

**UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION
OFFICE OF ADMINISTRATIVE LAW JUDGES**

In the Matter of

**Tapestry Inc.,
a corporation, and**

**Capri Holdings Limited,
a corporation,**

Respondents.

Docket No. 9429

**NON-PARTY SAMSONITE LLC'S CONSENT MOTION
FOR *IN CAMERA* TREATMENT**

Pursuant to 16 C.F.R. § 3.45(b), non-party Samsonite LLC (“Samsonite”) respectfully moves for *in camera* treatment as described herein for the competitively sensitive, confidential business documents and testimonial transcript attached as Exhibit D (the “Confidential Documents”). Samsonite provided the Confidential Documents to Complaint Counsel and to Respondent Counsel Capri Holdings Limited (“Capri”) pursuant to compulsory process. The Confidential Documents have all been designated as “Confidential” under the April 25, 2024 Protective Order Governing Confidential Material (the “Protective Order”) entered by this Court. All of the Confidential Documents contain highly confidential and competitively sensitive information that, if disclosed to the public or Samsonite’s competitors, could cause serious and significant competitive injury to Samsonite. Samsonite therefore respectfully requests that these materials be afforded *in camera* treatment for a period of at least five years. Samsonite has conferred with Complaint Counsel and Counsel for Capri, and the parties consent to Samsonite’s motion.

In support of this Motion, Samsonite incorporates the Declaration of Tumi’s Senior Vice President and Head of Global Product Management, Jennifer Avallon (“Decl.”), attached as Exhibit A.

INTRODUCTION

Samsonite is a wholly owned subsidiary of a publicly traded corporation whose primary business is the manufacture and sale of travel bags, luggage, and accessories. Decl. ¶ 3. Samsonite has received and cooperated with five separate subpoenas and one Civil Investigative Demand in connection with this case.¹ At significant cost and burden, Samsonite has produced hundreds of pages of confidential business documents and generated several customized data reports; and the Senior Vice President and Head of Global Product Management for Samsonite’s affiliate Tumi, Inc. (“Tumi”)² sat for a deposition as the corporate designee of Samsonite. Samsonite has consistently invoked the confidentiality protections afforded it under the Protective Order and the Commission’s statutes and rules. All of the Confidential Documents have been designated as “Confidential” or “Confidential—Business Information.” *Id.* ¶ 12.

Complaint Counsel has indicated that it intends to offer four Samsonite documents into evidence at the Part 3 administrative hearing. *See* Exhibit B. Capri has indicated it intends to offer two Samsonite documents (both of which are also documents designated by Complaint Counsel) and the deposition transcript of Samsonite’s corporate designee into evidence at the Part 3 administrative hearing. *See* Exhibit C.

¹ Samsonite was issued a subpoena *duces tecum* and Civil Investigative Demand on November 24, 2023 by the Federal Trade Commission (“FTC”) under FTC File No. 231-0133. Samsonite was subsequently issued a Subpoena to Produce Documents, Information, or Objects or to Permit Inspection of Premises in a Civil Action on May 14, 2024 by Capri and May 15, 2024 by the FTC. Samsonite was later issued a Subpoena to Testify at a Deposition in a Civil Action on June 18, 2024 by the FTC and on June 27, 2024 by Capri.

² For purposes of this Motion, Samsonite and Tumi are referred to collectively as “Samsonite.”

THE CONFIDENTIAL DOCUMENTS

Samsonite has carefully reviewed the four Samsonite documents and the deposition transcript designated to be offered into evidence. In undertaking this review, Samsonite not only endeavored to identify those documents that are truly secret and material to Samsonite's business, but moreover differentiated between documents that are secret and material in full from those that are only secret and material in part. Based upon this review, Samsonite seeks *in camera* treatment in full for four of the Confidential Documents. Specifically, Samsonite seeks *in camera* treatment in full for PX3026/DX0324; PX3027; PX3096/DX0325; and DX0935. Samsonite seeks *in camera* treatment in part for PX3028. The table below notes Samsonite's requests for *in camera* treatment of the five Confidential Documents.

Exhibit No.	Description	Date	Bates-Begin	Bates-End	Portion of Exhibit for <i>In Camera</i> Treatment
PX3026, DX0324	Tumi Presentation: Women's Intensification & Working Session	10/25/2023	SAMS-FTC-0000169	SAMS-FTC-0000241	<i>In camera</i> treatment requested in full.
PX3027	Euromonitor International Report compiled for Tumi: Growth Opportunities in Bags and Luggage	10/2023	SAMS-FTC-0000311	SAMS-FTC-0000548	<i>In camera</i> treatment requested in full.
PX3028	Samsonite, LLC Objections and Responses to Subpoena and CID	1/5/2024			PX3028-008; PX3028-015 to 020; and PX3028-021 to 024.

PX3096, DX0325	Tumi Presentation: Women's Intensification Product Strategy	12/15/2023	SAMS- FTC- 0000552	SAMS- FTC- 0000553	<i>In camera</i> treatment requested in full.
DX0935	Deposition Transcript of Jennifer Avallon	7/23/2024			<i>In camera</i> treatment requested in full. ³

ARGUMENT

A. Legal Standard

Pursuant to Rule 3.45(b), *in camera* treatment is appropriate if “public disclosure will likely result in a clearly defined, serious injury to the person, partnership or corporation requesting in camera treatment.” 16 C.F.R. § 3.45(b). *In camera* treatment may be afforded to any business documents that are “sufficiently secret and sufficiently material to [the applicant’s] business that disclosure would result in serious competitive injury.” *In re Jerk, LLC*, 2015 FTC LEXIS 39, at *2 (Feb. 23, 2015) (quoting *In re General Foods Corp.*, 1980 FTC LEXIS 99, at *10 (Mar. 10, 1980)). To demonstrate a likelihood of serious competitive injury, the applicant must show that “the documents in question are secret and material to the applicant’s business and would less likely be produced if it were known that they had to be publicly disclosed.” *In re Bristol-Myers Co.*, 1977 FTC LEXIS 25, at *4 (Nov. 11, 1977). “The likely loss of business advantages is a good example of a ‘clearly defined, serious injury.’” *In re Hoechst Marion Roussel, Inc.*, 2000 FTC

³ Samsonite respectfully requests *in camera* treatment in full for DX0935 because the overwhelming majority of that transcript contains secret and material business information. However, if the Court declines to afford *in camera* treatment to DX0935 in full, then Samsonite respectfully requests *in camera* treatment for the following portions of that transcript: Lines 22:11-29:3; 31:10-34:3; 34:12-34:17; 35:11-36:21; 39:23-42:4; 43:17-44:7; 45:6-46:24; 47:18-48:10; 49:1-56:24; 57:14-58:2; 58:12-61:6; 62:4-66:11; 67:16-74:8; 83:3-83:17; 84:6-84:13; 87:25-91:16; 103:19-105:4; 106:7-106:12; 109:22-110:7; 110:20-111:1; 111:7-111:23; 112:14-114:7; 115:12-120:17; 125:6-126:9; 127:20-128:25.

