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Attorneys for Plaintiff

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

9 UNITED STATES OF AMERICA,)
10)
11 Plaintiff,)

v.)

Civil Action No.
C75-2108 RFP

12 CROCKER NATIONAL CORPORATION;)
13 CROCKER NATIONAL BANK;)
14 METROPOLITAN LIFE INSURANCE)
15 COMPANY;)
16 THE EQUITABLE LIFE ASSURANCE)
17 SOCIETY OF THE UNITED STATES;)
18 THE MUTUAL LIFE INSURANCE)
19 COMPANY OF NEW YORK;)
20 OTTO N. MILLER;)
21 EMMETT G. SOLOMON; and)
22 THOMAS R. WILCOX,)

Filed: January 19, 1976

Entered: April 19, 1976

Defendants.)

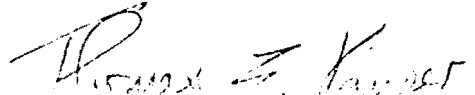
STIPULATION

It is stipulated by and between the undersigned parties,
by their respective attorneys, that:

1. A final judgment in the form hereto attached may be
filed and entered by the Court, upon the motion of any party or
upon the Court's own motion, at any time after compliance
with the requirements of the Antitrust Procedures and Pen-
alties Act, 15 U.S.C. §16, and without further notice to any
party or other proceedings, provided that plaintiff has not
withdrawn its consent, which it may do at any time before
the entry of the proposed final judgment by serving notice
thereof on defendant and by filing that notice with the
Court.

1 2. In the event plaintiff withdraws its consent or if
2 the proposed final judgment is not entered pursuant to this
3 stipulation, this stipulation shall be of no effect whatever
4 and the making of this stipulation shall be without prejudice
5 to the plaintiff and defendant in this and any other pro-
6 ceeding.

7
8 For the Plaintiff:

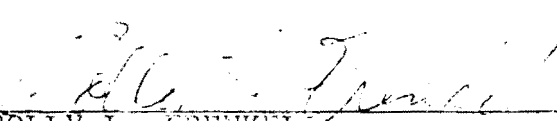
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11 THOMAS E. KAUPER
Assistant Attorney General


JILL NICKERSON

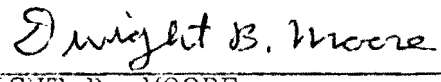
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14 BADDIA J. RASHID


CROSSAN R. ANDERSEN

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CHARLES F. B. MCALEER

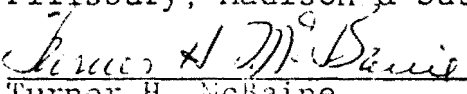

POLLY L. FRENKEL

Attorneys, Dept. of Justice

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18 
DWIGHT B. MOORE

19 Attorneys, Department of Justice

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22 For the Defendant:

23 Pillsbury, Madison & Sutro
24 
Turner H. McBaine
25 Attorney, Otto N. Miller

ORIGINAL
FILED

JAN 19 1976

WILLIAM L. WHITTAKER
CLERK, U. S. DIST. COURT.

SAN FRANCISCO
RECEIVED

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JAN 19 1976

CLERK, U. S. DISTRICT COURT

UNITED STATES DISTRICT COURT SAN FRANCISCO

NORTHERN DISTRICT OF CALIFORNIA

9 UNITED STATES OF AMERICA,)
10)
11 Plaintiff,)

11 v.)

12 CROCKER NATIONAL CORPORATION;)
13 CROCKER NATIONAL BANK;)
14 METROPOLITAN LIFE INSURANCE)
15 COMPANY;)
16 THE EQUITABLE LIFE ASSURANCE)
17 SOCIETY OF THE UNITED STATES;)
18 THE MUTUAL LIFE INSURANCE)
19 COMPANY OF NEW YORK;)
20 OTTO N. MILLER;)
21 EMMETT G. SOLOMON; and)
22 THOMAS R. WILCOX,)

Civil Action No.
C75-2108 RFP

Filed: January 19, 1976

Entered: April 19, 1976

23 Defendants.)

FINAL JUDGMENT

21 Plaintiff, United States of America, having filed its
22 complaint herein on October 6, 1975 and defendant, Otto N.
23 Miller, having appeared by his attorneys, and plaintiff and
24 the defendant, by their respective attorneys, having consented
25 to the entry of this Final Judgment without trial or adjudi-
26 cation of any issue of law or fact herein and without this
27 Final Judgment constituting evidence or admission by any party
28 with respect to any issue of law or fact herein;

29 NOW, THEREFORE, before the taking of any testimony and
30 without trial or adjudication of any issue of fact or law
31 herein, and upon the consent of the parties hereto, it is
32 hereby, ORDERED, ADJUDGED, AND DECREED:

I.

1
2 This Court has jurisdiction over the subject matter and
3 the parties consenting hereto. The complaint states a claim
4 upon which relief may be granted under Section 8 of the Act
5 of Congress of October 15, 1914 (15 U.S.C. §19), as amended,
6 commonly known as the Clayton Act.

7
8 II.

9 (A) Defendant, Otto N. Miller, is ordered and directed to
10 resign his directorship in the defendants, Crocker National
11 Corp. and Crocker National Bank, or the defendant, The Equita-
12 ble Life Assurance Society of the United States, within sixty
13 (60) days of entry of this Final Judgment.

14 (B) Defendant, Otto N. Miller, is enjoined and restrained
15 from serving as a director of Crocker National Corp. and
16 Crocker National Bank or any subsidiary thereof, while serving
17 as a director of The Equitable Life Assurance Society of the
18 United States or any of its subsidiaries.

19
20 III.

21 Upon sixty (60) days written notice to the Attorney
22 General, the defendant may file a petition in this Court for
23 the abatement or modification of this Judgment if, after the
24 date of the entry of this Judgment, an act of Congress or
25 decision of the Supreme Court of the United States provides
26 that director interlocks between banks and non-banks are
27 exempt from the provisions of 15 U.S.C. §19, reading as
28 follows: ". . . No person at the same time shall be a
29 director in any two or more corporations, any one of which
30 has capital, surplus, and undivided profits aggregating more
31 than \$1,000,000 engaged in whole or in part in commerce, other
32 than banks, banking associations, trust companies, and common
carriers subject to the Act to regulate commerce, approved

1 February fourth, eighteen hundred and eighty-seven, if such
2 corporations are or shall have been theretofore, by virtue
3 of their business and location of operation, competitors, so
4 that the elimination of competition by agreement between them
5 would constitute a violation of any of the provisions of any
6 of the antitrust laws. . ."

7 IV.

8 Jurisdiction is retained by this Court for the purpose
9 of enabling any of the parties to this Final Judgment to apply
10 to this Court at any time for such further orders and
11 directions as may be necessary or appropriate for the con-
12 struction or modification of any of the provisions thereof,
13 for the enforcement of compliance therewith, and for the
14 punishment of violations thereof. This Final Judgment shall
15 be in full force and effect for a period of twenty (20) years
16 from the date of entry of this Final Judgment and thereafter
17 will have no further force and effect.

18 V.

19 Entry of this Final Judgment is in the public interest.

20 
21
22 UNITED STATES DISTRICT JUDGE

23 Dated: *April 19, 1976*
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