

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF COLUMBIA**

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UNITED STATES OF AMERICA,	)	
	)	
<i>Plaintiff,</i>	)	
	)	
v.	)	Civil Action No. 13:127 (RWR)
	)	Judge Richard W. Roberts
ANHEUSER-BUSCH InBEV SA/NV, <i>et al.,</i>	)	
	)	
<i>Defendants.</i>	)	
_____	)	

**JOINT MOTION FOR A LIMITED EXTENSION OF THE STAY**

Plaintiff and Defendants (the "Parties"), with the consent of the Proposed Intervenor Defendants Constellation Brands, Inc. ("Constellation") and Crown Imports LLC (collectively, "Proposed Intervenor Defendants"), respectfully move for the entry of the attached proposed Order for a limited extension of the present stay through April 23, 2013.

On January 31, 2013, the United States filed a Complaint alleging that Defendant Anheuser-Busch InBev's ("ABI") proposed acquisition of Defendant Grupo Modelo S.A.B. de C.V. ("Grupo Modelo") was likely to lessen competition substantially in violation of Section 7 of the Clayton Act, 15 U.S.C. § 18. On February 14, 2013, the Defendants announced a revised transaction that relates to the proposed acquisition alleged in the Complaint (the "Revised Transaction"). As part of Defendant ABI's proposed acquisition of the 50% of Grupo Modelo it does not already own, ABI would, along with other assets, sell to Constellation a brewery in Mexico that currently produces certain Grupo Modelo beers for sale in the United States, and would grant perpetual brand licenses to Constellation for Grupo Modelo brands in the United States. On February 22, 2013, the Court ordered a stay of these proceedings [Dkt. No. 21] to allow the Plaintiff time to investigate the Revised Transaction and for the parties to discuss a

resolution of this litigation. On March 18, 2013, the Court extended the stay until April 9, 2013 [Dkt. No. 23] to afford the Parties and Proposed Intervenor Defendants the opportunity to continue their discussions.

At this time, the Parties have reached an agreement in principle on a resolution of this litigation based on the terms of the Revised Transaction. The Parties request this additional stay so that they may finalize the details of a proposed consent judgment and related papers required by the Antitrust Procedures and Penalties Act ("APPA"), 15 U.S.C. § 16(b)-(h), which applies to civil antitrust cases brought and settled by the United States. The Parties expect this to be their final request to extend the stay.

### **SETTLEMENT PROCESS**

The APPA requires that the United States and the Court take certain steps before a proposed consent judgment may be entered. Should the parties reach a resolution, that agreement will be filed with the Court as a proposed consent judgment, along with a Competitive Impact Statement that, *inter alia*, sets forth the alleged violation of the antitrust laws and how the proposed relief eliminates the anticompetitive effects of the acquisition. 15 U.S.C. § 16(b). After a sixty-day period for public comment, the Court may enter the proposed consent judgment if it is found to be "in the public interest." *United States v. Abitibi-Consolidated Inc.*, 584 F. Supp. 2d 162, 164 (D.D.C. 2008).

### **POINTS AND AUTHORITIES**

Courts have "broad discretion" to stay proceedings. *Clinton v. Jones*, 520 U.S. 681, 706 (1997). "[T]he power to stay proceedings is incidental to the power inherent in every court to control the disposition of the causes on its docket with economy of time and effort for itself, for

counsel, and for litigants." *Landis v. North Am. Co.*, 299 U.S. 248, 254 (1936); *see also* Fed. R.

Civ. P. 1.

Dated: April 5, 2013

/s/ Michele R. Seltzer

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Respectfully submitted,

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SEEN AND AGREED:

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Constellation Brands, Inc. and Crown  
Imports LLC*

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	)	
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_____	)	

**[PROPOSED] ORDER**

In light of the parties' representations in their joint motion for a limited extension of the stay, it is hereby ORDERED that the parties' joint motion [24] be, and hereby is GRANTED. This case is STAYED and ADMINISTRATIVELY CLOSED through April 23, 2013, and all pending deadlines are tolled. It is further

ORDERED that if the parties reach a resolution, that agreement, consistent with the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h), which applies to civil antitrust cases brought and settled by the United States, will be promptly filed with the Court as a proposed consent judgment, along with a Competitive Impact Statement that, *inter alia*, sets forth the alleged violation of the antitrust laws, and how the proposed relief eliminates the anticompetitive effects of the acquisition. 15 U.S.C. § 16(b). It is further

ORDERED that all parties file by April 23, 2013 a joint status report and proposed scheduling order if the case is not resolved before then.

SIGNED this \_\_\_ day of April, 2013

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RICHARD W. ROBERTS  
United States District Judge

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**[PROPOSED] ORDER**

UPON CONSIDERATION of the Parties' Joint Motion to Stay Proceedings and for good cause shown, it is hereby ORDERED that the Joint Motion is GRANTED.

It is further ORDERED that litigation deadlines in this matter are STAYED until March 19, 2013 and that all pending deadlines are tolled.

It is further ORDERED that the Parties shall file a joint status report with the Court no later than March 19, 2013 and, if efforts at resolution are unsuccessful, also propose a scheduling order to govern the remaining conduct of the litigation.

SIGNED this \_\_\_\_\_ day of February, 2013.

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RICHARD W. ROBERTS  
United States District Judge