

PUBLIC

UNITED STATES OF AMERICA



02 01 2018

589526

COMMISSIONERS: Maureen Ohlhausen, Acting Chairman
Terrell McSweeney

In the Matter of

[REDACTED]

PUBLIC

22); and any documents related to the proprietary processes used by PPG to qualify grades of

TiO₂ for use (Request Nos. 18-10). Attached to all these documents is a Protective Order

[REDACTED]

Learning that Respondents had moved to amend the Protective Order to allow

[REDACTED]

material.

ARGUMENT

I. THE SUBPOENA MUST BE QUASHED OR LIMITED TO PROTECT PPG'S CONFIDENTIAL INFORMATION.

As this Court has observed in *Respondent v. Plaintiff*, [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

PUBLIC

34060099, at *1 (F.T.C. July 31, 1998). The Subpoenas should be quashed or limited for all of these reasons.

A. PPG Has a Right to Expect that Its Confidential Information Will Not be Shared with In-House Counsel.

In producing confidential and proprietary materials to the Government, PPG relied on the assurances provided in the Commission Rules that its information would be protected from disclosure to Respondents' employees, including its in-house counsel. Commission Rule 3.31(d) specifically provides that: "In order to protect the parties and *third parties* against improper use and disclosure of confidential information, the Administrative Law Judge *shall* issue a protective order as set forth in the appendix to this section." 16 C.F.R. § 3.31(d) (emphasis added). The standard protective order prohibits the disclosure of confidential material to "employees of a respondent." *Id.* at Appendix A. This Court adopted the standard protective order in full on

[REDACTED]

Respondents argue that "there are no concerns" that any third party relied on the Protective Order because it was entered "after third parties provided [REDACTED] information."

PUBLIC

In other words, PPG had every right to expect that its confidential information would be protected from disclosure and that the standard protective order would apply in this case.

B. Pre-Discovery Confidentiality

[REDACTED]

Decision-Making.

The Subpoenas should also be quashed or limited because there is significant risk that

[REDACTED]

PUBLIC

Mr. Kaye admit to providing advice and participating in decisions relating to “competition with other titanium dioxide suppliers” and “pricing strategies.” Mot. to Amend at Ex. A (Koutras

[REDACTED]

PUBLIC

Respondents' position. In *Advocate*, the court found that "neither the FTC nor certainly the

[REDACTED]

terms" of the protective order. *Id.* at 673. In discussing the risk of inadvertent disclosure, the court found that "[t]he inescapable reality" is that once a lawyer "learns the confidential information that is being sought, that individual cannot rid himself of the knowledge he has

“special.” Virtually every merger case proceeds rapidly, and every merger challenge brought by

the Commission is subject to the rules that apply to the Federal Trade Commission. The Commission

[REDACTED]

Administrative

[REDACTED]

general guidelines regarding attorney fees to the states. The Commission

[REDACTED]

PUBLIC

in competitive decision-making to view this information only heightens the risk of inadvertent

[REDACTED]

D.

[REDACTED]

CONCLUSION

For the foregoing reasons PPG respectfully requests that the Court grant the Subpoena

[REDACTED]

PUBLIC

Dated: February 1, 2018

Respectfully submitted,

/s/ J. Robert Robertson

J. Robert Robertson
Leigh L. Oliver
Kimberly D. Rancour
HOGAN LOVELLS U.S. LLP
555 13th Street NW
Washington, DC 20004
Tel: (202) 637-5600
Fax: (202) 637-5910
robby.robertson@hoganlovells.com
leigh.oliver@hoganlovells.com
kimberly.rancour@hoganlovells.com

Attorneys for PPG Industries, Inc.

PUBLIC

STATEMENT REGARDING COMMUNICATION WITH COUNSEL

Pursuant to Paragraph 4 of the Court's December 20, 2017 Scheduling Order and 16 C.F.R. § 3.22(g), I certify that counsel for Respondents have conferred with Complaint Counsel in good faith to resolve by agreement the issues raised by this motion and have been unable to reach such an agreement. The parties met and conferred on the following occasions:

- Friday, January 26 at 4:30 p.m. by phone – Attending the meet and confer were Ms. Leigh Oliver and Ms. Kimberly Rancour on behalf of non-party PPG and Mr. Zachary

[REDACTED]

Dated: February 1, 2018

Respectfully submitted,

/s/ J. Robert Robertson

J. Robert Robertson

HOGAN LOVELLS LLP

555 13th Street NW
Washington, DC 20004
robby.robertson@hoganlovells.com
Tel: (202) 637-5600
Fax: (202) 637-5910

PUBLIC

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

COMMISSIONERS: Maureen Ohlhausen, Acting Chairman
 Terrell McSweeney

In the Matter of

Tronox Limited
a corporation,

National Industrialization Company
(TASNEE)

Docket No. 9377

[PROPOSED] ORDER

DENIED.

