

## MERGER ANTITRUST LAW

LAWJ/G-1469-05  
Georgetown University Law Center  
Fall 2019

Tuesdays and Thursdays, 3:30-5:30 pm  
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### CLASS 3 ASSIGNMENT

#### Instructions

Submit by email by 3:30 pm on Tuesday, September 10  
Send to [dale.collins@shearman.com](mailto:dale.collins@shearman.com)  
Subject line: Merger Antitrust Law: Assignment for Class 3

#### Assignment

Time: Early 2014  
Calls for a memorandum to the client

Safeway has just been approached by Albertsons with a very attractive purchase offer. Safeway, of course, recognizes that no matter how attractive the purchase price, the Safeway shareholders will receive nothing unless the deal closes.

Alice Smith, the general counsel of Safeway (not really), has asked you (an antitrust attorney at Able and Baker LLP) to send her a short memorandum describing how the antitrust laws might apply to the proposed transaction, the process that the FTC will use in reviewing the merger, and the possible outcomes of the review. Smith wants something short and high-level but still rigorous that she can share with Safeway's senior business people (so remember, you are ultimately writing for nonlawyers).

The transaction is very confidential, so it is important that you do not identify the parties in the memorandum. The code name for the matter is Project Century. Albertsons is codenamed Bertie and Safeway is codenamed Alexandra.<sup>1</sup>

If you would like further background information on the Albertsons/Safeway deal, see the press release and the FTC complaint in the case study materials in the required reading.
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<sup>1</sup> Choosing appropriate codenames is a skill much admired by merger lawyers and investment bankers. Can you break it?