**UNITED STATES DISTRICT COURT**
**FOR THE DISTRICT OF COLUMBIA**

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| UNITED STATES OF AMERICA,<br>*Plaintiff*,<br>v.<br>EDWARDS LIFESCIENCES CORP.<br>and<br>GENESIS MEDTECH GROUP LIMITED<br>*Defendants.* | Civil Action No. 1:26-cv-02450-AHA |

**UNITED STATES' UNOPPOSED MOTION AND MEMORANDUM IN SUPPORT OF ENTRY OF FINAL JUDGMENT**

Pursuant to Section 2(b) of the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h) ("APPA"), the United States of America ("United States") moves the Court to enter the proposed Final Judgment filed in this civil antitrust proceeding on July 13, 2026 (Dkt. No. 1-3) (attached as Exhibit A).

The proposed Final Judgment may be entered at this time without further proceedings if the Court determines that entry is in the public interest. 15 U.S.C. § 16(e). The Competitive Impact Statement ("CIS") filed in this matter on July 13, 2026 (Dkt. No. 1-4) explains why entry of the proposed Final Judgment is in the public interest. The United States is also filing a Certificate of Compliance (attached as Exhibit B) showing that the parties have complied with all

applicable provisions of the APPA and certifying that the United States has satisfied the 60-day statutory public comment period requirement.

## I. BACKGROUND

On July 13, 2026, the United States filed a civil antitrust Complaint and on July 16, 2026, filed a corrected Complaint against Defendants Edwards Lifesciences Corp. ("Edwards") and Genesis Medtech Group Limited ("Genesis") alleging that Edwards' acquisition of JC Medical, Inc. ("JC Medical") from Genesis violated Section 7A of the Clayton Act, 15 U.S.C. § 18a, commonly known as the Hart-Scott-Rodino Antitrust Improvements Act of 1976 (the "HSR Act"). The HSR Act requires certain acquiring and acquired parties to file pre-acquisition Notification and Report Forms with the U.S. Department of Justice and the Federal Trade Commission (collectively, the "federal antitrust agencies" or "agencies") and to observe a statutorily mandated waiting period before consummating their acquisition.[1] A fundamental purpose of the notification and waiting period is to allow the federal antitrust agencies an opportunity to conduct an antitrust review of proposed transactions that meet the HSR Act's jurisdictional thresholds before they are consummated.

Compliance with the HSR Act is critical to the federal antitrust agencies' ability to investigate large acquisitions before they are consummated and prevent acquisitions determined to be unlawful under Section 7 of the Clayton Act, 15 U.S.C. §18. Before Congress enacted the HSR Act, the federal antitrust agencies often were forced to investigate anticompetitive acquisitions that had already been consummated without public notice. In those situations, the

[1] The HSR Act requires that "no person shall acquire, directly or indirectly, any voting securities of any person" exceeding certain thresholds until both have made premerger notification filings and the post-filing waiting period has expired. 15 U.S.C. § 18a(a). The post-filing waiting period is either 30 days after filing or, if the relevant federal antitrust agency requests additional information, 30 days after the parties comply with the agency's request. 15 U.S.C. § 18a(b). The agencies may grant early termination of the waiting period, 15 U.S.C. § 18a(b)(2).

agencies' only recourse was to sue to unwind the parties' merger. The combined entity usually had the incentive to delay litigation, and years often passed before the case was adjudicated and relief was pursued or obtained. During this extended time, consumers were harmed by the reduction in competition between the merging parties and, even after the court's adjudication, effective relief was often impossible to achieve. Congress enacted the HSR Act to address these problems and to strengthen and improve antitrust enforcement by giving the agencies an opportunity to investigate certain large acquisitions before they are consummated.

As alleged in the Complaint, Edwards' acquisition of JC Medical from Genesis on July 22, 2024, was subject to the notification and waiting requirements of the HSR Act. The July 22 acquisition was contemporaneous to Edwards' commitment to invest $25 million in Genesis. This investment in Genesis was additional compensation to Genesis for its sale of JC Medical to Edwards and not a separate, independent transaction. The substance of these transactions between Edwards and Genesis met the filing thresholds and obligated the Defendants to comply with the HSR notice and waiting requirements. Defendants did not comply.

