

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

COMMISSIONERS: Lina M. Khan, Chair
Noah Joshua Phillips
Rebecca Kelly Slaughter
Christine S. Wilson

FTC Matter No. P162318

Confidential or privileged commercial or financial information will be reported by the Commission on an aggregate or anonymous basis, consistent with Sections 6(f) and 21(d) of the FTC Act. Individual submissions responsive to this Order WKDW DUH PDUNHG 3FRQIL be disclosed without first giving the recipient WHQ GD\V¶ QRWLFH RI WKH & R intention to do so, except as provided in Sections 6(f) and 21 of the FTC Act.

Specifications

1. Describe the supply chain disruptions you have experienced and how those disruptions have varied by geography, and in which regions the disruptions have been most prevalent. Include in your description:
 - a. the primary factors causing disruptions in your acquisition of products, inputs, or transportation and the geographic regions in which those issues are most prevalent;
 - b. the primary factors causing disruptions in your sale of products by region, including issues regarding:
 - i. product manufacturing;
 - ii. air freight;
 - iii. shipping container availability;
 - iv. container shipping;
 - v. ports, terminals, and terminal operators, including fees and rules;
 - vi. warehouses;
 - vii. trucking and chassis availability; and
 - viii. rail;
 - c. the product. 64.75 Title 16 0.004 E2 re Q q0000ignificae W* n BT /F1 12 Tf 1 0 0 1 18

disruptions and the impact of such disruptions on your supply chain strategy, pricing strategy, marketing and promotions strategy, costs, margins, sales volumes, selection of products to offer to customers, and market share.

- a. supply chain strategy;
 - b. prices or pricing strategy;
 - c. marketing and promotions strategy;
 - d. costs;
 - e. margins;
 - f. sales volumes;
 - g. selection of products to offer to customers;
 - h. market share.
3. Describe your production and inventory strategy, inventory costs, and how you price and allocate product among your customers when there is a shortage or a product is out of stock, including how the following impact that allocation:
- a. product category;
 - b. customer type (e.g., retail, wholesale);
 - c. local demand conditions;
 - d. contract terms with the customer (e.g., minimum purchase amounts);
 - e. geographic location of the customer;
 - f. size of customer (whether measured by total dollars of purchases from you or by quantity);
 - g. duration of your relationship with the customer; and
 - h. proximity to other customers who have received product.
4. Produce all documents prepared by or submitted to senior management regarding your pricing and allocation among your customers of products in short supply.
5. Describe your use of trade promotion practices to obtain placement of your product with retailers, including how your use varies by product category, identifying which retailers receive trade promotions, and any changes that have occurred in response to supply chain disruptions.
6. Identify the ten largest and 4th to 50th largest recipients of trade promotions from you (measured by the total value of trade promotions you provided) for each
- a. state the total annual amount of such payments; and
 - b. identify the quantity.

10. Produce all documents prepared by or submitted to senior management discussing the profitability of your relationship with individual customers or groups of customers
11. Describe your logistics strategy, including which functions you perform internally (e.g. private fleet and warehousing) and which functions you outsource to third party logistics

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D6. 7KH WHUP 3 UHWDLO FXVWRPHU' UHIHUV WR D FXVWRPHU to individual consumers.

D7. 7KH Wholesale D QDJHPHQW' UHIHUV WR WKH & RPSDQ\ ¶ V % R Executive Officer, Chief Financial Officer, Chief Operating Officer, or equivalent positions as well as the most senior individuals with direct responsibility for each of the following: pricing strategy, supply chain strategy, marketing strategy, promotions, and customer relationships.

D8. 7KH WHUP 3 VWRUH' UHIHUV WR D Office, Distribution Center, or warehouse that ships directly to consumers.

D9. 7KH WHUP 3 VXSSOLHU' UHIHUV WR DQ\ FRPSDQ\ WKDW or without further processing or any input you use to manufacture or produce consumer goods for retail

D10. 7KH WHUP 3 VXSSO\ FKDLQ GLVUXSWLRQ' UHIHUV WR DQ associated with the delivery of products you have manufactured, ordered from a supplier, or shipped to a customer.

D11. 7KH Trade Promotion' UHIHUV WR DQ\ SD\PHQW RU SURYLVLRLC a product supplier makes to a retailer/wholesaler in exchange for the retailer/wholesaler FDUU\LQJ WKH VXSSOLHU ¶ V SURGXFW RU SURYRQLQJ J LWV S including slotting fees, staying fees, display fees, free promotional spend, rebates, and discounts. In the context of a wholesaler that provides category management services to retailers, D VXSSOLHU ¶ V SD\PHQWV WR WKH Retailer's Office or Marketing in the HFHLY retail stores managed by that wholesaler constitute trade promotions. In the context of online VDOHV D SD\PHQW WR LQIOXHQFH WKH SURPLQHQFH RI D V website or location in the HWDLQHU ¶ V VHDFWLRQ Trade Promotion V FRQVWLWXWHV

D12. 7KH WHUP 3 ZKROHVDOH FXVWRPHU' UHIHUV WR D FXVWRPHU products to another business for resale, including group purchasing organizations comprised of retail customers.

