

**PUBLIC**

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

In the Matter of

Tapestry, Inc.,  
a corporation,

and

Capri Holdings Limited,  
a corporation.

Docket No. 9429

**NON-PARTY AUPEN'S MOTION FOR *IN CAMERA* TREATMENT**

Pursuant to Rule 3.45 of the Federal Trade Commission's Rules of Practice, 16 C.F.R. § 3.45(b), non-party Grand Ocean Brands Pte Ltd d/b/a AUPEN ("AUPEN") respectfully moves this Court for *in camera* treatment of selected portions of three competitively sensitive and confidential documents (the "Confidential Documents") for a period of five years. AUPEN produced these documents, among others, in response to an inquiry by the Federal Trade Commission. The Federal Trade Commission ("FTC") has notified AUPEN that it intends to introduce the Confidential Documents into evidence at the administrative trial in this matter. *See* Letter from the Federal Trade Commission dated August 29, 2024 (attached as Exhibit A). The Confidential Documents warrant protection from public disclosure because they contain non-public, competitively sensitive business information, including confidential growth strategies, detailed branding plans, competitive strengths, and sensitive financial information (sales, cost of goods, expenses, and profits). The disclosure of such information would disadvantage AUPEN's ability to compete and would unfairly advantage AUPEN's competitors. In support of this motion,

**PUBLIC**

AUPEN relies on the Affidavit of AUPEN's head of operations and communications, Nicholas Tan, attached as Exhibit B.

### **I. The Documents that Warrant Protection**

AUPEN seeks *in camera* treatment for portions of the following Confidential Documents, copies of which are attached as Exhibit C.

<b>Exhibit No.</b>	<b>Document Title/Description</b>	<b>Date</b>	<b>Beginning Bates No.</b>	<b>Ending Bates No.</b>
PX3101	Aupen Document: Grand Ocean Brands PTE LTD Statement of Comprehensive Income for the period 01-12-2022 to 30-11-2023	11/30/2023	AUPEN_0000001	AUPEN_0000001
PX3103	Aupen Presentation: AUPEN Business Plan		AUPEN_0000013	AUPEN_0000023
PX3104	Letter from Dee Bansal to Kassandra DiPietro re: Federal Trade Commission v. Tapestry, Inc., No. 1:24-cv-03109-JLR (S.D.N.Y.); AUPEN - Confidential (June 21, 2024)	6/21/2024	PX3104-001	PX3104-002

PX3101 details AUPEN's confidential and recent financial figures, including its sales, cost of goods, expenses, and profits from December 1, 2022 to November 30, 2023. We request these financials should remain under seal for five years and be viewed *in camera* if the document is admitted into evidence.

PX3103 is AUPEN's recent business plan, which reflects AUPEN's confidential growth strategies, detailed branding plans, and an analysis of its cost considerations and competitive strengths and differentiators. We have proposed redactions of the material that we request should remain under seal for a period of five years and should be viewed *in camera* if the document is admitted into evidence.

PX3104 is a letter from AUPEN outside counsel to the FTC, outlining the burden to AUPEN of producing the information the FTC was seeking. We have proposed redaction of one sentence of that letter that we request should remain under seal for a period of five years and should be viewed *in camera* if the document is admitted into evidence.

## II. Disclosure of the Confidential Documents Would Result in Serious Injury to AUPEN

*In camera* treatment is appropriate when its “public disclosure will likely result in a clearly defined, serious injury to the person, partnership, or corporation requesting” such treatment. 16 C.F.R. § 3.45(b). The proponent demonstrates serious competitive injury by showing that the documents are secret and that they are material to the business. *In re General Foods Corp.*, 95 F.T.C. 352, 355 (1980); *In re Kura Lube Corp.*, 1999 F.T.C. LEXIS 255, \*5 (1999). In this context, courts generally attempt “to protect confidential business information from unnecessary airing.” *H.P. Hood & Sons, Inc.*, 58 F.T.C. 1184, 1188 (1961).

In considering whether documents are secret, the Court may consider: (1) the extent to which the information is known outside of the business; (2) the extent to which it is known by employees and others involved in the business; and (3) the extent of measures taken to guard the secrecy of the information. In considering whether the documents are material, the Court may consider: (4) the value of the information to the business and its competitors; (5) the amount of effort or money expended in developing the information; and (6) the ease or difficulty with which the information could be acquired or duplicated by others. *In re Bristol-Myers Co.*, 90 F.T.C. 455, 456-457 (1977).