LEXIS 138, at *6 (Sept. 19, 2000) (citation omitted). Courts generally attempt “to protect confidential business information from unnecessary airing.” *In re H.P. Hood & Sons, Inc.*, 1961 FTC LEXIS 368, at *11–12 (1961).

The Court considers six factors in making its determination:

(1) the extent to which the information is known outside of [the applicant’s] business; (2) the extent to which it is known by employees and others involved in [the] business; (3) the extent of measures taken by [the applicant] to guard the secrecy of the information; (4) the value of the information to [the applicant] and to [its] competitors; (5) the amount of effort or money expended by [the applicant] in developing the information; (6) the ease or difficulty with which the information could be properly acquired or duplicated by others.

In re Bristol-Myers Co., 1977 FTC LEXIS 25, at *5. The first three of these factors consider the secrecy of the information for which *in camera* treatment is sought, and the last three consider the materiality of the information.

B. The Confidential Documents Contain Samsonite’s Business Secrets.

The Confidential Documents consist of several categories of Samsonite’s secret business information: Samsonite’s internal business presentations; its internal product information and data and cost analyses; and testimony from Tumi’s Senior Vice President and Head of Global Product Management about Samsonite’s business. Decl. ¶¶ 17–24. Each of these categories contains Samsonite’s competitively sensitive business secrets. *Id.* Samsonite’s corporate policy is not to share its business secrets with customers or suppliers—much less to share them with Samsonite’s competitors or the general public. *Id.* ¶ 12–15. Even internally within Samsonite, Samsonite limits the disclosure of its information about strategies, forecasts, and business plans to Samsonite employees on a need-to-know basis. *Id.* Samsonite also takes steps to require its employees to keep Samsonite’s information confidential, because the Confidential Documents are material to

the business and would cause a serious competitive injury to Samsonite if they became public. *Id.*; *Jerk*, 2015 FTC LEXIS at *2.

When requested to provide the Confidential Documents to Complaint Counsel and Capri in connection with this matter, Samsonite only did so under compulsory process, and it invoked the confidentiality protections afforded under the Protective Order and the Commission's statutes and rules. Among other things, Samsonite's testimony, documents, and data were designated as "Confidential" and/or "Confidential—Business Information." Decl. ¶ 12. But for the confidentiality protections, Samsonite would have resisted producing the Confidential Documents to Complaint Counsel, and it would have refused to produce the Confidential Documents to Capri. *Id.* ¶ 26.

In short, the information in the Confidential Documents is not known outside of Samsonite's business (except for certain materials prepared for Samsonite by third parties which are kept confidential by those third parties). Even within Samsonite, the information is kept on a limited, need-to-know basis. *Bristol-Myers*, 1977 FTC LEXIS at *5. The Confidential Documents were only released under compulsory process and subject to the Protective Order. Accordingly, the Confidential Documents are business secrets, and *in camera* treatment is necessary to ensure that they remain so.

C. Disclosure of the Confidential Documents Would Cause Samsonite Serious Competitive Harm.

It would cause Samsonite serious harm if the Confidential Documents were released to the public or to Samsonite's competitors. Samsonite's internal business presentations contain Samsonite's internal market analyses, business strategies, and other highly sensitive competitive intelligence. Decl. ¶¶ 17–24. If disclosed publicly, these materials would enable Samsonite's competitors to obtain Samsonite's market knowledge and strategies. *Id.*

on a need-to-know basis so that Samsonite can remain competitive. *Id.* The overwhelming majority of the deposition reveals competitively sensitive and material information. Of note, Samsonite has a pending motion requesting that the entirety of the deposition remain under seal in the District Court of the Southern District of New York.¹⁶

The information in the Confidential Documents is extremely valuable to Samsonite. If disclosed publicly, Samsonite would lose business advantages against competitors and other business partners, suffering serious injury. *In re Hoechst*, 2000 FTC LEXIS at *6. The Confidential Documents also contain business information that has been developed by Samsonite through the expenditure of significant time and expense. Decl. ¶ 19–23. Accordingly, *in camera* treatment of the Confidential Documents is necessary to protect Samsonite from serious competitive harm.

D. Samsonite’s Status As A Third Party Weighs in Favor of *In Camera* Treatment.

As one final consideration, the Commission has recognized that, “[a]s a policy matter, extensions of confidential or *in camera* treatment in appropriate cases involving third party bystanders encourages cooperation with future adjudicative discovery requests.” *In re Kaiser Aluminum & Chemical Corp.*, 1984 FTC LEXIS 60, *2–*3 (May 25, 1984). Here, where Samsonite—a company that sells handbags in the marketplace, like both Tapestry and Capri — has duly and timely complied in good faith with five subpoenas and one civil investigative demand at great cost and effort, and in reliance of the confidentiality provisions of the Protective Order and

¹⁶ As noted above, if this Court declines to afford *in camera* treatment to DX0935 in full, then Samsonite respectfully requests *in camera* treatment for the following portions of that transcript: Lines 22:11-29:3; 31:10-34:3; 34:12-34:17; 35:11-36:21; 39:23-42:4; 43:17-44:7; 45:6-46:24; 47:18-48:10; 49:1-56:24; 57:14-58:2; 58:12-61:6; 62:4-66:11; 67:16-74:8; 83:3-83:17; 84:6-84:13; 87:25-91:16; 103:19-105:4; 106:7-106:12; 109:22-110:7; 110:20-111:1; 111:7-111:23; 112:14-114:7; 115:12-120:17; 125:6-126:9; 127:20-128:25.

the Commission's rules, Samsonite's request for *in camera* treatment "deserve[s] special solicitude." *Id.* at *2.

E. The Confidential Documents Should Be Afforded *In Camera* Treatment For At Least Five Years.

Samsonite respectfully submits that the information contained in the Confidential Documents—including sales, price, and strategies for the future—deserves no less than five years *in camera* treatment. See *In re 1-800 Contacts*, 2017 FTC Lexis 55, at *9 (2017) (determining that documents that contain evaluations of market factors, company advantages, disadvantages, and risks, and review future strategic plans are entitled to *in camera* treatment of five years); *In re Otto Bock Healthcare N. Am., Inc.*, No. 9378, 2018 FTC LEXIS 111, at *22–23, *41 (July 6, 2018) (providing *in camera* treatment for five years for documents relating to pricing, cost, sales, business presentations, data analysis, and testimony); *In re Tronox Ltd.*, 2018 FTC LEXIS 78, at *14–*25 (May 15, 2018) (affording ten-year *in camera* treatment to business documents); *In re E.I. DuPont de Nemours & Co.*, 1990 FTC LEXIS 134, at *5–*6 (same).

RELIEF REQUESTED

Samsonite respectfully requests that the Confidential Documents be granted *in camera* treatment for at least five years.

