

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

In the Matter of)	
)	
NOVARTIS AG)	FTC File No. 141-0141
 a corporation.)	
)	

AGREEMENT CONTAINING CONSENT ORDERS

The Federal Trade Commission (“Commission”), having initiated an investigation of the proposed acquisition by Respondent Novartis AG (“Novartis” or “Proposed Respondent”) of certain assets related to certain oncology products of GlaxoSmithKline plc (“Glaxo”), and it now appearing that Proposed Respondent is willing to enter into this Agreement Containing Consent Orders (“Consent Agreement”) to divest certain assets and providing for other relief:

IT IS HEREBY AGREED by and between Proposed Respondent, by its duly authorized

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- 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. Not later than thirty (30) days after the date this Consent Agreement is signed by the Proposed Respondent, Proposed Respondent shall submit an initial report, pursuant to Section 2.33 of the Commission's Rules, 16 C.F.R. § 2.33. Proposed Respondent shall also submit subsequent reports every thirty (30) days thereafter until the Order to Maintain Assets. (b) (5) - (A) - (1) - (e) - (2) - (s) - (b) - (1) - (e) - (1) - (c) - (o) - (1) - (m) - (8) - (e) - (2) - (s) - (f) - (1) - (t) - (3) - (i) - (n) [(a) - (1) - (l) - (2) - (a) - (1) - (n)]

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10. 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 If such acceptance is not subsequently withdrawn by the Commission pursuant to the provisions of Commission Rule 2.34, 16 C.F.R. § 2.34, the Commission may, without further notice to Proposed Respondent, issue the attached Decision and Order containing an order to divest and providing for other relief in disposition of the proceeding.

11.

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15. Proposed Respondent agrees that it shall interpret each Remedial Agreement in a manner that is fully consistent with all of the relevant provisions and remedial purposes of the Decision and Order.

16. Proposed Respondent has read the draft of Complaint, the Decision and Order, and the Order to Maintain Assets contemplated hereby. Proposed Respondent understands that once the Decision and Order and the Order to Maintain Assets have been issued, it will

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NOVARTIS AG

By: _____

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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

Date: _____