ORDERED:

D. Michael Channell

Date:

PUBLIC

EX-111-1

PUBLIC

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

655 Fifteenth Street, N.W.
Washington, D.C. 20005

Zachary A. Avallone
To Call Writer Directly:
(202) 879-5093

(202) 879-5000

Facsimile:
(202) 879-5200

zachary.avallone@kirkland.com

PPG Industries, Inc.
c/o Robert Brown
One PPG Place
Pittsburgh, PA 15272

Re: Tronox/Cristal FTC Administrative Proceedings

Dear Bob:

Tronox is hereby withdrawing its January 24, 2018 submission to the FTC. [REDACTED]

Sincerely,

/s/ Zachary A. Avallone

Zachary A. Avallone



SUBPOENA DUCES TECUM

PPG Industries, Inc

UNITED STATES OF AMERICA

FEDERAL TRADE COMMISSION

This subpoena requires the production of

[REDACTED]

[REDACTED]

[REDACTED]

1/30/2018

Frank X. Merle

GENERAL INSTRUCTIONS

http://www.ftc.gov/ftc/subpoena

other parties prescribed by the Rules of Practice.

PUBLIC

RETURN OF SERVICE

I hereby certify that a duplicate original of the within subpoena was duly served: (check the method used)

- in person.*
- by registered mail.*
- by leaving copy at principal office or place of business, to wit:*

FedEx

on the person named herein on:

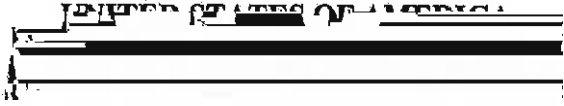
January 24, 2018

(Month, day, and year)



PUBLIC

PUBLIC



In the Matter of

Tronox Limited,
a corporation,

National Industrialization Company
(TASNEE)
a corporation,

National Titanium Dioxide Company
Limited (Cristal)
a corporation, and

Cristal USA Inc.
a corporation,

Respondents.

DOCKET NO. 9377

PROTECTIVE ORDER GOVERNING CONFIDENTIAL MATERIAL

Commission Rule 3.31(d) states: "In order to protect the parties and third parties against improper use and disclosure of confidential information, the Administrative Law Judge shall issue a protective order as set forth in the appendix to this section." 16 C.F.R. § 101.11(d)(5); the protective order shall contain the

Dm Chappell
D. Michael Chappell
Chief Administrative Law Judge

PUBLIC

ATTACHMENT A

For the purpose of protecting the interests of the parties and third parties in the above-captioned matter against improper use and disclosure of confidential information

[REDACTED]

IT IS HEREBY ORDERED THAT this Protective Order Governing Confidential Material ("Protective Order") shall govern the handling of all Discovery Material, as hereafter defined

1. As used in this Order, "confidential material" shall refer to any document or portion thereof that contains privileged, competitively sensitive information, or sensitive personal information "Sensitive personal information" shall refer to, but shall not be limited to, an individual's Social Security number, taxpayer identification number, financial account

[REDACTED]

PUBLIC

6. Material may be designated as confidential by placing on or affixing to the document containing such material (in such manner as will not interfere with the legibility thereof), or if an entire folder or box of documents is confidential by placing or affixing to that folder or box, the designation "CONFIDENTIAL - FTC Docket No 9377" or any other appropriate notice that identifies this proceeding together with an indication of the

[REDACTED]

PUBLIC

10. If counsel plans to introduce into evidence of the hearing any document or

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

PUBLIC

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

In the Matter of)
Tronox Limited)
a corporation,)
)
National Industrialization Company)
(TASNEE))
a corporation,)
)
National Titanium Dioxide Company) Docket No. 9377
Limited (Cristal))
a corporation,)
)
And)
)
Cristal USA Inc.)
a corporation.)
)
_____)

**RESPONDENT TRONOX LIMITED'S ATTACHMENT TO SUBPOENA *DUCES
TECUM* ISSUED TO PPG INDUSTRIES, INC.**

Pursuant to the Federal Trade Commission's ("Commission") Rules of Practice ("FTC Rules"), 16 C.F.R. § 3.34, Respondent Tronox Limited ("Tronox"), by and through its attorneys, hereby requests that PPG Industries, Inc. ("PPG") produce all documents within its possession, custody or control.

