

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW HAMPSHIRE**

UNITED STATES OF AMERICA

and

STATE OF NEW HAMPSHIRE,

Plaintiffs,

vs.

HARVARD PILGRIM HEALTH CARE, INC.

and

HEALTH PLAN HOLDINGS, INC.

Defendants.

Civil Action No.: 1:20-cv-01183

UNITED STATES' EXPLANATION OF CONSENT DECREE PROCEDURES

The United States submits this short memorandum summarizing the procedures regarding the Court's entry of the proposed Final Judgment. This Judgment would settle this case pursuant to the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h) (the "APPA" or "Tunney Act"), which applies to civil antitrust cases brought and settled by the United States.

1. Today, the United States and the State of New Hampshire have filed a Complaint, and, attached to this Explanation of Consent Decree Procedures, a proposed Final Judgment and a proposed Asset Preservation Stipulation and Order between the parties by which they have agreed that the Court may enter the proposed Final Judgment after the United States has complied with the APPA. The United States will also file a Competitive Impact Statement relating to the proposed Final Judgment.

2. The proposed Asset Preservation Stipulation and Order is a document that has been agreed to by the parties. The parties ask that the Court sign this Order, which ensures that the Defendants preserve competition by complying with the provisions of the proposed Final Judgment and by maintaining any assets to be divested during the pendency of the proceedings required by the Tunney Act. *See* 15 U.S.C. § 16(b)-(h).

3. The APPA requires that the United States publish the proposed Final Judgment and the Competitive Impact Statement in the *Federal Register* and cause to be published a summary of the terms of the proposed Final Judgment and the Competitive Impact Statement in certain newspapers at least sixty (60) days prior to entry of the proposed Final Judgment. Defendants in this matter have agreed to arrange and bear the costs for the newspaper notices. The notice will inform members of the public that they may submit comments about the proposed Final Judgment to the United States Department of Justice, Antitrust Division, 15 U.S.C. § 16(b)-(c).

4. During the sixty-day period, the United States will consider, and at the close of that period respond to, any comments that it has received, and it will publish the comments and the United States' responses in the *Federal Register* unless the court agrees that the United States instead may publish them on the U.S. Department of Justice, Antitrust Division's internet website.

5. After the expiration of the sixty-day period, the United States will file with the Court the comments and the United States' responses, and it may ask the Court to enter the proposed Final Judgment (unless the United States has decided to withdraw its consent to entry of the Final Judgment, as permitted by Paragraph IV.A of the Asset Preservation Stipulation and Order, *see* 15 U.S.C. § 16(d)).

6. If the United States requests that the Court enter the proposed Final Judgment after compliance with the APPA, 15 U.S.C. § 16(e)-(f), then the Court may enter the Final Judgment without a hearing, provided that it concludes that the Final Judgment is in the public interest.

Dated: December 14, 2020

Respectfully submitted,

/s/ Catherine R. Reilly
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CERTIFICATE OF SERVICE

I, Catherine R. Reilly, hereby certify that on December 14, 2020, I caused a copy of the foregoing Explanation of Consent Decree Procedures, Asset Preservation Stipulation and Order, and proposed Final Judgment to be served on Defendants Harvard Pilgrim Health Care, Inc. and Health Plan Holdings, Inc. by mailing the document electronically, to the duly authorized legal representatives of Defendants, as follows:

For Defendant Harvard Pilgrim Health Care, Inc.:

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