Additionally, Samsonite respectfully requests that any party that offers any Samsonite documents for which *in camera* treatment has been granted into evidence first specify on the record that such documents have been granted such treatment and limit any discussion of such documents to an *in camera* session. Finally, Samsonite respectfully requests that all of its documents for which *in camera* treatment is granted also continue to be treated as confidential under the Protective Order, such that they may only be disclosed to those persons identified in Paragraph 7

of the Protective Order. *See generally In re Tronox Ltd.*, 2018 FTC LEXIS 78, at *33-*34 (granting these same conditions).

Dated: September 9, 2024

Respectfully submitted,

s/ Mark C. Grundvig
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Counsel for Samsonite LLC

STATEMENT REGARDING MEET AND CONFER

The undersigned certifies that counsel for Non-party Samsonite LLC (“Samsonite”) notified Complaint Counsel via email on September 5, 2024 that it would be seeking *in camera* treatment of the Confidential Documents. Complaint Counsel indicated that they would not object to Samsonite’s motion. Separately, Respondent Counsel in its evidentiary notice (Exhibit C) informed Samsonite that it would not object to Samsonite’s motion.

Dated: September 9, 2024

s/ Mark C. Grundvig

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Counsel for Samsonite LLC

CERTIFICATE OF SERVICE

I hereby certify that on September 9, 2024, I filed the foregoing document electronically using the FTC's E-Filing System, which will send notification of such filing to:

April Tabor
Secretary
Federal Trade Commission
600 Pennsylvania Ave., NW, Rm. H-113
Washington, D.C. 20580
electronicfilings@ftc.gov

The Honorable Dania L. Ayoubi
Office of Administrative Law Judges
Federal Trade Commission
600 Pennsylvania Ave., NW, Rm. H-110
Washington, D.C. 20580
ojl@ftc.gov

I also certify that I caused the foregoing document to be served via email to:

Peter Colwell
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Dated: September 9, 2024

By: s/ Mark C. Grundvig
Mark C. Grundvig

Counsel for Non-Party Samsonite LLC

**UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION
OFFICE OF ADMINISTRATIVE LAW JUDGES**

In the Matter of

Tapestry, Inc., a corporation, and

Capri Holdings Limited, a corporation,

Respondents.

Docket No. 9429

[PROPOSED] ORDER

Upon consideration of Samsonite LLC’s Consent Motion for *In Camera* Treatment (“Consent Motion”) and 16 C.F.R. §3.45, it is HEREBY ORDERED that exhibits PX3026/DX0324, PX3027, PX3096/DX0325, and DX0935 be afforded *in camera* treatment in their entirety for a period of five years from the date of this order. The motion is also GRANTED for five years as to the excerpts requested within exhibit PX3028.

At the time any of the above referenced exhibits is offered into evidence, the parties shall first specify on the record that such documents have been granted *in camera* treatment and limit any discussion of such documents to an *in camera* session.

ORDERED:

The Honorable Dania L. Ayoubi
Administrative Law Judge

Date: _____

EXHIBIT A

**UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION
OFFICE OF ADMINISTRATIVE LAW JUDGES**

In the Matter of

Tapestry, Inc., a corporation, and

Capri Holdings Limited, a corporation,

Respondents.

Docket No. 9429

DECLARATION OF JENNIFER AVALLON

I, Jennifer Avallon, hereby declare as follows:

1. I am over eighteen years of age and am competent to testify. I make this declaration pursuant to Federal Trade Commission Rules of Practice § 3.45 and § 4.10(g), in connection with Non-Party Samsonite LLC's Motion for *In Camera* Treatment (the "Motion"). This declaration is based upon certain business records of Samsonite LLC and its affiliate Tumi, Inc. (collectively, "Samsonite") and on my own personal knowledge.

2. At Samsonite, I serve as the Senior Vice President and Head of Global Product Management for Tumi, Inc. ("Tumi").

3. Samsonite is a wholly owned subsidiary of a publicly traded corporation whose primary business is the manufacture and sale of travel bags, luggage, and other travel or personal accessories, such as wallets or wristlets. Samsonite LLC is operates the brands Lipault, Hartmann, American Tourister, Gregory, and High Sierra in the United States. Samsonite also has an affiliate, Tumi, which is also in the luggage, backpacks, bags, and accessories industry. For purposes of this Declaration, I will refer to Samsonite and Tumi collectively as "Samsonite."

4. Complaint Counsel and Respondent Counsel in the above-captioned matter have advised Samsonite that they intend to use certain documents and testimony relating to Samsonite

as potential trial exhibits for the upcoming administrative hearing in the above-referenced matter. As explained in the Motion, Samsonite is seeking *in camera* treatment for certain of these documents contained in Exhibit D to the Motion and addressed herein (the “Confidential Documents”).

5. I have reviewed and am familiar with the Confidential Documents contained in Exhibit D.

6. The Confidential Documents consist of (i) certain documents that Samsonite produced in response to subpoenas and/or civil investigative demands issued by one or more of the parties in the above-captioned matter, (ii) the transcript of my July 23, 2024 deposition, where I served as corporate designee of Samsonite pursuant to Federal Rule of Civil Procedure 30(b)(6), which Samsonite gave pursuant to subpoenas *ad Testificandum* issued by both Complaint and Respondent’s Counsel; and (iii) Samsonite’s Objections and Responses to the FTC’s subpoena *duces tecum* and civil investigative demand.

7. Given my position at Samsonite, I am broadly and personally knowledgeable about the competitive significance to Samsonite of the information contained in the Confidential Documents.

8. Based on my review of the Confidential Documents, my knowledge of Samsonite’s business, and my familiarity with the confidentiality that Samsonite ascribes to this type of information, I have determined that the disclosure of the Confidential Documents to the public or to Samsonite’s customers, suppliers, or competitors would cause serious, and in certain cases irreparable, harm to Samsonite.

9. The Confidential Documents include highly sensitive business strategy and business information about Samsonite, such that if they became public, Samsonite would be

significantly harmed in its ability to compete in the luggage, bag, and accessories industries.

10. The Confidential Documents also include business information that Samsonite has developed at significant time, energy, and cost. The Confidential Documents also include confidential business information—like information about Samsonite’s future strategic plans and granular detail about Samsonite-specific customer preferences, types, and profiles—that are highly secret, material, and sensitive to the Company.

11. The confidential information contained in the Confidential Documents includes non-public information about Samsonite’s business that, given its importance to Samsonite, is material to the business. Additionally, Samsonite is a subsidiary of a publicly traded corporation. Having these documents be released publicly could cause significant harm to shareholders. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Accordingly, Samsonite places a high priority on protecting its confidential information, and takes significant measures as noted below to protect against any unauthorized disclosure of its material, non-public business formation.

