

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

IN RE: ZELIS REPRICING ANTITRUST
LITIGATION

This Document Relates To:

All Actions

James Paul Allen DDS d/b/a Allen Dental,
Plaintiff,

v.

Zelis Healthcare LLC; Zelis Claims Integrity,
LLC; UnitedHealth Group, Inc; Elevance Health
Inc.; Aetna, Inc.; and The Cigna Group,
Defendants.

Lead Action Case No.: 1:25-cv-10734-
BEM

Consolidated with Case Nos.:
1:25-CV-11092-BEM
1:25-CV-11167-BEM

Case No. 1:25-cv-11537-BEM

DEFENDANTS' UNOPPOSED MOTION TO CONSOLIDATE RELATED CASE

Defendants Zelis Healthcare, LLC, Zelis Claims Integrity, LLC, Zelis Network Solutions, LLC, Aetna, Inc., The Cigna Group, Elevance Health, Inc., and Humana Inc. (collectively the “Defendants”) hereby move this Court to consolidate *Allen v. Zelis Healthcare LLC et al.*, Case No. 1:25-cv-11537-BEM, with the previously consolidated cases in *In re: Zelis Repricing Antitrust Litigation*, Lead Action Case No.: 1:25-cv-10734-BEM. In support of this Motion, Defendants state as follows:

1. On May 7, 2025, Plaintiffs Pacific Inpatient Medical Group, Inc., Danny Bachoua Chiropractic, APC, Dennis C. Ayer, DDS, LLC and Smile Line, LLC (collectively “Consolidated Plaintiffs”) as represented by Paul LLP, Hartley LLP, Cera LLP, Mogin Law LLP, Scott + Scott, Karon LLC, Carroll Shamberg LLC, and Cotchett Pitre & McCarthy LLP, moved to consolidate

Pacific Inpatient Medical Group, Inc. v. Zelis Healthcare, LLC, et al., Case No. 1:25-cv-10734-BEM, *Dennis C. Ayer, DDS, LLC and Smile Line, LLC v. Zelis Healthcare, LLC, et al.*, Case No. 1:25-cv-11092-BEM, and *Danny Bachoua Chiropractic, APC v. Zelis Healthcare LLC, et al.*, Case No. 1:25-cv-11167-BEM (collectively the “Consolidated Actions”). Dkt. 15. Consolidated Plaintiffs sought appointment of Jason S. Hartley of Hartley LLP and Richard M. Paul III of PAUL LLP as interim class counsel for the consolidated action and plaintiff class. Dkt. 15.

2. On May 27, 2025, the Court granted Consolidated Plaintiffs’ request to consolidate the Consolidated Actions and appointed Jason S. Hartley of Hartley LLP and Richard M. Paul III of PAUL LLP as Interim Co-Lead Counsel, designating them to act on behalf of all Plaintiffs in the recaptioned *In re: Zelis Repricing Antitrust Litigation*, 1:25-cv-10734-BEM (the “Consolidated Action”). Dkt. 35.

3. On May 29, 2025, lead counsel Hartley, in conjunction with Gustafson Gluek PLLC and Saltz Mongeluzzi & Bendesky, PC filed *James Paul Allen DDS v. Zelis Healthcare, Et Al.*, Case No. 1:25-cv-11537-BEM (“*Allen*”) in this Court and identified the case as related to the Consolidated Action, but did not seek consolidation of the new action.

4. On June 11, 2025, Plaintiffs in the Consolidated Action filed an amended consolidated complaint that included James Paul Allen DDS as a named plaintiff. Dkt. 39 ¶¶ 28, 344. However, Dr. Allen’s separately filed action at Case No. 1:25-cv-11537-BEM remains pending and has not been consolidated.

5. Counsel for Defendants have inquired of Interim Co-Lead Counsel whether they would seek to consolidate the *Allen* action with the Consolidated Action. Interim Co-Lead Counsel indicated that they were not inclined to do so but would not oppose such a request by Defendants.

6. Courts may consolidate actions if those actions “involve a common question of law or fact,” Fed. R. Civ. P. 42(a), and will do so absent demonstrable prejudice, *see Piercy v. AT&T Inc.*, 348 F.R.D. 1, 3 (D. Mass. 2024) (citing *Seguro de Servicio de Salud v. McAuto Sys. Grp., Inc.*, 878 F.2d 5, 8 (1st Cir. 1989)).

