

Exhibit A



SUBPOENA DUCES TECUM

1. TO W.L. Gore & Associates, Inc. c/o Mark Nelson, Esq. Cleary Gottlieb Steen & Hamilton LLP 2000 Pennsylvania Avenue, N.W. Washington, DC 20006-1801	2. FROM UNITED STATES OF AMERICA FEDERAL TRADE COMMISSION
--	---

This subpoena requires you to appear and testify at the request of the Federal Trade Commission at a hearing [or deposition] in the proceeding described in Item 6.

3. LOCATION OF HEARING 601 New Jersey Avenue, N.W., Room 6227 Washington, D.C. 2001	4. YOUR APPEARANCE WILL BE BEFORE Karen A. Mills, Esq. <hr/> 5. DATE AND TIME OF HEARING OR DEPOSITION April 1, 2011
--	---

6. SUBJECT OF INVESTIGATION

See attached Resolution Authorizing Use of Compulsory Process in
W.L. Gore & Associates, Inc., File No. 101-0207

7. RECORDS YOU MUST BRING WITH YOU

See attached Definitions, Instructions, and Specifications

8. RECORDS CUSTODIAN/DEPUTY RECORDS CUSTODIAN Melanie Sabo, Custodian - 202-326-2955 Geoffrey Green, Deputy Custodian - 202-326-2641	9. COMMISSION COUNSEL Karen A. Mills, Commission Counsel - 202-326-2052
---	---

DATE ISSUED 3/10/11	COMMISSIONER'S SIGNATURE ↓ Ten Roc
-----------------------------------	--

GENERAL INSTRUCTIONS

The delivery of this subpoena to you by any method prescribed by the Commission's Rules of Practice is legal service and may subject you to a penalty imposed by law for failure to comply.

PETITION TO LIMIT OR QUASH

The Commission's Rules of Practice require that any petition to limit or quash this subpoena be filed within 20 days after service or, if the return date is less than 20 days after service, prior to the return date. The original and ten copies of the petition must be filed with the Secretary of the Federal Trade Commission. Send one copy to the Commission Counsel named in Item 9.

TRAVEL EXPENSES

Use the enclosed travel voucher to claim compensation to which you are entitled as a witness for the Commission. The completed travel voucher and this subpoena should be presented to Commission Counsel for payment. If you are permanently or temporarily living somewhere other than the address on this subpoena and it would require excessive travel for you to appear, you must get prior approval from Commission Counsel.

This subpoena does not require approval by OMB under the Paperwork Reduction Act of 1980.

RETURN OF SERVICE

I hereby certify that a duplicate original of the within subpoena was duly served: (check the method used)

- in person.*
- by registered mail.*
- by leaving copy at principal office or place of business, to wit:*

on the person named herein on:

(Month, day, and year)

(Name of person making service)

(Official title)

SCHEDULE

For the purpose of this Subpoena, the following definitions and instructions apply:

DEFINITIONS

- I. The term "the Company" and "Gore" mean W.L. Gore & Associates, its directors, officers, trustees, employees, attorneys, agents, consultants, and representatives, its domestic and foreign parents, predecessors, divisions, subsidiaries, affiliates, partnerships and joint ventures, and the directors, officers, trustees, employees, attorneys, agents, consultants, and representatives of its domestic and foreign parents, predecessors, divisions, subsidiaries, affiliates, and partnerships and joint ventures.
- II. The term "relevant product" means any membrane, coating, laminate, seam tape, equipment, technology, intellectual property, or know-how used to make waterproof or waterproof and breathable outerwear, clothing, footwear, gloves, accessories, or other apparel or items.
- III. The terms "agreement" or "contract" mean any oral, written, or implied contract, arrangement, understanding, or plan, whether formal or informal, between two or more persons, together with all modifications or amendments thereto.
- IV. The term "communication" means any transmittal, exchange, transfer, or dissemination of information, regardless of the means by which it is accomplished, and includes all communications, whether written or oral, and all discussions, meetings, telephone communications, or email contacts.
- V. The terms "manufacture" or "manufacturer" includes a person's use of its own productive assets as well as the productive assets of any other person, including contracting for the use of those assets.
- VI. The term "Exclusive Dealing Arrangement" means any program, policy, or agreement, whether written or otherwise, that renders any aspect of any transaction involving sale, purchase, licensing, use, or supply of a relevant product or of a product for use in conjunction with a relevant product conditional on a customer's or supplier's dealing, refusal to deal, or terms of dealing, with other manufacturers, licensors, or suppliers of any relevant product. The term Exclusive Dealing Agreement includes a program, policy or agreement that the Company will either decline to license, sell, purchase, supply, or permit use of a relevant product to a person that licenses, purchases, uses, or manufactures a relevant product from or for a person other than the Company, or will do so only on less commercially desirable terms than those otherwise available to customers dealing only with the Company. The term Exclusive Dealing Agreement includes any program, policy, or agreement that requires notice to or approval of the Company for any customer's or supplier's sale, purchase, licensing, use, or supply of a relevant product or of a product for use in conjunction with a relevant product.

