

UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION

In the Matter of	)	
	)	
Össur Hf.,	)	
a corporation;	)	
	)	
Össur Americas Holdings, Inc.,	)	File No. 191-0177
a corporation;	)	
	)	
and	)	
	)	
College Park Industries, Inc.,	)	
a corporation.	)	

AGREEMENT CONTAINING CONSENT ORDERS

The Federal Trade Commission (“Commission”) initiated an investigation of the proposed acquisition by Respondent Össur Americas Holdings Inc. controlled by Respondent Össur Hf. of the voting securities of Respondent College Park Industries, Inc., collectively “Proposed Respondents.” The Commission’s Bureau of Competition has prepared a draft administrative complaint (“Draft Complaint”) and Proposed Respondents enter into this Agreement Containing Consent Orders (“Consent Agreement”) to divest certain assets to resolve the allegations in the Draft Complaint through a proposed Decision and Order to Maintain Assets, all of which are attached to present to the Commission.

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

1. Proposed Respondent Össur Hf. is a corporation organized, existing, and doing business under, and by virtue of, the laws of Iceland, with its executive offices and principal place of business located at Gjöfthals 15, 110 Reykjavik, Iceland, and its United States address for service of process, as follows: 27051 Towne Center Drive, Foothill Ranch, California, 92610, United States of America.
2. Proposed Respondent Össur Americas Holdings, Inc. is a corporation organized, existing, and doing business under, and by virtue of, the laws of Delaware, with its executive offices and principal place of business located at 27051 Towne Center Drive, Foothill Ranch, California, 92610, United States of America.
3. Proposed Respondent College Park Industries, Inc. is a corporation organized, existing, and doing business under, and by virtue of, the laws of Michigan, with

its executive offices and principal place of business located at 2795 College Park Drive, Warren, Michigan, 48088, United States of America.

4. Proposed Respondents admit all the jurisdictional facts set forth in the Draft Complaint.
5. Proposed Respondents waive:
  - a. any further procedural steps;
  - b. the requirement that the Decision and Order and the Order to Maintain Assets contain 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 or the Order to Maintain Assets entered pursuant to this Consent Agreement; and
  - d. any claim under the Equal Access to Justice Act.
6. 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 Complaint, or that the facts as alleged in the Draft Complaint, other than jurisdictional facts, are true.
7. Proposed Respondents shall submit an initial compliance report, pursuant to Commission Rule 2.33, 16 C.F.R. § 2.33, no later than 30 days after the date on which Proposed Respondents execute this Consent Agreement and subsequent compliance reports every 60 days thereafter until the Order to Maintain Assets becomes final. After the Order to Maintain Assets becomes final, the reporting obligations contained in the Order to Maintain Assets shall control and the reporting obligations under this Consent Agreement shall cease. Each compliance report shall set forth in detail the manner in which Proposed Respondents have complied, have prepared to comply, are complying, and will comply with the Consent Agreement, Decision and Order, and the Order to Maintain Assets. Proposed Respondents shall provide sufficient information and documentation to enable the Commission to determine independently whether Proposed Respondents are in compliance with the Consent Agreement, the Decision and Order, and the Order to Maintain Assets.
8. Each compliance report submitted pursuant to Paragraph 7 above shall be verified in the manner set forth in 28 U.S.C. § 1746 by the Chief Executive Officer or another officer or employee specifically authorized to perform this function. Commission Rule 2.41(a), 16 C.F.R. § 2.41(a), requires that the Commission receive an original and 2 copies of each compliance report. Proposed Respondents shall file a paper original of each compliance report with the Secretary of the Commission and electronic copies of each compliance report with the Secretary at [ElectronicFilings@ftc.gov](mailto:ElectronicFilings@ftc.gov), and with the Compliance Division at [bccompliance@ftc.gov](mailto:bccompliance@ftc.gov). In addition, Proposed Respondents shall

provide a copy of each compliance report to the Monitor, if one has been appointed pursuant to the Decision and Order and the Order to Maintain Assets.

9. This Consent Agreement, and any compliance reports filed pursuant to this Consent Agreement, shall not become part of the public record of the proceeding unless and until the Commission accepts the Consent Agreement. If the Commission accepts this Consent Agreement, the Commission will place it, together with the Complaint, the proposed Decision and Order to Maintain Assets, an explanation of the provisions of the proposed Decision and Order and the Order to Maintain Assets, and any other information that may help interested persons understand the order on the public record for the receipt of comments for 30 days.

10. Because there may be interim competitive harm, the Commission may issue and serve its Complaint (in such form as the circumstances may require) the Order to Maintain Assets in this matter at any time after it accepts the Consent Agreement for public comment.

11. This Consent Agreement contemplates that, if the Commission accepts the Consent Agreement, the Commission thereafter may withdraw its acceptance of this Consent Agreement and notify Proposed Respondents, in which event the Commission will take such action as it may see appropriate. If the Commission does not subsequently withdraw such acceptance pursuant to the provisions of Commission Rule 2.34, 16 C.F.R. § 2.34, and it has already issued the Complaint and the Order to Maintain Assets, 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 or disposition of the proceeding.

12. The Decision and Order and Order to Maintain Assets shall become final upon service. Delivery of the Complaint, the Decision and Order, and the Order to Maintain Assets to Proposed Respondents by any means provided in Commission Rule 4.4(a), 16 C.F.R. § 4.4(a), or by delivery to United States counsel for Proposed Respondents is deemed to constitute service.

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COLLEGE PARK INDUSTRIES, INC.

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By: William J. Carver  
President and Chief Operating Officer  
College Park Industries, Inc.

Dated: \_\_\_\_\_

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Sheldon H. Klein  
Butzel Long  
Counsel for College Park Industries, Inc.

Dated: \_\_\_\_\_