



Granted. The Clerk of Court shall maintain ECF No. 328 under seal, viewable only to the attorneys for the parties and Chambers personnel.

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SO ORDERED.

Dated: 2/6/24 /s/ Alvin K. Hellerstein  
New York, New York Alvin K. Hellerstein  
United States District Judge

February 2, 2024

**VIA ECF**

Hon. Alvin K. Hellerstein  
Daniel Patrick Moynihan  
United States Courthouse  
500 Pearl Street  
New York, NY 10007

**Re: *The Avon Company f/k/a New Avon LLC et al. v. Fareva Morton Grove, Inc. et al.*, Case No. 22-cv-4724**

Dear Judge Hellerstein:

We represent Plaintiffs The Avon Company f/k/a New Avon LLC and LG H&H Co., Ltd. f/k/a LG Household & Health Care, Ltd. (collectively, "Avon") in the above-referenced matter. We write to respectfully request that the Court enter an Order to maintain under seal the documents discussed below, copies of which are being contemporaneously filed under seal pursuant to the Court's standing order, 19-mc-00583, and this Court's Individual Rule 4(B)(ii). In support of this Letter Motion, Avon states as follows:

On October 7, 2022, the Court entered a Stipulated Confidentiality Agreement and Protective Order (the "Protective Order"). (ECF No. 65.) The Protective Order permits either party to designate Discovery Material as "Confidential" or "Attorney's Eyes Only," and provides that information so designated may not be disclosed except as expressly permitted under the Protective Order. (ECF No. 65 at ¶¶ 2, 12.)

In addition, pursuant to Section 11.1 of the parties' Manufacturing and Supply Agreement (the "MSA"), the parties agreed to "keep completely confidential and not publish or otherwise disclose and not use, directly or indirectly, for any purpose, any Confidential Information furnished or otherwise made known to it, directly or indirectly, by or on behalf of the other Party[.]" (ECF No. 7-1 at §11.1.) The MSA defines "Confidential Information" as "any information provided by or on behalf of one Party . . . relating to the terms of this Agreement[.]" (ECF No. 7-1 at Definitions.)

On January 11, 2024, Avon filed its Motion for Partial Summary Judgment Concerning Fareva's Early Termination of the MSA "For Convenience" (the "Motion"). (See ECF No 270.) In further support of the Motion, Avon intends to file a Reply brief (the "Reply").

Avon respectfully requests that the Court maintain under seal any portions of the Reply that reference or quote exhibits that were previously filed under seal based on Fareva's designation of those materials as Confidential and Attorney's Eyes Only. Specifically, Avon identifies the following previously-filed Confidential or Attorneys' Eyes Only documents:

1. An email produced by Fareva in this action bearing Bates numbers FMG\_00359385 – FMG\_00359390, which Fareva designated as “Confidential” (ECF 275-1; *see* ECF 265)
2. An email produced by Fareva in this action bearing Bates numbers FMG\_00131481 – FMG\_00131484, which Fareva designated as “Confidential” (ECF 275-2; *see* ECF 265);
3. An email produced by Fareva in this action bearing Bates numbers FMG\_00140574 – FMG\_00140575, which Fareva designated as “Attorneys' Eyes Only” (ECF 275-3; *see* ECF 265);
4. An email produced by Fareva in this action bearing Bates numbers FMG\_00131269 – FMG\_00131271, which Fareva designated as “Attorneys' Eyes Only” (ECF 275-4; *see* ECF 265);
5. A letter produced by Fareva in this action bearing Bates number FMG\_00006435, which Fareva designated as “Confidential” (ECF 275-6; *see* ECF 265);
6. A letter produced by Fareva in this action bearing Bates numbers FMG\_00247543 – FMG\_00247544, which Fareva designated as “Confidential” (ECF 275-7; *see* ECF 265);
7. A letter produced by Fareva in this action bearing Bates numbers FMG\_00006472 – FMG\_00006473, which Fareva designated as “Confidential” (ECF 275-8; *see* ECF 265);
8. An email produced by Fareva in this action bearing Bates numbers FMG\_00106908 – FMG\_00106911, which Fareva designated as “Attorneys' Eyes Only” (ECF 238-2);
9. An email produced by Fareva in this action bearing Bates numbers FMG\_00146209 – FMG\_00146211, which Fareva designated as “Confidential” (ECF 171-2);
10. An email produced by Avon in this matter bearing Bates numbers AVON0005385 – AVON0005410, which Avon designated as “Confidential” (ECF No. 241-1);
11. A true and correct copy of the Asset Purchase Agreement produced by Fareva in this action bearing Bates numbers FMG\_00359576 – FMG\_00359785 (ECF 224-1); and
12. An email produced by Fareva in this action bearing Bates numbers FMG\_00006801 – FMG\_00006802, which Fareva designated as “Confidential” (ECF 224-2).

Avon respectfully requests that the Court maintain under seal any portions of the Reply that

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reference or quote any of the foregoing exhibits, subject to any contrary request by Fareva at any time.

In making this sealing request, Avon contends that good cause exists to maintain under seal the documents it has produced as “Confidential” or “Attorneys’ Eyes Only” because (i) Section 11.1 of the MSA requires Avon to maintain the confidentiality of such documents, and/or (ii) the documents contain sensitive information related to Avon’s financial decisions, and the operations of Avon’s business. As to documents produced by Fareva, Avon is not contending that good cause exists to designate any of the foregoing materials as Confidential within the meaning of the Protective Order. Instead, Avon merely seeks to comply with its obligations under the Protective Order to file under seal documents that Fareva has designated as Confidential. With Fareva’s permission, Avon is prepared to re-file the foregoing documents or portions thereof publicly.

Thank you in advance for your consideration of this request.

Respectfully submitted,

/s/ Robert I. Steiner

Robert I. Steiner

cc: All Counsel of Record (via ECF)