- VII. The term "containing" means containing, describing, or interpreting in whole or in part.
- VIII. The terms "discuss" or "discussing" mean in whole or in part constituting, containing, describing, analyzing, explaining, or addressing the designated subject matter, regardless of the length of the treatment or detail of analysis of the subject matter, but not merely referring to the designated subject matter without elaboration. A document that "discusses" another document includes the other document itself.
- IX. The term "documents" means all written, recorded, transcribed, or graphic matter of every type and description, however and by whomever prepared, produced, reproduced, disseminated, or made, including, but not limited to, analyses, letters, telegrams, memoranda, reports, bills, receipts, telexes, contracts, invoices, books, accounts, statements, studies, surveys, pamphlets, notes, charts, maps, plats, tabulations, graphs, tapes, data sheets, data processing cards, printouts, net sites, microfilm, indices, calendar or diary entries, manuals, guides, outlines, abstracts, histories, agendas, minutes or records of meetings, conferences, electronic mail, and telephone or other conversations or communications, as well as films, tapes, or slides, and all other data compilations in the possession, custody, or control of the Company, or to which the Company has access. The term "documents" includes the complete original document (or a copy thereof if the original is not available), all drafts (whether or not they resulted in a final document), and all copies that differ in any respect from the original, including any notation, underlining, marking, or information not on the original. The term "other data compilations" includes information stored in, or accessible through, computer or other information retrieval systems, together with instructions and all other material necessary to use or interpret such data compilations as set out in the attached Definitions and Instructions. If the name of the person or persons who prepared, reviewed, or received the document and the date of preparation, review, or receipt are not clear on the face of any document, such information should be provided separately. Documents shall be produced in accordance with the attached Definitions and Instructions.
- X. The terms "documents sufficient to show" and "documents sufficient to identify" mean both documents that are necessary and documents that are sufficient to provide the specified information. If summaries, compilations, lists, or synopses are available that provide the information being requested, these may be provided in lieu of the underlying documents.
- XI. The term "effect" means the actual, intended, forecast, desired, predicted, or contemplated consequence or result of an action or plan.
- XII. The term "person" includes the Company, and means any natural person, corporate

entity, partnership, association, joint venture, governmental entity, trust, or any other organization or entity engaged in commerce.

- XIII. The terms "plan" means a decision, proposal, strategy, intention, recommendation, analysis, report, or consideration, whether or not precisely formulated, finalized, authorized, preliminary, tentative or adopted.
- XIV. The term "relating to" means in whole or in part constituting, containing, concerning, embodying, reflecting, discussing, explaining, describing, analyzing, identifying, stating, referring to, dealing with, or in any way pertaining to.
- XV. The terms "and" and "or" have both conjunctive and disjunctive meanings.
- XVI. The terms "each," "any," and "all" mean "each and every."

INSTRUCTIONS

The response to this subpoena shall be submitted in the following manner:

1. Unless modified by agreement with the staff of the Federal Trade Commission, each Specification of this subpoena *duces tecum* ("subpoena") requires a complete search of all the files of the Company as defined in Definition I above. If the Company believes that the scope of either the required search or the subpoena itself can be narrowed in any way that is consistent with the Commission's need for documents and information, you are encouraged to discuss such questions and possible modifications with the Commission representative identified in Instruction 16 of this subpoena. All such modifications to this subpoena must be agreed to in writing by the Commission through its delegated staff.
2. Documents covered by this subpoena include all responsive documents in the Company's possession, custody, or control, including documents that its officers, directors, employees, agents, or representatives are holding, whether or not such documents are on the Company's premises. If any such person is unwilling to produce responsive documents, state individually as to each person: name, address, telephone number, and relationship to the Company.
3. Unless otherwise stated, each Specification calls for all documents prepared, received, circulated, transmitted, or in use on or after January 1, 2001, and each Specification refers to each of the years during the relevant time period. Where data, rather than documents, is requested, it shall be provided separately for each year, unless otherwise specified. All references herein to year refer to calendar year. If calendar year information is not available, supply the Company's fiscal year data indicating the twelve-month period covered, and provide the Company's best estimate of calendar

year data.

4. This subpoena shall be deemed continuing in nature so as to require production of all documents responsive to any Specification included in this subpoena produced or obtained by the Company up to fourteen (14) calendar days prior to the date of the Company's full compliance with this subpoena. Responsive documents generated after that date should be preserved so that they may be provided later if requested.
5. The geographic scope of each Specification is the United States, unless otherwise specified.
6. In each Specification, the present tense shall be construed to include the past tense, and the past tense shall be construed to include the present tense. The singular shall be construed to include the plural, and the plural shall be construed to include the singular.
7. Each document submitted shall be marked with document identification and consecutive document control numbers. The Company shall submit a master list showing all documents, identified by control number, the name of each person from whose files the document was obtained, and the Specification number to which the document responds.
8. Documents provided shall be complete and submitted as found in the Company's files, even if only a portion of the document relates to the specified subject matter (*e.g.*, documents are to be stapled together if they are fastened together in the files). With the exception of privileged material, do not mask or delete any portion of any document in any manner.
9. Documents supplied in response to one Specification or subpart need not be supplied again in response to another subsequent Specification or subpart. However, the responses should be clearly marked as to which Specification(s) or subpart(s) the document relates.
10. If documents responsive to the Specification no longer exist, but you have reason to believe such documents have been in existence, state the circumstances under which they were lost or destroyed, describe the documents to the fullest extent possible, state the Specification(s) to which they are responsive, and identify persons having knowledge of the contents of such documents.
11. If the Company is unable to answer any Specification fully, supply such information as is available. Explain why such answer is incomplete, the efforts made by the Company to obtain the information, and the source from which the complete answer may be obtained. If books and records that provide accurate answers are not available,