REQUESTS

PUBLIC

17 Produce all documents related to replacing or considering the replacement of any substance

[REDACTED]

of chloride TiO_2 with sulfate TiO_2 or related **DEFINITIONS** replacing or considering the replacement

[REDACTED]

PUBLIC

6. The term "this litigation" means the administrative proceeding in front of the Honorable D. Michael Chappell, Chief Administrative Law Judge, at the Federal Trade Commission (In the Matter of Tronox Limited, et al., Docket No. 9377).
7. The term "Transaction" or "Proposed Acquisition" means the acquisition of Cristal's titanium dioxide business by Tronox pursuant to the Transaction Agreement between the

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

PUBLIC

disseminated to any other person or entity including, but not limited to, attorneys, accountants, consultants, employees, and third parties.

3. If You do not have possession, custody, or control of any Documents described in any one or more of the following Requests, a written statement that You do not have possession, custody, or control of any such Documents and the name and address of the Person who does have possession, custody, or control of such Documents is a sufficient response to the Request. However, production of such Documents shall be required if You or any of Your agents, employees, servants, or representatives have possession,

[REDACTED]

originals of the Documents, delivery of an accurate, legible and complete photocopy of

[REDACTED]

PUBLIC

A. Shall be produced in complete form, un-redacted unless privileged, and in the order in which they appear in Your files.

B. Shall be marked on each page with identification numbers.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

control numbers;

C. If written in a language other than English, shall be translated into English, with the English translation attached to the foreign language document;

D. Shall be produced in color where necessary to interpret the document (if the coloring of any document communicates any substantive information, or if black-and-white photocopying or conversion to TIFF format of any document (e.g., a chart or graph) makes any substantive information contained in the document unintelligible. DDC must submit the original document.)

[REDACTED]

PUBLIC

13. If no Documents are responsive to a particular Request, then that fact shall be specifically indicated in Your response.

14. If after exercising due diligence to make inquiries and acquire necessary information, You

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

cannot answer a Request fully and completely, then You shall so state in Your responses

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

PUBLIC

20. Unless otherwise stated, construe each request independently and without reference to

mwilliams@kirkland.com

ATTORNEYS FOR TRONOX LIMITED

PUBLIC

CERTIFICATE OF SERVICE
[REDACTED]

I HEREBY CERTIFY that on January 30, 2018, I caused a true and correct copy of the foregoing Subpoena *Duces Tecum* to be served via e-mail upon the following:

Chuck Loughlin (cloughlin@ftc.gov)
Dominic Vote (dvote@ftc.gov)

[REDACTED]

[REDACTED]

600 Pennsylvania Avenue NW

/s/ Michael F. Williams, P.C.
Michael F. Williams, P.C.

PUBLIC

EXHIBIT 2



SUBPOENA AD TESTIFICANDUM DEPOSITION

Provided by the Secretary of the Federal Trade Commission, and
Issued Pursuant to Rule 3.34(a), 16 C.F.R. § 3.34(a) (2010)

PPG Industries, Inc.
c/o Kimberly D. Rancour
Hogan Lovells US LLP
Columbia Square
655 Thirteenth Street, NW
Washington, DC 20004

UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION

This subpoena requires you to appear and give testimony at the taking of a deposition, at the date and time specified in

3. PLACE OF DEPOSITION

Kirkland & Ellis LLP
655 Fifteenth Street NW, Suite 1200
Washington, D.C. 20005

4. YOUR APPEARANCE WILL BE BEFORE

Michael F. Williams or designee

5. DATE AND TIME OF DEPOSITION

February 22, 2018 at 9:00 a.m. or as such other date

In the matter of Tronox Limited et al: Docket# D09377

The Honorable D. Michael Chappell

Suite 1200

30/2018

Michael F. Williams

DATE SIGNED

APPEARANCE

The delivery of this subpoena to you by any method prescribed by the Commission's Rules of Practice is legal service and may subject you to a penalty.

TRAVEL EXPENSES

The Commission's Rules of Practice require that fees and mileage be paid by the party that requested your appearance. You should request your claim to the Commission.

