

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

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In the Matter of	)
	)
Altria Group, Inc.,	)
a corporation,	)
	)
and	)
	)
JUUL Labs, Inc.	)
a corporation,	)
	)
Respondents.	)
_____	)

Docket No. 9393

**NON-PARTY PHILIP MORRIS INTERNATIONAL INC.'S  
MOTION FOR *IN CAMERA* TREATMENT**

Counsel for non-party Philip Morris International Inc. ("PMI"), pursuant to Rule 3.45(b) of the Federal Trade Commission's Rules of Practice, 16 C.F.R. § 3.45(b), respectfully moves this Court for *in camera* treatment for five years for certain competitively sensitive, confidential business documents (or portions thereof) and portions of a deposition transcript (the "Confidential Documents"), and indefinite *in camera* treatment for certain sensitive personal information contained in PMI's documents. The parties do not oppose PMI's motion for *in camera* treatment of the Confidential Documents and the sensitive personal information contained in PMI's documents.

PMI also respectfully requests that the Court limit access to PMI's Confidential Documents granted *in camera* treatment to those individuals permitted access to "Confidential" materials as set forth in the Protective Order in this matter.

Respectfully submitted,

*/s Peter J. Mucchetti*

Peter J. Mucchetti

Brian Concklin

Clifford Chance US LLP

2001 K Street, NW

Washington, DC 20006

Phone: (202) 912-5000

Peter.Mucchetti@cliffordchance.com

Brian.Concklin@cliffordchance.com

DATED: May 7, 2021

*Counsel for Non-Party PMI*

**UNITED STATES OF AMERICA  
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 OFFICE OF ADMISTRATIVE LAW JUDGES**

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a corporation,	)	
	)	
Respondents.	)	
	)	

**NON-PARTY PHILIP MORRIS INTERNATIONAL INC.'S MEMORANDUM OF LAW  
 IN SUPPORT OF ITS MOTION FOR *IN CAMERA* TREATMENT**

Pursuant to Rule 3.45(b) of the Rules of Practice of the Federal Trade Commission, 16 C.F.R. § 3.45(b), and the Scheduling Order entered in this matter,<sup>1</sup> non-party Philip Morris International Inc. ("PMI") respectfully submits this Memorandum of Law in support of its motion for *in camera* treatment for five years for the following materials:

- all or parts of certain competitively sensitive, confidential documents (the "Documents") produced by PMI in response to a third-party *subpoena duces tecum* served by the FTC; and
- portions of the transcript of Martin King's deposition (the "Transcript") taken in response to third-party *subpoenas ad testificandum* served by the FTC and respondent Altria Group, Inc. ("Altria").

This Memorandum of Law refers to the Documents and Transcript (attached as Attachment A) collectively as the "Confidential Documents." PMI also seeks permanent *in camera* treatment for

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<sup>1</sup> Second Revised Scheduling Order, *In re Altria Group, Inc., and JUUL Labs, Inc.*, Docket No. 9393 (FTC Mar. 4, 2021).

certain sensitive personal information contained in the Confidential Documents and other PMI documents the FTC and Respondents have notified PMI that they intend to introduce into evidence at the administrative trial in this matter.

The FTC, Altria, and JUUL Labs, Inc. ("JUUL") have notified PMI that they intend to introduce the Confidential Documents and other PMI documents into evidence at the administrative trial in this matter. *See* Letter from the FTC dated April 19, 2021, (attached as Attachment B) and Letter from Respondents Altria and JUUL dated April 22, 2021, (attached as Attachment C). The parties do not oppose PMI's motion for *in camera* treatment of the Confidential Documents and the sensitive personal information contained in PMI's documents.

All the Documents were marked at the time of production as "Confidential" and are subject to the Protective Order in this matter. Similarly, all parties stipulated that the Transcript would be treated as "Confidential" and also subject to the Protective Order in this matter.

PMI closely reviewed the Transcript and every proposed trial exhibit identified by the FTC and Respondents from the documents PMI produced and limits its request for *in camera* treatment to only those documents (or portions of documents) that contain competitively sensitive, non-public confidential business information that, if they were to become part of the public record, would significantly harm PMI's ability to compete in the smoke-free product industry or otherwise likely cause serious injury to PMI. For the reasons discussed in this motion, PMI respectfully requests that this Court afford PMI's Confidential Documents, or relevant portions thereof, *in camera* treatment for a period of five years and permanent *in camera* treatment for certain sensitive personal information contained in the Confidential Documents. In support of the motion, PMI relies on the Declaration of Carrie Freed, Assistant General Counsel, PMI Global Services Inc.