Samsonite’s Commitment to Protecting the Confidentiality of Proprietary Information

12. All of the documents for which Samsonite seeks *in camera* treatment were provided or produced to Complaint Counsel and to Respondent Counsel in response to compulsory process served on Samsonite. In producing these Confidential Documents to Complaint Counsel and to Respondent Counsel, Samsonite specifically invoked its rights under the Rules of the Federal

Trade Commission, the April 25, 2024 Protective Order Governing Confidential material in the above-captioned matter (the “Protective Order”), and/or the protective order entered by the U.S. District Court for the Southern District of New York. More specifically:

- a. All documents with a Bates label beginning with “SAMS-FTC” are documents that Samsonite produced to Complaint Counsel during the course of Complaint Counsel’s investigation. These documents were produced pursuant to compulsory process—specifically, in response to a civil investigative demand and a subpoena *duces tecum*. At that time, they were designated as “Confidential – Business Information.”
- b. Each page of Samsonite’s Objections and Responses to the FTC’s subpoena *duces tecum* and civil investigative demand are designated “Confidential—Business Information.”
- c. The deposition testimony was designated, at the time it was taken, as “Confidential” under the Protective Order.

13. Samsonite takes the confidentiality of its business and strategic information very seriously and has strict policies in place to protect the confidentiality of information, including information contained in the Confidential Documents, as discussed in more detail below. Few people within Samsonite have access to the sort of competitively sensitive information reflected in the Confidential Documents. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

14. It is Samsonite’s policy not to divulge in the ordinary course of business any of the information contained in the Confidential Documents to any of its customers or suppliers, much less to any of Samsonite’s competitors or to the general public. Samsonite considers information in the Confidential Documents to be critical both to its internal business practices as well as to Samsonite’s ability to compete in the luggage, travel, and handbag spaces.

15. Samsonite has not released or disclosed any of the confidential information contained in the Confidential Documents in its filings or in public or private communications with investors.

16. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

The Confidential Documents

17. Each of the documents for which Samsonite seeks *in camera* treatment contain competitively sensitive, proprietary, confidential business information about [REDACTED]

[REDACTED]

[REDACTED] Samsonite safeguards this information in the ordinary course of business as described in Paragraphs 12 through 16.

18. As described in the Motion, Samsonite seeks *in camera* treatment for five years for the Confidential Documents:

19. Exhibit No.	Description	Date	Bates-Begin	Bates-End	Portion of Exhibit for <i>In Camera</i> Treatment
PX3026, DX0324	Tumi Presentation: Women’s Intensification & Working Session	10/25/2023	SAMS-FTC-0000169	SAMS-FTC-0000241	<i>In camera</i> treatment requested in full.
PX3027	Euromonitor International Report compiled for Tumi: Growth Opportunities in Bags and Luggage	10/2023	SAMS-FTC-0000311	SAMS-FTC-0000548	<i>In camera</i> treatment requested in full.
PX3028	Samsonite, LLC Objections and Responses to Subpoena and CID	1/5/2024			PX3028-008; PX3028-015 to 020; and PX3028-021 to 024.
PX3096, DX0325	Tumi Presentation: Women’s Intensification Product Strategy	12/15/2023	SAMS-FTC-0000552	SAMS-FTC-0000553	<i>In camera</i> treatment requested in full.
DX0935	Deposition Transcript of Jennifer Avallon	7/23/2024			<i>In camera</i> treatment requested in full. ¹

20. **PX3026/DX0324** [REDACTED]

¹ Samsonite respectfully requests *in camera* treatment in full for DX0935 because the overwhelming majority of that transcript contains secret and material business information. However, if the Court declines to afford *in camera* treatment to DX0935 in full, then Samsonite respectfully requests *in camera* treatment for the following portions of that transcript: Lines 22:11-29:3; 31:10-34:3; 34:12-34:17; 35:11-36:21; 39:23-42:4; 43:17-44:7; 45:6-46:24; 47:18-48:10; 49:1-56:24; 57:14-58:2; 58:12-61:6; 62:4-66:11; 67:16-74:8; 83:3-83:17; 84:6-84:13; 87:25-91:16; 103:19-105:4; 106:7-106:12; 109:22-110:7; 110:20-111:1; 111:7-111:23; 112:14-114:7; 115:12-120:17; 125:6-126:9; 127:20-128:25.

[REDACTED]

21. PX3027 [REDACTED]

[REDACTED]

22. PX3028 [REDACTED]

[REDACTED]

23. PX3096, DX0325 [REDACTED]

[REDACTED]

[REDACTED]

24.

[REDACTED]

[REDACTED]


25. DX0935

[REDACTED]

26. If any of the Confidential Documents were to become publicly available, Samsonite would face serious competitive harm. Samsonite would not have been as forthcoming throughout these proceedings if it knew that the Confidential Documents would become publicly available. But for the confidentiality protections of the Protective Order, Samsonite would have resisted producing the Confidential Documents to Complaint Counsel, and it would have refused to produce the Confidential Documents to Capri.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on this 8th day of September, 2024.



Jennifer Avallon

EXHIBIT B

UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION

WASHINGTON, D.C. 20580

Bureau of Competition
Mergers II Division

August 29, 2024

VIA EMAIL TRANSMISSIONSamsonite LLC
Benjamin Dryden & Mark C. Grundvig
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Washington, D.C. 20007
bdryden@foley.com
mark.grundvig@foley.comRE: *In the Matter of Tapestry, Inc. and Capri Holdings Limited*, Docket No. 9429

Dear Benjamin Dryden & Mark C. Grundvig:

By this letter we are providing formal notice, pursuant to Rule 3.45(b) of the Commission's Rules of Practice, 16 C.F.R. § 3.45(b), that Complaint Counsel intends to offer the documents and testimony referenced in the enclosed Attachment A into evidence in the administrative trial in the above-captioned matter. Please let me know if you need copies of the documents and testimony referenced in Attachment A.

The administrative trial is scheduled to begin on September 25, 2024. All exhibits admitted into evidence become part of the public record unless Administrative Law Judge Dania L. Ayoubi grants *in camera* status (i.e., non-public/confidential).

For documents or testimony that include sensitive or confidential information that you do not want on the public record, you must file a motion seeking *in camera* status or other confidentiality protections pursuant to 16 C.F.R. §§ 3.45 and 4.10(g). Judge Ayoubi may order materials, whether admitted or rejected as evidence, be placed *in camera* only after finding that their public disclosure will likely result in a clearly-defined, serious injury to the person, partnership, or corporation requesting *in camera* treatment.

