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UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

COMMISSIONERS: Jon Leibowitz, Chairman
 William Kovacic
 J. Thomas Rosch

company whose business is in or affects commerce, as “commerce” is defined in Section 4 of the FTC Act, as amended, 15 U.S.C. § 44.

II. THE ACQUIRED COMPANY

3. Baxter is a corporation organized, existing, and doing business under and by virtue of the laws of the State of Delaware, with its headquarters located at One Baxter Parkway, Deerfield, Illinois 60015-4633. Baxter, among other things, is engaged in the research, development, manufacture, and sale of human pharmaceutical products in the United States.

III. THE PROPOSED ACQUISITION

4. Pursuant to an Asset Purchase Agreement (“Acquisition Agreement”) dated October 29, 2010, Hikma proposes to acquire Baxter’s generic injectable pharmaceutical business for approximately \$111.5 million (the “Acquisition”).

IV. THE RELEVANT MARKETS

5. For the purposes of this Complaint, the relevant lines of commerce in which to analyze the effects of the Acquisition are the manufacture and sale of the following human pharmaceutical products:

- a. generic injectable phenytoin; and
- b. generic injectable promazine.

VI. ENTRY CONDITIONS