enter best estimates and describe how the estimates were derived, including the sources or bases of such estimates. Estimated data shall be followed by the notation "est." If there is no reasonable way for the Company to make an estimate, provide an explanation.

12. If any document called for by this subpoena is withheld based on a claim of privilege or any similar claim, the claim must be asserted no later than the return date of this subpoena. In addition, pursuant to 16 C.F.R. § 2.8A(a), submit, together with the claim, a schedule of the items withheld stating individually as to each such item:
 - a. the type, title, specific subject matter, and date of the item;
 - b. the names, addresses, positions, and organizations of all authors and recipients of the item;
 - c. the bates number(s) of the item; and
 - d. the specific grounds for claiming that the item is privileged.

For each document withheld under a claim that it constitutes or contains attorney work product, also state whether the Company asserts that the document was prepared in anticipation of litigation or for trial, and, if so, identify the anticipated litigation or trial upon which the assertion is based. If only some portion(s) of any responsive document is (are) privileged, all non-privileged portions of the document must be submitted. The addressee shall comply with the requirement of 16 C.F.R. § 2.8A(a) in lieu of filing a petition to limit or quash this subpoena solely for the purposes of asserting claims of privilege. 16 C.F.R. § 2.8A(b).

13. All documents provided in response to the subpoena must be produced in the format described in Attachment 1.2 and accompanied by the documentation described in Attachment 1.2.
14. All documentary materials used in the preparation of responses to the Specifications of this subpoena shall be retained by the Company. The Commission may require the submission of additional documents at a later time. Accordingly, you should suspend any routine procedures for document destruction and take other measures to prevent the destruction of documents that are in any way relevant to this investigation during its pendency, irrespective of whether you believe such documents are protected from discovery by privilege or otherwise. *See* 15 U.S.C. § 50. *See also* 18 U.S.C. § 1505.
15. To furnish a complete response, the person supervising compliance with this subpoena must submit a signed and notarized copy of the attached verification form, along with the responsive materials. The Company need not send a representative to testify with

the documents, but the Commission reserves the right to have the Company provide a person to testify as to the adequacy of return at a later date.

16. Any questions you have relating to this subpoena should be directed to Karen A. Mills at (202) 326-2052.
17. The response to this subpoena should be directed to the attention of Karen A. Mills, Attorney, and delivered between 9:00 a.m. and 5:00 p.m. on any business day to the Federal Trade Commission, Bureau of Competition, 601 New Jersey Avenue, N.W., Room 6227, Washington, DC 20001. Hand delivery by courier will be acceptable, but please advise in advance of hand delivery if a signature will be required. The Company may comply with this subpoena by making a full return of all documents requested in this subpoena prior to the return date and by notifying Karen A. Mills, at (202) 326-2052, not less than ten days prior to the formal return date, of the Company's intention to comply with this subpoena.
18. All information submitted pursuant to this subpoena is subject to the confidentiality provisions of Section 21(f) of the Federal Trade Commission Act, 15 U.S.C. § 57b-2(f), and Rule 4.10 of the Federal Trade Commission Rules of Practice, 16 C.F.R. § 4.10.

**DOCUMENTS TO BE PRODUCED
SPECIFICATIONS**

1. A current organization chart for each division of the Company that has responsibilities relating to research, development, commercialization, manufacture, testing, warranties, marketing, advertising, sales, distribution, intellectual property, know-how, or licensing of any relevant product.
2. One copy of each of the Company's current sales, marketing, promotional, and training materials for the licensing, sale, or use of any relevant product.
3. All documents relating to the Company's studies, forecasts, plans, strategy or decision relating to research, development, intellectual property protection, manufacturing, branding, licensing, pricing, sales, or marketing of any relevant product, including, but not limited to all: strategic plans, business plans, pricing plans, marketing plans, advertising plans, market studies, and presentations to management committees, executive committees, and boards of directors.
4. All documents relating to actual or potential competition, market share, strength, weakness, or competitive position of the Company or any actual or potential competitor or its products or services, or to competition in the licensing, branding, marketing, advertising, distribution or sale of the relevant product, including, but not limited to, all documents relating to:
 - a. supply and demand;
 - b. pricing or discounts;
 - c. research, development, innovation, or technology;
 - e. product attributes;
 - f. services;
 - g. brand identity;
 - h. marketing, advertising, or promotion;
 - i. training related to marketing, sales, manufacturing, or testing;
 - j. warranties;

