

**UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

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UNITED STATES OF AMERICA,

Plaintiff,

v.

APPLE, INC.,  
HACHETTE BOOK GROUP, INC.,  
HARPERCOLLINS PUBLISHERS L.L.C.,  
VERLAGSGRUPPE GEORG VON  
HOLTZBRINCK GMBH,  
HOLTZBRINCK PUBLISHERS, LLC  
d/b/a MACMILLAN,  
THE PENGUIN GROUP,  
A DIVISION OF PEARSON PLC,  
PENGUIN GROUP (USA), INC., and  
SIMON & SCHUSTER, INC.,

Defendants.

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Civil Action No. 1:12-CV-2826

**STIPULATION**

It is hereby stipulated and agreed by and between the undersigned parties, subject to approval and entry by the Court, that:

1. The Court has jurisdiction over the subject matter of this action and over each of the parties hereto, and venue of this action is proper in this Court.
2. The parties stipulate that a Final Judgment in the form attached hereto may be filed with 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 Penalties Act, 15 U.S.C. § 16, and without further notice to any party or other proceedings, provided that the United States has not withdrawn its consent, which it may do at any time before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 the Defendants and by filing that notice with the Court. The Defendants agree to arrange, at their expense, publication as quickly as possible of the newspaper notice required by the APPA, which shall be drafted by the United States in its sole discretion. The publication shall be arranged no later than three (5) business days after the Defendants' receipt from the United States of the text of the notice and the identity of the newspaper within which the publication shall be made. The Defendants shall promptly send to the United States (a) confirmation that publication of the newspaper notice has been arranged, and (b) the certification of the publication prepared by the newspaper within which the notice was published.

3. The Defendants shall abide by and comply with the provisions of the proposed Final Judgment, pending the Judgment's entry by the Court, or until expiration of time for all appeals of any Court ruling declining entry of the proposed Final Judgment, and shall, from the date of the signing of this Stipulation by the parties, comply with all the terms and provisions of the proposed Final Judgment as though the same were in full force and effect as an order of the Court.

4. This Stipulation shall apply with equal force and effect to any amended proposed Final Judgment agreed upon in writing by the parties and submitted to the Court.

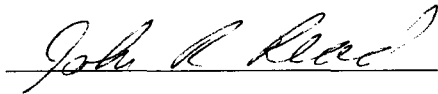
5. In the event (a) the United States has withdrawn its consent, as provided in Paragraph 2 above, or (b) the proposed Final Judgment is not entered pursuant to this Stipulation, the time has expired for all appeals of any Court ruling declining entry of the proposed Final Judgment, and the Court has not otherwise ordered continued compliance with the terms and provisions of the proposed Final Judgment, then the defendants are released from all further

obligations under this Stipulation, and the making of this Stipulation shall be without prejudice to any party in this or any other proceeding.

6. The Defendants represent that the actions the Defendants are required to perform pursuant to the proposed Final Judgment can and will be performed, and that the Defendants will later raise no claim of mistake, hardship or difficulty of compliance as grounds for asking the Court to modify any of the provisions contained therein.

Dated: April 10, 2012

FOR PLAINTIFF  
UNITED STATES OF AMERICA  
John R. Read  
United States Department of Justice  
Antitrust Division  
Litigation III Section  
450 Fifth Street, N.W., Suite 4000  
Washington, DC 20530  
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FOR DEFENDANT  
HACHETTE BOOK GROUP, INC.  
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FOR DEFENDANT  
HARPERCOLLINS PUBLISHERS L.L.C.  
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(212) 735-2644  
clifford.aronson@skadden.com

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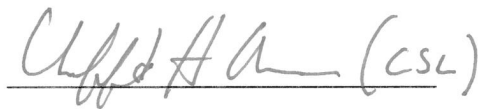
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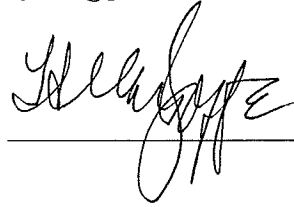
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 (CSL)

FOR DEFENDANT  
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Helene D. Jaffe  
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## **CERTIFICATE OF SERVICE**

I, Stephen T. Fairchild, hereby certify that on April 11, 2012, I caused a true and correct copy of the foregoing Stipulation and attached Proposed Final Judgment to be served via electronic mail on:

For Defendant Apple, Inc.:

Richard Parker  
O'Melveny & Myers LLP  
1625 Eye Street, NW  
Washington, DC 20006  
rparker@omm.com

For Defendant Hachette Book Group, Inc.:

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For Defendant HarperCollins Publishers L.L.C.:

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For Defendants Verlagsgruppe Georg von  
Holtzbrinck GmbH & Holtzbrinck Publishers,  
LLC d/b/a Macmillan:

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jmitnick@sidley.com

For Defendants The Penguin Group, A  
Division of Pearson PLC & Penguin Group  
(USA) Inc.:

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For Defendant Simon & Schuster, Inc.:

Helene D. Jaffe  
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s/ Stephen T. Fairchild

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