("Freed Declaration," attached as Attachment D), which provides additional details regarding the Confidential Documents.

Because of the on-going business relationship between PMI and Altria, and the potential for future business relationships and competition between PMI and the Respondents, PMI likely would be seriously injured if Altria's and JUUL's in-house counsel gain access to the Confidential Documents. Therefore, for the avoidance of doubt, and to the extent the materials are not already protected by the existing Protective Order, PMI also requests that this Court restrict access to PMI's documents granted *in camera* treatment to those persons set forth in Paragraph 7 of the Protective Order entered in this matter.

**I. Confidential Documents for Which *In Camera* Treatment Is Sought**

PMI seeks *in camera* treatment for all or part of the Documents and portions of the Transcript, as outlined in Attachment E, copies of which are attached under seal as Attachment A.

**II. Disclosure of the Documents and Testimony Would Cause Serious Injury To PMI**

*In camera* treatment of material is appropriate when, as in this case, the material's "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). *In camera* treatment is appropriate if the "information concerned is sufficiently secret and sufficiently material to their business that disclosure would result in serious competitive injury." *In re General Foods Corp.*, 95 F.T.C. 352, 1980 FTC LEXIS 99, at \*10 (Mar. 10, 1980). This Court has repeatedly recognized the necessity of granting *in camera* treatment to business records as "[t]here can be no question that the confidential records of businesses involved in Commission proceedings should be protected insofar as possible." *In re H.P. Hood & Sons, Inc.*, 58 F.T.C. 1184, 1961 WL 65882, at \*2, \*4 (Mar. 14, 1961) (noting that courts generally attempt "to protect confidential business information

from unnecessary airing"); *see also In re McWane, Inc.*, No. 9351, 2012 WL 3862131, at \*2 (F.T.C. Aug. 17, 2012).

When analyzing both secrecy and materiality under the standard of *In re General Foods*, the Court may consider the following factors: (1) the extent to which information is known outside of the business; (2) the extent to which it is known by employees and others involved in the business; (3) the extent of measures taken to guard the secrecy of information; (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.*, 1977 WL 189054, at \*2 (Nov. 11, 1977). Each of these factors weighs in favor of *in camera* treatment of PMI's Confidential Materials, as discussed in more detail in the Freed Declaration.

First, as to the secrecy-related factors enumerated in *Bristol-Myers*, PMI has taken all reasonable steps to protect the confidential information contained in the Confidential Documents, which were produced pursuant to compulsory process and under the terms of the Protective Order in this matter. Indeed, when PMI produced the Documents in response to this compulsory process, it took steps to ensure and maintain confidentiality by conducting a confidentiality review of each document and designating, as appropriate, documents it produced as "Confidential" pursuant to the Protective Order in this matter. PMI produced its Documents with the understanding that they would be kept confidential pursuant to the Protective Order entered in this matter. Similarly, PMI requested that the Transcript and its exhibits also be treated as "Confidential" and provided the FTC and Respondents with a final copy of the Transcript designated as such.

Furthermore, PMI takes substantial measures to guard the secrecy of the sensitive information contained in the Confidential Documents by limiting the information's dissemination

and taking every reasonable step to protect its confidentiality. As described in the Freed Declaration, PMI has a comprehensive information security policy protecting the Documents and information contained therein and in the Transcript, which includes policies regarding passwords, physical access, and network security.

With one exception, the information reflected in the Confidential Documents is known only to PMI's senior management and select employees. The limited exception is that, certain Documents, which concern business relations between PMI and Altria, were exchanged between those two companies in the context of a possible merger and in conjunction with business agreements. The relationship between PMI and Altria includes, but is not limited to, an on-going licensing agreement permitting Altria to commercialize a PMI heated tobacco product, marketed as IQOS and HeatSticks in the United States, and a prior agreement to jointly research and develop electronic cigarettes. The competitively sensitive information in these Documents is not known to competitors or the general public and remains confidential within PMI and Altria. Businesses frequently must share confidential secret information between themselves in the course of their business relationships but do so with the understanding that the information will be kept confidential. *In camera* treatment of these Documents exchanged between PMI and Altria would prevent the disclosure of the sensitive business information in these Documents and prevent serious injury to PMI's business.