- j. relationships with suppliers, customers, licensees, brands, factories, manufacturers, or retailers;
 - k. costs;
 - l. availability of product or flexibility in development of product;
 - m. ability to meet standards or specifications;
 - n. insulation from competition; and
 - o. customers of the Company that also buy, license, or use any relevant product of a competitor; propensity of customers to switch suppliers of the relevant product or to switch from the relevant product to another product; attempts to win or maintain the business of customers; success in winning customers from other companies; and losses of customers to other companies, including, but not limited to, all sales personnel call reports.
5. All documents relating to the possibility, likelihood, or plans of the Company, or any other person, to begin, resume, expand, reduce, or discontinue the manufacture, sale, licensing, provision, or use of any relevant product, including but not limited to documents relating to actual or potential impact of entry, ease of entry, any impediments or barriers to entry, the requirements and costs of entry, conditions of entry, the costs of research and development, planning and design, production requirements, distribution systems, service requirements, patents, licenses, sales and marketing activities, testing, warranties, validation, approval (including public, government, military, state, city, or municipal specifications), development of customer loyalty or brand recognition, whether there are economies of scale present in research, development, manufacture, production, marketing, distribution, or otherwise, and, if so, the minimum viable scale, production line size and volume, or other factors required to attain any available cost savings or other efficiencies necessary to compete profitably in the manufacture, sale, licensing, or provision of any relevant product.
6. All documents relating to the applicability or effect of any import duties or restrictions, including but not limited to the effect of any "Buy American" provision, requirement, or preference on marketing, competition, prices, sales, demand, output, profits, sourcing opportunities, or costs of any relevant product.
7. Documents sufficient to identify for the Company relating to any relevant product all:
- a. licensees of the Gore brand or of any Gore technology;

- b. recipients of any Gore know-how;
 - c. lessees, users, or purchasers of any Gore equipment;
 - d. purchasers or users of any Gore relevant product;
 - e. names of brands and companies using any Gore relevant product or selling any product to be used in conjunction with any Gore relevant product; and
 - f. all Gore-certified or approved factories or manufacturing facilities;
8. All written agreements with any of those persons identified in Specification 7.
 9. All documents relating to any Exclusive Dealing Agreement between the Company and any of the following: fabric manufacturer; factory that manufactures waterproof/breathable outerwear, footwear, gloves, apparel or other items; company that uses any relevant product in waterproof/breathable branded products; company that uses any relevant product in private label products; private label retailers; retailers; or any other person, including without limitation all documents relating to: (a) the origin, objective, rationale, business justification, or intent of any Exclusive Dealing Arrangement; (b) the negotiation, drafting, development, implementation, enforcement, structure or terms of any Exclusive Dealing Arrangement; (c) any actual or potential alternatives, amendments or changes to, or deviations from, any terms of any Exclusive Dealing Arrangement; (d) objections to or criticisms of any Exclusive Dealing Arrangement; (e) any request for relief from any Exclusive Dealing Arrangement; (f) any relief granted from any provision of any Exclusive Dealing Arrangement; (g) any attempt by any person to satisfy the conditions of any Exclusive Dealing Arrangement; (h) the effect of any Exclusive Dealing Arrangement on competitors, competition, prices, output, sales, marketing, scale economies, profits, or costs of the relevant product; (i) the effect of any Exclusive Dealing Arrangement on consumers of the relevant product or on downstream users of the relevant product; (j) communications with customers, licensees, or any factory regarding any Exclusive Dealing Arrangement; and (k) the actual, contemplated, predicted, forecast or intended costs and benefits of, or justifications for, any Exclusive Dealing Arrangement.
 10. Documents sufficient to identify all Company intellectual property and know how related to any relevant product, the effective dates of any intellectual property rights, the Company's practices with respect to sale, licensing, or disclosure of intellectual property, and all documents related to suspected, possible, alleged, or actual violations of the Company's intellectual property or threats to its know-how.
 11. All documents that refer or relate to any allegation, investigation, lawsuit, or settlement relating to any claim that the Company or a competitor violated any federal,

- state, or foreign antitrust law in connection the manufacture, sale, marketing, or provision of any relevant product.
12. All documents related to communications with or proceedings before the U.S. International Trade Commission in connection with any relevant product.
 13. Documents sufficient to show, for each customer and for each product separately recognized by the Company, by month:
 - a. sales in units, and both gross sales and net sales in dollars, where net sales means sales after deducting discounts, returns, allowances and excise taxes, and sales includes sales of the relevant product whether manufactured by the Company itself or purchased from sources outside the Company and resold by the Company in the same manufactured form as purchased;
 - b. prices, and prices net of any discounts;
 - c. costs; and
 - d. spending on advertising, cooperative advertising, or promotional campaigns.
 14. All documents relating to communications between the Company and any person outside the Company who manufactures or creates and sells, licenses, or leases any relevant product.
 15. Documents sufficient to show the Company's document retention and document destruction policies.

Attachment 1.1

VERIFICATION

I personally supervised the preparation and assembly of this response on behalf of W.L. Gore in accordance with the Definitions and Instructions set forth in Subpoena *Duces Tecum* Issued in FTC File No. 101-0207. All copies submitted in lieu of originals are true, correct and complete copies of the original documents. This response is complete and correct to the best of my knowledge and belief.