The Complaint alleges that Defendants were in continuous violation of the HSR Act from July 22, 2024, through the date of the Complaint. *See* Dkt. No. 8-1.

At the same time the Complaint was filed, the United States also filed a proposed Final Judgment, a Stipulation and Order, and a CIS describing the events giving rise to the alleged violation and the proposed Final Judgment. The Stipulation and Order, which was agreed to by the parties and which was entered by the Court on July 17,2026 (Dkt. No. 11), provides that the proposed Final Judgment may be entered by the Court once the requirements of the APPA have been met. The proposed Final Judgment requires Edwards to pay a civil penalty of $10 million dollars and imposes injunctive relief. The proposed Final Judgment also requires Genesis to pay

a civil penalty of $2 million dollars.

Entry of the proposed Final Judgment will terminate this action, except that the Court will retain jurisdiction to construe, modify, or enforce the provisions of the Final Judgment and to punish violations thereof.

## II. COMPLIANCE WITH THE APPA

The Certificate of Compliance filed with this Motion and Memorandum states that all of the requirements of the APPA have been satisfied. In particular, the APPA requires a period of at least 60 days for the submission of written comments relating to the proposed Final Judgment, 15 U.S.C. § 16(b). In compliance with the APPA, the United States filed the proposed Final Judgment and CIS with the Court on July 13, 2026; published the proposed Final Judgment and CIS in the *Federal Register* on July 23, 2026, *see* 91 Fed. Reg. 46455; and caused a summary of the terms of the proposed Final Judgment and CIS, along with directions for the submission of written comments, to be published in *The Washington Post* for seven days during the period July 27, 2026 to August 4, 2026. The United States did not receive any comments.

## III. STANDARD OF JUDICIAL REVIEW

Before entering the proposed Final Judgment, the APPA requires the Court to determine whether the proposed Final Judgment "is in the public interest." 15 U.S.C. § 16(e)(1). In making that determination, the Court shall consider:

> (A) the competitive impact of such judgment, including termination of alleged violations, provisions for enforcement and modification, duration of relief sought, anticipated effects of alternative remedies actually considered, whether its terms are ambiguous, and any other competitive considerations bearing upon the adequacy of such judgment that the court deems necessary to a determination of whether the consent judgment is in the public interest; and

(B) the impact of entry of such judgment upon competition in the relevant market or markets, upon the public generally and individuals alleging specific injury from the violations set forth in the complaint including consideration of the public benefit, if any, to be derived from a determination of the issues at trial.

15 U.S.C. § 16(e)(1)(A)-(B). Section 16(e)(2) of the APPA states that "[n]othing in this section shall be construed to require the court to conduct an evidentiary hearing or to require the court to permit anyone to intervene." 15 U.S.C. § 16(e)(2). In its CIS filed with the Court on July 13, 2026, the United States explained the meaning and proper application of the public interest standard under the APPA and now incorporates those portions of the CIS by reference.

## IV. ENTRY OF THE PROPOSED FINAL JUDGMENT IS IN THE PUBLIC INTEREST

The United States alleged in its Complaint that Edwards' acquisition of JC Medical from Genesis violated Section 7A of the HSR Act. As explained in the CIS, the imposition of civil penalties and injunctive relief are designed to remedy the violation alleged in the Complaint and deter Defendants' future HSR Act violations. The public has had the opportunity to comment on the proposed Final Judgment, and no comments were submitted. As explained in the CIS, entry of the proposed Final Judgment is in the public interest.

## V. CONCLUSION

For the reasons set forth in this Motion and Memorandum and the CIS, the United States respectfully requests that the Court find that the proposed Final Judgment is in the public interest and should enter the proposed Final Judgment.

Dated: October 26, 2026

Respectfully Submitted,

FOR PLAINTIFF
UNITED STATES OF AMERICA

*/s/ Jennifer Lee*
JENNIFER LEE

Special Attorney for the United States
c/o Federal Trade Commission
600 Pennsylvania Avenue, NW
Washington, D.C. 20580
Tel: (202) 326-2246
Email: jlee@ftc.gov