

UNITED STATES COURT OF APPEALS FOR THE NINTH CIRCUIT

Seagate Technology LLC v. NHK Spring Co., Ltd.

Seagate · No. 24-4470 · Decided January 8, 2026

SUMMARY

The Ninth Circuit vacated a district court order granting NHK Spring partial summary judgment in an antitrust action involving alleged price-fixing of hard disk drive suspension assemblies. The court held that the Foreign Trade Antitrust Improvements Act’s import-commerce exclusion did not apply because the suspension assemblies were not directly imported into the United States. However, Seagate adequately alleged that price-fixing conduct negotiated in the United States had domestic effects that directly caused foreign antitrust injury, leaving proximate cause for the district court to assess on remand.

CASE DETAILS

|                       |                                                                                                                                                                                                                                                                                     |
|-----------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| COURT                 | United States Court of Appeals for the Ninth Circuit                                                                                                                                                                                                                                |
| WRITING FOR THE COURT | Kenneth K. Lee; Consuelo M. Callahan; Scott H. Rash                                                                                                                                                                                                                                 |
| JURISDICTION          | United States Court of Appeals for the Ninth Circuit                                                                                                                                                                                                                                |
| DECIDED               | January 8, 2026                                                                                                                                                                                                                                                                     |
| DOCKET                | 24-4470                                                                                                                                                                                                                                                                             |
| DISPOSITION           | vacated                                                                                                                                                                                                                                                                             |
| PROCEDURAL POSTURE    | Interlocutory appeal under 28 U.S.C. § 1292(b) from orders granting defendants partial summary judgment on the extraterritoriality of plaintiffs' foreign-commerce antitrust claims and denying leave to amend.                                                                     |
| STANDARD OF REVIEW    | De novo review of the grant of summary judgment; the evidence is viewed in the light most favorable to the nonmoving party, and the court considers whether genuine disputes of material fact exist and whether the district court correctly applied the governing substantive law. |
| PRECEDENTIAL VALUE    | Published Ninth Circuit opinion; precedential                                                                                                                                                                                                                                       |
| PARTIES               | Seagate Technology LLC, Seagate Technology (Thailand) Ltd., Seagate Technology International Singapore Headquarters Pte. Ltd. v. NHK Spring Co., Ltd., NHK International Corporation, NHK Spring                                                                                    |

(Thailand) Co., Ltd., NAT Peripheral (Dong Guan) Co., Ltd., NAT Peripheral (H.K.) Co., Ltd.

## TOPICS

statutory interpretation

commercial litigation

interlocutory appeal

appellate procedure

standard of review

## PRACTICE AREAS

antitrust

commercial litigation

international trade

appellate procedure

summary judgment

## QUESTIONS PRESENTED

1. Whether the FTAIA's import-commerce exclusion applies when price-fixed component parts are purchased abroad, incorporated into finished products abroad, and only the finished products are imported into the United States.
2. Whether Seagate sufficiently alleged and supported the FTAIA's domestic-effects exception by showing that NHK's price-fixing directly, substantially, and foreseeably affected U.S. commerce and that the domestic effect proximately caused the foreign entities' antitrust injuries.
3. Whether Seagate Thailand acted merely as a purchasing agent for Seagate Technology LLC.
4. Whether Seagate Technology LLC adequately alleged a potentially viable indirect-purchaser or pass-on claim.
5. Whether the district court properly granted partial summary judgment on the foreign-commerce claims.

## HOLDINGS

1. The import-commerce exclusion does not apply because the suspension assemblies were not directly imported into the United States; only finished hard-disk drives containing the assemblies were imported.
2. Seagate sufficiently established at the summary-judgment stage that NHK's price-fixing had a direct, substantial, and reasonably foreseeable effect on U.S. domestic commerce.
3. Seagate presented a viable theory that the domestic effect of NHK's price-fixing proximately caused the foreign entities' antitrust injuries because U.S.-negotiated prices allegedly controlled the foreign entities' purchases, although factual questions required remand.
4. Seagate Thailand was not merely a purchasing agent because it purchased the suspension assemblies for its own purposes rather than for Seagate Technology LLC.
5. The allegations that Seagate Technology LLC purchased suspension assemblies and that NHK sold assemblies for incorporation into products sold in the United States were sufficient to permit further consideration of an indirect-purchaser or pass-on theory; the district court must determine in the first instance whether the claim is viable under Illinois Brick.

