

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

FEDERAL TRADE COMMISSION,

Plaintiff,

v.

RAG-STIFTUNG,

EVONIK INDUSTRIES AG,

EVONIK CORPORATION,

**EVONIK INTERNATIONAL HOLDING
B.V.,**

**ONE EQUITY PARTNERS SECONDARY
FUND, L.P.,**

ONE EQUITY PARTNERS V, L.P.,

**LEXINGTON CAPITAL PARTNERS VII
(AIV I), L.P.,**

**PEROXYCHEM HOLDING COMPANY
LLC,**

PEROXYCHEM HOLDINGS, L.P.,

PEROXYCHEM HOLDINGS LLC,

PEROXYCHEM LLC,

and

PEROXYCHEM COOPERATIEF U.A.,

Defendants.

Case: 1:19-cv-02337

Assigned To : Kelly, Timothy J.

Assign. Date : 8/2/2019

Description: TRO/Prelim. Injunct. (D-DECK)

ORDER

WHEREAS, Plaintiff, the Federal Trade Commission (the "Commission"), filed its Complaint on August 2, 2019, seeking, among other relief, a temporary restraining order and preliminary injunction enjoining defendants RAG-Stiftung, Evonik Industries AG, Evonik Corporation, and Evonik International Holding B.V., (collectively, "Evonik"), One Equity Partners Secondary Fund, L.P. and One Equity Partners V, L.P., (collectively, "One Equity Partners"), Lexington Capital Partners VII (AIV I), L.P., and PeroxyChem Holding Company LLC, PeroxyChem Holdins, L.P., PeroxyChem Holdings LLC, PeroxyChem LLC, and PeroxyChem Cooperatief U.A., (collectively, "PeroxyChem") from consummating their proposed acquisition (the "Proposed Transaction"); and

WHEREAS, the parties have stipulated to the entry of a temporary restraining order preventing the Defendants from consummating the proposed acquisition until after 11:59 PM Eastern Time on the fifth (5th) business day after a court rules on a motion for a preliminary injunction or the date set by the District Court, whichever is later (the agreement is attached hereto as Attachment A).

WHEREAS, absent a temporary restraining order, Evonik and PeroxyChem would be free to consummate the proposed acquisition in the United States after 11:59 p.m., Eastern Standard Time, on August 7, 2019; and

WHEREAS this Order is without prejudice to any rights or defenses that any Defendant might have;

NOW, THEREFORE, IT IS ORDERED, that

(1) Evonik and PeroxyChem shall not consummate the Proposed Transaction until after 11:59 PM Eastern Time on the fifth (5th) business day after the Court rules on

Plaintiff's motion for a preliminary injunction pursuant to Section 13(b) of the Federal Trade Commission Act or until after the date set by the district court, whichever is later; and

- (2) In connection with the paragraph immediately above, Evonik and PeroxyChem 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 transaction; and
- (3) In computing any period of time specified in this Order, the day of the act, event, or default that triggers the period shall be excluded. The term "business day" as used in this Order refers to any day that is not a Saturday, Sunday, or federal holiday.

ISSUED this 5th day of August, 2019, at 2:15 a.m./p.m.

SO ORDERED:



United States District Court Judge