

**UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION**

**COMMISSIONERS:**        **Jon Leibowitz, Chairman**  
                                  **J. Thomas Rosch**  
                                  **Edith Ramirez**  
                                  **Julie Brill**

	)	
<b>In the Matter of</b>	)	<b>Docket No. 9352</b>
	)	
<b>Omnicare, Inc.</b>	)	
<b>a corporation</b>	)	
	)	
	)	

**ORDER DISMISSING COMPLAINT**

On January 27, 2012, the Federal Trade Commission issued the Administrative Complaint in this matter, having reason to believe that Respondent Omnicare, Inc.’s cash tender offer to acquire PharMerica Corporation, if consummated, would violate Section 5 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 45, and Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18. Complaint Counsel and Respondent have now filed a Joint Motion to Dismiss Complaint, which states that Respondent is abandoning the proposed acquisition of PharMerica, and has withdrawn its Hart-Scott-Rodino Notification and Report Form filed for the proposed transaction.<sup>1</sup>

The Commission has determined to dismiss the Administrative Complaint without prejudice, as the most important elements of the relief set out in the Notice of Contemplated Relief in the Administrative Complaint have been accomplished without the need for further administrative litigation.<sup>2</sup> In particular, Respondent has announced that it is abandoning the proposed acquisition of PharMerica, and has withdrawn its Hart-Scott-Rodino Notification and

---

<sup>1</sup> See Joint Motion To Dismiss Complaint (February 21, 2012), at <http://www.ftc.gov/os/adjpro/d9352/120221omnicaremtn.pdf>.

<sup>2</sup> See, e.g., *In the Matter of Thoratec Corporation and HeartWare International, Inc.*, Docket No. 9339, Order Dismissing Complaint (August 11, 2009), at <http://www.ftc.gov/os/adjpro/d9339/090811thoatecorder.pdf>; *In the Matter of CSL Limited and Cerberus-Plasma Holdings, LLC*, Docket No. 9337, Order Dismissing Complaint (June 22, 2009), at <http://www.ftc.gov/os/adjpro/d9337/090622commorderdismisscomplaint.pdf>.

Report Form filed for the proposed transaction. As a consequence, the Respondent would not be able to effect the proposed transaction without filing a new Hart-Scott-Rodino Notification and Report Form.

For the foregoing reasons, the Commission has determined that the public interest warrants dismissal of the Administrative Complaint in this matter. The Commission has determined to do so without prejudice, however, because it is not reaching a decision on the merits. Accordingly,

**IT IS ORDERED THAT** the Administrative Complaint in this matter be, and it hereby is, dismissed without prejudice.

By the Commission.

Donald S. Clark  
Secretary

SEAL  
ISSUED: February 22, 2012