

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

UNITED STATES OF AMERICA,

Plaintiff,

v.

PARKER-HANNIFIN CORPORATION,
and
CLARCOR INC.,

Defendants.

Civil Action No.: 1:17-cv-01354 (JEJ)

STIPULATION AND JOINT MOTION TO STAY LITIGATION

Plaintiff the United States of America (“United States”) and Defendants Parker-Hannifin Corporation (“Parker-Hannifin”) and CLARCOR Inc. (“Clarcor”), by and through their undersigned counsel, hereby stipulate and jointly move this Court for an order staying litigation pending the outcome of the proceedings required by the Antitrust Procedures and Penalties Act (“APPA”), 15 U.S.C. § 16(b)-(h). In support of their Stipulation and Joint Motion, the Parties state the following:

1. On September 26, 2017, the United States filed a complaint alleging that Parker-Hannifin’s acquisition of certain aviation fuel filtration assets of Clarcor violated Section 7 of the Clayton Act, 15 U.S.C. § 18. (D.I. 1.) Therein, the United States sought an order requiring Parker-Hannifin to divest either Parker-Hannifin’s or Clarcor’s qualified aviation fuel filtration assets and such other temporary or permanent relief as may be necessary to preserve the possibility of effective permanent relief.

2. On December 18, 2017, the Parties jointly filed a Proposed Final Judgment (D.I. 29-1), wherein the Parties agreed to a proposed settlement resolving the matters described in the United States' complaint.

3. As set forth in the Explanation of Consent Decree Procedures, the APPA requires that the United States publish the Proposed Final Judgment and a Competitive Impact Statement in the *Federal Register* and cause to be published a summary of the terms of the Proposed Final Judgment and Competitive Impact Statement in certain newspapers at least sixty (60) days prior to the entry of the Proposed Final Judgment.

4. Certain discovery and case-management deadlines currently fall within the period during which the Parties will be performing their obligations under the APPA.

5. To conserve both the Parties' and this Court's resources, the Parties hereby jointly stipulate and move the Court for an order staying litigation pending the completion and outcome of the proceedings required by the APPA.

Dated: December 21, 2017

Respectfully submitted,

/s/ Samer M. Musallam

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