

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division

COMMONWEALTH OF VIRGINIA,
STATE OF ARIZONA,
STATE OF CONNECTICUT,
STATE OF NEW YORK, and
STATE OF WASHINGTON,

Plaintiffs,

v.

ZILLOW GROUP, INC.,
ZILLOW, INC., and
REDFIN CORPORATION,

Defendants.

Case No. 1:25-cv-01647 (AJT/WBP)

**MEMORANDUM OF LAW IN SUPPORT OF
JOINT MOTION TO STAY PROCEEDINGS**

Plaintiffs and Defendants (together, the “Parties”) respectfully submit this memorandum of law in support of their joint motion to stay all proceedings in this action for the shorter of 40 days or the pendency of the current United States government lapse of appropriations.

In support of the motion, the Parties state as follows:

1. This action concerns a Partnership Agreement and a Content License Agreement executed by Defendants in February 2025 (the “Agreements”).
2. On September 30, 2025, the Federal Trade Commission (“FTC”) filed a complaint against Defendants, alleging antitrust violations based on the Agreements. *See FTC v. Zillow Group, Inc.*, 25-cv-1638, Dkt. 2.
3. The next day, Plaintiffs filed their Complaint against the same Defendants based on the same Agreements. Dkt. 1. Plaintiffs allege the same factual allegations. Plaintiffs also

bring largely identical legal claims, in that both complaints allege violations of Section 1 of the Sherman Act and Section 7 of the Clayton Act. Plaintiffs filed a Notice of Related Case, Dkt. 9, and both cases were assigned to this Court.

4. On October 6, the Court granted the FTC's motion to stay the FTC action during the pendency of the current United States government lapse of appropriations. *FTC v. Zillow Group, Inc.*, 25-cv-1638, Dkt. 15. The FTC has stated that during the lapse of appropriations, its lawyers are "prohibited from working, even on a voluntary basis, except in very limited circumstances." *Id.* Dkt 11.

5. Accordingly, the Parties request a modest stay in this action to increase the possibility of alignment with the FTC on a motion for consolidation and, if granted, on a joint proposed scheduling order. Specifically, the Parties ask that the Court grant a stay for the shorter of 40 days or the pendency of the United States government's lapse of appropriations.

6. A stay of up to 40 days will hopefully allow this case to stay aligned with the FTC action. If the lapse of appropriations has not ended after 40 days, Plaintiffs intend to move forward with their action, including by conferring with Defendants on a proposed scheduling order.

CONCLUSION

For the foregoing reasons, the Parties respectfully request that the Court grant the proposed order and stay all proceedings in this action for the shorter of (i) 40 days from the date of the Court's order or (ii) the pendency of the current United States government lapse of appropriations.

Dated: October 31, 2025

Respectfully submitted,

FOR THE PLAINTIFFS:

JASON S. MIYARES
Attorney General of Virginia

/s/ Tyler T. Henry
TYLER T. HENRY (Virginia Bar No. 87621)
Senior Assistant Attorney General
Antitrust Unit
Telephone: (804) 692-0485
Facsimile: (804) 786-0122
Email: thenry@oag.state.va.us
Office of the Attorney General of Virginia
202 North 9th Street
Richmond, Virginia 23233

*Counsel for Plaintiff Commonwealth of Virginia
and Local Counsel for Plaintiffs Arizona,
Connecticut, New York, and Washington*

KRISTIN K. MAYES
Attorney General of Arizona

CONNOR B. NOLAN (admitted *pro hac vice*)
Office of the Arizona Attorney General
Consumer Protection & Advocacy Section
2005 N. Central Avenue
Phoenix, AZ 85004
Telephone: (602) 542-3725
Email: Connor.Nolan@azag.gov

Counsel for Plaintiff State of Arizona

WILLIAM TONG
Attorney General of Connecticut

NICOLE DEMERS (admitted *pro hac vice*)
Deputy Associate Attorney General

JULIÁN A. QUINONES REYES (admitted *pro hac vice*)
Assistant Attorney General

Office of the Connecticut Attorney General
165 Capitol Avenue
Hartford, CT 06106
Telephone: (860) 808-5030
Email: Julian.Quinones@ct.gov

Counsel for Plaintiff State of Connecticut

LETITIA JAMES
Attorney General of New York

ELINOR R. HOFFMANN (admitted *pro hac vice*)
Chief, Antitrust Bureau
AMY McFARLANE (admitted *pro hac vice*)
Deputy Bureau Chief, Antitrust Bureau
MICHAEL SCHWARTZ (admitted *pro hac vice*)
Senior Enforcement Counsel

New York State Office of the Attorney General
28 Liberty Street
New York, NY 10005
Telephone: (212) 416-8269
Email: Elinor.Hoffmann@ag.ny.gov

Counsel for Plaintiff State of New York

NICHOLAS W. BROWN
Attorney General of Washington

AMY N.L. HANSON (admitted *pro hac vice*)
Senior Managing Assistant Attorney General
TYLER W. ARNOLD (admitted *pro hac vice*)
Assistant Attorney General
Antitrust Division

Washington State Office of the Attorney General
800 Fifth Avenue, Suite 2000
Seattle, WA 98104
Telephone: 206-464-5419 (Hanson)
Telephone: 206-464-7030 (Arnold)
Email: amy.hanson@atg.wa.gov
Email: tyler.arnold@atg.wa.gov

Counsel for Plaintiff State of Washington

FOR THE DEFENDANTS:

/s/ Daniel J. Richardson

Daniel J. Richardson (VSB No. 94961)
SULLIVAN & CROMWELL LLP
1700 New York Avenue, N.W.
Suite 700
Washington, D.C. 20006
Telephone: (202) 956-7500
Facsimile: (202) 293-6330
richardsond@sullcrom.com

Sharon L. Nelles (admitted *pro hac vice*)
Jeffrey T. Scott (admitted *pro hac vice*)
SULLIVAN & CROMWELL LLP
125 Broad Street
New York, New York 10004
Telephone: (212) 558-4000
Facsimile: (212) 558-3588
nelles@sullcrom.com
scottj@sullcrom.com

Kyle Mach (admitted *pro hac vice*)
SULLIVAN & CROMWELL LLP
550 Hamilton Avenue
Palo Alto, California 94301
Telephone: (650) 461-5600
Facsimile: (650) 461-5700
machk@sullcrom.com

Counsel for Defendant Redfin Corporation



Brendan J. Coffman (Virginia Bar No. 81986)
Libby Greisman (Virginia Bar No. 85945)
WILSON SONSINI GOODRICH & ROSATI
1700 K Street, NW, Fifth Floor
Washington, DC 20006
Telephone: 202-973-8891 (Coffman)
Telephone: 202.973.8861 (Greisman)
Email: bcoffman@wsgr.com
Email: lweingarten@wsgr.com

Beau W. Buffier (pro hac vice)
Michael S. Sommer (pro hac vice)
WILSON SONSINI GOODRICH & ROSATI
1301 Avenue of the Americas
40th Floor
New York, NY 10019
Telephone: 212-999-5800
Email: bbuffier@wsgr.com
Email: msommer@wsgr.com

Counsel for Defendants Zillow Group, Inc. and Zillow, Inc.