Signed: _____

Name: _____

Title: _____

Date: _____

Subscribed and sworn to before me this ____ day of _____, 2011 .

Notary Public

My Commission expires: _____

Attachment 1.2

PRODUCTION FORMS AND METHODS

1. Forms of Production: The Company shall submit documents as instructed below absent written consent signed by an Assistant Director.
 - (a) Documents stored in electronic or hard copy formats in the ordinary course of business shall be submitted in electronic format provided that such copies are true, correct, and complete copies of the original documents:
 - (i) submit Microsoft Access, Excel, and PowerPoint in native format with extracted text and metadata; and
 - (ii) submit all documents other than those provided pursuant to subparts (a)(i) or (a)(iii) in image format with extracted text and metadata.
 - (iii) electronic format: documents stored in hard copy form may be submitted in image format accompanied by OCR.
 - (b) For each document submitted in electronic format, include the following metadata fields and information:
 - (i) for documents stored in electronic format other than email: beginning Bates or document identification number, ending Bates or document identification number, page count, custodian, creation date and time, modification date and time, last accessed date and time, size, location or path file name, and SHA Hash value;
 - (ii) for emails: beginning Bates or document identification number, ending Bates or document identification number, page count, custodian, to, from, Cc, Bcc, subject, date and time sent, Outlook Message ID (if applicable), child records (the beginning Bates or document identification number of attachments delimited by a semicolon);
 - (iii) for email attachments: beginning Bates or document identification number, ending Bates or document identification number, page count, custodian, creation date and time, modification date and time, last accessed date and time, size, location or path file name, parent record (beginning Bates or document identification number of parent email), and SHA Hash value; and

- (iv) for hard copy documents: beginning Bates or document identification number, ending Bates or document identification number, page count, and custodian.
 - (c) If the Company intends to utilize any de-duplication or email threading software or services when collecting or reviewing information that is stored in the Company's computer systems or electronic storage media, or if the Company's computer systems contain or utilize such software, the Company must contact a Commission representative to determine, with the assistance of the appropriate government technical officials, whether and in what manner the Company may use of such software or services when producing materials in response to this Request.
 - (d) Submit data compilations in Excel spreadsheet or in delimited text formats, with all underlying data un-redacted and all underlying formulas and algorithms intact.
 - (e) Submit electronic files and images as follows:
 - (i) for productions over 10 gigabytes, use IDE and EIDE hard disk drives, formatted in Microsoft Windows-compatible, uncompressed data in USB 2.0 external enclosure;
 - (ii) for productions under 10 gigabytes, CD-R CD-ROM and DVD-ROM for Windows-compatible personal computers, and USB 2.0 Flash Drives are also acceptable storage formats.; and
 - (iii) **All documents produced in electronic format shall be scanned for and free of viruses. The Commission will return any infected media for replacement, which may affect the timing of the Company's compliance with this Request.**
2. All documents responsive to this Request, regardless of format or form and regardless of whether submitted in hard copy or electronic format:
- (a) shall be produced in complete form, un-redacted unless privileged, and in the order in which they appear in the Company's files, and shall not be shuffled or otherwise rearranged. For example:
 - (i) if in their original condition hard copy documents were stapled, clipped, or otherwise fastened together or maintained in file folders, binders, covers, or containers, they shall be produced in such form, and any documents that

must be removed from their original folders, binders, covers, or containers in order to be produced shall be identified in a manner so as to clearly specify the folder, binder, cover, or container from which such documents came; and

- (ii) if in their original condition electronic documents were maintained in folders or otherwise organized, they shall be produced in such form and information shall be produced so as to clearly specify the folder or organization format;
- (b) shall be marked on each page with corporate identification and consecutive document control numbers;
- (c) shall be produced in color where necessary to interpret the document (if the coloring of any document communicates any substantive information, or if black-and-white photocopying or conversion to TIFF format of any document (*e.g.*, a chart or graph), makes any substantive information contained in the document unintelligible, the Company must submit the original document, a like-colored photocopy, or a JPEG format image);
- (d) shall be accompanied by an affidavit of an officer of the Company stating that the copies are true, correct, and complete copies of the original documents; and
- (e) shall be accompanied by an index that identifies: (i) the name of each person from whom responsive documents are submitted; and (ii) the corresponding consecutive document control number(s) used to identify that person's documents, and if submitted in paper form, the box number containing such documents. If the index exists as a computer file(s), provide the index both as a printed hard copy and in machine-readable form (provided that Commission representatives determine prior to submission that the machine-readable form would be in a format that allows the agency to use the computer files). The Commission representative will provide a sample index upon request.

**UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION**

COMMISSIONERS: **Jon Leibowitz, Chairman**
 William E. Kovacic
 J. Thomas Rosch
 Edith Ramirez
 Julie Brill

**RESOLUTION AUTHORIZING USE OF
COMPULSORY PROCESS IN A NONPUBLIC INVESTIGATION**

File No. 101-0207

Nature and Scope of Investigation:

To determine whether W.L. Gore & Associates, Inc., or any other unnamed persons, partnerships, or corporations have engaged or are engaging in unfair methods of competition in or affecting commerce in violation of Section 5 of the Federal Trade Commission Act, 15 U.S.C. § 45, as amended, by contracts, exclusionary practices, or other conduct relating to waterproof or waterproof and breathable membranes or technologies and related products.

The Federal Trade Commission hereby resolves and authorizes that any compulsory processes available to it be used in connection with this investigation.

Authority to Conduct Investigation:

Sections 6, 9, 10 and 20 of the Federal Trade Commission Act, 15 U.S.C. §§ 46, 49, 50, and 57b-1, as amended; FTC Procedures and Rules of Practice, 16 C.F.R. § 1.1, *et seq.*, and supplements thereto.

By direction of the Commission.


Donald S. Clark
Secretary

Issued: February 16, 2011

Exhibit B

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

IN THE MATTER OF)
)
)

W.L. GORE & ASSOCIATES, INC.)
)
)
)
_____)

File No. 101-0207

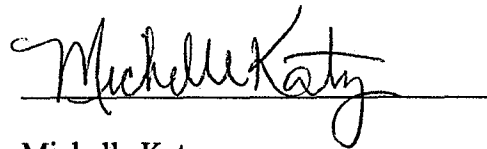
**DECLARATION OF MICHELLE KATZ IN SUPPORT OF W.L. GORE &
ASSOCIATES, INC.'S PETITION TO LIMIT OR QUASH SUBPOENA DUCES TECUM
DATED MARCH 10, 2011**

I, Michelle Katz, declare under penalty of perjury pursuant to 28 U.S.C. § 1746:

1. I am Contract Administrator at W.L. Gore & Associates, Inc. ("Gore").
2. My duties and responsibilities include contract and database administration in Gore's legal department. I work regularly with the documents and files of Gore employees. I am familiar with the ways Gore Fabrics Division employees keep and store electronic information.
3. I am familiar with the organization and structure of Gore's Fabrics Division. Gore's Fabrics Division has approximately 1,500 employees, located at more than 40 offices worldwide.
4. Based upon my understanding of Gore's records for Gore's Fabrics Division in North America, the average employee's active email file contains approximately 7,500 emails comprising approximately 500 megabytes of data.
5. Gore's Fabrics Division employees store significant amounts of information in [REDACTED]. [REDACTED] Employees store a variety of documents on their [REDACTED]; in many cases, these documents include archived emails. Based upon my understanding of Gore's records for North America, the collective volume of the Fabrics Division employees' [REDACTED] is more than 1.3 terabytes of data.
6. Gore employees use a [REDACTED]. Based upon my understanding of Gore's records for the Fabrics Division in North America, this [REDACTED] contains approximately 1 terabyte of information.

7. Gore employees also store documents (including archived emails in some cases) on their local hard drives [REDACTED] have paper files, and may store documents on disks, CDs, or personal computers.
8. Gore's Fabrics Division also maintains shared databases, which contain thousands of individual records.

DATED: April 15, 2011

A handwritten signature in cursive script that reads "Michelle Katz". The signature is written in black ink and is positioned above a solid horizontal line.

Michelle Katz

Contract Administrator
W.L. Gore & Associates, Inc.

Exhibit C



UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION
WASHINGTON, D.C. 20580

VIA FACSIMILE AND FEDERAL EXPRESS

Ms. Terri Kelly
President and Chief Executive Officer
W. L. Gore & Associates, Inc.
555 Paper Mill Road
Newark, DE 19711

November 5, 2010

Re: *W.L. Gore and Associates*, FTC File No. 1010207

Dear Ms. Kelly:

The Federal Trade Commission's Bureau of Competition is conducting a non-public investigation to determine whether W.L. Gore and Associates, Inc. ("Gore"), or others, may be engaging in or may have engaged in conduct in violation of Section 5 of the Federal Trade Commission Act, 15 U.S.C. § 45, as amended, by restricting competition for water repellant, waterproof, waterproof and breathable, or chemical resistant fabrics, coatings, or laminates, or markets for products which use any of those technologies. Conduct under investigation includes, but is not limited to Gore policies, practices or contracts, agreements, and communications with customers, manufacturers, distributors, or retailers that restrict customers' ability to deal with competing suppliers. Gore conduct under investigation may relate to intellectual property licensing, or restrictions on supply, design, development, production, testing, marketing, advertising, sale, or pricing of any Gore fabric or any clothing or footwear product containing a Gore fabric.

Gore has an ongoing obligation to preserve and not destroy evidence that may be relevant to a government investigation from the time Gore becomes aware of the investigation. *See, generally*, 15 U.S.C. § 50 and 18 U.S.C. § 1505. Gore should take affirmative steps to ensure that Gore, its Board of Directors, its officers, directors, agents, and representatives, and all staff and employees, wherever located, preserve from destruction all materials and data potentially relevant to the investigation, including but not limited to hard copy documents, electronic documents, and computer files. Gore should suspend destruction or recycling of any backup tapes or other media containing potentially relevant materials.