Second, as to the materiality-related factors enumerated in *Bristol-Myers*, the information contained in the Confidential Documents is valuable, secret, and of competitive significance to PMI's business. PMI has invested significant resources into developing and commercializing smoke-free products. PMI has publicly announced its goal "to deliver a smoke-free future by focusing its resources on developing, scientifically substantiating and responsibly

commercializing smoke-free products that are less harmful than smoking, with the aim of completely replacing cigarettes as soon as possible."<sup>2</sup> To achieve this goal, PMI has invested in researching and developing innovative products and analyzing how to commercialize these products. The Confidential Documents include proprietary and highly confidential information about these products; PMI's strategic plans; potential business transactions to help PMI achieve and advance its strategic plans; PMI's business relationships, including confidential contractual terms, negotiations, and sensitive information exchanged between business partners in furtherance of their commercial goals; and PMI's industry analysis.

In addition, each of the Confidential Documents contain information that, if made public, would result in significant competitive injury to PMI, including losing significant business advantages. As this Court has recognized, "the likely loss of business advantages is a good example of a 'clearly defined, serious injury.'" *In re Dura Lube Corp.*, 1999 FTC LEXIS 255 at \*7 (Dec. 23, 1999). If released to the public, competitors would learn PMI's market strategies, including self-assessed strengths and weaknesses, allowing competitors to unfairly compete against PMI. Competitors and other industry participants would also learn PMI's negotiation tactics, contract terms, and efforts to commercialize its products, which, if made public, would create a loss of business advantage to PMI.

PMI seeks *in camera* protection for 11 documents within the requested exhibits that are more than three years old. (See Attachment E). While there is a presumption against providing *in camera* treatment for information of that age, the presumption can be overcome by "demonstrat[ing] . . . that [the] material remains competitively sensitive." *In re 1-800 Contacts*,

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<sup>2</sup> See PMI's Statement of Purpose, Excerpt from 2020 Proxy Statement, available at: <https://www.pmi.com/statement-of-purpose>.



2017 FTC LEXIS 55, at \*3 (April 4, 2017); *see also, e.g., In re Polypore Int'l, Inc.*, 2009 WL 1499350, at \*5 (May 13, 2009) (granting *in camera* treatment for documents over three years old, while noting presumption against doing so). The value of the information in these Documents overcomes the presumption. Each of these Documents contains competitive information including confidential financial information, product development strategies, and commercialization efforts that remain sensitive and material today. Further, 10 of the 11 documents are not significantly older than three years— eight documents are from 2018, and two are from 2017. The remaining document, a 2015 PowerPoint presentation attached to a 2018 email, discusses confidential details about the Altria and PMI working relationship, including confidential excerpts from an agreement between the two companies.

Finally, PMI's status as a third party is relevant to the treatment of its Confidential Documents. Non-parties deserve "special solicitude" when requesting *in camera* treatment for confidential information. *See In re Kaiser Aluminum & Chem. Corp.*, 103 F.T.C. 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."). Here, PMI is a non-party to this matter and produced the Confidential Documents pursuant to third-party subpoenas under the protection of the Protective Order issued by this Court. Therefore, PMI's non-party status weighs in favor of granting *in camera* treatment to its Confidential Documents.

PMI requests *in camera* status for three general categories of documents:

A. Category 1 – The contemplated PMI-Altria merger

Category 1 consists of Documents related to a contemplated (but subsequently abandoned) merger between PMI and Altria. As part of this contemplated merger, Altria and PMI shared information on a number of topics pursuant to a non-disclosure agreement. The Documents in this category contain highly confidential data and information about the proposed merger, including

the terms of the merger agreement and negotiations between the parties. These Documents also contain highly confidential material regarding PMI's business operations, product development, marketing strategies, and negotiation tactics. All of this confidential information is not available to the public and remains competitively significant. These Documents also contain PMI's confidential analysis, bargaining position, financial modeling, and competitive strategy for commercializing its products. The disclosure of this information would adversely affect PMI's competitive position with respect to third parties, including distributors, licensees, and competitors, by unfairly equipping them with the confidential and sensitive information reflected in these Documents.