Portions of the Confidential Documents are secret to AUPEN. Exhibit B ¶¶ 5-8. The materials are not widely spread within AUPEN or publicly known outside of AUPEN. *Id.* Indeed, AUPEN has gone to great lengths to maintain a low profile for the company behind the AUPEN brand. *Id.* Further, when AUPEN produced the Confidential Documents in response to FTC and Respondents' request in the parallel litigation in the Southern District of New York, it took steps to maintain confidentiality by designating the documents “Confidential” pursuant to the Protective Order in that case, which expressly provides protection for Confidential Documents in the administrative proceeding before this court. *Id.* ¶¶ 5-7; *See FTC v. Tapestry, Inc., et al.*, No. 24-

cv-03109-JLR (SDNY), Dkt. 70 at ¶ 7 (“Confidential Materials” produced in that action “shall only be disclosed to: ... (b) the Administrative Law Judge presiding over the FTC Administrative Action, and staff and personnel assisting the Administrative Law Judge”). AUPEN sought protection of these documents in the parallel litigation; Judge Rochon granted that motion to seal on September 10, 2024. *FTC v. Tapestry, Inc., et al.*, Dkt. 322.

Portions of the Confidential Documents are material to AUPEN. They contain competitively sensitive information such as AUPEN’s “confidential growth strategies,” “detailed branding plans,” and an “analysis of its cost considerations and competitive strengths and differentiators,” as well as its recent financial figures (sales, cost of goods, expenses, and profits). *Id.* at ¶¶ 5–7. Disclosure of this information will disclose AUPEN’s costs, competitive advantages, cost differentiators, and branding strategy. *Id.* at ¶¶ 5-8. This information could easily be used and replicated by other handbag companies. *See In re Dura Lube Corp.*, 1999 FTC LEXIS 255 at \*7 (Dec. 23, 1999) (“The likely loss of business advantages is a good example of a ‘clearly defined, serious injury.’”). In addition, the nature of AUPEN’s business as a relatively small, emerging company makes the threat of competitive harm even more significant. Exhibit B ¶¶ 3, 5-8.

Finally, AUPEN’s status as a third party is relevant to the treatment of its documents. The FTC has held that “[t]here can be no question that the confidential records of businesses involved in Commission proceedings should be protected insofar as possible.” *H.P. Hood & Sons*, 58 F.T.C. at 1186. This is especially so in the case of a third-party, which deserves “special solicitude” in its request for *in camera* treatment for its confidential business information. *See In re Kaiser Aluminum & Chem. Corp.*, 103 FTC 500, 500 (1984) (“As a policy matter, extensions of confidential or *in camera* treatment in appropriate cases involving third party bystanders

encourages cooperation with future adjudicative discovery requests.”). AUPEN’s third-party status therefore weighs in favor of granting *in camera* status to the Confidential Documents.

### **III. The Confidential Documents Warrant Protection for Five Years**

AUPEN seeks *in camera* treatment for portions of the Confidential Documents for a period of five years. Five years is necessary to protect AUPEN from suffering the harm detailed above and in Exhibit B. If the information is disclosed sooner, AUPEN will suffer a competitive disadvantage. *In re Otto Bock Healthcare N. Am., Inc.*, 2018 FTC LEXIS 111, at \*11 (July 6, 2018) (granting *in camera* treatment for five years from time of order to non-party’s ordinary business records, including documents containing product level sales data and pricing information); *In re 1-800 Contacts*, 2017 FTC LEXIS 55, at \*8-10 (Apr. 4, 2017).

**PUBLIC**

**IV. Conclusion**

For the reasons set forth above and in the accompanying affidavit, AUPEN respectfully requests that this Court grant *in camera* treatment for portions of the Confidential Documents for a duration of five years.

Dated: September 10, 2024

Respectfully submitted,

*/s/ Deepti Bansal*

---

Deepti Bansal  
Tamara Chin Loy  
COOLEY LLP  
1299 Pennsylvania Avenue NW, Suite 700  
Washington, DC 20004-2400  
(202) 728-7027  
dbansal@cooley.com  
tchinloy@cooley.com

*Attorneys for Non-Party AUPEN*

**PUBLIC****STATEMENT REGARDING MEET AND CONFER**

The undersigned certifies that counsel for non-party AUPEN notified counsel for the parties via email on or about August 29, 2024, that it would be seeking *in camera* treatment of the Confidential Documents. Counsel for the Federal Trade Commission, Tapestry, and Capri indicated that they would not object to AUPEN's request.