Motions for *in camera* treatment for evidence to be introduced at trial must meet the strict standards set forth in 16 C.F.R. § 3.45 and explained in *In re 1-800 Contacts, Inc.*, 2017 FTC LEXIS 55 (April 4, 2017); *In re Jerk, LLC*, 2015 FTC LEXIS 39 (Feb. 23, 2015); *In re Basic Research, Inc.*, 2006 FTC LEXIS 14 (Jan. 25, 2006). Motions also must be supported by a declaration or affidavit by a person qualified to explain the confidential nature of the material. *In re 1-800 Contacts, Inc.*, 2017 FTC LEXIS 55 (April 4, 2017); *In re North Texas Specialty Physicians*, 2004 FTC LEXIS 66 (Apr. 23, 2004). For your convenience, we included, as links in the cover email, an example of a third-party motion (and the accompanying declaration or

affidavit) for *in camera* treatment that was filed and granted in an FTC administrative proceeding. If you choose to move for *in camera* treatment, you must provide a copy of the document(s) for which you seek such treatment to the Administrative Law Judge. Also, you or your representative will need to file a Notice of Appearance in the administrative proceeding. For more information regarding filing documents in adjudicative proceedings, please see <https://www.ftc.gov/about-ftc/bureaus-offices/office-secretary/document-filing>.

Please be aware that under the current Scheduling Order **the deadline for filing motions seeking *in camera* treatment is September 10, 2024**. A copy of the May 16, 2024 Scheduling Order can be found at [Tapestry/Capri](#). If you have any questions, please feel free to contact me at (202) 677-9486 or pcolwell@ftc.gov.

Sincerely,

/s/ Peter Colwell

Peter Colwell

Counsel Supporting the Complaint

Attachment

**ATTACHMENT A
CONFIDENTIALITY NOTICE**

Ex No.	Description	Date	Bates-Begin	Bates-End
PX3026	TUMI Presentation: Women's Intensification & Working Session	10/25/2023	SAMS-FTC-0000169	SAMS-FTC-0000241
PX3027	TUMI Presentation: Growth opportunities in Bags and Luggage	10/00/2023	SAMS-FTC-0000311	SAMS-FTC-0000548
PX3028	2024.01.05 Samsonite, LLC Objections and Responses to Subpoena and CID	1/5/2024	PX3028-001	PX3028-029
PX3096	Tumi Presentation: Women's Intensification Product Strategy	12/15/2023	SAMS-FTC-0000552	SAMS-FTC-0000553

EXHIBIT C

Beveridge, Jacqueline

From: Pollard, Beatrice R. <BRPollard@wlrk.com>
Sent: Friday, August 30, 2024 6:53 PM
To: Grundvig, Mark C.; Dryden, Benjamin R.
Cc: Golin, Elaine P.; Fish, Brittany A.
Subject: Samsonite Confidential Materials
Attachments: 2024.05.16 - Scheduling Order.pdf; 2024.04.25 - Protective Order Governing Confidential Material.pdf

**** EXTERNAL EMAIL MESSAGE ****

Counsel,

Pursuant to the Scheduling Order and Protective Order *In the Matter of Tapestry Inc., and Capri Holdings Ltd.*, Dkt No. 9439 (attached for reference) and 16 C.F.R. § 3.45(b), we are providing notice that we intend to offer materials or testimony provided by Samsonite as evidence at the FTC’s Part 3 administrative evidentiary hearing beginning on September 25, 2024 in Washington, DC. Accordingly, pursuant to the Scheduling Order in this matter, if a third party wishes *in camera* treatment for a document or transcript that a party intends to introduce into evidence, that third party shall file an appropriate motion with the Administrative Law Judge within ten (10) days after it receives notice of a party’s intent to introduce such material. Respondents will not oppose any proposed *in camera* treatment. The materials and/or testimony included are:

- 1. DX-0325 - SAMS-FTC-0000552
- 2. DX-0324 - SAMS-FTC-0000169
- 3. DX-0935 - Deposition transcript of Jennifer Avallon (Tumi)

Thanks,
Beatrice

Beatrice R. Pollard

Wachtell, Lipton, Rosen & Katz
51 West 52nd Street | New York, NY 10019
+1 (212) 403-1654 (Direct) | +1 (212) 403-2000 (Fax)
BRPollard@wlrk.com | www.wlrk.com

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Please be advised that this transmittal may be a confidential attorney-client communication or may otherwise be privileged or confidential. If you are not the intended recipient, please do not read, copy or re-transmit this communication. If you have received this communication in error, please notify us by e-mail (helpdesk@wlrk.com) or by telephone (call us collect at 212-403-4357) and delete this message and any attachments.

Thank you in advance for your cooperation and assistance.
=====

EXHIBIT D

Exhibit Nos.

**PX3026/DX0324, PX3027,
PX3028, PX3096/DX0325,
and DX0935**

Exhibit No.
PX3026/DX0324

**Confidential – Redacted
in Entirety**

Exhibit No. PX3027

**Confidential – Redacted
in Entirety**

Exhibit No. PX3028

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

Confidential—Business Information

**SAMSONITE, LLC'S OBJECTIONS AND RESPONSES TO
SUBPOENA *DUCES TECUM* AND CIVIL INVESTIGATIVE DEMAND
ISSUED NOVEMBER 24, 2023**

FTC FILE NO. 231-0133

RESPONSE DATED: JANUARY 5, 2024

Samsonite, LLC ("Samsonite") hereby objects and responds to the Subpoena *Duces Tecum* (the "Subpoena") and the Civil Investigative Demand (the "CID"), both dated November 24, 2023, issued by the Federal Trade Commission (the "FTC") in FTC File No. 231-0133.

These Objections and Responses, and the documents and data provided in response to the CID and Subpoena, are designated as "Confidential—Business Information," as they contain information that is extremely sensitive and proprietary to Samsonite and its affiliates. Accordingly, Samsonite respectfully requests that these Objections and Responses, and the documents and data provided in response to the Subpoena and CID, be exempted from public disclosure and treated in a confidential manner in accordance with the statutes, rules, and procedures applicable to the above-referenced matter, including but not limited to 15 U.S.C. § 57b-2(c).

GENERAL OBJECTIONS

a) Samsonite objects to Definitions D7, D15, and D12 of the Subpoena, and corresponding Definitions D6, D14, and D12 of the CID, to the extent that these Definitions purport to define the term "Relevant Product" in a manner that is vague, ambiguous, overbroad, and unduly burdensome, and which does not precisely fit the product categorizations that Samsonite uses in the ordinary course of business. In particular, Samsonite understands from FTC Staff that the term "Relevant Product" is intended to capture products that reasonably compete with the so-called "affordable luxury" segments of Handbags and Small Leather Goods—a line

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and
Civil Investigate Demand, FTC File No. 231-0133

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that is not clearly defined and necessarily requires some level of subjectivity. Samsonite understands that these definitions are not intended to capture—and Samsonite thus has endeavored to exclude from its responses—information about, for instance, backpacks used for schoolbooks or for outdoors activities like hiking. Accordingly, Samsonite has approached the definition of “Relevant Product” in the following manner. First, with respect to Samsonite’s subsidiary Tumi, Inc. (“Tumi”), Samsonite has provided information¹ about the products that Tumi categorizes in the ordinary course of business as “Bags” (which generally corresponds to Handbags) and “Accessories” (which includes, but is not limited to, Small Leather Goods). Samsonite has excluded information about Tumi’s “Travel” category, which comprises luggage and related products. Second, with respect to Samsonite’s SAMSONITE, HARTMANN, and LIPAULT brands, Samsonite has provided information about: (i) all of the products that Samsonite categorizes in the ordinary course of business as pertaining to “Business” (a category that comprises briefcases and related products); and (ii) certain of the products that it categorizes in the ordinary course of business as “Casual” (which generally corresponds to Handbags) and “Personal Accessories” (which generally corresponds to Small Leather Goods), subject to a good-faith determination on an individual, product-by-product basis to identify those products that reasonably meet the definitions in the Subpoena and CID. For these same three brands, Samsonite has excluded both