Neither this letter nor the existence of the non-public investigation indicates that the Federal Trade Commission has concluded that Gore or anyone else has violated Section 5.

I look forward to discussing this matter further with you. If you have any questions, please do not hesitate to contact me at (202) 326-2052.

Sincerely,

A handwritten signature in black ink that reads "Karen A. Mills".

Karen A. Mills

Attorney

Exhibit D

CLEARY GOTTlieb STEEN & HAMILTON LLP

2000 PENNSYLVANIA AVENUE, N.W.

WASHINGTON, D.C. 20006-1801

(202) 974-1500

FACSIMILE
(202) 974-1999

WWW.CLEARYGOTTLIEB.COM

NEW YORK

PARIS

BRUSSELS

LONDON

MOSCOW

FRANKFURT

COLOGNE

ROME

MILAN

HONG KONG

BEIJING

KENNETH L. BACHMAN, JR.
MARK LEDDY
JOHN C. MURPHY, JR.
GEORGE S. CARY
MITCHELL S. DUPLER
LINDA J. SOLDO
GIOVANNI P. PREZIOSO
JOHN T. BYAM
MATTHEW D. SLATER
MICHAEL R. LAZERWITZ
DAVID I. GELFAND
MICHAEL A. MAZZUCHI
MARK W. NELSON
ROBIN M. BERGEN
DEREK M. BUSH
PAUL D. MARQUARDT
JEREMY CALSYN
LEAH BRANNON
SHAWN J. CHEN
RESIDENT PARTNERS

DANIEL B. SILVER
RICHARD DEC. HINDS
SARA D. SCHOTLAND
JOHN S. MAGNEY
JANET L. WELLS
SENIOR COUNSEL

W. RICHARD BIDSTRUP
KEVIN A. GRIFFIN
STEVEN J. KAISER
JOYCE E. MCCARTY
COUNSEL

KAREN A. KERR
SCOTT R. GOODWIN
JOHN P. MCGILL, JR.
PATRICIA W. McDERMOTT
SENIOR ATTORNEYS

NOWELL BAMBERGER
LEE F. BERGER
PATRICK BOCK
KATHLEEN W. BRADISH
ALLISON H. BREault
COURTNEY BROWN
GEOFFREY CARLSON
KATHERINE M. CARROLL
JACOB M. CHACHKIN
TRACY CHIN*

KATIA S. COLITTI
EMILY L. COOKE
MARGARET COWAN
DANIEL CULLEY
CARL F. EMIGOLZ
ELAINE EWING
CATHERINE L. FAGG*
NINA FRANT
PATRICK FULLER
RYAN C. GAUBERT
CAROLINE K. GREENE
REHANA GUBIN
STEVEN A. HAIDAR*
PAUL S. HAYES
DAVID HULTS*
MICHAEL HURST

MEGHAN A. IRMLER
HEATHER M. JOHNSON
MIJI KIM*
JAY LEE
MACEY LEVINGTON*
COLIN D. LLOYD
JOHN R. LOATMAN
NICOLE MANARA
BRANDON MASLOV*
THOMAS D. MCCONNELL
BENJAMIN MEEKS
YASMIN MEHRAIN
JENNIFER MELLOTT
ANTONIO M. POZOS
ANTONIO J. REYNOLDS
PAUL R. ST. LAWRENCE III
VALERIE SCHUSTER*
OMAR SERAGELDIN
GREGORY M. SERGI
KELSEY W. SHANNON
MARGARET E. SHEER
ALEX SISTLA
JOSHUA STERN
JEREMY J. STEWART
JESS C. THEODORE*
SUSAN TORZILLI*
TEALE TOWELL*
RACHEL VELCOFF
KISH VINAYAGAMOORTHY
MARK W. WALKER
JOANNE L. WERDEL
MATTHEW R. WINGERTER
ASSOCIATES

* ADMITTED ONLY TO A BAR OTHER THAN THAT OF THE DISTRICT OF COLUMBIA WORKING UNDER THE SUPERVISION OF PRINCIPALS OF THE WASHINGTON OFFICE.

Writer's Direct Dial: +1 202 974 1622
E-Mail: mnelson@cgsh.com

January 19, 2011

Karen Mills, Esq.
Federal Trade Commission
601 New Jersey Avenue, NW
Washington, DC 20580

Rc: W.L. Gore & Associates, Inc. ("Gore")

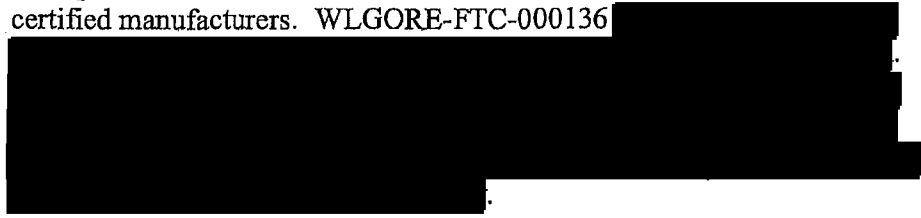
Dear Karen,

On behalf of Gore, this letter encloses two copies of a set of several ordinary course business documents relating to Gore, its Fabrics Division, and competition and competitors. The documents included are as follows:

- The document labeled WLGORE-FTC-000001 provides an overview of Gore's business across all of its business units.
- The document labeled WLGORE-FTC-000030 is a retail training guide to GORE-TEX® products used by Gore's Fabrics Division.
- The documents labeled WLGORE-FTC-000058 through -000062 are examples of product literature included with GORE-TEX® products sold at retail.
- The documents labeled WLGORE-FTC-000063 through -000135 discuss competition in waterproof and breathable fabrics and technologies.

