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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re PVC Pipe Antitrust Litigation

THIS DOCUMENT RELATES TO:

All Actions

Case No. 1:24-cv-07639

Hon. LaShonda A. Hunt

**DEFENDANTS ATKORE INTERNATIONAL, INC., ATKORE PLASTIC PIPE CORP.,
ATKORE RMCP, INC., AND ALLIED TUBE & CONDUIT CORPORATION'S
MEMORANDUM OF LAW IN SUPPORT OF MOTION TO DISMISS**

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Defendants Atkore International, Inc. (“Atkore International”), Atkore Plastic Pipe Corp. (“APPC/Heritage”),¹ Atkore RMCP, Inc. (“Atkore RMCP”), and Allied Tube & Conduit Corporation (“Allied”) (collectively, “Atkore Affiliates”), each an affiliate of Defendant Atkore Inc. (“Atkore”), hereby submit this memorandum of law in support of the Atkore Affiliates’ motion to dismiss. The Atkore Affiliates move to dismiss Plaintiffs’ claims against them on additional grounds beyond those stated in Certain Defendants’ motion to dismiss. *See* ECF 533.

The Atkore Affiliates also move to dismiss Plaintiffs’ claims against Heritage Plastics, Inc. (“Heritage Plastics”), Queen City Plastics, Inc. (“Queen City”), Ridgeline Pipe Manufacturing (“Ridgeline”), Rocky Mountain Colby Pipe Company a/k/a Cor-Tek, and Rocky Mountain Colby Plastics a/k/a RMCP, Inc. n/k/a Cor-Tek (both referred to as “Cor-Tek”) (collectively, “Non-Affiliates”) to the extent Plaintiffs allege that any of those claims should be attributed or imputed to Atkore or any Atkore Affiliate. Plaintiffs claim that these entities are associated with Atkore, but all of the Non-Affiliates are either not legal entities at all or are not owned by Atkore, and thus do not fall within the Atkore family of corporate entities.

Plaintiffs’ kitchen-sink approach to naming the Atkore Affiliates and Non-Affiliates as Defendants, in addition to Atkore, must be rejected. Plaintiffs make no substantive allegations at all about Atkore International, Atkore RMCP, and Ridgeline. And although there are some additional allegations about the other Atkore Affiliates and Non-Affiliates (Allied, APPC/Heritage, Heritage Plastics, Cor-Tek, and Queen City), none amount to plausibly showing that any joined the conspiracy that Plaintiffs claim exists. The claims against the Atkore Affiliates and Non-Affiliates are inadequately alleged and therefore must be dismissed.

¹ The End User (“EU”) Plaintiffs style this as Atkore Plastic Pipe Corporation a/k/a Heritage, while the Non-Converter Seller Purchaser (“NCSP”) Plaintiffs name Atkore Plastic Pipe Corp. d/b/a Heritage Plastics.

BACKGROUND

Plaintiffs name as Defendants in this action various parties alleged to be subsidiaries, divisions, or brands of Atkore. The EU Plaintiffs name Atkore RMCP, Ridgeline, APPC/Heritage, Allied, Queen City, and Cor-Tek, EU Compl. (ECF 399) ¶¶ 23–28; the NCSP Plaintiffs name Atkore International, Atkore RMCP, Ridgeline, APPC/Heritage, Allied, and Queen City, NCSP Compl. (ECF 467) ¶¶ 37–43; and the Direct Purchaser Plaintiffs (“DPPs”) name only Heritage Plastics, Allied, Queen City, and Cor-Tek, DPP Compl. (ECF 391) ¶ 24 & at 1. Plaintiffs allege that Atkore owned each of the Atkore Affiliates for the entire class period. Plaintiffs also allege that each of the Non-Affiliates is a subsidiary of or was acquired by Atkore, but that is incorrect.

ARGUMENT

“Allegations of conspiracy under the Sherman Act must adequately allege the involvement of each defendant and put defendants on notice of the claims against them.” *In re Potash Antitrust Litig.*, 667 F. Supp. 2d 907, 932 (N.D. Ill. 2009) (internal quotation marks omitted), *aff’d sub nom. Minn-Chem, Inc. v. Agrium, Inc.*, 683 F.3d 845 (7th Cir. 2012). Plaintiffs have not done so here.

