

**IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA**

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|--------------------------|---|------------------------|
| FEDERAL TRADE COMMISSION | : | 1:15-cv-2362 |
| and | : | |
| COMMONWEALTH OF | : | |
| PENNSYLVANIA, | : | |
| | : | |
| Plaintiffs, | : | Hon. John E. Jones III |
| | : | |
| v. | : | |
| | : | |
| PENN STATE HERSHEY | : | |
| MEDICAL CENTER | : | |
| and | : | |
| PINNACLEHEALTH SYSTEM, | : | |
| | : | |
| | : | |
| Defendants. | : | |

ORDER

December 9, 2015

Before the Court is the Federal Trade Commission and the Commonwealth of Pennsylvania’s, (hereafter “Plaintiffs”), Complaint, filed on this date, (Doc. 4), seeking, among other relief, a temporary restraining order and preliminary injunction pursuant to Section 13(b) of the FTC Act, 15 U.S.C. § 53(b), and Section 16 of the Clayton Act, 15 U.S.C. § 26, to enjoin Penn State Hershey Medical Center and Pinnaclehealth System, (hereafter “Defendants”), from merging.

The parties hereto have separately filed a joint stipulation, (Doc. 13), for the purpose of consenting to the entry of a temporary restraining order. Consequently, the Court will approve the stipulation and enter a temporary restraining order as according to the following agreed upon terms:

1. The parties have agreed that Defendants will not consummate the proposed merger until three (3) business days after the Court rules on the Plaintiffs' motion for a preliminary injunction to enjoin the merger.
2. Defendants, and their respective parents, divisions, subsidiaries, affiliates, partnerships, or joint ventures, thereof shall not consummate the proposed merger, or otherwise effect a combination of Defendants until three (3) business days after the Court rules on the Plaintiffs' motion for a preliminary injunction, pursuant to Section 13(b) of the FTC Act, 15 U.S.C. § 53(b), and Section 16 of the Clayton Act, 15 U.S.C. § 26.
3. Defendants shall take any and all necessary steps to prevent any of their officers, directors, domestic or foreign agents, divisions, subsidiaries, affiliates, partnerships, or joint ventures from consummating, directly or indirectly, any such merger, or otherwise effecting any combination between Defendants Hershey and Pinnacle.

4. This Stipulation and Order is without prejudice to any rights or defenses that any Defendants may have.
5. Any party may seek to amend this Stipulation and Order at any time upon proper notice.

A hearing on Plaintiffs' motion for a preliminary injunction shall be scheduled after the Court has conducted a telephonic conference call with all counsel in order to discuss the logistics of the said proceeding.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. A temporary restraining order is hereby **ENTERED** according to the terms of the parties' stipulation as summarized hereinabove.
2. A telephonic conference call is **SCHEDULED** for Monday, December 14, 2015, at 3:00 p.m. Counsel for Plaintiffs shall initiate the call to chambers at 717-221-3986. At the time the call is placed, all counsel shall be on the line and prepared to proceed.

s/ John E. Jones III
John E. Jones III
United States District Judge