7. Here, there is no dispute that the Consolidated Action and *Allen* involve common questions of law and fact. *See* Fed. R. Civ. P. 42(a). Like the Consolidated Action, *Allen* “involve[s] allegations that Zelis and its co-conspirators engaged in anticompetitive conduct regarding reimbursement rates for out-of-network (‘OON’) healthcare services.” Dkt. 35.

8. Defendants respectfully submit that consolidation of all actions under a single docket and complaint will promote judicial efficiency and avoid unnecessary costs and delays. Counsel for Plaintiffs have indicated they do not oppose this Motion.

WHEREFORE, Defendants respectfully move the Court to consolidate the above captioned cases.

Dated: July 8, 2025

Respectfully submitted,

/s/ Matthew L. McGinnis
Matthew L. McGinnis (BBO# 666120)
Jane E. Willis (BBO# 568024)
ROPES & GRAY LLP
Prudential Tower
800 Boylston Street
Boston, MA 02199
(617) 951-7000
Jane.Willis@ropesgray.com
Matthew.McGinnis@ropesgray.com

*Attorneys for Defendants Zelis Healthcare,
LLC, Zelis Claims Integrity, LLC, and Zelis
Network Solutions, LLC*

/s/ George Borden
George Borden
Katherine Anne Trefz (*pro hac vice*)
Jonathan Pitt (*pro hac vice*)
WILLIAMS & CONNOLLY LLP
680 Maine Avenue SW
Washington, DC 20024
Telephone: 202-403-5038
gborden@wc.com
ktrefz@wc.com
jpitt@wc.com

Attorneys for Defendant Aetna, Inc.

/s/ Brett Boskiewicz
Brett Boskiewicz (BBO #656545)
McDERMOTT WILL & EMERY LLP
200 Clarendon Street
Boston, MA 02116
Telephone: (617) 535-4000
Facsimile: (617) 535-3800
bboskiewicz@mwe.com

Joshua B. Simon (*pro hac vice*)
Warren Haskel (*pro hac vice*)
McDERMOTT WILL & EMERY LLP

One Vanderbilt Ave
New York, NY 10017
Telephone: 212-547-5356
jsimon@mwe.com
whaskel@mwe.com

Attorneys for Defendant The Cigna Group

/s/ Maria R. Durant
Maria R. Durant (BBO #558906)
HOGAN LOVELLS US LLP
125 High Street, Ste. 2010
Boston, MA 02110
Telephone: 617-371-1024
Maria.Durant@hoganlovells.com

E. Desmond Hogan (*pro hac vice*)
Justin Bernick (*pro hac vice*)
W. David Maxwell (*pro hac vice*)
HOGAN LOVELLS US LLP
Columbia Square
555 Thirteenth Street, NW
Washington, DC 20004
Telephone: (202) 637-5600
desmond.hogan@hoganlovells.com
justin.bernick@hoganlovells.com
david.maxwell@hoganlovells.com

*Attorneys for Defendant Elevance Health,
Inc.*

/s/ Abena Mainoo
Abena Mainoo (BBO #677622)
Joseph Kay (*pro hac vice*)
**CLEARY GOTTlieb STEEN &
HAMILTON LLP**
One Liberty Plaza
New York, NY 10006
Telephone: 212-225-2000
Telephone: 212-225-2745
amainoo@cgsh.com
jkay@cgsh.com

Heather Nyong'o (*pro hac vice*)
**CLEARY GOTTLIEB STEEN &
HAMILTON LLP**
650 California Street
Suite 2400
San Francisco, CA 94108
Telephone: 415-796-4480
hnyongo@cgsh.com

Daniel P. Culley (*pro hac vice*)
**CLEARY GOTTLIEB STEEN &
HAMILTON LLP**
2112 Pennsylvania Avenue, NW
Washington, DC 20037
Telephone: 202-974-1500
dculley@cgsh.com

Attorneys for Defendant Humana Inc.

LOCAL RULE 7.1 CERTIFICATE

Pursuant to Local Rule 7.1(a)(2), the undersigned counsel certifies that counsel for Defendants have conferred with counsel for Plaintiffs and Plaintiffs' counsel indicated that they do not oppose the present motion.

/s/ Matthew L. McGinnis

Matthew L. McGinnis

CERTIFICATE OF SERVICE

I hereby certify that, on this 8th day of July, 2025, the foregoing was filed with the Court's electronic filing system, which will send electronic notice of this filing to all counsel of record.

/s/ Matthew L. McGinnis

Matthew L. McGinnis