Non-Affiliates. Plaintiffs erroneously allege that the Non-Affiliates are subsidiaries of and/or are legal entities acquired by Atkore. *See* EU Compl. ¶¶ 25, 27–28; NCSP Compl. ¶¶ 41–42; DPP Compl. ¶ 24 & at 1. Publicly available records reflect that while Atkore has made certain asset purchases related to the Non-Affiliates, no Non-Affiliate is a legal entity owned by Atkore or otherwise existing within the Atkore corporate family.² Plaintiffs’ claims against the Non-

² *See Asset Purchase Agreement*, SEC.gov (Oct. 4, 2013), <https://perma.cc/CMD2-XKS2> (filing with U.S. Securities and Exchange Commission (“SEC”) showing that APPC purchased assets from a seller operating under the d/b/a name “Ridgeline Pipe Manufacturing”); *Asset Purchase Agreement*, SEC.gov (Sep. 13, 2013), <https://perma.cc/R6MW-SUBN> (SEC filing showing that APPC purchased assets from Heritage Plastics, Heritage Plastics Central, Inc., and Heritage Plastics West, Inc.); *Atkore International Group Inc. Acquires Cor-Tek™ by Rocky Mountain Colby Pipe Company*, Atkore (Aug. 21, 2019), <https://perma.cc/Q5XK-44MF> (press release announcing that Atkore International Group Inc. purchased the assets of Rocky Mountain Colby Pipe Company); *Atkore International Group Inc. Acquires Queen City*

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Affiliates thus cannot be attributed or imputed to Atkore or any Atkore Affiliate. In any event, Plaintiffs have failed to allege either the Non-Affiliates' or the Atkore Affiliates' involvement in any purported antitrust conspiracy, as set forth below.

Atkore International, Atkore RMCP, and Ridgeline. At the outset, Plaintiffs' complaints are devoid of any allegations regarding the conduct of Atkore International, Atkore RMCP, and Ridgeline. Plaintiffs reference these entities only in describing the parties to the action, discussing Atkore's alleged acquisition of these entities, and [REDACTED] [REDACTED] See EU Compl. ¶¶ 26, 28, 437; NCSP Compl. ¶¶ 38, 40–41, 132(a), 549. These allegations are insufficient to allege that these entities or alleged entities were involved in an antitrust conspiracy. Accordingly, the claims against Atkore International, Atkore RMCP, and Ridgeline should be dismissed for failure to plead *any* relevant allegations as to their conduct. See *U.S. Bd. of Oral Implantology v. Am. Bd. of Dental Specialties*, 390 F. Supp. 3d 892, 904 (N.D. Ill. 2019) (dismissing defendants because complaint was “silent about their role in a conspiracy”); see also *Collins v. Kibort*, 143 F.3d 331, 334 (7th Cir. 1998) (“A plaintiff cannot state a claim against a defendant by including the defendant’s name in the caption.”).

Allied. Plaintiffs' allegations do not plausibly suggest that Allied joined any conspiracy.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] But “parent corporations and their

Plastics, Inc., Atkore (Oct. 22, 2020), <https://perma.cc/E6GF-2VH3> (press release announcing that Atkore International Group Inc. acquired the assets of Queen City Plastics, Inc.). Judicial notice of these sources is appropriate. See, e.g., *Ledesma v. Marriott Int’l, Inc.*, 2023 WL 2814762, at *5 n.5 (N.D. Ill. Apr. 6, 2023) (SEC filings); *Sloan v. Anker Innovations Ltd.*, 2025 WL 2104559, at *3 (N.D. Ill. July 28, 2025) (websites).

subsidiaries are ‘separate entities and the acts of one cannot be attributed to the other.’” *Teamsters Loc. Union No. 705 v. Burlington N. Santa Fe, LLC*, 741 F.3d 819, 823 n.4 (7th Cir. 2014) (citation omitted). [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] Neither of those things is sufficient to show that Allied conspired. *See Brooke Grp. Ltd. v. Brown & Williamson Tobacco Corp.*, 509 U.S. 209, 237 (1993) (“[T]he occurrence of a price increase does not in itself permit a rational inference of conscious parallelism or supracompetitive pricing.”); *In re Broiler Chicken Antitrust Litig.*, 702 F. Supp. 3d 635, 674 (N.D. Ill. 2023) (“[G]reater information exchange alone does not demonstrate a conspiracy.”). Beyond that, the other supposed indicia of coordination that Plaintiffs allege in their complaints are entirely absent as to Allied: [REDACTED]

[REDACTED], and Allied is not alleged to have attended a single trade meeting or industry event said to facilitate coordination, EU Compl. ¶¶ 457–64; NCSP Compl. ¶¶ 555–73; DPP Compl. ¶¶ 264–74.

