

**UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION  
OFFICE OF ADMINISTRATIVE LAW JUDGES**

**In the Matter of**

**ARDAGH GROUP, S.A.  
a public limited liability company,**

**SAINT-GOBAIN CONTAINERS, INC.  
a corporation,**

**and**

**COMPAGNIE DE SAINT-GOBAIN,  
a corporation.**

**PUBLIC**

**DOCKET NO. 9356**

**JOINT STATUS REPORT**

Pursuant to the Commission's December 18, 2013 Order Rescheduling the Hearing Date and Staying the Proceeding ("Order"), Counsel for the Respondents and Complaint Counsel (together, "the Parties") file this joint report on the status of their settlement negotiations.

The Parties have reached agreement on the basic terms of a proposed consent agreement. Under the proposed consent agreement, Ardagh Group S.A. will divest six of its current U.S. glass container manufacturing plants located, respectively, in Elmira, New York; Henryetta, Oklahoma; Jacksonville, Florida; Lawrenceburg, Indiana; Shakopee, Minnesota; and Warner Robins, Georgia; its mold facility in Zanesville, Ohio; its engineering facility in Streator, Illinois; its U.S. headquarters in Tampa, Florida; and key managers, employees, contracts, and other assets (together, the "Divestiture Business"). The Divestiture Business serves the beer, liquor, and food and beverage markets. Ardagh has

Dated February 28, 2014

Respectfully Submitted,

s/ Edward D. Hassi

Edward D. Hassi  
Chief Trial Counsel  
Federal Trade Commission  
Bureau of Competition  
600 Pennsylvania Ave., NW  
Washington, DC 20580  
Tel: (202) 326-2470  
Facsimile: (202) 326-2884  
Email: ehassi@ftc.gov

Complaint Counsel

s/ Lisl Dunlop

Lisl Dunlop  
Dale Collins  
Shearman & Sterling LLP  
599 Lexington Avenue  
New York, New York 10022  
Tel: (212) 848-4000  
Email: ldunlop@shearman.com

Counsel for Respondent Ardagh  
Group S.A.

s/ Yonatan Even

Yonatan Even  
Christine A. Varney  
Sandra C. Goldstein  
Cravath, Swaine & Moore LLP  
825 Eighth Avenue  
New York, New York 10019  
Tel: (212) 474-1000  
Email: yeven@cravath.com

Counsel for Respondents Compagnie  
de Saint-Gobain and Saint-Gobain  
Containers, Inc.

**CERTIFICATE OF SERVICE**

I hereby certify that on February 28, 2014, I filed the foregoing document electronically using the FTC's E-Filing System, which will send notification of such filing to:

Donald S. Clark  
Secretary  
Federal Trade Commission  
600 Pennsylvania Ave., NW, Rm. H-113  
Washington, DC 20580

I also certify that I delivered via electronic mail and hand delivery a copy of the foregoing document to:

The Honorable D. Michael Chappell  
Administrative Law Judge  
Federal Trade Commission  
600 Pennsylvania Ave., NW, Rm. H-110  
Washington, DC 20580

I further certify that I delivered via electronic mail a copy of the foregoing document to:

Alan Goudiss  
Dale Collins  
Richard Schwed  
Lisl Dunlop  
Shearman & Sterling LLP  
599 Lexington Avenue  
New York, NY 10022  
(202) 848-4906  
agoudiss@shearman.com  
wcollins@shearman.com  
rschwed@shearman.com  
ldunlop@shearman.com

Counsel for Respondent Atdagh Group S.A.

Christine Varney  
Yonatan Even  
Athena Cheng  
Cravath, Swaine & Moore LLP  
825 Eighth Avenue  
New York, NY 10019  
(212) 474-1140  
cvarney@cravath.com  
yeven@cravath.com  
acheng@cravath.com

Counsel for Respondent Saint-Gobain Containers, Inc.

**CERTIFICATE FOR ELECTRONIC FILING**

I certify that the electronic copy sent to the Secretary of the Commission is a true and correct copy of the paper original and that I possess a paper original of the signed document that is available for review by the parties and the adjudicator.

February 28, 2014

By: s/ Edward D. Hassi  
Attorney