B. Category 2 – The PMI-Altria business relationship

Category 2 consists of documents exchanged between PMI and Altria as well as internal PMI documents that discuss the PMI-Altria relationship. As explained in the Freed Declaration, PMI and Altria have had, and continue to have, a business relationship. The Documents in this category contain confidential and competitively sensitive information pertaining to the PMI-Altria business relationship that is not public. The information in these Documents concerns PMI's business strategies, performance, and ongoing operations. As with the Documents in Category 1, protecting these Documents against public disclosure is necessary to avoid injuries to PMI's business operations. The disclosure of this information would give PMI's competitors and other third parties significant negotiating and competitive advantages by allowing them to unfairly exploit the confidential business information.

C. Category 3 – Product Development and Commercialization

Category 3 consists of highly sensitive Documents related to PMI's product development and commercialization strategies that are not already captured by Categories 1 and 2. PMI expends

significant resources and time researching, developing, and testing products.<sup>3</sup> These Documents discuss these efforts and PMI's competitive strategy, including commercialization plans, financial data, competitive analyses, market analyses, and future product development and commercialization plans. Disclosure of this proprietary information would undermine PMI's ability to compete and otherwise injure PMI.

Martin King Deposition Transcript

The FTC and Respondents in this matter have also given notice that they intend to introduce the deposition transcript, included in Attachment A, of Martin King, Chief Executive Officer, PMI America. In his deposition, Mr. King discussed confidential business topics, including PMI's strategic plans, PMI's business relationships, sensitive market analysis, and research and development efforts. Especially given Mr. King's senior management position and experience at PMI, public disclosure of this information would cause PMI serious injury. Attachment A shows the portions of Mr. King's transcript for which PMI seeks *in camera* treatment.

For the reasons discussed above and as further detailed in the Freed Declaration, the Confidential Documents are and continue to be sufficiently secret, material, and competitively sensitive. Accordingly, *in camera* treatment is warranted. See *In re 1-800 Contacts*, 2017 FTC LEXIS 55, at \*3 (recognizing that *in camera* treatment is appropriate where the material remains "competitively sensitive").

**III. *In Camera* Protection Should Extend for Five Years**

Given the highly sensitive and technical nature of the information reflected in the Confidential Documents, including competitively-significant information that PMI continues to

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<sup>3</sup> See *Frequently Asked Questions: Why does PMI want to replace cigarettes?*, available at <https://www.pmi.com/faq-section/faq/why-do-you-want-to-replace-cigarettes>.

use today, PMI requests that the Confidential Documents be given *in camera* treatment for five years. As discussed in the Freed Declaration, the information contained in the Confidential Documents is highly sensitive and will remain so for the foreseeable future. Protection for five years is appropriate to ensure that PMI is not competitively injured. *See In re Otto Bock Healthcare N. Am., Inc.*, No. 9378, 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 course business documents).

#### IV. The Court Should Allow *in Camera* Treatment of Sensitive Personal Information

PMI requests permanent *in camera* treatment for email addresses and phone numbers of PMI employees contained in PMI's documents designated by the parties as proposed trial exhibits, which appear in certain Confidential Documents and non-Confidential Documents. As identified in Attachments A and E, 36 of PMI's Documents identified by the parties contain email addresses or phone numbers. Redacting this information will not undermine the full and fair resolution of this case because that information is not relevant or material to any of the issues presented by this matter. Further, confidential treatment of this personal information is consistent with Commission Rule of Practice 3.45(b), which provides that the Court can order permanent *in camera* treatment for "sensitive personal information." 16 C.F.R. § 3.45(b).<sup>4</sup> Because email addresses and phone numbers can identify an individual, they may expose the individual to increased, unnecessary risk of harassment, identity theft, fraud, and other harm. In addition, this Court has found individuals' names and phone numbers, among other information, to constitute sensitive personal information. *See, e.g., In re Jerk, LLC*, 2015 FTC LEXIS (FTC Feb. 23, 2015) (ordering permanent *in camera*

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<sup>4</sup> "Sensitive personal information' shall include, **but shall not be limited to**, an individual's Social Security number, taxpayer identification number, financial account number, credit card or debit card number, driver's license number, state-issued identification number, passport number, date of birth (other than year), and any sensitive health information identifiable by individual, such as an individual's medical records." 16 C.F.R. § 3.45(b) (emphasis added).

treatment for sensitive personal information, including names, emails, and telephone numbers, considering the "substantial privacy interest of protecting consumers from abuse, harassment, and embarrassment"). For these reasons, the Court should grant permanent *in camera* treatment for the sensitive personal information, specifically email addresses and telephone numbers of PMI employees, contained in PMI's documents.