¹ Tumi is run as a partially independent operating subsidiary of Samsonite, with a dedicated management team and a transactional data system that is separate from the rest of Samsonite. But representatives of both Tumi and the rest of Samsonite worked together in preparing these Objections and Responses, and as used herein no significance should be inferred from statements that any particular information was provided by “Tumi” versus being provided by “Samsonite.” Additionally, for clarity, references to Tumi and Samsonite in their capacities as legal entities are indicated in normal text, while references to TUMI and SAMSONITE in their capacities as brands are indicated with small caps, as are references to Samsonite’s various other brands.

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

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the “Luggage” and “Diversification” categories, which respectively comprise luggage and miscellaneous, non-core products. Finally, Samsonite has altogether excluded from its responses information about its GREGORY brand (which comprises products for outdoors activities like hiking) or its HIGH SIERRA, AMERICAN TOURISTER, and EBAGS brands (all of which are relatively lower-cost items that Samsonite does not consider to fall within the “affordable luxury” segment).

b) Samsonite objects to Definition D13 of the Subpoena and Definition D12 of the CID (“Relevant Area”) as overbroad, unduly burdensome, and not relevant or proportional to the needs of this investigation, insofar as the definitions purport to seek information and documents related to geographies other than the United States. Samsonite maintains separate financial reporting systems for its United States sales than for its sales in the rest of the world,² and it would be highly burdensome for Samsonite to provide information about its non-United States sales. Samsonite further objects to these definitions to the extent they purport to require Samsonite to produce information and documents separately as to each listed geographic region regardless of how such information and documents are tracked or stored in the ordinary course of business. Instead, consistent with how Samsonite maintains sales data in the ordinary course of business, Samsonite is providing transactional data as follows: (i) with respect to the TUMI brand, Samsonite is providing data about sales in the United States and Canada; and (ii) with respect to the SAMSONITE, HARTMANN, and LIPAULT brands, Samsonite is providing data about sales in the United States alone.

² With respect to Tumi, Tumi maintains a separate financial reporting system for its sales in the United States and Canada than for its sales in the rest of the world.

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

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c) Consistent with our discussions to date with FTC Staff, Samsonite's responses to the Subpoena and CID are based upon readily available information collected from Samsonite's records after a reasonable search. Samsonite specifically objects to the Subpoena's requests for "all documents," as well as to any part of the Subpoena and CID that purports to compel Samsonite to provide information or documents that cannot be supplied based on readily available information after a reasonable search, on the grounds that these requests are overbroad, unduly burdensome, unduly cumulative, and disproportional to the needs of this investigation. Despite making a good-faith effort, as a large, global organization, Samsonite makes no representation that the documents it has produced in response to this Subpoena represent "all" documents in Samsonite's possession, custody, or control.

d) Samsonite objects to Definition D1 of the Subpoena and CID ("the Company") as overbroad and unduly burdensome in that the definition includes Samsonite's "parents," "predecessors," "successors," "subsidiaries," "affiliates," "divisions," "partnerships," and "joint ventures" and all "directors," "officers," "employees," "agents," and "representatives" of Samsonite, insofar as the Definition purports to require Samsonite to produce documents and information held or controlled by third parties outside the control of, or unknown to, Samsonite.

e) Samsonite objects to the Subpoena and CID to the extent that they seek information or documents protected by the attorney-client privilege, the attorney work product doctrine, or any other applicable privilege or protection. Nothing contained in these Objections and Responses should be deemed a waiver of the attorney-client privilege, the attorney work product doctrine, or any other applicable privilege or protection. To the contrary, any production of any such privileged or protected information or documents shall be deemed to be inadvertent and shall not be construed as a waiver of any privilege or protection applicable to any information or document.

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and
Civil Investigate Demand, FTC File No. 231-0133

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f) Samsonite objects to the Subpoena and CID to the extent that they seek information or documents that are not in Samsonite's possession, custody, or control, or information or documents that are more appropriately or efficiently obtained from sources other than Samsonite.

g) Samsonite objects to the Subpoena and CID to the extent that they seek information or documents that are not relevant to or otherwise disproportional to the needs of the FTC's investigation.

h) Samsonite objects to the Subpoena and CID to the extent that they are ambiguous, vague, or overbroad.

i) Samsonite objects to the Subpoena and CID to the extent that they purport to call for information or documents that do not presently exist or otherwise purport to require Samsonite to create or convert information or documents into a form in which they do not presently exist. To be clear, in response to the CID, Samsonite has in good faith prepared customized data files in formats that do not exist in the ordinary course of Samsonite's business; however, Samsonite has not endeavored to create new data, *i.e.*, data that does not already exist in a readily accessible format in the ordinary course of Samsonite's business.

j) Samsonite makes these Objections and Responses without waiving or intending to waive, but on the contrary, preserving and intending to preserve: (i) the right to object, on the grounds of privilege, relevance, admissibility, or any other proper grounds, to the use of any information or documents provided herewith for any purpose, in whole or in part, in any subsequent proceeding, including any trial, administrative hearing, investigational hearing, civil discovery, Congressional hearing, or investigative request; (ii) the right to object on any and all grounds, at any time, to any other requests involving or relating, in whole or in part, to the subject

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

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matter of the Subpoena or CID; and (iii) the right at any time to revise, correct, supplement, amend, or clarify any of the Objections or Responses made herein.

k) No incidental or implied admissions are intended by the Objections or Responses provided herein.

Each of these General Objections is specifically incorporated by reference into each Response to each Subpoena and CID Specification stated below. To the extent that a response to any particular Subpoena and CID Specification may include additional specific objections, those specific objections are made in addition to the General Objections, not in lieu of them, and are not intended to limit, modify, or waive any of the General Objections. Moreover, Samsonite reserves all other objections not listed herein and reserves the right to supplement or amend these objections at any time.

Finally, Samsonite states that all information and documents provided in response to the Subpoena and CID are designated as “Confidential—Business Information,” and are to be treated as highly confidential and exempt from public disclosure and from any requests under the Freedom of Information Act. Samsonite requests that its undersigned counsel be notified before any information or documents provided in response to the Subpoena or CID are further disclosed to any other federal, state, or foreign government agency, and requests that any such further disclosure be subject to confidentiality protections that are no less strict than the confidentiality protections that already apply to the above-referenced matter. Finally, Samsonite also requests that its undersigned counsel be notified before any information or documents provided in response to the Subpoena or CID are further disclosed to any representatives of Tapestry, Inc., Capri Holdings Limited, or their affiliates.

