

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

**COMMISSIONERS:**      **Rebecca Kelly Slaughter, Acting Chair**  
                                 **Noah Joshua Phillips**  
                                 **Rohit Chopra**  
                                 **Christine S. Wilson**

**In the Matter of**

**HeidelbergCement AG,  
a corporation,**

**Lehigh Hanson, Inc.,  
a corporation,**

**Lehigh Cement Company LLC,  
a limited liability company,**

**Elementia S.A.B. de C.V.,  
a corporation,**

**Giant Cement Holding, Inc.,  
a corporation,**

**and**

**Keystone Cement Company,  
a limited liability company.**

Docket No. 9402

**PUBLIC**

**JOINT MOTION TO DISMISS COMPLAINT**

Complaint Counsel and Respondents HeidelbergCement AG, Lehigh Hanson, Inc., Lehigh Cement Company LLC (collectively, “Heidelberg”) and Elementia S.A.B. de C.V., Giant Cement Holding, Inc., and Keystone Cement Company (collectively, “Elementia”) jointly move to dismiss the complaint in the above-captioned matter. On June 3, 2021, Respondents terminated their Asset Purchase Agreement. As set forth in the Attachment, Respondent Heidelberg has withdrawn its Hart-Scott-Rodino Notification and Report Forms filed for the proposed acquisition. The complaint is now moot.

Accordingly, the parties respectfully request that the Commission dismiss the complaint.

A proposed order is attached.

Dated: June 4, 2021

Respectfully submitted,

/s/ J. Bruce McDonald

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Company LLC*

/s/ Stephen M. Pepper

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*Counsel for Respondents Elementia S.A.B. de  
C.V., Giant Cement Holding, Inc., and Keystone  
Cement Company*

/s/ James E. Southworth

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*Counsel Supporting the Complaint*

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                              **Noah Joshua Phillips**  
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**[PROPOSED] ORDER DISMISSING COMPLAINT**

This matter comes before the Commission on Complaint Counsel and Respondents' Joint Motion to Dismiss the Complaint. Having considered the motion, it is hereby ORDERED:

The Joint Motion to Dismiss the Complaint, dated June \_\_\_, 2021, is GRANTED; and the complaint is DISMISSED without prejudice.

By the Commission.

Date: \_\_\_\_\_

\_\_\_\_\_  
April Tabor  
Secretary

**ATTACHMENT**

# JONES DAY

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May 21, 2021

Karen E. Berg, Esq.  
Premerger Notification Office  
Bureau of Competition  
Federal Trade Commission  
Constitution Center Building  
400 7<sup>th</sup> Street, SW  
5<sup>th</sup> Floor, Room 5301  
Washington, DC 20024

Re: Premerger Notification concerning the proposed acquisition of certain assets of Elementia, S.A.B. de C.V by HeidelbergCement AG; Transaction 2020-0074

Dear Ms. Berg:

Please be advised that effective May 21, 2021, HeidelbergCement AG is withdrawing its HSR Premerger Notification that was originally submitted on October 15, 2019 in connection with the above-referenced matter.

By copy of this letter I am informing the Department of Justice of this withdrawal.

Please contact me at (202) 879-5553 if you have any questions.

Very truly yours,

*/s/ Michael H. Knight*

Michael H. Knight

cc: Department of Justice  
Antitrust Division  
Premerger and Division Statistics Unit  
450 Fifth Street, NW  
Suite 1100  
Washington, DC 20530

## CERTIFICATE OF SERVICE

I hereby certify that on June 4, 2021, I filed the foregoing document electronically using the FTC's E-Filing System, which will send notification of such filing to:

April Tabor  
Secretary  
Federal Trade Commission  
600 Pennsylvania Ave., NW, Rm. H-113  
Washington, DC 20580  
[ElectronicFilings@ftc.gov](mailto:ElectronicFilings@ftc.gov)

The Honorable D. Michael Chappell  
Administrative Law Judge  
Federal Trade Commission  
600 Pennsylvania Ave., NW, Rm. H-110  
Washington, DC 20580

I also certify that I caused the foregoing document to be served via email to:

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*Counsel for Respondents Elementia S.A.B. de  
C.V., Giant Cement Holding, Inc., and  
Keystone Cement Company*

By: /s/ James E. Southworth  
James E. Southworth

*Counsel Supporting the Complaint*