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In the Matter of

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a French societe anonyme.

File No. 081 0119

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The Federal Trade Commission (“Commission”), having initiated an investigation of the proposed acquisition by Pernod Ricard S.A. (“Pernod Ricard” or “Proposed Respondent”) of V&S Vin & Sprit AB (publ) from The Kingdom of Sweden, and it now appearing that Proposed Respondent is willing to enter into this Agreement Containing Consent Orders (“Consent Agreement”) to terminate certain agreements and providing for other relief:

E EB A EED by and between Proposed Respondent, by its duly authorized officers and attorneys, and counsel for the Commission that:

1. Respondent Pernod Ricard is a societe anonyme, organized, existing and doing business under and by virtue of the laws of France, with its office and principal place of business located at 12, place des Etats-Unis, 75783 Paris Cedex 16, France. Pernod Ricard’s principal subsidiary in the United States is Pernod Ricard USA, Inc., headquartered at 100 Manhattanville Road, Purchase, NY 10577.
2. Proposed Respondent admits all the jurisdictional facts set forth in the draft of Complaint attached hereto.
3. Proposed Respondent waives:
 - (a) any further procedural steps;
 - (b) the requirement that the Commission’s Order to Hold Separate and Maintain Assets and Decision and Order, both of which are attached hereto and made a part hereof, contain a statement of findings of fact and conclusions of law;
 - (c) all rights to seek judicial review or otherwise challenge or contest the validity of the Order to Hold Separate and Maintain Assets or the Decision and Order entered pursuant to this Consent Agreement; and
 - (d) any claim under the Equal Access to Justice Act.

Maintain Assets, and (3) make information public with respect thereto. If such acceptance is not subsequently withdrawn by the Commission pursuant to the provisions of Commission Rule 2.34, 16 C.F.R. § 2.34, the Commission may, without further notice to the Proposed Respondent, issue the attached Decision and Order containing an order to divest and providing for other relief in disposition of the proceeding.

10. When final, the Decision and Order and the Order to Hold Separate and Maintain Assets shall have the same force and effect and may be altered, modified or set aside in the same manner and within the same time provided by statute for other orders. The Decision and Order and the Order to Hold Separate and Maintain Assets shall become final upon service. Delivery of the Complaint, the Decision and Order, and the Order to Hold Separate and Maintain Assets to Proposed Respondent by any means provided in Commission Rule 4.4(a), 16 C.F.R. § 4.4(a), shall constitute service. Proposed Respondent waives any right they may have to any other manner of service. Proposed Respondent also waives any right they may otherwise have to service of any Appendices incorporated by reference into the Decision and Order, and agree that they are bound to comply with and will comply with the Decision and Order and the Order to Hold Separate and Maintain Assets to the same extent as if they had been served with copies of the Appendices, where Proposed Respondent .34la8.7(r)-3(e)16.7(21s-1.15(th a))entse.4(a A-1.1 TD[9 T

shall interpret the Divestiture Agreement in a manner that is fully consistent with all of the relevant provisions and remedial purposes of the Decision and Order.

14. Proposed Respondent has read the draft of the Complaint, the Decision and Order, and the Order to Hold Separate and Maintain Assets contemplated hereby. Proposed Respondent understands that once the Decision and Order and the Order to Hold Separate and Maintain Assets have been issued, they will be required to file one or more compliance reports showing that they have fully complied with the Decision and Order and the Order to Hold Separate and Maintain Assets.
15. Proposed Respondent agrees to comply with the terms of the proposed Decision and Order and the Order to Hold Separate and Maintain Assets, as applicable, from the date it signs this Consent Agreement. Proposed Respondent further understands that it may be liable for civil penalties in the amount provided by law for each violation of the Decision and Order and of the Order to Hold Separate and Maintain Assets after they become final.

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