Karen Mills, Esq., p. 2

- The documents labeled WLGORE-FTC-000136 through -000189 are examples of Gore's standard contracts with its trademark licensees and certified manufacturers. WLGORE-FTC-000136



* * * * *

The documents contain highly confidential and proprietary information of Gore and are submitted with the understanding that they will be afforded confidential treatment pursuant to 15 U.S.C. § 57b-2(c) and 16 C.F.R. § 4.10, and all other applicable statutes and regulations.

Please do not hesitate to contact me if you have any questions.

Sincerely,

Mark Nelson / EHE

Mark Nelson

Enclosures

Exhibit E

Redacted From the Public Record

Exhibit F

STATEMENT OF MARK W. NELSON PURSUANT TO 16 C.F.R. § 2.7(d)(2)

I am a Partner with Cleary Gottlieb Steen & Hamilton LLP, counsel for W.L. Gore & Associates, Inc. ("Gore"). I submit this statement in connection with Gore's Petition to Quash or Limit the Subpoena *Duces Tecum* Issued on March 10, 2011. Pursuant to 16 C.F.R. § 2.7(d)(2), I hereby certify that counsel for Gore has communicated with Commission staff by phone, email, and letter correspondence in a good faith effort to resolve by agreement the issues raised by this Petition.

On March 14, 2011, I had a telephone call with Karen Mills, counsel for the Commission, where she informed me that I would be receiving a subpoena *duces tucem* in connection with the Commission's investigation of Gore. During that call with Ms. Mills, I discussed possible ways of narrowing the scope of the subpoena and reducing the burden on Gore. I received the subpoena that is the subject of this Petition on March 14, 2011.

On the morning of March 18, 2011, my colleague Elaine Ewing and I had a lengthy telephone call conference with Ms. Mills in an effort to reach a reasonable accommodation on Gore's response to the subpoena. During this call, we sought an extension from the initial response date of April 1, 2011, and proposed a plan for staged production of the most relevant materials sought by the subpoena, pursuant to which Gore would produce a large volume of documents initially, without prejudicing the Commission's ability to seek additional documents once these documents had been received and reviewed.

Gore's counsel had subsequent telephone calls with Commission staff on March 25, 2011 (between Ms. Mills and Ms. Ewing) and March 28, 2011 (among Ms. Mills, Ms. Ewing, and myself), where we again tried in good faith to resolve the issues set forth in the Petition. During

these calls, we provided additional information to Commission staff regarding the Gore documents that might be responsive to the subpoena and Gore's proposed approach to the subpoena response.

In all conversations, we made clear that Gore's proposals were without prejudice to what the staff might request after its review of Gore's initial production. On the March 28, 2011 call, Ms. Mills requested that Gore submit its proposal in writing, which we did by letter of March 31, 2011.

On April 1 and April 4, 2011, Gore submitted two productions to the FTC, totaling over 10,000 pages of documents.

On April 6, 2011, Ms. Mills and Ms. Ewing had another telephone call regarding Gore's proposed approach to the subpoena response. Commission staff was unwilling to accept Gore's proposed approach and insisted on a discussion of Gore's organization and potential custodians before modifying the subpoena or deferring the response date. On April 8, 2011, Ms. Ewing and I contacted Commission staff prepared to discuss the organizational chart submitted as part of Gore's initial production. Commission staff was unwilling to engage in the discussion without additional historical organizational charts and unspecified information regarding burden.

Ms. Ewing and I, along with our colleague Steven Kaiser, had another telephone conversation with Ms. Mills on the afternoon of April 12, 2011. During this call, we once again expressed Gore's desire to continue negotiations and a willingness to provide Commission staff with information requested to facilitate those negotiations. We again indicated that Gore was willing to engage in discussions regarding custodial searches. We also asked for a two-week extension of the deadline for filing a motion to quash, noting that it would be almost impossible to complete custodian negotiations by April 15, 2011 given the extensive background

information requested by Commission staff as a prerequisite for having any such discussion. During the April 12 call, we also provided Commission staff with information about the number of employees with potentially responsive documents and the average size of employees' email files. On April 13, we produced historical organizational charts in response to Commission staff's request.

On April 14, Commission staff notified us by letter that it had denied Gore's request for an extension of the time to file a motion to quash. I responded to the staff's letter by letter of April 15, 2011.

Dated: April 15, 2011



Mark W. Nelson
CLEARY GOTTLIEB STEEN & HAMILTON LLP
2000 Pennsylvania Avenue, NW
Washington, D.C. 20006
Tel: 202-974-1500