

UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION

In the Matter of

Mylan, N.V.,
a corporation,

File No. 161-0102

AGREEMENT CONTAINING CONSENT ORDERS

The Federal Trade Commission, having instituted an investigation of the acquisition of Meda AB ("Meda") by Proposed Respondent Mylan N.V. (hereinafter "Proposed Respondent") and it now appearing that Proposed Respondent is willing to enter into an Agreement Containing Consent Orders ("Consent Agreement") to divest certain assets and providing for other relief,

IT IS HEREBY AGREED by and between Proposed Respondent and their duly authorized officers and attorneys and counsel for the Commission that:

1. Proposed Respondent Mylan is a corporation organized, existing, and doing business under and by virtue of the laws of the Netherlands. Its principal executive offices are located at Building 4, Trident Place, Mosquito Way, Hatfield, Hertfordshire, AL10 9UL England, and its United States address for service of process in this matter is as follows: Corporate Secretary, 1000 Mylan Boulevard, Canonsburg, Pennsylvania, 15317. Mylan Pharmaceuticals Inc., a corporation organized, existing and doing business under and by virtue of the laws of West Virginia, is a wholly owned subsidiary of Mylan N.V. with its offices at 781 Chestnut Ridge Road, Morgantown, WV 26505.
2. Meda AB is a corporation organized, existing, and doing business under and by virtue of the laws of Sweden with its principal executive offices located at Box 9067, SE-191 Solna, Sweden.
3. Proposed Respondent admits all the jurisdictional facts set forth in the draft of the Complaint here attached.
4. Proposed Respondent waives:
 - a. any further procedural steps
 - b. any requirement that the Commission's Decision and Order to Maintain Assets, both attached hereto and made a part hereof, constitute a statement of findings of fact and conclusions of law;

- c. all rights to seek judicial review or otherwise to challenge or contest the validity of the Decision and Order entered pursuant to this Consent Agreement; and
 - d. any claim under the Equal Access to Justice Act.
5. Because there may be interim competitive harm, the Commission may issue its Complaint and the Order to Maintain Assets in this matter at any time after it accepts this Consent Agreement for public comment.
6. This Consent Agreement is for settlement purposes only and does not constitute an admission by Proposed Respondent that it has violated the law as alleged in the draft of the Complaint or that the facts as alleged in the draft of the Complaint are true.
7. By signing this Consent Agreement, Proposed Respondent represents and warrants that Proposed Respondent can accomplish the full relief contemplated by the attached Decision and Order (including effectuating all required divestitures, assignments, and transfers) and the Order to Maintain Assets and that all parents, subsidiaries, affiliates, and successors necessary to effectuate the full relief contemplated by this Consent Agreement are within its control (or will be after the proposed Acquisition) and are bound thereby as if 0.208 Tw 12 -1.15 Td a(r)-1(an)-4(s)-5(f)-1 0.d-2(n)-10(g)10(t)-2(s)foser

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not become part of the public record unless and until the Consent Agent and the Decision and Order are accepted by the Commission for public comment.

15. The reports referenced in the paragraph above shall be verified by a notarized signature or sworn statement, or self-verified in the manner set forth in 28 U.S.C. § 1746. Pursuant to Commission Rule 2.41(a), Proposed Respondents shall file an original and one copy of all compliance reports with the Commission. Proposed Respondents shall file the original report with the Secretary of the Commission and shall send one copy by electronic mail directly to the Bureau of Competition's Compliance Division at bccompliance@ftc.gov.

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PROPOSED RESPONDENT

Heather Bresch
Chief Executive Officer
MYLAN N.V.

Dated: _____

Christine A. Varney
Cravath, Swaine & Moore LLP
Counsel for Mylan N.V.

Dated: _____

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FEDERAL TRADE COMMISSION

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