COMMISSION

By: _____
Elizabeth Jex
Attorney
Bureau of Competition

APPROVED:

By: _____
Michael R. Moiseyev
Assistant Director
Bureau of Competition

Jeffrey Schmidt
Director
Bureau of Competition
Date: _____