Dated: September 10, 2024

*/s/ Deepti Bansal*

---

Deepti Bansal  
Tamara Chin Loy  
COOLEY LLP  
1299 Pennsylvania Avenue NW, Suite 700  
Washington, DC 20004-2400  
(202) 728-7027  
dbansal@cooley.com  
tchinloy@cooley.com

*Attorneys for Non-Party AUPEN*

# **EXHIBIT A**



**PUBLIC**UNITED STATES OF AMERICA  
FEDERAL TRADE COMMISSION

WESTERN REGION

Bureau of Competition  
Mergers II Division

August 29, 2024

VIA EMAIL TRANSMISSIONAUPEN c/o  
Dee Bansal  
Cooley LLP  
1299 Pennsylvania Avenue NW  
Suite 700  
Washington, DC 20004-2400  
dbansal@cooley.comRE: *In the Matter of Tapestry, Inc. and Capri Holdings Limited*, Docket No. 9429

Dear Dee Bansal:

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

**PUBLIC**

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) 326-3772 or [kdipietro@ftc.gov](mailto:kdipietro@ftc.gov).

Sincerely,

/s/ *Kassandra DiPietro*

Kassandra DiPietro

Counsel Supporting the Complaint

# **EXHIBIT B**

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

In the Matter of

Tapestry, Inc.,  
a corporation,

and

Capri Holdings Limited,  
a corporation.

Docket No. 9429

**DECLARATION OF NICHOLAS TAN IN SUPPORT OF NON-PARTY AUPEN'S  
MOTION FOR *IN CAMERA* TREATMENT**

I, Nicholas Tan, hereby declare as follows:

1. I am the head of operations and communications of AUPEN, which is a handbag brand that operates under non-party Grand Ocean Brands PTE LTD d/b/a AUPEN (“AUPEN”). I make this declaration in support of Non-Party AUPEN’s Motion for *In Camera* Treatment (the “Motion”). I have personal knowledge of the matters stated herein and, if called upon to do so, could competently testify about them.

2. I have reviewed and am familiar with the documents AUPEN produced in the above-captioned matter. I am familiar with the type of information contained in the documents at issue and its competitive significance to AUPEN. Based on my review of the documents, my knowledge of AUPEN’s business, and my familiarity with the confidentiality protection afforded this type of information by AUPEN, I submit that the disclosure of these documents to the public and to competitors of AUPEN would cause serious competitive injury to AUPEN.

**PUBLIC**

3. AUPEN is a small emerging business, founded in November 2022, and incorporated and based in Singapore. AUPEN sells handbags directly to customers through its online platform.

4. The FTC has informed AUPEN that it intends to use three of the documents that AUPEN has produced at the upcoming administrative hearing in this matter. As described in the Motion, AUPEN seeks *in camera* protection of portions of the following documents:

<b>Exhibit No.</b>	<b>Document Title/Description</b>	<b>Date</b>	<b>Beginning Bates No.</b>	<b>Ending Bates No.</b>
PX3101	Aupen Document: Grand Ocean Brands PTE LTD Statement of Comprehensive Income for the period 01-12-2022 to 30-11-2023	11/30/2023	AUPEN_0000001	AUPEN_0000001
PX3103	Aupen Presentation: AUPEN Business Plan		AUPEN_0000013	AUPEN_0000023
PX3104	Letter from Dee Bansal to Cassandra DiPietro re: Federal Trade Commission v. Tapestry, Inc., No. 1:24-cv-03109-JLR (S.D.N.Y.); AUPEN - Confidential (June 21, 2024)	6/21/2024	PX3104-001	PX3104-002

5. PX3101 details AUPEN's confidential and recent financial figures, including its sales, cost of goods, expenses, and profits from December 1, 2022, to November 30, 2023. AUPEN does not make its internal financial information available to its competitors or customers, nor does AUPEN widely share this information within the company in the ordinary course of business. If this confidential information is made public, AUPEN's competitors in the marketplace would be able to refine their pricing and business strategies based on AUPEN's information and would allow them to gain an unfair advantage over AUPEN.

6. PX3103 is a deck of AUPEN's business plan, which contains information about AUPEN's confidential growth strategies, detailed branding plans, and an analysis of its cost considerations and competitive strengths and differentiators. AUPEN has devoted significant resources developing its proprietary business and marketing strategy reflected in PX3103. This information is not publicly available and AUPEN has devoted time and energy to protect the

**PUBLIC**

confidentiality of the information in PX3103. This information is competitively sensitive to AUPEN.