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

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RESPONSES AND OBJECTIONS TO SUBPOENA SPECIFICATIONS

SUBPOENA SPECIFICATION 1:

Submit all documents relating to the Company's revenues, costs, and margins for any Relevant Product, including, but not limited to, costs of goods sold; distribution costs; advertising and promotional costs; corporate, regional or other overhead costs that are allocated back; production cost variances; and gross margin.

RESPONSE TO SUBPOENA SPECIFICATION 1:

Samsonite incorporates by reference its General Objections. Samsonite further objects to Subpoena Specification 1 on the grounds that the request for "all documents" is overbroad, unduly burdensome, unduly cumulative, and disproportional to the needs of this investigation. Samsonite further objects to Subpoena Specification 1 on the grounds that the request for documents about Samsonite's "revenues, costs, and margins for any Relevant Product" is unduly burdensome, disproportional to the needs of this investigation, and unduly cumulative with the extensive transactional data Samsonite is hereby providing in response to the CID.

Subject to and without waiving these objections, Samsonite has produced those documents responsive to Subpoena Specification 1 that have been identified from a reasonable search of readily available information. In addition, Samsonite incorporates by reference the voluminous transactional data it is providing in response to the CID.

SUBPOENA SPECIFICATION 2:

Submit all documents relating to the Company's Plans, strategies, and projections relating to the manufacturing, licensing, procurement or sale of any Relevant Product in the Relevant Area, including, but not limited to, business Plans; sales Plans; short-term and long-term strategies and objectives; budgets and financial projections and models; including memoranda, reports, and

Samsonite, LLC’s Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

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presentations to management committees, executive committees, and boards of directors.

RESPONSE TO SUBPOENA SPECIFICATION 2:

Samsonite incorporates by reference its General Objections. Samsonite further objects to Subpoena Specification 2 on the grounds that the request for “all documents” is overbroad, unduly burdensome, unduly cumulative, and disproportional to the needs of this investigation. Samsonite further objects to Definition D9 (“Plans”) in the Subpoena as vague, ambiguous, overbroad, unduly burdensome, and not relevant or proportional to the needs of the investigation in that the definition seeks “tentative and preliminary proposals, recommendations, or considerations,” even if not finalized or adopted, as this could involve any number of routine business communications, which would require an unreasonable and disproportionately burdensome search of Samsonite’s business records. [REDACTED]

[REDACTED]

SUBPOENA SPECIFICATION 3:

Submit all documents relating to the Company’s assessment of competition in the manufacture, wholesale sale, and retail sale of

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

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any Relevant Product in the Relevant Area, including, but not limited to, documents relating to: (a) the market share or competitive position of the Company or any of its competitors; (b) the relative strengths or weaknesses of any competitors; (c) the product mix of the Company or any of its competitors; (d) supply and demand conditions; (e) attempts to gain or retain Customers, including the relative strength of any of the Company's relationships with distributors or retailers, or the importance of access to certain distribution or retail channels; (f) any actual or potential effect on the supply, demand, cost, or price of any Relevant Product as a result of competition; and (g) consumer purchasing habits or preferences.

RESPONSE TO SUBPOENA SPECIFICATION 3:

Samsonite incorporates by reference its General Objections. Samsonite further objects to Subpoena Specification 3 on the grounds that the request for "all documents" is overbroad, unduly burdensome, unduly cumulative, and disproportional to the needs of this investigation.

Subject to and without waiving these objections, Samsonite has produced those documents responsive to Subpoena Specification 3 that have been identified from a reasonable search of readily available information.

By way of further response, Samsonite incorporates by reference its response to Subpoena Specification 2.

SUBPOENA SPECIFICATION 4:

Submit all documents relating to any consumer research or consumer surveys, prepared by or for the Company or any Person, regarding any Relevant Product sold or manufactured in any Relevant Area.

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

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RESPONSE TO SUBPOENA SPECIFICATION 4:

Samsonite incorporates by reference its General Objections. Samsonite further objects to Subpoena Specification 4 on the grounds that the request for “all documents” is overbroad, unduly burdensome, unduly cumulative, and disproportional to the needs of this investigation.

Subject to and without waiving these objections, Samsonite has produced those documents responsive to Subpoena Specification 4 that have been identified from a reasonable search of readily available information.

By way of further response, Samsonite incorporates by reference its response to Subpoena Specification 2.

SUBPOENA SPECIFICATION 5:

Submit all documents relating to the Company's assessments or comparisons of any Wholesale Customer for any Relevant Product, including but not limited to assessments or comparisons of a Wholesale Customer's: competitors, product offering, product quality, brand reputation, store count, store locations, in-store environment, customer service, e-commerce capabilities, marketing capabilities, prices, rebates, cooperative advertising funds, or discounts.

RESPONSE TO SUBPOENA SPECIFICATION 5:

Samsonite incorporates by reference its General Objections. Samsonite further objects to Subpoena Specification 5 on the grounds that the request for “all documents” is overbroad, unduly burdensome, unduly cumulative, and disproportional to the needs of this investigation.

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

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Subject to and without waiving these objections, Samsonite has produced those documents responsive to Subpoena Specification 5 that have been identified from a reasonable search of readily available information.

By way of further response, Samsonite incorporates by reference its response to Subpoena Specification 2.

SUBPOENA SPECIFICATION 6:

Submit all documents relating to the Company's assessment of various sales channels, including, but not limited to, the relative strengths and weaknesses of selling directly to the consumer, selling through a retailer and/or Wholesale Customer, and selling in-store as compared to online.

RESPONSE TO SUBPOENA SPECIFICATION 6:

Samsonite incorporates by reference its General Objections. Samsonite further objects to Subpoena Specification 6 on the grounds that the request for "all documents" is overbroad, unduly burdensome, unduly cumulative, and disproportional to the needs of this investigation.

Subject to and without waiving these objections, Samsonite has produced those documents responsive to Subpoena Specification 6 that have been identified from a reasonable search of readily available information.

By way of further response, Samsonite incorporates by reference its response to Subpoena Specification 2.

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

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SUBPOENA SPECIFICATION 7:

Submit all documents relating to the Company's communications, evaluations, or assessments relating to the effects of Tapestry's acquisition of Kate Spade in 2017, including, but not limited to, effects of the acquisition on competition for the sale of any Relevant Product in the Relevant Area or effects on the Company.

RESPONSE TO SUBPOENA SPECIFICATION 7:

Samsonite incorporates by reference its General Objections. Samsonite further objects to Subpoena Specification 7 on the grounds that the request for "all documents" is overbroad, unduly burdensome, unduly cumulative, and disproportional to the needs of this investigation.

Subject to and without waiving these objections, after a reasonable search of readily available information, Samsonite has not identified any documents in its care, custody, or control that are responsive to Specification 7.

