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(Original Signature of Member)

114TH CONGRESS
1ST SESSION

H. R. _____

To amend the Clayton Act and the Federal Trade Commission Act to provide that the Federal Trade Commission shall exercise authority with respect to mergers only under the Clayton Act and only in the same procedural manner as the Attorney General exercises such authority.

IN THE HOUSE OF REPRESENTATIVES

Mr. FARENTHOLD (for himself and _____) introduced the following bill; which was referred to the Committee on _____

A BILL

To amend the Clayton Act and the Federal Trade Commission Act to provide that the Federal Trade Commission shall exercise authority with respect to mergers only under the Clayton Act and only in the same procedural manner as the Attorney General exercises such authority.

1 *Be it enacted by the Senate and House of Representa-*
2 *tives of the United States of America in Congress assembled,*

3 **SECTION 1. SHORT TITLE.**

4 This Act may be cited as the “Standard Merger and
5 Acquisition Reviews Through Equal Rules Act of 2015”.

1 **SEC. 2. AMENDMENTS TO THE CLAYTON ACT.**

2 The Clayton Act (15 U.S.C. 12 et seq.) is amended—

3 (1) by striking section 4F and inserting the fol-
4 lowing:

5 **“SEC. 4F. ACTIONS BY ATTORNEY GENERAL OF THE**
6 **UNITED STATES OR THE FEDERAL TRADE**
7 **COMMISSION.**

8 “(a) Whenever the Attorney General of the United
9 States has brought an action under the antitrust laws or
10 the Federal Trade Commission has brought an action
11 under section 7, and the Attorney General or Federal
12 Trade Commission, as applicable, has reason to believe
13 that any State attorney general would be entitled to bring
14 an action under this Act based substantially on the same
15 alleged violation of the antitrust laws or section 7, the At-
16 torney General or Federal Trade Commission, as applica-
17 ble, shall promptly give written notification thereof to such
18 State attorney general.

19 “(b) To assist a State attorney general in evaluating
20 the notice described in subsection (a) or in bringing any
21 action under this Act, the Attorney General of the United
22 States or Federal Trade Commission, as applicable, shall,
23 upon request by such State attorney general, make avail-
24 able to the State attorney general, to the extent permitted
25 by law, any investigative files or other materials which are

1 or may be relevant or material to the actual or potential
2 cause of action under this Act.”;

3 (2) in section 5—

4 (A) in subsection (a) by inserting “(includ-
5 ing a proceeding brought by the Federal Trade
6 Commission with respect to a violation of sec-
7 tion 7)” after “United States under the anti-
8 trust laws”; and

9 (B) in subsection (i) by inserting “(includ-
10 ing a proceeding instituted by the Federal
11 Trade Commission with respect to a violation of
12 section 7)” after “antitrust laws”;

13 (3) in section 11, by adding at the end the fol-
14 lowing:

15 “(m)(1) Except as provided in paragraph (2), in en-
16 forcing compliance with section 7, the Federal Trade Com-
17 mission shall enforce compliance with that section in the
18 same manner as the Attorney General in accordance with
19 section 15.

20 “(2) If the Federal Trade Commission approves an
21 agreement with the parties to the transaction that con-
22 tains a consent order with respect to a violation of section
23 7, the Commission shall enforce compliance with that sec-
24 tion in accordance with this section.”;

1 (4) in section 13, by inserting “(including a
2 suit, action, or proceeding brought by the Federal
3 Trade Commission with respect to a violation of sec-
4 tion 7)” before “subpoenas”; and

5 (5) in section 15, by inserting “and the duty of
6 the Federal Trade Commission with respect to a vio-
7 lation of section 7,” after “General.”.

8 **SEC. 3. AMENDMENTS TO THE FEDERAL TRADE COMMIS-**
9 **SION ACT.**

10 The Federal Trade Commission Act (15 U.S.C. 41)
11 is amended—

12 (1) in section 5(b), by inserting “(excluding the
13 consummation of a proposed merger, acquisition,
14 joint venture, or similar transaction that is subject
15 to section 7 of the Clayton Act (15 U.S.C. 18), ex-
16 cept in cases where the Commission approves an
17 agreement with the parties to the transaction that
18 contains a consent order)” after “unfair method of
19 competition”;

20 (2) in section 9, by inserting after the fourth
21 undesignated paragraph the following:

22 “Upon the application of the commission with respect
23 to any activity related to the consummation of a proposed
24 merger, acquisition, joint venture, or similar transaction
25 that is subject to section 7 of the Clayton Act (15 U.S.C.

1 18) that may result in any unfair method of competition,
2 the district courts of the United States shall have jurisdie-
3 tion to issue writs of mandamus commanding any person
4 or corporation to comply with the provisions of this Act
5 or any order of the commission made in pursuance there-
6 of.”;

7 (3) in section 13(b)(1), by inserting “(excluding
8 section 7 of the Clayton Act (15 U.S.C. 18) and sec-
9 tion 5(a)(1) with respect to the consummation of a
10 proposed merger, acquisition, joint venture, or simi-
11 lar transaction that is subject to section 7 of the
12 Clayton Act (15 U.S.C. 18))” after “Commission”;
13 and

14 (4) in section 20(c)(1), by inserting “or under
15 section 7 of the Clayton Act (15 U.S.C. 18), where
16 applicable,” after “Act.”.

17 **SEC. 4. EFFECTIVE DATE; APPLICATION OF AMENDMENTS.**

18 (a) EFFECTIVE DATE.—Except as provided in sub-
19 section (b), this Act and the amendments made by this
20 Act shall take effect on the date of the enactment of this
21 Act.

22 (b) APPLICATION OF AMENDMENTS.—The amend-
23 ments made by this Act shall not apply to any of the fol-
24 lowing that occurs before the date of enactment of this
25 Act:

1 (1) A violation of section 7 of the Clayton Act
2 (15 U.S.C. 18).

3 (2) A transaction with respect to which there is
4 compliance with section 7A of the Clayton Act (15
5 U.S.C. 18a).

6 (3) A case in which a preliminary injunction
7 has been filed in a district court of the United
8 States.