7. PX3104 is a letter provided by outside counsel for AUPEN to the Federal Trade Commission in connection with AUPEN's confidential production to the FTC, Tapestry, and Capri. The letter contains information about AUPEN's employees and recent revenue figures. AUPEN has devoted significant resources to keeping its personnel and financial information confidential.

8. If AUPEN's competitors or the public were given access to its financial and competitive business information, it would give those competitors an advantage, as they would have insight into AUPEN's financial strength, competitive thinking, and strategic thinking about its business, including what it considers to be its strengths and differentiators, as well as its cost considerations. I believe the disclosure of such information would competitively harm AUPEN.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed September 10, 2024  
in Singapore, Singapore.

/s/ Nicholas Tan  
Nicholas Tan

# **EXHIBIT C**

**Hearing Exhibits Nos. PX3101, PX3103, PX3104**

**MARKED CONFIDENTIAL  
REDACTIONS REQUESTED**

Hearing Exhibit No. PX3101

AUPEN\_0000001

**MARKED CONFIDENTIAL  
REDACTED**



**GRAND OCEAN BRANDS PTE LTD**

(202141621E)

Statement Of Comprehensive Income for the period 01-12-2022 to 30-11-2023

**Year To Date**

**SALES**

10-000  
20-000

SALES - CASH  
SALES - OTHERS

**NET SALES**

**COST OF GOODS SOLD**

10-000  
20-000

PURCHASES AND PRODUCTION  
STOCKS AT THE END OF THE YEAR

**GROSS PROFIT/(LOSS)**

**EXPENSES**

10-000  
20-000  
0-000  
810-000

SALES AND MARKETING EXPENSES  
EMPLOYMENT EXPENSES  
ADMINISTRATION EXPENSES  
NET INTEREST

**NET PROFIT/(LOSS)**

**NET PROFIT/(LOSS) AFTER TAX**

RE AINED EARNING  
RETAINED EARNING



Hearing Exhibit No. PX3103

AUPEN\_0000013

**MARKED CONFIDENTIAL  
REDACTED**

# AUPEN Business Plan

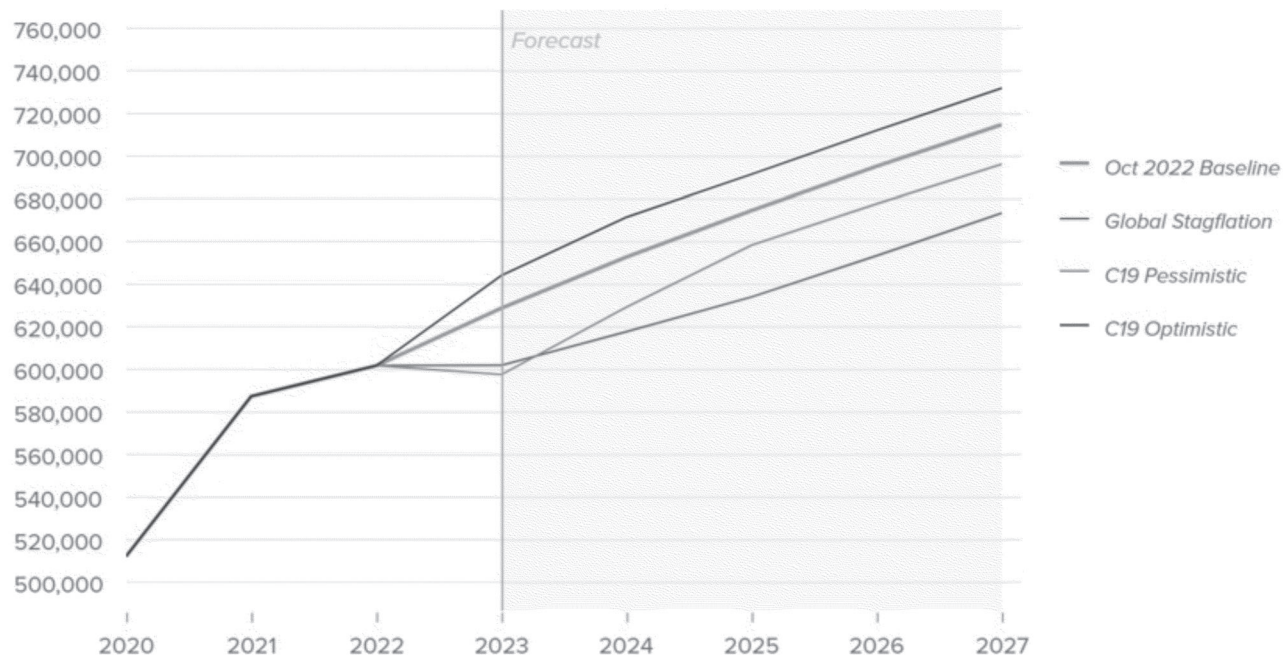
# Investment overview

- Market summary
  - The accessories market is a fast growing, fragmented and massive market of 65 Billion in 2022 and growing at a CAGR of 7-9% over the next 5 years
  - Consumers are looking towards new brands for newness and freshness
  - Return to social occasions, tourism and weddings are fueling demand in for accessories