**V. The Court Should Continue to Limit Access to Confidential Documents As Provided By The Protective Order In This Matter**

Paragraph 7 of the Protective Order entered in this matter sets forth who may access Confidential Materials and does not allow Altria's or JUUL's in-house counsel or other employees access to Confidential Materials. For the avoidance of doubt, and to the extent the materials are not already protected by the existing Protective Order, PMI requests that this Court restrict access to PMI's documents granted *in camera* treatment to those persons set forth in Paragraph 7 of the Protective Order.

PMI likely would be seriously injured if Altria's and JUUL's in-house counsel or other employees gain access to the Confidential Documents because PMI has on-going business relationships with Altria and because of the potential for future business relationships and competition between PMI and the Respondents. Broader disclosure of PMI's Confidential Documents would afford Altria and JUUL an unfair advantage in competition and commercial negotiations. Furthermore, access to PMI's Confidential Documents would place Altria's and JUUL's in-house counsel "in the 'untenable position' of having to refuse [their] employer legal advice on a host of contract, employment, and competitive marketing decisions lest [they] improperly or indirectly reveal [a competitor's] trade secrets." *Brown Bag Software v. Symantec Corp.*, 960 F.2d 1465, 1471 (9th Cir. 1992). To avoid this situation and protect PMI's competitive

position, this Court should ensure that access to materials granted *in camera* status remains restricted to those individuals identified in the Protective Order.

## VI. Conclusion

For the reasons set forth above and in the accompanying Freed Declaration, PMI respectfully requests that this Court grant *in camera* treatment for five years for the Confidential Documents, or portions thereof, and permanent *in camera* treatment for sensitive personal information contained in the Confidential Documents and other PMI documents that the FTC and Respondents may use at trial.

PMI also respectfully requests that, for the avoidance of doubt and to the extent the materials are not already protected by the existing Protective Order, this Court restrict access to PMI's Confidential Documents granted *in camera* treatment to those persons set forth in Paragraph 7 of the Protective Order in this matter.

Respectfully submitted,

/s/ Peter J. Mucchetti

Peter J. Mucchetti

Brian Concklin

Clifford Chance US LLP

2001 K Street, NW

Washington, DC 20006

Phone: (202) 912-5000

Peter.Mucchetti@cliffordchance.com

Brian.Concklin@cliffordchance.com

*Counsel for Non-Party PMI*

**Attachment A**

**(Documents Withheld In Their Entirety From Public Version)**

**Attachment B**



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

WASHINGTON, D.C. 20580

Bureau of Competition  
Mergers II Division

April 19, 2021

**VIA EMAIL TRANSMISSION**Peter J. Mucchetti  
Clifford Chance US LLP  
2001 K Street NW  
Washington, DC 20006RE: *In the Matter of Altria Group Inc. and JUUL Labs, Inc., Docket No. 9393*

Dear Peter:

This letter provides 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. For your convenience, a copy of the documents and testimony will be sent to you in a separate email with an FTP link.

The administrative trial is scheduled to begin on June 2, 2021. All exhibits admitted into evidence become part of the public record unless Administrative Law Judge D. Michael Chappell 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 Chappell may order that materials, whether admitted or rejected as evidence, be placed *in camera* only after finding that their public disclosure will likely result in a clearly-defined, serious injury to the person, partnership, or corporation requesting *in camera* treatment.

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

your representative will need to file a Notice of Appearance in the administrative proceeding. For more information regarding filing documents in adjudicative proceedings, please see <https://www.ftc.gov/about-ftc/bureaus-offices/office-secretary/document-filing>.

Please be aware that under the current Scheduling Order **the deadline for filing motions seeking *in camera* treatment is May 7, 2021**. A copy of the March 4, 2021 Scheduling Order can be found at <https://www.ftc.gov/enforcement/cases-proceedings/191-0075/altria-groupjuul-labs-matter>.

If you have any questions, please feel free to contact me at 202-326-2539.

