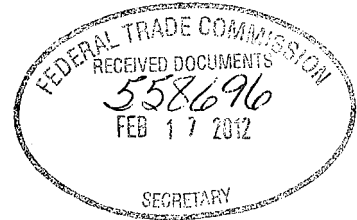


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Health and PCI executed an Asset Sale and Purchase Agreement (including attachments, exhibits, annexes, and schedules) for the sale of the Reconstituted Pharmacies. On February 10, 2012, Cardinal Health and PCI also executed an Amendment to the Asset Purchase Agreement that makes several minor modifications to Schedule 2.1 of the original agreement. The Asset Sale and Purchase Agreement, along with the Amendment to the Asset Purchase Agreement are collectively referred to herein as the "Agreement."

Cardinal Health desires to complete the proposed divestiture of the Reconstituted Pharmacies as soon as possible following Commission approval of the Asset Purchase Agreement. t) Pf

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Because this Petition and its attachments contain confidential and competitively sensitive business information relating to the divestiture of the Reconstituted Pharmacies, Cardinal Health has redacted such confidential information from the public version of this Petition and its attachments.² The public disclosure of this information would prejudice Cardinal Health and PCI, could cause harm to the ongoing competitiveness of the Reconstituted Pharmacies, and could impair Cardinal Health's ability to comply with its obligations under the Order.

Pursuant to Sections 2.41(f (4) and c w

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] these reconstitution efforts will, as mandated by Section II.A.1. of

the Order, have created three separate, stand-alone nuclear pharmacies that are fully engaged in

all aspects of the business

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ability to maintain or restore competition in the Nuclear Pharmacy business in Las Vegas,
Albuquerque and Paso. Accordingly, PCI is a suitable acquirer and the Commission should
approve its acquisition of the Reconstituted Pharmacies.

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PCI first began operations in 1995, providing

PCI is managed by Ridge Smidt, a board-certified pharmacist who has worked in the nuclear pharmacy industry for well over 20 years. Mr. Smidt graduated from the University of Nebraska in 1988, with a Doctor of Pharmacy degree and specialty training in both infusion therapy and radiopharmacy services. In 2005, Mr. Smidt was appointed for a five-year term to

2 Smidt (the Arizona State Board of Pharmacy and served as President of [redacted] of [redacted]

#

[redacted]

[redacted]

[redacted]

[redacted]

Petition for

[REDACTED]

[REDACTED]

[REDACTED]

Health and will provide PCI with a supply of Tech-99 sufficient to operate the Reconstituted Pharmacies at a competitive level;

- Access to both a Branded and Generic (sestamibi) Heart Perfusion Agent in the Las Vegas, Nevada; Albuquerque, New Mexico, and El Paso, Texas areas, [REDACTED]
- Intellectual property sufficient to operate the Reconstituted Pharmacies; and
- All regulatory "Ne-atbi-l to-idsnd

Pursuant to the Agreement, Cardinal Health has agreed to sell, and PCI has agreed to purchase, all rights, title, and interest to the Reconstituted Pharmacies [REDACTED]

The Agreement conveys all assets required to be divested and does not contain any provisions inconsistent with the terms of the

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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The proposed divestiture of the Reconstituted Pharmacies to PCI will accomplish the goal of the Order by creating separate, stand-alone Nuclear Pharmacies, each fully engaged in all aspects of the Nuclear Pharmacy business and sufficient to remedy the lessening of competition resulting from the Acquisition, as alleged in the Commission's Complaint.

If the Commission approves its acquisition of the Reconstituted Pharmacies, PCI will be a strong, independent competitor in the supply of low-energy radiopharmaceuticals in Las Vegas, NV, Albuquerque, NM, and El Paso, TX. PCI has the financial ability to successfully complete the transaction and invest in the Reconstituted Pharmacies on a going-forward basis. Further, as an established participant in the supply of low-energy radiopharmaceuticals, PCI has the relevant industry experience and customer relationships necessary to of ij ' E issfon ha

D. J. ...

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- Exhibit 1 Asset Purchase Agreement Between Patient Care Inf sion, LLC and Cardinal Health 414, LLC for the sale of the Reconstituted Pharmacies (Conf dental)
- Exhibit 2 Amendment to Asset Purchase Agreement (Conf dental)

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(Accorded confidential treatment under 5 . 5 § 552 and section 4.10(a)(2) of the
Commission's Rules of Practice and Procedure, 16 C F R. § 4.10(a)(2).)

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(Accorded confidential treatment under 5 . 5 § 552 and section 410(a)(2) of the
Commission's Rules of Practice and Procedure, 16 C.F.R. § 410(a)(2).)