- Strategic business plan

The global accessories market is a 65 Billion USD dollar market today, and is set grow at 7-9% CAGR

**Personal Accessories / Total**

Retail Value Sales (2023) Constant USD million



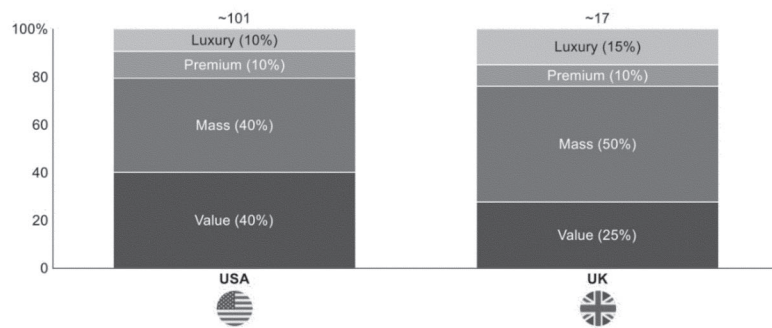
Source: Euromonitor International, Industry Forecast Model

# Mass market is the largest segment (40-50%), and is expected to grow the fastest

## Mass segment contributes to 40-50% of total shoes and bags market in US and UK

/ PRELIMINARY

Footwear and bag market by price points (USD B, 2021)



Source: Euromonitor; GlobalData; Bain analysis

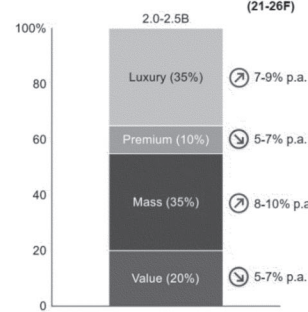
## Market opportunity: Mass segment accounts for ~35% of footwear and bag categories and expected to grow fastest



/ DIRECTIONAL

### SG footwear and bags by segment

Singapore footwear and bags by segment (SGD, 2021)



Note: (\*) Average price per item for footwear category  
Source: Euromonitor; GlobalData; Industry participant interviews; LT search; Bain analysis

### Description and growth outlook

**Luxury**  
S\$500 or more per item\*

Brands with highest price points; typically pushed for exclusivity, design and/or craftsmanship



- Growth faster with market**
  - Growth driven by influx of SEA tourism post-COVID with increased VTL and eased quarantine rules; However, more moderated (vs. historical growth) as expats and Chinese tourism is expected to recover in longer timeframe
  - Price hikes for luxury products (e.g. Chanel and Prada increasing their prices by 10-20% especially for iconic designs)

**Premium**  
~S\$200-500

Brands ranging from high-end mass market to low-end luxury, aim for niches or aspirational value



- Growth slower than market**
  - Many premium brands commonly serving "classical" styles squeezed by widespread pressure from "ultra" fast-fashion and trendy styles (e.g. streetstyle) in Mass segment

**Mass**  
~S\$50-200

Brands aiming for large customer bases through low- to mid-range pricing and wide product ranges



- Growth faster than market**
  - Increased purchasing power and rising middle class pushes consumer preference to higher quality / branded products
  - Gen Z looking for refreshed wardrobe will continue to purchase fast-fashion brands

