

Interlocutory Orders, Etc.

IN THE MATTER OF

ZF FRIEDRICHSHAFEN AG
AND
TRW AUTOMOTIVE HOLDINGS CORP.

Docket No. C-4520. Order, August 21, 2015

Letter approving the divestiture of the TRW L&S Business to THK Co., Ltd.

LETTER ORDER APPROVING DIVESTITURE OF CERTAIN ASSETS

Peter C. Thomas, Esquire
Simpson Thacher & Bartlett LLP

*Re: In the Matter of ZF Friedrichshafen AG and TRW
Automotive Holdings Corp., Docket No. C-4520*

Dear Mr. Thomas:

This letter responds to the Application for Approval of Divestiture of the TRW L&S Business (“Divestiture Application”) filed by TRW Automotive Holdings Corp. (“TRW”) on May 29, 2015. The Divestiture Application requests that the Federal Trade Commission approve, pursuant to the Order in this matter, TRW’s proposed divestiture of the TRW L&S Business to THK Co., Ltd. The Application was placed on the public record for comments until July 6, 2015. No comments were received.

After consideration of the proposed divestiture as set forth in TRW’s Divestiture Application, as well as other available information, the Commission has determined to approve the proposed divestiture. In according its approval, the Commission has relied upon the information submitted and representations made in connection with TRW’s Divestiture Application and has assumed them to be accurate and complete.

By direction of the Commission, Commissioner Wright dissenting.

Interlocutory Orders, Etc.

IN THE MATTER OF

LABMD, INC.

Docket No. 9357. Order, September 14, 2015.

Commission order denying respondent's motion to dismiss the complaint filed in the administrative proceeding. In July 2015, the respondent moved for the dismissal of the complaint on the grounds that the process for appointing the administrative law judge presiding on the case violated the Appointments Clause. The Commission ruled that the Appointments Clause does not apply to the hiring of Commission administrative law judges.

OPINION AND ORDER DENYING RESPONDENT LABMD, INC.'S
MOTION TO DISMISS

By Chairwoman RAMIREZ, for a unanimous Commission:¹

On July 14, 2015, Respondent LabMD, Inc. moved for leave to add a new affirmative defense claiming this administrative proceeding is unconstitutional because the appointment of the presiding administrative law judge, Chief Administrative Law Judge D. Michael Chappell, allegedly violates the Appointments Clause.² Concurrent with its motion for leave, LabMD also moved to dismiss the proceeding.³ On July 27, Judge Chappell allowed LabMD to add the defense and ordered the parties to address the merits of LabMD's motion to dismiss in their post-trial briefs.⁴ The parties have now fully briefed the issue. Exercising our plenary authority over this adjudication, we have chosen to address LabMD's motion to dismiss now rather than on appeal and hereby deny it.⁵

¹ Commissioner Brill did not take part in the consideration or decision herein.

² Respondent's Motion for Leave to Amend Affirmative Defenses and to Dismiss This Proceeding (July 14, 2015).

³ *Id.*

⁴ Order Granting Respondent's Motion for Leave to Amend Affirmative Defenses (July 27, 2015).

⁵ In addition to the briefing on Respondent's motion to dismiss this proceeding, in making this ruling we have considered the relevant portions of the following submissions: LabMD Inc.'s Corrected Post-Trial Brief (August 11, 2015);