SUBPOENA SPECIFICATION 8:

Submit all documents relating to the Proposed Transaction, including, but not limited to, any Company documents, Plans, or analysis relating to such a transaction, and any communications with Tapestry or Capri about the Proposed Transaction.

RESPONSE TO SUBPOENA SPECIFICATION 8:

Samsonite incorporates by reference its General Objections. Samsonite further objects to Subpoena Specification 8 on the grounds that the request for "all documents" is overbroad, unduly burdensome, unduly cumulative, and disproportional to the needs of this investigation.

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and
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Subject to and without waiving these objections, Samsonite has produced those documents responsive to Subpoena Specification 8 that have been identified from a reasonable search of readily available information.

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RESPONSES AND OBJECTIONS TO CID SPECIFICATIONS

CID SPECIFICATION 1:

List each Relevant Product manufactured, sold, or provided by the Company in the Relevant Area since January 1, 2020, and for each:

- a. Provide a description of the product;
- b. State the brand name of the product;
- c. Provide any SKU, UPC, or other product number;
- d. State whether the product is made of leather;
- e. State the list price(s), absent discounts, for 2022;
- f. State the average unit price for 2022;
- g. State the average gross margin for 2022 (and the method of computation);
- h. State whether the product is subject to manufacturer pricing guidance (e.g., a suggested retail price, minimum advertised price, or unilateral pricing policy) and describe the nature and amount of the manufacturer pricing guidance;
- i. State whether the product is a private label item for any Person (aside from the Company);
- j. Describe each sales channel the Company uses to sell each Relevant Product, including, but not limited to, full price brick and mortar store, off-price brick and mortar store, full price online retail, off-price online retail, and Wholesale Customer; and
- k. For each sales channel provided in response to Specification 1(j), describe the company's strategy and rationale for using that sales channel.

RESPONSE TO CID SPECIFICATION 1:

Samsonite incorporates by reference its General Objections.

Subject to and without waiving these objections, based on a good-faith analysis of readily available information, Samsonite hereby submits various data files in response to CID Specifications 1, 2, 3, 4, 5, and 6, collectively.

By way of explanation, Samsonite states that in the ordinary course of business, Samsonite maintains separate transactional data for its TUMI brand, on the one hand, and for its non-TUMI brands which, as explained in General Objection (a), are for present purposes

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[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and
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[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

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[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

CID SPECIFICATION 4:

Submit an electronic spreadsheet listing, for each store identified in response to Specification 3, for each SKU of Relevant Product identified in response to Specification 1, and for each Relevant Area, and provide on a monthly basis from January 1, 2020 forward:

- a. Store identifier;
- b. Total Sales revenue;
- c. Total promotional discount; and
- d. Unit Sales (i.e., quantity of each item sold).

[REDACTED]

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

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RESPONSE TO CID SPECIFICATION 4:

Samsonite incorporates by reference its General Objections. Subject to and without waiving these objections, Samsonite hereby incorporates by reference its responses to CID Specifications 1 and 3, from which information responsive to CID Specification 4 may be derived.

CID SPECIFICATION 5:

Submit an electronic spreadsheet listing, for each Wholesale Customer of any Relevant Product, for each SKU of Relevant Product identified in response to Specification 1, and for each Relevant Area, and provide on a monthly basis from January 1, 2020 forward:

- a. Wholesale Customer identifier;
- b. Total Sales revenue;
- c. Total promotional discount; and
- d. Unit Sales (i.e., quantity of each item sold).

RESPONSE TO CID SPECIFICATION 5:

Samsonite incorporates by reference its General Objections. Subject to and without waiving these objections, Samsonite hereby incorporates by reference its response to CID Specification 1, from which information responsive to CID Specification 5 may be derived.

CID SPECIFICATION 6:

Submit an electronic spreadsheet listing, for all online retail Sales of the Company for each SKU of Relevant Product identified in response to Specification 1, and for each Relevant Area, and provide on a monthly basis from January 1, 2020 forward:

- a. The name of the website used for Sales;
- b. Nature of the type of website (e.g. outlet, full price);
- c. Total Sales revenue, stated separately for full price and outlet online retail Sales;
- d. Total promotional discount; and
- e. Unit Sales (i.e., quantity of each item sold), stated separately for full price and outlet online retail Sales.

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

Confidential—Business Information

RESPONSE TO CID SPECIFICATION 6:

Samsonite incorporates by reference its General Objections. Subject to and without waiving these objections, Samsonite hereby incorporates by reference its response to CID Specification 1, from which information responsive to CID Specification 6 may be derived.

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and Civil Investigate Demand, FTC File No. 231-0133

Confidential—Business Information

CERTIFICATION OF COMPLIANCE – Subpoena *Duces Tecum*


I, Donald Walden, certify the following with respect to the Federal Trade Commission's ("FTC")

Subpoena *Duces Tecum* directed to Samsonite, LLC (FTC File No. 231-0133) (the "SDT"):

1. The Company has identified all documents ("responsive information") in the Company's possession, custody, or control responsive to the SDT and either:
 - a. Provided such responsive information to the FTC; or
 - b. For any responsive information not provided, given the FTC written objections setting forth the basis for withholding the responsive information.
2. I verify that the responses to the SDT are complete and true and correct to my knowledge.

I certify under penalty of perjury that the foregoing is true and correct.

Date: 1/4/24



Donald Walden
Senior Vice President and Chief Financial Officer of the
Americas, Samsonite LLC

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and
Civil Investigate Demand, FTC File No. 231-0133

Confidential—Business Information

CERTIFICATION OF COMPLIANCE – Civil Investigative Demand

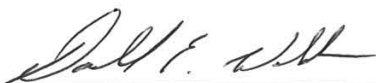
I, Donald Walden, certify the following with respect to the Federal Trade Commission's ("FTC")

Civil Investigative Demand directed to Samsonite, LLC (FTC File No. 231-0133 (the "CID")):

1. The Company has identified all documents, information, and/or tangible things ("responsive information") in the Company's possession, custody, or control responsive to the CID and either:
 - a. Provided such responsive information to the FTC; or
 - b. For any responsive information not provided, given the FTC written objections setting forth the basis for withholding the responsive information.
2. I verify that the responses to the CID are complete and true and correct to my knowledge.

I certify under penalty of perjury that the foregoing is true and correct.

Date: 1/4/24



Donald Walden
Senior Vice President and Chief Financial Officer of the
Americas, Samsonite LLC

PUBLIC

Samsonite, LLC's Objections and Responses to Subpoena *Duces Tecum* and
Civil Investigate Demand, FTC File No. 231-0133

Confidential—Business Information

AS TO OBJECTIONS:

Dated: January 5, 2024

Respectfully submitted,

/s/ Benjamin R. Dryden

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Attorney for Samsonite, LLC

Exhibit No.
PX3096/DX0325

**Confidential – Redacted
in Entirety**

Exhibit No. DX0935

**Confidential – Redacted
in Entirety**