RETURN OF SERVICE

I hereby certify that a duplicate original of the within

[REDACTED]

subpoena was duly served: (check the method used)

- in person.
- by registered mail.
- by leaving copy at principal office or place of business, to wit:

FedEx

UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION
OFFICE OF ADMINISTRATIVE LAW JUDGES

In the Matter of

Tronox Limited,
a corporation,

National Industrialization Company
(TASNEE)
a corporation,

DOCKET NO. 9377

National Titanium Dioxide Company
Limited (Cristal)
a corporation, and

Cristal USA Inc.
a corporation,

Respondents

PROTECTIVE ORDER GOVERNING CONFIDENTIAL MATERIAL

Commission Rule 3.11(d) states: "In order to protect the parties and third parties against improper use and disclosure of confidential information, the Administrative Law

Dm Chappell
D Michael Chappell
Chief Administrative Law Judge

ATTACHMENT A

For the purpose of protecting the interests of the parties and third parties in the above-captioned matter against improper use and disclosure of confidential information

[REDACTED]

submitted or produced in connection with this matter:

IT IS HEREBY ORDERED THAT this Protective Order Governing Confidential Material ("Protective Order") shall govern the handling of all Discovery Material, as hereafter defined.

[REDACTED]

6. Material may be designated as confidential by placing on or affixing to the document containing such material (in such manner as will not interfere with the legibility thereof), or if an entire folder or box of documents is confidential by placing or affixing to that folder or box, the designation "CONFIDENTIAL – FTC Docket No. 9377" or any other appropriate notice that identifies this proceeding, together with an indication of the portion or portions of the document considered to be confidential material. Confidential

information contained in electronic documents may also be designated as confidential by placing the designation "CONFIDENTIAL – FTC Docket No. 9377" or any other appropriate notice that identifies this proceeding, on the face of the CD or DVD or other medium on which the document is produced. Masked or otherwise redacted copies of

10. If council plans to introduce into evidence at the hearing

[REDACTED]

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

In the Matter of)
Tronox Limited)
a corporation,)
)
National Industrialization Company)
(TASNEE))
a corporation,)
)
National Titanium Dioxide Company) Docket No. 9377
Limited (Cristal))
a corporation,)
)
And)
)
Cristal USA Inc.)
a corporation.)
)
)

**ATTACHMENT TO SUBPOENA *AD TESTIFICANDUM* FOR DEPOSITION TO
PPG INDUSTRIES, INC.**

Pursuant to the Federal Trade Commission's ("Commission") Rule of Practice ("FTC Rule") 3.33(c), 16 C.F.R. § 3.33(c), Respondent Tronox Limited ("Tronox") requests the deposition upon oral examination of PPG Industries, Inc. ("PPG") on the matters identified in this attachment. PPG shall designate one or more officers, directors, or managing agents, or

MATTERS FOR EXAMINATION

PUBLIC

3. Your understanding of global supply and demand of TiO₂, including how supply or demand outside of North America influences supply or demand of TiO₂ in North America.
4. Your understanding of regional TiO₂ pricing trends, including but not limited to the interaction between pricing in North America and the rest of the world.
5. Your understanding of how supply and demand of TiO₂ from the sulfate process influences supply and demand of TiO₂ from the chloride process.
6. Your understanding of how price of TiO₂ from the sulfate process influences price of

[REDACTED]

7. Your use of sulfate TiO₂, including demand for specific grades of TiO₂ manufactured using sulfate processes.
8. Any instance where You substituted or considered substituting or replacing sulfate TiO₂ for chloride TiO₂ (or vice versa), including, but not limited to (a) switching some (or all) of your purchases from chloride TiO₂ to sulfate TiO₂ (or vice versa); (b) qualifying sulfate TiO₂ grades for uses where chloride TiO₂ is currently used (or vice versa); or (c) referring to prices of sulfate TiO₂ when negotiating prices for chloride TiO₂ (or vice versa).
9. Information about any instance where you replaced any volume of anatase TiO₂ with

[REDACTED]

16. Your purchases of TiO₂ for the past five years, including the producer of the TiO₂, the location where the TiO₂ was manufactured, the grade, whether the TiO₂ was manufactured by the chloride process or the sulfate process, whether the TiO₂ has a rutile-crystal structure or anatase-crystal structure, the location where the TiO₂ was delivered to You, the volume of TiO₂ purchased, the price, the name of the supplier, and the name of the recipient.

