

UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION

COMMISSIONERS: Edith Ramirez, Chairwoman  
Maureen K. Ohlhausen  
Terrell McSweeney

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In the Matter of	)	
	)	
ABBOTT LABORATORIES,	)	
a corporation;	)	
	)	
and	)	Docket C-4600
	)	
ST. JUDE MEDICAL, INC.,	)	
a corporation.	)	
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COMPLAINT

Pursuant to the Clayton Act and the Federal Trade Commission ("FTC Act"), and its authority thereunder, the Federal Trade Commission ("Commission"), having reason to believe that Respondent Abbott Laboratories ("Abbott") a corporation subject to the jurisdiction of the Commission, has agreed to acquire Respondent St. Jude Medical, Inc. ("St. Jude") a corporation subject to the jurisdiction of the Commission, in violation of Section 5 of the FTC Act, as amended, 15 U.S.C. § 45, that such acquisition, if consummated, would violate Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18, and Section 5 of the FTC Act, as amended, 15 U.S.C. § 45, and it appearing to the Commission that a proceeding in respect would be in the public interest, hereby issues its Complaint, stating its charges as follows:

3. Each Respondent is, and at all times relevant herein has been, engaged in commerce, as “commerce” defined in Section 1 of the Clayton Act as amended, 15 U.S.C. §12, and is a company whose business is in or affects commerce, as “commerce” is defined in Section 4 of the FTC Act, as amended, 15 U.S.C. §4.

## II. THE PROPOSED ACQUISITION

4. Pursuant to an Agreement and Plan of Merger dated April 27, 2016, Abbott proposes to acquire St. Jude in exchange for cash and stock valued at approximately \$5 billion (the “Acquisition”). The Acquisition is subject to Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18.

## III. THE

9. Lesion-assessing ablation catheters are used to treat heart arrhythmias and provide feedback to the physician regarding the force being applied by the catheter and the temperature of the ablation target. St. Jude and Biosense Webster (“Biosense”) are currently the only suppliers of lesion-assessing ablation catheters in the U.S. market. Advanced Cardiac Therapeutics, Inc. (“ACT”) is developing lesion-assessing ablation catheter products that would

## VII. VIOLATIONS CHARGED

### 12. The Agreement and Plan of Merger