D13. 7KH WHUP 3 \RXW' FURSHUW LWR DQ\ FRPSDQ\ WKDW VHOOV some or all of the products you sell to wholesalers or retailers.

D14. 7KH WHUP V 3 DQG ' DQG 3 RU' KDYH ERWK FRQMXQFWLYH

D15.

- i. Submit Microsoft Excel, Access, and PowerPoint files in native format with extracted text and metadata
- ii. Submit emails in TIFF (Group IV) format with extracted text and the following metadata and information:

Metadata/Document Information	Description
Alternative Custodian	List of custodians where the document has been removed as a duplicate.
Bates Begin	Beginning Bates number of the email.
Bates End	Bates number of the last page of the email.
Beg Attach	First Bates number of attachment range.
End Attach	Ending Bates number of attachment range.
Custodian	Name of the person from whom the email was obtained.
Email BCC	Names of person(s) blind copied on the email.
Email CC	Names of person(s) copied on the email.
Email Date Received	Date the email was received [MM/DD/YYYY]
Email Date Sent	Date the email was sent [MM/DD/YYYY]
Email From	Names of the person who authored the email.
Email Message ID	Microsoft Outlook Message ID or similar value in other message systems.
Email Subject	Subject line of the email.
Email Time Received	Time email was received [HH:MM:SS AM/PM]
Email To	recipients(s) of the email.
Email Time Sent	Time email was sent [HH:MM:SS AM/PM]
Page count	Number of pages in record.

Metadata/Document Information	Description
File Extension	File extension type (e.g., docx, xlsx).
Filename with extension	Name of the original native file with file extension.
Hash	Identifying value used for deduplication, typically SHA1 or MD5.
Native Link	Relative file path to submitted native or near native files. Example:\NATIVES\001\FTC0003090.xls
Parent ID	Document ID or beginning Bates number of the parent email.
Text Link	Relative path to submitted text file. Example:\TEXT\001\FTC0003090.txt
Time Created	Time file was created [HH:MM:SS AM/PM]
Time Modified	Time file was saved [HH:MM:SS AM/PM]

- iv. Submit all other electronic documents, other than those described in subpart (a)(i), in TIFF (Group IV) format accompanied by extracted text and the following metadata and information:

Metadata/Document Information	Description
Alternative Custodian	List of custodians where the document has been removed as a duplicate.
Bates Begin	Beginning Bates number of the document.
Bates End	Last Bates number of the document.
Beg Attach	First Bates number of attachment range.
End Attach	Ending Bates number of attachment range.
Custodian	Name of the original custodian of the file.

Metadata/Document
Information

Description

- vi. Submit redacted documents in TIFF (Group IV) format accompanied by OCR with the metadata and information required by relevant document type in subparts (a)(i) through (a)(v) above. For example, if a redacted file was originally an attachment to an email, provide the metadata and information specified in subpart (a)(iii) above. Additionally, please provide a basis for each privilege class detailed in Instruction 5.
- b. Submit data compilations in electronic format, specifically Microsoft Excel spreadsheets or delimited text formats, with all underlying data redacted. W* n BT /F1 12

would be in a format that allows the agency to use the computer files). The Commission representative will provide a sample index upon request; and

- f. shall be accompanied by an affidavit of recipient's officer stating that the copies are true, correct, and complete copies of the original documents.
8. If any material called for by this Order is withheld based on a claim of protected status, 16 C.F.R. § 2.7(a)(4), the claim must be asserted no later than the return date of this Order. In addition, pursuant to 16 C.F.R. § 2.11(a)(1), submit, together with the claim, a detailed log of the items withheld. The information in the log shall be of sufficient detail to enable the Commission staff to assess the validity of the claim for document, including attachments, without disclosing the protected information. Unless modified by the Commission representative identified on the last page of this Order, submit the log in a searchable and sortable electronic format, and, for each document, including attachments, provide:
- a. Document control number(s);
 - b. The full title (if the withheld material is a document) and the full file name (if the withheld material is in electronic form);
 - c. A description of the material withheld (for example, a letter, memorandum, or email), including any attachments;
 - d. The date the material was created;
 - e. The date the material was sent to each recipient (if different from the date the material was created);
 - f. The email addresses, if any, or other electronic contact information to the extent used in the document, from which and to which each document was sent;
 - g. The names, titles, business addresses, email addresses or other electronic contact information, and relevant affiliations of all authors;
 - h. The names, titles, business addresses, email addresses or other electronic contact information, and relevant affiliations of all recipients of the material;
 - i. The names, titles, business addresses, email addresses or other electronic contact information, and relevant affiliations of all persons copied on the material;
 - j. The factual basis supporting the claim that the material is protected; and
 - k. Any other pertinent information necessary to support the assertion of protected status by operation of law.

In the log, identify by an asterisk each attorney who is an author, recipient, or person copied on the material. The titles, business addresses, email addresses, and relevant