Sincerely,

/s/ Michael Lovinger

Michael Lovinger

Counsel Supporting the Complaint

Attachment

# Attachment A

Exhibit No.	Bates - Begin	Bates - End	Date	Full Name
PX3009	PMI-FTC-000000001	PMI-FTC-000000001	3/8/2018	PMI Presentation: RRP Progress Update
PX3010	PMI-FTC-000000081	PMI-FTC-000000111	9/23/2019	PMI Document: Media Update September 2019
PX3011	PMI-FTC-000000112	PMI-FTC-000000112	9/9/2019	PMI: Presentation: Project Universe: Communications Approach
PX3012	PMI-FTC-000000113	PMI-FTC-000000113	9/4/2019	Letter from Jerry Whitson to the Board of Directors of Philip Morris International Inc. re: Project Universe
PX3013	PMI-FTC-000000139	PMI-FTC-000000139	3/4/2020	PMI Document: Product Innovation and Regulatory Affairs Committee Meeting Agenda
PX3027	PMI-FTC-000000333	PMI-FTC-000000427	11/25/2019	Email from Isil Acikgoz Erdal to Martin King, Andreas Kurali, Frank de Rooji, Jerry Whitson, et al. re: BOD Dec'19 - Finance Committee Report - DRAFT w/Attach: BOD Dec 2019_DRAFT_25112019.pdf
PX3028	PMI-FTC-000000508	PMI-FTC-000000517	9/6/2019	Email from Nicholas Rolli to Martin King re: Board Materials - Investor Reaction to Merger Announcement w/Attach: Coronation_BoardLetter_28August2019.pdf; R Presentation to BoD [DRAFT 01-Sep-19 8.30 am LSN] pptx
PX3029	PMI-FTC-000000523	PMI-FTC-000000554	9/23/2019	Email from Patricia Ahrens to Massimo Ferragamo, Redacted @gmail.com, Lisa Hook, et al. re: Conference Call - Tuesday, September 24, 2019 w/Attach: 2019-09-23 Media Update pdf
PX3030	PMI-FTC-000000555	PMI-FTC-000000555	9/25/2019	Email from Frank de Rooji to Devin Carey, Andreas Kurali, Werner Schuster, et al. re: Project Universe - Draft JV Presentation
PX3031	PMI-FTC-000000556	PMI-FTC-000000558	9/24/2019	Email from Alex Williams to Angela Capito, Nicholas Rolli, Martin King, et al. re: Press Release - FINAL Business Wire version w/Attach: Project Universe Announcement 25-Sep-19 [FINAL].doc
PX3032	PMI-FTC-000000559	PMI-FTC-000000559	8/20/2019	Email from Murray Garnick to Marian Salzman, Andre Calantzopoulos, Martin King, et al. re: Please Use this version of the Universe LEAK document
PX3033	PMI-FTC-000000560	PMI-FTC-000000574	8/20/2019	Email from Marian Salzman to Andre Calantzopoulos, Martin King, Murray Garnick, et al. re: Please use this version of the Universe LEAK document w/Attach: d2PROJECT UNIVERSE LEAK STRATEGY_v5[2].docx
PX3034	PMI-FTC-000000586	PMI-FTC-000000601	9/24/2019	Email from Devin Carey to Andreas Kurali, Frank de Rooji, Werner Schuster, et al. re: Project Universe - Draft JV Presentation w/Attach: 2019-09-24-JV Announcement Call Slides [DRAFT 6pm].pdf
PX3035	PMI-FTC-000000620	PMI-FTC-000000673	8/9/2019	Email from Deepak Mishra to Andre Calantzopoulos, Martin King, Marc Firestone, et al. re: Total U.S. Nicotine Market - Slide Deck.pdf w/Attach: Total U.S. Nicotine Market - Slide Deck.pdf
PX3036	PMI-FTC-000000674	PMI-FTC-000000696	9/15/2019	Email from Nicholas Rolli to Martin King re: Latest IR deck w/Attach: 2019-09-15-Project Universe_Draft 6pm.pptx
PX3037	PMI-FTC-000000697	PMI-FTC-000000698	8/1/2019	Email from Luca Malesci to Andre Calantzopoulos, Jacek Olczak, Marc Firestone, et al. re: Universe Work-plan w/Attach: Project Universe - Workplan.pdf