[REDACTED]

DEFINITIONS

[REDACTED]

PUBLIC

8. "Communication(s)" or "Communicate" means any form of information, exchange, or attempted exchange, including but not limited to written, oral, or electronic exchanges; exchanges by letter, telephone, facsimile, email, face-to-face conversation, meeting or conference; any exchange whether or not written, taped, or recorded; any exchange without limit to the time, place, or place.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

transmittal of information by any media by any manner.

9. The term "related to" means relating to, reflecting, concerning, referring to, constituting,

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

PUBLIC

- G. The masculine form of a word should be read to include the feminine, and the feminine form of a word should be read to include the masculine. And any pronouns shall be construed to refer to the masculine, feminine, or neuter gender as is most appropriate in each case.

January 30, 2018

Respectfully submitted,

/s/ Michael F. Williams, P.C.

Matthew J. Reilly, P.C.
KIRKLAND & ELLIS LLP
655 Fifteenth Street, N.W
Suite 1200
Washington, D.C. 20005

ATTORNEYS FOR TRONOX LIMITED

I HEREBY CERTIFY that on January 30, 2018, I caused a true and correct copy of the foregoing Subpoena *Ad Testificandum* to be served via e-mail upon the following:

[REDACTED]

/s/ Michael F. Williams, P.C.
Michael F. Williams, P.C.

PUBLIC

~~EX 3~~

PUBLIC

Provided by the Secretary of the Federal Trade Commission, and
Issued Pursuant to Commission Rule 3.34(b), 16 C.F.R. § 3.34(b)(2010)

PPG

c/o Robert Brown
One One Place
Pittsburgh, PA 15272

Kirkland & Ellis LLP
c/o Michael Williams
655 Fifteenth St NW

Michael Williams or designee

F. L. R. 2012 at 9:00

Matter Name: Trond

D. Michael Chappell

Federal Trade Commission
Washington, D.C. 20580

MICHAEL F. WILLIAMS OR DESIGNEE
Kirkland & Ellis LLP
655 Fifteenth St NW
Washington, DC 20006

1/24/2018

APPEARANCE

The delivery of this subpoena to you by any method prescribed by the Commission's Rules of Practice is legal service and may subject you to a penalty imposed by law for failure to comply.

TRAVEL EXPENSES

The Commission's Rules of Practice require that fees and mileage be paid by the party that requested your appearance. You should present your claim to counsel listed in Item 9 for payment. If you are not represented, you should file a claim with the Commission.

<http://bit.ly/FTCRulesofPractice>

RETURN OF SERVICE

I hereby certify that a duplicate original of the within subpoena was duly served: (check the method used)

- in person.*
- by registered mail.*

~~*by leaving copies at principal offices of business to which*~~

Fed Ex

on the person named herein on:

1/24/2018
(Month, day, and year)

Zachary Avallone
(Name of person making service)

Associate
(Official title)

PUBLIC

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

In the Matter of)
Tronox Limited)
a corporation,)
)
National Industrialization Company)
(TASNEE))
a corporation,)
)
National Titanium Dioxide Company) Docket No. 9377
Limited (Cristal))

RESPONDENT TRONOX LIMITED'S ATTACHMENT TO SUBPOENA *DUCES*
TECUM ISSUED TO PPG INDUSTRIES, INC.

Pursuant to the Federal Trade Commission's ("Commission") Rules of Practice ("FTC Rules"), 16 C.F.R. § 3.34, Respondent Tronox Limited ("Tronox"), by and through its attorneys, hereby requests that PPG Industries, Inc. ("PPG")

REQUESTS

PUBLIC

17. Produce all documents related to replacing or considering the replacement of any volume of chloride TiO₂ with sulfate TiO₂, or related to replacing or considering the replacement of any volume of sulfate TiO₂ with chloride TiO₂.
18. Produce all documents related to the qualification of any grade of chloride or sulfate TiO₂, including documents sufficient to show the cost of qualifying a TiO₂ grade, the time for qualifying a TiO₂ grade, any other factors considered in qualifying a TiO₂ grade, and information related to all currently qualified TiO₂ grades, including both chloride and sulfate TiO₂ grades.
19. Produce all documents related to replacing or considering the replacement of any volume of anatase TiO₂ with rutile TiO₂, or related to replacing or considering the replacement of any volume of anatase TiO₂ with rutile TiO₂.
20. Produce all documents related to TiO₂ produced by Chinese producers.
21. Produce all documents sufficient to show Your use or considered use of TiO₂ manufactured by a Chinese producer, including documents related to replacing or considering the replacement of any volume of TiO₂ You purchased with TiO₂ produced by a Chinese producer.

