

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

UNITED STATES OF AMERICA,

Plaintiff,

v.

ANHEUSER-BUSCH InBEV SA/NV, et al.,

Defendants.

Civil Action No. 16-1483

ORDER

The United States filed this action against Anheuser-Busch InBev SA/NV ("ABI") AND SABMiller plc ("SABMiller") alleging that ABI's proposed acquisition of SABMiller would violate Section 7 of the Clayton Act, 15 U.S.C. § 18, in the market for beer. Specifically, the government alleges that the proposed acquisition could substantially lessen the competition in the sale of beer to customers in the United States. See Complaint, ECF No. 1 ¶ 44. The government filed with their complaint a Competitive Impact Statement; and a Proposed Final Judgment designed to cure the alleged violations cited in the complaint. See ECF No. 2. Thereafter, as required by the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h) (the "Tunney Act"), the United States published and subjected the Proposed Final Judgment to a 60-day public comment period, which expired on October 4, 2016. See 81

Fed. Reg. 51465.

During that comment period, the government received 12 comments to which it responded. See Response to Public Comments, ECF No. 16. Five of the commenters moved to file briefs as amici curiae in this action; and this Court ordered the government to respond to the arguments of all amici. Minute Order of Jan. 8, 2018. The government responded to the arguments made by amici, see Response to Briefs Filed by Amici Curiae, ECF No. 33, and also provided a Modified Proposed Final Judgment that contained four new provisions designed to improve the Proposed Final Judgment's enforceability, Modified Proposed Final Judgment, ECF No. 34. The government now asks the Court to enter the agreed-upon Modified Proposed Final Judgment, which would permit ABI and SABMiller to complete the proposed transaction subject to the conditions intended to remedy the violations identified in the government's complaint.

The Court has carefully reviewed the Complaint; the United States' Motion and Memorandum in Support of Modified Proposed Final Judgment; the Modified Proposed Final Judgment; and the Competitive Impact Statement, all under the Tunney Act's "public interest" standard. See *United States v. Microsoft Corp.*, 56 F.3d 1448, 1461 (D.C. Cir. 1995). By permitting several interested parties to act as amici curiae and requiring the government to respond to the arguments made by those interested parties, the

Court has availed itself of a record sufficient for the review mandated by the Tunney Act. Upon review of the materials submitted and the arguments raised by the parties, the applicable law, and the entire record, the Court determines that the entry of the Modified Proposed Final Judgment "is in the public interest." 15 U.S.C. § 16(e)(1). Therefore, the parties' Joint Motion for Entry of the Modified Proposed Final Judgment is **GRANTED**. A signed Modified Final Judgment accompanies this Order.

SO ORDERED.

Signed: Emmet G. Sullivan
United States District
October 22, 2018