

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

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**IN THE MATTER OF** )  
 )  
 )  
**SUN PHARMACEUTICAL INDUSTRIES LTD.,** )  
 **a corporation;** )  
 )  
**RANBAXY LABORATORIES LTD.,** )  
 **a corporation;** )  
 )  
**and** )  
 )  
**DAIICHI SANKYO CO., LTD.** )

**FTC File No. 141-0134**

AGREEMENT CONTAINING CONSENT ORDERS  
*In the Matter of Sun Pharmaceutical Industries Ltd., et al.*  
FTC File No. 141-0134

3. Proposed Respondent Daiichi Sankyo

## AGREEMENT CONTAINING CONSENT ORDERS

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U.S.C. § 1746. Section 2.41(a) of the Commission's Rules of Practice requires that an original and two (2) copies of all compliance reports be filed with the Commission. Each Proposed Respondent shall file an original report and one (1) copy with the Secretary of the Commission, and shall send at least one (1) copy directly to the Bureau of Competition's Compliance Division.

9. This Consent Agreement shall not become part of the public record of the proceeding unless and until it is accepted by the Commission. If this Consent Agreement is accepted by the Commission, it, together with the draft of Complaint contemplated thereby, will be placed on the public record for a period of thirty (30) days and information in respect thereto publicly released. The Commission thereafter may either withdraw its acceptance of this Consent Agreement and so notify Proposed Respondents, in which event it will take such action as it may consider appropriate, or issue or amend its Complaint (in such form as the circumstances may require) and issue its Decision and Order, in disposition of the proceeding.
10. This Consent Agreement is for settlement purposes only and does not constitute an admission by Proposed Respondents that the law has been violated as alleged in the draft of Complaint here attached, or that the facts as alleged in the draft of Complaint, other than jurisdictional facts, are true.
11. This Consent Agreement contemplates that, if it is accepted by the Commission, the Commission may (i) issue and serve its Complaint corresponding in form and substance with the draft of Complaint here attached, (ii) issue and serve its Order to Maintain Assets, and (iii) 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 If such acceptance is not subsequently withdrawn by the Commission pursuant to the provisions of Commission Rule 2.34, 16 C.F.R. § 2.34, the Commission may, without further notice to Proposed Respondents, issue the attached Decision and Order containing an order to divest and providing for other relief in disposition of the proceeding.
12. When final and effective, the Decision and Order and the Order to 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 Maintain Assets shall become final and effective upon service. Delivery of the Complaint, the Decision and Order, and the Order to Maintain Assets to Proposed Respondent Sun by any means provided in Commission Rule 4.4(a), 16 C.F.R. § 4.4(a) – including, but not limited to, delivery to an office within the United States of Jessica K. Delbaum, Esq., of Shearman & Sterling LLP; or of any other lawyer or law firm listed as Counsel for Sun – shall constitute service as to Proposed Respondent Sun. Delivery of the Complaint, the Decision and Order, and the Order to Maintain Assets to Proposed Respondent Ranbaxy by any means provided in Commission Rule 4.4(a), 16 C.F.R. § 4.4(a) – including, but not limited to, delivery to an office within the United States of Stacey Anne Mahoney, Esq., of Morgan, Lewis & Bockius LLP; or of any other lawyer or law firm listed as Counsel for Ranbaxy – shall constitute service as to Proposed Respondents Ranbaxy. Delivery of the Complaint, the Decision and Order, and the Order to Maintain Assets to Proposed Respondent Daiichi Sankyo by any means provided in

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Commission Rule 4.4(a), 16 C.F.R. § 4.4(a) – including, but not limited to, delivery to an office within the United States of Ronan P. Harty,e,41

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**RANBAXY LABORATORIES LTD.**

By: \_\_\_\_\_  
Arun Sawhney  
Chief Executive Officer & Managing Director

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**DAIICHI SANKYO CO., LTD.**

By: \_\_\_\_\_

Joji Nakayama  
President & Chief Executive Officer

Daiichi Sankyo Co., Ltd.

Date: \_\_\_\_\_

\_\_\_\_\_  
Ronan P. Harty, Esq.  
Davis Polk & Wardwell LLP  
Counsel for Daiichi Sankyo Co., Ltd.



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**FEDERAL TRADE COMMISSION**

By: \_\_\_\_\_  
Daniel K. Zach  
Deputy Assistant Director  
Bureau of Competition

\_\_\_\_\_  
Michael R. Moiseyev  
Assistant Director  
Bureau of Competition

\_\_\_\_\_  
Stephen Weissman  
Deputy Director  
Bureau of Competition

\_\_\_\_\_  
Deborah L. Feinstein  
Director  
Bureau of Competition  
Date: \_\_\_\_\_