

UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION

COMMISSIONERS: Lina Khan, Chair  
Noah Joshua Phillips  
Rebecca Kelly Slaughter  
Christine S. Wilson

In the Matter of

Hackensack Meridian Health, Inc,

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## ARGUMENT

I. The Complaint 3C 002 reW\*nBTg/TT0Tf0C 1025 la881m(TjET002 reW\*nBT

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transaction. *See In re Coca-Cola*, 117 F.T.C. at 917-19; *R.C. Bigelow*, 867 F.2d at 106-07  
(abandonment of transaction was .

Here, there is simply no evidence that, after the Third Circuit Court of Appeals affirmed  
Respondents terminated their merger agreement  
and withdrew their HSR filings, HMH and Englewood will pursue the same transaction again  
and Complaint Counsel posits none, either. *See, e.g.*, , 164  
F. Supp. 2d 659, 660 (D.D.C. 2001) (controversy mooted w

after a publicly held company has publicly abandoned merger plans after a  
); *United States v. Mercy*  
*Health Servs.*, 107 F.3d 632, 636 (8th Cir. 1997) (controversy mooted genesis of this  
case is not any allegedly anticompetitive conduct that Mercy and Finley have actually engaged  
in, but the alleged threat that their proposed merger posed to competition. . . . Mercy and Finley  
have obviated the threat of illegal conduct by abandoning their proposed merger .

Complaint Counsel also argues that the matter is not moot because the Commission has  
not obtained *all* of the relief sought in the Complaint. In particular, without explaining *why* any  
*see* Opp. at 3, Complaint Counsel  
points to a possible

**II. An Adjudicative Proceeding Over a Terminated Acquisition Is Not in the Public Interest and Would Amount to a Waste of Resources.**

Complaint Counsel does not deny that any additional relief the Commission may seek can only be obtained after a full adjudicative proceeding. As made clear in the Complaint, additional relief is o

in any adjudicative proceedings in this matter that the Proposed Transaction challenged in this proceeding violates Section 5 of the Federal Trade Commission Act, as amended, and/or Section discussed above, there is no longer

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numerous third-parties to proceed through an adjudicative proceeding over an abandoned transaction is a pointless exercise, a waste of resources for all involved, and not in the public interest. *See* Mot. at 4-5. Tellingly, Complaint Counsel itself does not argue that the public interest would be served by a trial o

Dated: April 20, 2022

*/s/ Jeffery L. Kessler*

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Jeffrey L. Kessler

Jeffrey J. Amato

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**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing Opposition was

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