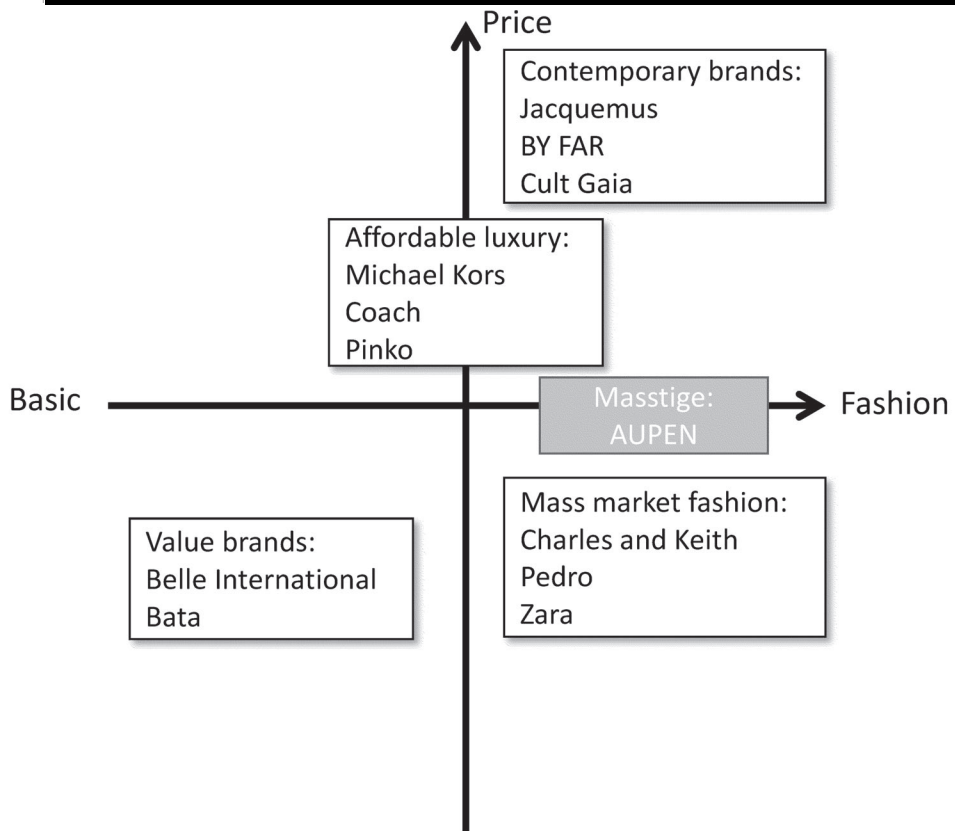
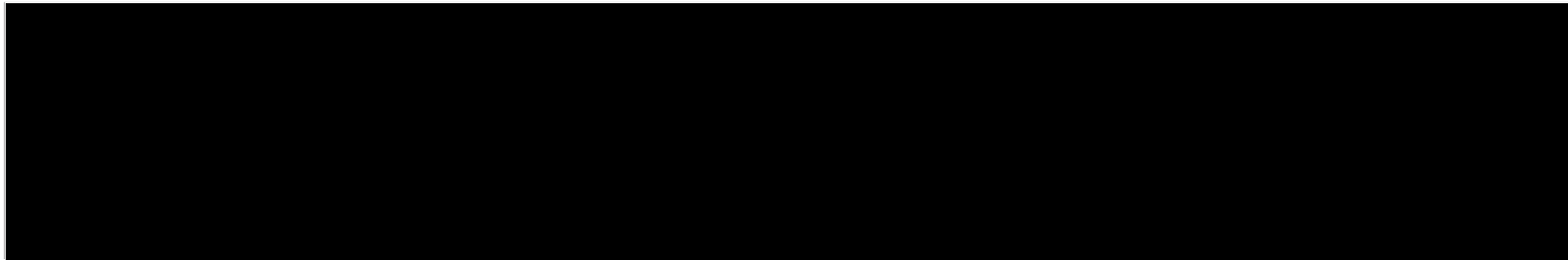
**Value**  
S\$50 or less

Lowest-priced brands (inc. many private labels) focused on offering superior cost-to-value



- Growth inline with market**
  - Low-cost value brands are losing popularity among more fashion-conscious, younger demographics

Other private labels and low-cost D2C brands



Segment	High level issues to consider
Luxury	<ul style="list-style-type: none"> <li>Typically requires legacy/time to build a luxury brand</li> </ul>
Contemporary segment	<ul style="list-style-type: none"> <li>Crowded and competitive segment</li> <li>Price of 500 USD per bag for a new brand is a high barrier for many consumers</li> </ul>
Affordable luxury, Mass Market, and Value Brands	<ul style="list-style-type: none"> <li>Slow and capital intensive to open stores because you cannot go through wholesale channels</li> <li>During economic recession, affordable and mass market segment is affected because middle class is affected</li> </ul>
Masstige	





# CHARLES & KEITH

US\$ 1 Billion sales annually at 25% EBITDA

Charles and Keith key selling point is “cheap”, “good”, “cute”

- Design and product is on trend like luxury brand
- Good quality
- 100+ USD price point → you don’t have to think twice to buy
- Few competitors at that design range and price point

Pemira:

“We passed on Charles and Keith although their numbers are great because unlike Dr Martens, Golden Goose that we acquired, Charles and Keith is known as a “copycat” accessory brand, so we were unsure if this perception is an issue in the longer run.”