APPC/Heritage and Heritage Plastics (collectively, “Heritage”). Plaintiffs’ claims against APPC/Heritage and Heritage Plastics are doomed for similar reasons. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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But Atkore's alleged actions cannot be imputed to Heritage. *See Teamsters*, 741 F.3d at 832 n.4.

That is a far cry from evidence of collusion. *See Brooke Grp.*, 509 U.S. at 237; *Broiler Chicken*, 702 F. Supp. 3d at 674. Nor do Plaintiffs allege that Heritage—or anyone acting on its behalf—participated in the trade association meetings that supposedly provided the “opportunities to collude.” DPP Compl. ¶ 264; *see also* EU Compl. ¶¶ 457–64; NCSP Compl. ¶¶ 555–73; DPP Compl. ¶¶ 264–74.

Cor-Tek. Plaintiffs' allegations against Cor-Tek are particularly threadbare.

That is the entirety of Plaintiffs' case against Cor-Tek, and these allegations are categorically insufficient to show Cor-Tek's involvement in any purported conspiracy. *Teamsters*, 741 F.3d at 832 n.4; *Brooke Grp.*, 509 U.S. at 237; *Broiler Chicken*, 702 F. Supp. 3d at 674. What is more, Plaintiffs do not identify any Cor-Tek employee as communicating with Todd on behalf of Cor-Tek about its pricing decisions, and Cor-Tek is not alleged to have participated in any trade association or industry meetings. EU Compl. ¶¶ 457–64; NCSP Compl. ¶¶ 555–73; DPP Compl. ¶¶ 264–74.

Queen City. Finally, Plaintiffs have not plausibly alleged that Queen City joined any antitrust conspiracy. To the extent Plaintiffs allege conduct after Atkore's purported acquisition of Queen City in October 2020 (*see* NCSP Compl. ¶ 42)—which in reality was an asset purchase, not

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an acquisition of a legal entity named Queen City Plastics, Inc.— [REDACTED]

[REDACTED]
[REDACTED]
See, e.g., EU Compl. ¶ 378; NCSP Compl. ¶¶ 200, 402, 463; DPP Compl. ¶¶ 143, 153, 167; *see also Teamsters*, 741 F.3d at 832 n.4. [REDACTED]

[REDACTED] *See Broiler Chicken*, 702 F. Supp. 3d at 674. To the extent Plaintiffs make allegations about Queen City before Atkore acquired assets related to that entity, they are insufficient to suggest liability. [REDACTED]

CONCLUSION

For these reasons, the claims against the Atkore Affiliates should be dismissed with prejudice, and the claims against the Non-Affiliates should be dismissed with prejudice to the extent Plaintiffs allege that any of those claims should be attributed or imputed to Atkore or any Atkore Affiliate.

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Dated: October 30, 2025

Respectfully submitted,

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Atkore RMCP, Inc.; and

Allied Tube & Conduit Corporation

CERTIFICATE OF SERVICE

I, Matthew D. Provance, an attorney, hereby certify that on October 30, 2025, I caused a true and correct copy of the foregoing **DEFENDANTS ATKORE INTERNATIONAL, INC., ATKORE PLASTIC PIPE CORP., ATKORE RMCP, INC., AND ALLIED TUBE & CONDUIT CORPORATION'S MEMORANDUM OF LAW IN SUPPORT OF MOTION TO DISMISS** to be filed and served electronically via the court's CM/ECF system. Notice of this filing will be sent by e-mail to all parties by operation of the court's electronic filing system or by mail to anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the court's CM/ECF system.

/s/ Matthew D. Provance

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