22. Produce all documents related to Your communications with any TiO₂ producer.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

PUBLIC

6. The term "this litigation" means the administrative proceeding in front of the Honorable
D. Michael...

[REDACTED]

(In the Matter of Tronox Limited, et al., Docket No. 9377).

7. The term "Transaction" or "Proposed Acquisition" means the acquisition of Cristal's
titanium dioxide business by Tronox pursuant to the Transaction Agreement between the
National Titanium Dioxide Company Limited...

[REDACTED]

disseminated to any other person or entity.

[REDACTED]

accountants, consultants, employees, and third parties.

3. If You do not have possession, custody, or control of any Documents described in any one or more of the following Requests, a written statement that You do not have possession, custody, or control of any such Documents and the name and address of the Person who does have possession, custody, or control of such Documents is a sufficient response to the Request. However, production of such Documents shall be required if You or any of Your agents, employees, servants, or representatives have possession, custody, or control of the same.

[REDACTED]

PUBLIC

- A. Shall be produced in complete form, un-redacted unless privileged, and in the order in which they appear in *XXXXX*

[REDACTED]

- B. Shall be marked on each page with identification and consecutive document control numbers;
- C. If written in a language other than English, shall be translated into English, with the English translation attached to the foreign language document;
- D. Shall be produced in color where necessary to interpret the document (if the *policy of XXXXX*

[REDACTED]

PUBLIC

13. If no Documents are responsive to a particular Request, then that fact shall be specifically indicated in Your response.

14. If after exercising due diligence to make inquiries and searches, you are unable to locate any responsive Documents, you shall so indicate in your response.

[REDACTED]

PUBLIC

- 20. Unless otherwise stated, construe each request independently and without reference to any other purpose of limitation.
- 21. Your response to these document requests shall be delivered to the attention of Michael F. Williams, P.C., between 8:30 a.m. and 5:00 p.m. on any business day to Kirkland & Ellis LLP, 655 Fifteenth Street, N.W., Washington, D.C. 20005. For courier or other delivery, please contact Michael F. Williams, P.C. at (202) 879-5123 or mwilliams@kirkland.com.

January 24, 2018

Respectfully submitted,

/s/ Michael F. Williams, P.C.

Michael F. Williams, P.C.
Matthew J. Reilly, P.C.
KIRKLAND & ELLIS LLP
655 Fifteenth Street, N.W.
Suite 1200
Washington, D.C. 20005

[REDACTED]

ATTORNEYS FOR TRONOX LIMITED

PUBLIC

PUBLIC

UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION
OFFICE OF ADMINISTRATIVE LAW JUDGES

In the Matter of

Tronox Limited,
a corporation,

National Industrialization Company
(TASNEE)
a corporation,

National Titanium Dioxide Company
Limited (Cristal)
a corporation, and

Cristal USA Inc.
a corporation,

Respondents.

DOCKET NO. 9377

PROTECTIVE ORDER GOVERNING CONFIDENTIAL MATERIAL

Commission Rule 2.21(d) states: "In order to protect the parties and third parties

Dm Chappell

D. Michael Chappell
Chief Administrative Law Judge

Date: December 7, 2017

ATTACHMENT A

The table is almost entirely obscured by heavy black redaction bars. Only a few faint characters and symbols are visible through the redaction, including the letters 'A', 'B', 'C', 'D', 'E', 'F', 'G', 'H', 'I', 'J', 'K', 'L', 'M', 'N', 'O', 'P', 'Q', 'R', 'S', 'T', 'U', 'V', 'W', 'X', 'Y', 'Z', '1', '2', '3', '4', '5', '6', '7', '8', '9', '0', and various symbols like '!', '@', '#', '\$', '%', '&', '*', '^', '~', '!', '@', '#', '\$', '%', '&', '*', '^', '~', '!', '@', '#', '\$', '%', '&', '*', '^', '~'. The redaction bars are thick and black, covering the vast majority of the table's content.

