

**IN THE UNITED STATES COURT OF APPEALS  
FOR THE THIRD CIRCUIT**

STOLT-NIELSEN, S.A., et al.,	)	
	)	
Plaintiffs-Appellees	)	
	)	
v.	)	No. 05-1480
	)	
UNITED STATES,	)	
	)	
Defendants-Appellants	)	

**MOTION OF THE CHAMBER OF COMMERCE OF THE UNITED STATES OF AMERICA AND THE ASSOCIATION OF CORPORATE COUNSEL FOR LEAVE TO FILE BRIEF AS AMICUS CURIAE**

1. Pursuant to Federal Rule of Appellate Procedure 29(b), and Local Appellate Rule 29.1, the Chamber of Commerce of the United States of America and the Association of Corporate Counsel respectfully seek leave to file an *amicus curiae* brief in support of Plaintiffs-Appellees Stolt-Nielsen S.A. and Stolt-Nielsen Transportation Group Ltd. in the event that the Court grants Plaintiffs'-Appellees' Petition for Rehearing *En Banc*.

2. The District Court entered judgment in this case in January 2005. On March 23, 2006, this Court issued its decision reversing the district court ruling. On May 16, 2006 the Court entered an order amending its opinion. On March 28, 2006, Plaintiffs-Appellees petitioned for rehearing *en banc*. This Court requested that the United States file an Answer to the petition, and the United

States did so on June 9, 2006. The Plaintiffs-Appellees filed a Reply in Support of the Petition for Rehearing on June 13, 2006. The Petition for Rehearing is currently pending before the Court.

3. The Chamber of Commerce of the United States of America and the Association of Corporate Counsel have a strong interest in the resolution of the issue presented in this case, which concerns the decision of the Department of Justice's Antitrust Division to withdraw a leniency agreement given to a business that had advised the Department of collusive trading practices in its industry.

4. The Chamber of Commerce of the United States of America ("the Chamber") is the nation's largest federation of business companies and associations, with membership of more than 3,000,000 businesses and professional organizations of every size and in every sector and geographic region of the country. A key function of the Chamber is to present the interests of the American business community by filing amicus briefs in cases involving issues of national concern to American business. Because of the severe and permanent damage that indictments have on business concerns in modern society, the Chamber has a profound interest in being heard on the issues before this Court.

5. The Association of Corporate Counsel ("ACC"), formerly known as the American Corporate Counsel Association, or ACCA, was formed in 1982 as the bar association for in-house counsel. With over 19,500 members from over

8,400 private sector organizations in 57 countries, ACC members represent a broad range of domestic and international public, private, and not-for-profit companies. Its members represent 98 of the Fortune 100 companies; internationally, its members represent 74 of the Global 100 companies. One of the primary missions of the ACC is to act as the voice of the in-house bar on matters of concern to corporate legal practice and, specifically, the ability of its members to fulfill their functions as leading legal and compliance counselors to their corporate clients. In-house counsel must advise their clients regarding the desirability of seeking non-prosecution agreements which are an increasing focus in resolving criminal investigations. If a primary benefit of such an agreement is freedom from indictment and the catastrophic collateral consequences that such an indictment can cause, and if that benefit is now in doubt or undermined, it will impact the advice that corporate counsel provide regarding the attraction of such agreements and chill the likelihood that clients will be as interested in self-reporting or early resolution of complex antitrust cases.

6. The issues addressed by the proposed brief will include the legal issues presented by the panel opinion, the impact of the decision on the business community, and the breadth and severity of practical and legal consequences that result from the mere indictment of a business concern. The Chamber and the ACC therefore respectfully request permission to present the Court with briefing on this

issue in the event that the Court grants Plaintiffs’-Appellees’ Petition for Rehearing  
*En Banc.*

Respectfully submitted,

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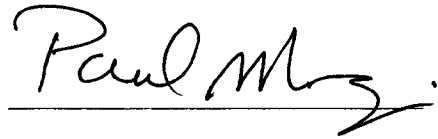
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## CERTIFICATE OF SERVICE

I hereby certify that on this 15th day of June, 2006, I caused true and correct copies of the foregoing Motion Of The Chamber Of Commerce Of The United States Of America And The Association Of Corporate Counsel For Leave To File Brief As Amicus Curiae to be served by Federal Express on the following:

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A handwritten signature in black ink, appearing to read "Paul Mogin", written over a horizontal line.

Paul Mogin