Previous Charles and Keith consultant:

“Charles and Keith has so few competitors that they had to create another more expensive brand Pedro and put them side by side so customers will go into both and then end up buying Charles and Keith.”

# GENTLE MONSTER

US\$ 500M USD revenue, 250 USD



# High level Business Plan





PROPRIATE  
AY GIFTS FOR  
JY YOU'RE  
ALLY DATING  
RE NOT IN A

**W**hen the Kardashian-Jenner clan wears something, it's almost immediately regarded as sartorial brilliance. It's just the way it works. In an unexpected Kylie Jenner move, she ditched the body-sculpting LBDs and one-piece catsuits for oversized lengthy jeans and a fur-trimmed coat while she was out and about in New York City with her sister Kendall Jenner. But the devil's in the details. Wraparound sunglasses, multi-chain layered necklaces that draw attention to her barely-buttoned shirt, and the chicest little black bag.

<https://elle.com.sg/2022/11/25/this-local-affordable-luxury-brand-was-just-spotted-on-kylie-jenner/>



<https://www.lofficielitalia.com/moda/aupen-borse-collezione-accessori-pelle>



store plan



Hearing Exhibit No. PX3104

PX3104-001

**MARKED CONFIDENTIAL  
REDACTED**

**PUBLIC**

Dee Bansal  
T: +1 202 728 7027  
dbansal@cooley.com

**Confidential**

via E-Mail to:  
kdi Pietro@ftc.gov  
ncallan@ftc.gov  
nlindquist@ftc.gov

June 21, 2024

Nicole Callan  
Kassandra DiPietro  
Nicole Lindquist  
Counsel  
Federal Trade Commission  
600 Pennsylvania Avenue, NW  
Washington, D.C. 20580

Re: Federal Trade Commission v. Tapestry, Inc., No. 1:24-cv-03109-JLR  
(S.D.N.Y.); AUPEN – Confidential

Dear Nicole and Kassandra:

Following our discussions on May 21 and June 3, 2024, we write on behalf of AUPEN with the enclosed voluntary production, Bates stamped AUPEN\_0000001 – AUPEN\_0000024.

As we have discussed, the Federal Trade Commission has not properly served upon AUPEN its Subpoena to Produce Documents, Information, or Objects or to Permit Inspection of Premises in a Civil Action in connection with (“Action”), dated May 17, 2024. We, as counsel for AUPEN, are not authorized to accept service. Therefore, we will not be producing documents pursuant to that subpoena.

In addition, as we have noted, the burden of discovery is particularly high for AUPEN, a non-party to this action. AUPEN is a small emerging business, founded in November 2022, and incorporated and based in Singapore. [REDACTED]

[REDACTED] Further, as is publicly reported, as of May 10, 2024, AUPEN’s business is on pause, with all new products on hold indefinitely. Only minimal customer service functions still operate, such as refunds and returns.

For the purposes of cooperation, AUPEN voluntarily produces the enclosed documents, subject to the terms and conditions of the Stipulated Protective Order in this Action (ECF No. 70) and all relevant regulations. Per the terms of that Order, should the Federal Trade Commission plan to introduce into evidence any of these confidential documents, we expect advance notice for the purpose of allowing AUPEN to seek an order that the



**PUBLIC**



Nicole Callan, Kassandra DiPietro, and Nicole  
Lindquist  
June 21, 2024  
Page Two

**Private and Confidential**

document(s) be protected from public disclosure. Additionally, if the Federal Trade Commission receives a discovery request from another Party or any nonparty that may require the disclosure of these confidential documents, similarly, we expect prompt notification in writing and served to AUPEN at least fifteen (15) days before production.

AUPEN is not able to produce further discovery after this voluntary production.

Sincerely,

**/s/ Dee Bansal**

Dee Bansal



**PUBLIC**

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

In the Matter of

Tapestry, Inc.,  
a corporation,

and

Capri Holdings Limited,  
a corporation.

