

PUBLIC

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

**COMMISSIONERS: Andrew N. Ferguson, Chairman
Mark R. Meador**

In the Matter of

Caremark Rx, LLC,

Zinc Health Services, LLC,

Express Scripts, Inc.,

Evernorth Health, Inc.,

Medco Health Services, Inc.,

Ascent Health Services LLC,

OptumRx, Inc.,

OptumRx Holdings, LLC, and

Emisar Pharma Services LLC,

Respondents.

Docket No. 9437

**Complaint Counsel's and Caremark Respondents' Joint Motion to Withdraw Matter From
Adjudication With Respect to the Caremark Respondents For the Purpose of Considering
a Proposed Consent Agreement**

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Pursuant to Rules 3.25(b) and (c) of the Commission's Rules of Practice, 16 C.F.R. § 3.25(b), (c), Complaint Counsel and Respondents Caremark Rx, LLC and Zinc Health Services LLC (collectively, the "Caremark Respondents") jointly move to withdraw this matter from adjudication under Docket No. 9437 for the purpose of allowing the Commission to consider a proposed consent agreement (attached as Exhibits 1 and 2) that would resolve all of the claims against the Caremark Respondents set forth in the Complaint. The proposed consent agreement, which conforms to the requirements of Commission Rule of Practice 2.32, 16 C.F.R. § 2.32, has been fully executed by Complaint Counsel and the Caremark Respondents, and approved by the Bureaus of Competition and Consumer Protection. Accordingly, Complaint Counsel and the Caremark Respondents respectfully request that this matter be withdrawn from adjudication pending a determination by the Commission with respect to the proposed consent agreement pursuant to Commission Rule of Practice 3.25(f), 16 C.F.R. § 3.25(f).

A draft of a proposed order granting the requested motion is attached.

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Dated: March 23, 2026

Respectfully submitted,

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Emisar Pharma Services LLC,

Respondents.

Docket No. 9437

**[PROPOSED] ORDER WITHDRAWING MATTER FROM ADJUDICATION
PURSUANT TO RULE 3.25(C) WITH RESPECT TO CAREMARK RESPONDENTS**

Counsel and Respondents Caremark Rx, LLC and Zinc Health Services LLC (collectively, the “Caremark Respondents”), having moved jointly to withdraw the matter from adjudication with respect to the Caremark Respondents for the purpose of considering a proposed consent agreement; and

Complaint Counsel and the Caremark Respondents, having submitted a proposed consent agreement containing a proposed decision and order, executed by the Caremark Respondents and by Complaint Counsel and approved by the Directors of the Bureaus of Competition and Consumer Protection that, if accepted by the Commission, would resolve the claims against the Caremark Respondents in their entirety (“Consent Agreement”);

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IT IS ORDERED, pursuant to Rule 3.25(c) of the Commission's Rules of Practice, 16 C.F.R. § 3.25(c), that -- with respect to the Caremark Respondents -- this matter be, and hereby is, withdrawn from adjudication and that all proceedings against the Caremark Respondents before the Administrative Law Judge be, and hereby are, stayed, pending a determination by the Commission with respect to the proposed Consent Agreement, pursuant to Rule 3.25(f) of the Commission's Rules of Practice, 16 C.F.R. § 3.25(f); and

IT IS FURTHER ORDERED, pursuant to Rule 3.25(b) of the Commission's Rules of Practice, 16 C.F.R. § 3.25(b), that the proposed Consent Agreement shall not be placed on the public record unless and until it is accepted by the Commission; and

IT IS FURTHER ORDERED, pursuant to Rule 3.25(e) of the Commission's Rules of Practice, 16 C.F.R. § 3.25(e), that this matter shall remain in adjudicative status with respect to Respondents OptumRx, Inc., OptumRx Holdings, LLC, and Emisar Pharma Services LLC.

By the Commission.

April J. Tabor
Secretary

ISSUED: _____

PUBLIC**CERTIFICATE OF SERVICE**

I hereby certify that on March 23, 2026, I caused the foregoing document to be filed electronically using the FTC's E-Filing System, which will send notification of such filing to:

April Tabor
Office of the Secretary
Federal Trade Commission
600 Pennsylvania Avenue, NW
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Washington, DC 20580
ElectronicFilings@ftc.gov

*Secretary of the Commission
Clerk of the Court*

The Honorable Jay L. Himes
Administrative Law Judge
Federal Trade Commission
600 Pennsylvania Avenue, NW
Room H-110
Washington, DC 20580
OALJ@ftc.gov

Administrative Law Judge

I certify that no portion of the filing was drafted by generative artificial intelligence ("AI") (such as ChatGPT, Microsoft Copilot, Harvey.AI, or Google Gemini). I also certify that I caused the foregoing document to be served via email to:

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EXHIBIT 1

CONFIDENTIAL – REDACTED IN ENTIRETY

EXHIBIT 2

CONFIDENTIAL – REDACTED IN ENTIRETY