PX3038	PMI-FTC-000000829	PMI-FTC-000000851	5/16/2018	Email from Simon Taurins to Martin King, Paul Janelle, Cathal Deasy, et al. re: Tobacco: JUUL's impact has been less than it seems w/Attach: CS JUUL_160518.pdf
PX3039	PMI-FTC-000001084	PMI-FTC-000001092	9/2/2019	Email from Marian Salzman to Andre Calantzopoulos, Jacek Olczak, Deepak Mishra, et al. re: d32B_Highly Confidential_Project Universe Release w/Attach: d32B_HighlyConfidential_Project Universe Release.docx
PX3040	PMI-FTC-000001093	PMI-FTC-000001093	11/27/2019	Email from James Bushnell to Martin King, Devin Carey, Alex Williams, et al. re: BAT conf call key points
PX3041	PMI-FTC-000001113	PMI-FTC-000001180	8/22/2019	Email from Marian Salzman to Luca Malesci, James Bushnell, Jason Mills, et al. re: Attached please find the updated materials I am sending to the meeting ANC will have this weekend w/Attach: d21ANC_HighlyConfidential_Project Universe Release.docx; etc.
PX3042	PMI-FTC-000001183	PMI-FTC-000001236	8/21/2019	Email from Marian Salzman to Luca Malesci, Nicholas Rolli, Kevin Corsthwaite, et al. re: Here is a comprehensive but incomplete working draft of Comms strategy, plan, etc. w/Attach: d2HIGHLY CONFIDENTIAL - Project Universe Source of Truth v2 82019[1].docx
PX3043	PMI-FTC-000001435	PMI-FTC-000001435	1/30/2020	Letter from Michael Fawlk to Theodore Edlich re: E-Vapor Joint Research, Development and Technology Sharing Agreement dated July 15, 2015 (JRDTA)
PX3044	PMI-FTC-000001436	PMI-FTC-000001437	1/7/2020	Letter from Michael Fawlk to Theodore Edlich re: E-Vapor Joint Research, Development and Technology Sharing Agreement dated July 15, 2015 (JRDTA)
PX3045	PMI-FTC-000001438	PMI-FTC-000001439	7/30/2019	Letter from Theodore Edlich to Michael Fawlk re: June 20, 2019 Letter
PX3046	PMI-FTC-000001440	PMI-FTC-000001440	6/20/2019	Letter from Michael Fawlk to Theodore Edlich re: February 27, 2019 Letter
PX3047	PMI-FTC-000001441	PMI-FTC-000001442	4/3/2019	Email from Michael Fawlk to Michele Cattoni and Elisabeth Murray re: Call Today
PX3048	PMI-FTC-000001443	PMI-FTC-000001443	1/31/2020	Letter from Theodore Edlich to Michael Fawlk re: January 30, 2020 Letter
PX3049	PMI-FTC-000001444	PMI-FTC-000001445	1/13/2020	Letter from Theodore Edlich to Michael Fawlk re: January 7, 2020 Letter
PX3050	PMI-FTC-000001446	PMI-FTC-000001530	09/??/20	PMI BoD Presentation: Industry environment and strategy summary
PX3051	PMI-FTC-000001566	PMI-FTC-000001567	9/10/2019	Philip Morris International Inc. Document: Agenda Board of Directors' Meeting
PX3052	PMI-FTC-000001572	PMI-FTC-000001579	12/5/2019	Document: Minutes of a Meeting of the Board of Directors of Philip Morris International Inc.
PX3053	PMI-FTC-000001611	PMI-FTC-000001622	9/11/2019	Document: Minutes of a Meeting of the Board of Directors of Philip Morris International Inc.
PX3054	PMI-FTC-000001651	PMI-FTC-000001727	8/29/2019	Email from Marian Salzman to Richard Livingston, Murray Garnick, Kevin Crosthwaite, et al. re: HIGHLY CONFIDENTIAL - Project Universe Source of Truth v13_82819.docx w/Attach: HIGHLY CONFIDENTIAL - Project Universe Source of Truth v13_82819.docx