## KEY QUOTATIONS

*“They require a tight causal link between the defendant’s anticompetitive conduct, the effect on U.S. commerce, and the ultimate antitrust injury.” (21)*

*“It is enough to show that NHK’s actions had a direct, substantial, and reasonably foreseeable effect on domestic commerce by fixing prices of suspension assemblies sold here.” (24)*

*“Seagate’s theory, in contrast, is rooted in the certainty of binding pricing contracts—not the complex vagaries of the global pricing market.” (26)*

*“Tenuous or speculative injuries will not pass this test.” (31)*

## FACTUAL BACKGROUND

NHK Spring participated in a global conspiracy to fix prices of hard-disk-drive suspension assemblies and pleaded guilty to criminal price-fixing under the Sherman Act. Seagate's foreign entities bought most of the suspension assemblies outside the United States, incorporated them into hard drives overseas, and ultimately shipped the finished hard drives to the United States or elsewhere. Pricing was negotiated in the United States by Seagate Technology LLC's Commodities Management Team through master supply agreements and quarterly requests for quotations, while the foreign Seagate entities allegedly lacked authority over the price, quantity, or timing of their orders and followed the U.S.-negotiated pricing.

## PROCEDURAL HISTORY

Seagate sued NHK in the Northern District of California under the Sherman Act, state antitrust statutes, and common-law contract theories after NHK pleaded guilty to criminal price-fixing. The district court initially denied summary judgment as to some purchases, then reconsidered and granted NHK's partial summary-judgment motion in full, concluding that the Foreign Trade Antitrust Improvements Act barred claims based on foreign purchases. The district court also denied leave to add indirect-purchaser claims and certified its orders for interlocutory appeal.

## DISPOSITION

vacated

## REMAND INSTRUCTIONS

Vacate the district court's May 15, 2023 and November 17, 2023 orders granting partial summary judgment for NHK. Remand for the district court to determine whether Seagate adduced sufficient evidence that the U.S.-negotiated RFQ prices directly and proximately caused the foreign entities' overcharges, to assess related factual questions concerning Seagate Singapore and pricing control, and to consider whether Seagate Technology LLC has a viable indirect-purchaser claim under Illinois Brick.

## CASES CITED

- United States v. NHK Spring Co. Ltd., No. 2:19-cr-20503 (E.D. Mich. Jan. 31, 2020)
- In re Hard Disk Drive Suspension Assemblies Antitrust Litigation, No. 19-md-02918, 2023 WL 3483242 (N.D. Cal. May 15, 2023)

- In re Hard Disk Drive Suspension Assemblies Antitrust Litigation, 2023 WL 8007985 (N.D. Cal. Nov. 17, 2023)
- In re Dynamic Random Access Memory (DRAM) Antitrust Litigation, 546 F.3d 981 (9th Cir. 2008)
- Desire, LLC v. Manna Textiles, Inc., 986 F.3d 1253, 1259 (9th Cir. 2021)
- Delta Savings Bank v. United States, 265 F.3d 1017, 1021 (9th Cir. 2001)
- Rivera v. NIBCO, Inc., 364 F.3d 1057, 1063 (9th Cir. 2004)
- Hartford Fire Insurance Co. v. California, 509 U.S. 764, 796 n.23 (1993)
- United States v. LSL Biotechnologies, 379 F.3d 672, 677-81 (9th Cir. 2004)
- F. Hoffmann-La Roche Ltd. v. Empagran S.A., 542 U.S. 155, 161-68, 174-75 (2004)
- United States v. Hui Hsiung, 778 F.3d 738, 743, 753-60 (9th Cir. 2015)
- Motorola Mobility LLC v. AU Optronics Corp., 775 F.3d 816, 820-27 (7th Cir. 2015)
- Empagran S.A. v. F. Hoffmann-La Roche Ltd., 417 F.3d 1267, 1269 (D.C. Cir. 2005)
- Illinois Brick Co. v. Illinois, 431 U.S. 720, 736 n.16 (1977)
- Delaware Valley Surgical Supply Inc. v. Johnson & Johnson, 523 F.3d 1116, 1123 n.1 (9th Cir. 2008)
- In re ATM Fee Antitrust Litigation, 686 F.3d 741, 749 (9th Cir. 2012)