10. If counsel plans to introduce into evidence at the hearing any document or transcript containing confidential material produced by another party or by a third party, they shall provide advance notice to the other party or third party for purposes of allowing that

[REDACTED]

PUBLIC

EX

4

PUBLIC



FEDERAL TRADE COMMISSION
PROTECTING AMERICA'S CONSUMERS



FTC Issues Interim Final Rules Amending Parts 3 and 4 of its Rules of Practice; Rules are Designed to Expedite and Streamline the

[REDACTED]

FOR RELEASE

December 23, 2008

TAGS: Commission | Consumer Protection | FTC | [REDACTED]

[REDACTED]

The Federal Trade Commission today approved a notice adopting interim final rules amending Parts 3 and 4 of the agency's Rules of Practice, and requesting public comments within 30 days of the date they are published in the Federal

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weight to provisions authorizing the agency to grant extension for "good cause." The Commission believes the Part 3

[REDACTED]

Contact Information

[REDACTED]

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EXHIBIT 5

PUBLIC

James Koutras

Director - Senior Corporate Counsel and Secretary at Cristal USA Inc.

Summary

[REDACTED]

Experience

Director - Senior Corporate Counsel and Secretary

August 2007 - Present

[REDACTED]

Senior Litigation Counsel at JLG Industries

February 2006 - December 2006 (11 months)

[REDACTED]

Partner/Associate at McCarter & English, LLP

1996 - 2006 (10 years)

[REDACTED]

Associate

1996 - 2000 (5 years)

Attorney in Insurance Defense and Product Liability law firm.

Judicial Law Clerk for the Honorable James C. Cacheris, U.S.D.Ct. for Eastern District of Virginia at United States Government

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1995 - 1996 (2 years)

Federal Law Clerk

Education

University of Baltimore School of Law

JD, Law, 1992 - 1995

University of Aberdeen

1993 - 1993

American University - Kogod School of Business

BS, Finance, 1988 - 1990

Indiana University Bloomington

[REDACTED]

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James Koutras

Director - Senior Corporate Counsel and Secretary at Cristal USA Inc.



Contact James on LinkedIn

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EXHIBIT 6

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Steven Kaye

Deputy General Counsel

Summary

N/A

Experience

Deputy General Counsel, Tronox Limited; General Counsel, Tronox Titanium Dioxide at Tronox Limited

July 2014 - Present

[REDACTED]

Director - Americas Head of ECM and Equity Syndicate Compliance at Barclays Investment Bank

June 2010 - June 2014 (4 years 1 month)

[REDACTED]

Education

The George Washington University Law School

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Doctor of Law (JD), 1999 - 2002

Activities and Societies: Member of The George Washington Law Review

Emory University

Bachelor of Arts (BA), 1994 - 1998

Newark Academy

1990 - 1994

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Steven Kaye

Deputy General Counsel



Contact Steven on LinkedIn

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CERTIFICATE OF SERVICE

LHERBY CERTIFY that on the 1st day of February, 2019, I filed the foregoing

filings to:

[REDACTED]

600 Pennsylvania Avenue, N.W
Rm. H-113
Washington, DC 20580

I also hereby certify that I caused a true and correct copy of the foregoing documents to be served upon the following via electronic mail:

Chief Administrative Law Judge
Federal Trade Commission
600 Pennsylvania Avenue, N.W
Rm. H-110
Washington, DC 20580

PUBLIC

James L. Cooper
Peter J. Levitas
Ryan Z. Watts
Albert Teng
ARNOLD & PORTER KAYE
SCHOLER LLP
601 Massachusetts Avenue, N.W.
Washington, DC 20001
(202) 942-5000
(202) 942-5999 (facsimile)
james.cooper@apks.com
peter.levitas@apks.com
ryan.watts@apks.com
albert.teng@apks.com

*Attorneys For National Industrialization
Company (Tasnee), The National
Titanium Dioxide Company Limited
(Cristal), and Cristal USA Inc.*

Michael F. Williams, P.C.
Matthew J. Reilly, P.C.
KIRKLAND & ELLIS LLP
655 Fifteenth Street, N.W.
Suite 1200
Washington, D.C. 20005
(202) 879-5000
(202) 879-5200 (facsimile)
michael.williams@kirkland.com
matt.reilly@kirkland.com

David J. Zott, P.C.
KIRKLAND & ELLIS LLP
300 North LaSalle
Chicago, IL 60654
(312) 862-2428
(312) 862-2200 (facsimile)
david.zott@kirkland.com

Attorneys For Tronox Limited