Docket No. 9429

**[PROPOSED] ORDER**

Upon consideration of Non-Party Grand Ocean Brands PTE LTD d/b/a AUPEN's ("AUPEN's") Motion for *In Camera* Treatment, it is HEREBY ORDERED that the identified portions of the following documents are to be provided *in camera* treatment for five years from the date of this Order.

<b>Exhibit No.</b>	<b>Document Title/Description</b>	<b>Date</b>	<b>Beginning Bates No.</b>	<b>Ending Bates No.</b>
PX3101	Aupen Document: Grand Ocean Brands PTE LTD Statement of Comprehensive Income for the period 01-12-2022 to 30-11-2023	11/30/2023	AUPEN_0000001	AUPEN_0000001
PX3103	Aupen Presentation: AUPEN Business Plan		AUPEN_0000013	AUPEN_0000023
PX3104	Letter from Dee Bansal to Kassandra DiPietro re: Federal Trade Commission v. Tapestry, Inc., No. 1:24-cv-03109-JLR (S.D.N.Y.); AUPEN - Confidential (June 21, 2024)	6/21/2024	PX3104-001	PX3104-002

**SO ORDERED:**

\_\_\_\_\_  
Hon. Dania L. Ayoubi  
Administrative Law Judge

**DATED:**

**PUBLIC****CERTIFICATE OF SERVICE**

I hereby certify that on September 10, 2024, I filed the foregoing documents electronically using the FTC's E-Filing System, which will send notification of such filing, and served via email to:

The Honorable Dania L. Ayoubi  
Office of the Administrative Law Judges  
Federal Trade Commission  
600 Pennsylvania Ave., NW  
Room H-110  
Washington, DC 20580  
oalj@ftc.gov

April Tabor  
Secretary  
Federal Trade Commission  
600 Pennsylvania Ave., NW  
Room H-113  
Washington, DC 20580  
ElectronicFilings@ftc.gov

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

*Complaint Counsel***Federal Trade Commission**

Abby L. Dennis (adennis@ftc.gov)  
Peggy Bayer Femenella (pbayerfemenella@ftc.gov)  
Frances Anne Johnson (fjohnson@ftc.gov)  
Timothy Singer (tsinger@ftc.gov)  
Brandon Boxbaum (bboxbaum@ftc.gov)  
Victoria Sims (vsims@ftc.gov)  
Peter Colwell (pcolwell@ftc.gov)  
Blake Risenmay (brisenmay@ftc.gov)  
Andrew Lowdon (alowdon@ftc.gov)  
Sarah Kerman (skerman@ftc.gov)  
Kassandra DiPietro (kdipietro@ftc.gov)  
Nicole Lindquist (nlindquist@ftc.gov)  
Danielle Quinn (dquinn@ftc.gov)  
Laura Antonini (lantonini@ftc.gov)

*Counsel for Respondent Tapestry, Inc.***Latham & Watkins LLP**

Amanda P. Reeves (amanda.reeves@lw.com)  
Ian R. Conner (ian.conner@lw.com)  
Lindsey S. Champlin (lindsey.champlin@lw.com)

**PUBLIC**

Jennifer L. Giordano (jennifer.giordano@lw.com)  
David L. Johnson (david.johnson@lw.com)  
Seung Wan (Andrew) Paik (andrew.paik@lw.com)  
Mary A. Casale (mary.casale@lw.com)  
Christopher J. Brown (chris.brown@lw.com)  
Lawrence E. Buterman (lawrence.buterman@lw.com)  
Al Pfeiffer (al.pfeiffer@lw.com)  
Christopher S. Yates (chris.yates@lw.com)  
Sean Berkowitz (sean.berkowitz@lw.com)

*Counsel for Respondent Capri Holdings Limited*

**Wachtell, Lipton, Rosen & Katz**

Jonathan M. Moses (JMMoses@WLRK.com)  
Elaine P. Golin (EPGolin@WLRK.com)  
Damian G. Didden (DGDidden@WLRK.com)  
Brittany A. Fish (BAFish@WLRK.com)  
Martin J. Sicilian (MJSicilian@WLRK.com)  
Jordan Cohen-Kaplan (JCKaplan@WLRK.com)  
Adam L. Goodman (ALGoodman@WLRK.com)

Dated: September 10, 2024

Respectfully submitted,

*/s/ Deepti Bansal*

---

Deepti Bansal  
COOLEY LLP  
1299 Pennsylvania Avenue NW, Suite 700  
Washington, DC 20004-2400  
(202) 728-7027  
dbansal@cooley.com

*Attorney for Non-Party AUPEN*