

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

FEDERAL TRADE COMMISSION,

Plaintiff,

v.

**GTCR BC HOLDINGS, LLC and
SURMODICS, INC.,**

Defendants.

Case. No. 25-cv-02391

Judge Jeffrey I Cummings

**JOINT MOTION FOR ENTRY OF
[PROPOSED] AGREED CONFIDENTIALITY ORDER**

Plaintiff and Defendants respectfully move this Court for an order, pursuant to Fed. R. Civ. P. (“Rule”) 26(c), to preserve the confidentiality of materials disclosed during the Plaintiff Federal Trade Commission’s (the “Commission’s”) non-public investigations and materials disclosed in discovery in the above-captioned matter because the materials contain confidential commercial information belonging to Defendants and third parties.

Plaintiff and Defendants respectfully request that the Court enter the [Proposed] Agreed Confidentiality Order as promptly as practicable. In support, the Parties state as follows:

The Commission has initiated an administrative proceeding, pursuant to Sections 7 and 11 of the Clayton Act, 15 U.S.C. §§ 18, 21, and Section 5 of the FTC Act, 15 U.S.C. § 45, by filing an administrative complaint on March 6, 2025. A confidentiality order in the administrative action automatically issued on March 12, 2025, pursuant to 16 C.F.R. § 3.31, Appendix A. The [Proposed] Agreed Confidentiality Order before this Court is substantially similar to the

confidentiality order issued in the parallel administrative action. The Parties respectfully request entry of the [Proposed] Agreed Confidentiality Order to avoid conflict with the directives in the confidentiality order issued in the administrative action.

While the [Proposed] Agreed Confidentiality Order is substantially similar to the confidentiality order in the administrative action, it is structurally different from the Court's Model Confidentiality Order. As such, a redline of the changes from the Model Confidentiality Order would be complex and likely unhelpful to the Court's review. Accordingly, the Parties respectfully request relief from the requirement to file a redline comparison.

As an overview to aid the Court's review, this [Proposed] Agreed Confidentiality Order differs from the Court's model order in the following main respects: (1) it addresses the material produced during the Commission's investigation, including protections for nonparties that submitted confidential material during the investigation, as described more fully below; (2) it limits use of confidential material and the information therein to the above-captioned matter, the related administrative action, and any appeal from either proceeding; and (3) it treats all documents produced as confidential, even if not designated as such, for a limited time, due to the expedited nature of discovery in this matter.

During its investigation, the Commission obtained discovery from Defendants and third parties that is relevant to the issues in this matter and the administrative action but contains competitively sensitive information, including confidential commercial or financial information, as such terms are used in Rule 26(c)(1)(G), Section 6(f) of the Federal Trade Commission Act, and 15 U.S.C. § 46(f). Discovery in this litigation will likewise involve production of material containing competitively sensitive information. Absent a Confidentiality Order, third parties cannot be assured their confidential business information will be protected. The [Proposed]

Agreed Confidentiality Order will allow the Commission to share materials from its investigation with Defendants' outside counsel and facilitate the additional discovery necessary for this litigation while preserving the confidentiality of this information against unwarranted disclosure either to Defendants or to the public.

Dated: April 8, 2025

Respectfully submitted,

/s/ Maia Perez

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