PX3055	PMI-FTC-000001742	PMI-FTC-000001894	9/8/2019	Email from Marian Salzman to Paige Magness, Kevin Crosthwaite, Todd Walker, et al. re: Updated Source of Truth w/Attach: PU_version15-work-in-progress_booklet-ALL-revised_Sep7.CLEAN.docx
PX3056	PMI-FTC-000001895	PMI-FTC-000001911	8/6/2020	Email from Sedat Muderrisoglu to Martin King, JB Simko, Corey Henry, et al. re: NATO: Letter to FDA on Bluetooth Technology w/Attach: Letter to FDA-Bluetooth Technology in Tobacco Products 7-16-20.pdf
PX3057	PMI-FTC-000002032	PMI-FTC-000002038	4/22/2018	Email from Germana Barba to Sedat Muderrisoglu re: PMI panel participation at UKVIA event tomorrow - Monday 23rd
PX3058	PMI-FTC-000002046	PMI-FTC-000002047	4/23/2018	Email from Michele Cattoni to Sedat Muderrisoglu, Luca Rossi, Diana Czerwinska, et al. re: MESH/APEX
PX3072	PMI-FTC-000002048	PMI-FTC-000002049	4/24/2018	Email from Filip Tack to Alex Williams, Devin Carey, Nicholas Rolli, et al. re: MESH/APEX launch in the US
PX3073	PMI-FTC-000002093	PMI-FTC-000002094	11/26/2018	Email from Sedat Muderrisoglu to Souleiman Naciri, Luca Nanni and Celine De Lavallaz re: Haver & Boecker Mesh heater line for GEN 1.0
PX3074	PMI-FTC-000002098	PMI-FTC-000002100	12/3/2018	Email from Sedat Muderrisoglu to Margaret Simpson re: Overview of Vulcan II Committees 8-17-15_Draft.pptx w/Attach: Overview of Vulcan II Committees 8-17-15_Draft.pptx
PX3075	PMI-FTC-000002112	PMI-FTC-000002130	9/24/2018	Email from Sedat Muderrisoglu to Charlotte Garraud re: US Vape market w/Attach: E-vapor Overview for 7.30.18.pdf
PX3076	PMI-FTC-000002166	PMI-FTC-000002167	7/13/2018	Email from Sedat Muderrisoglu to Nicholas Rolli re: Flash News: Juul to launch 3% nicotine pods as of August 2018 in the US
PX3077	PMI-FTC-000002216	PMI-FTC-000002217	4/24/2018	Email from Sedat Muderrisoglu to Alex Williams, Luca Rossi and Thomas McGrath re: Annual reports - Form 10K scripts
PX3078	PMI-FTC-000034182	PMI-FTC-000034192	7/11/2019	Email from Sebastian Hoyle to Martin King, Mishra Deepak, Andres Kurali, et al. re: 2019 & 2020 Cost Assumptions and Projects Prioritization meeting - S&L: LIFE SC ENCES w/Attach: Life Sciences CFO CSO - Pre-Read - 11-07-19.pdf
PX3079	PMI-FTC-000034259	PMI-FTC-000034278	11/25/2019	Email from Jacek Olczak to James Bushnell re: 2019 BOD Letter w/Attach: 2019 PMI Performance Review 25Nov2019.pdf
PX3080	PMI-FTC-000034452	PMI-FTC-000034547	9/5/2019	Email from Luca Malesci to Andreas Kurali, James Bushnell, Martin King, et al. re: meeting tomorrow w/Attach: Project Universe BoD_Draft Materials.pdf
PX3081	PMI-FTC-000034453	PMI-FTC-000034547	9/11/2019	Philip Morris International Presentation: Project Universe Board of Directors
PX3082	PMI-FTC-000034550	PMI-FTC-000034551	8/12/2019	Email from Luca Malesci to Marc Firestone, Martin King, Marian Salzman; et al. re: Board Agenda w/Attach: Universe_Board Agenda.docx

Exhibit No.	Bates - Begin	Bates - End	Date	Full Name
PX3083	PMI-FTC-000034565	PMI-FTC-000034582	11/27/2018	Email from James Bushnell to Martin King and Jacek Olczak re: 2018 Performance Review w/Attach: 2018 PMI Performance Review FINAL.docx
PX3084	PMI-FTC-000034583	PMI-FTC-000034584	9/23/2019	Email from Luca Malesci to Nicholas Rolli, Alex Williams, Devin Carey, et al. re: Project Universe_Joint Venture Materials_Draft (002).pptx w/Attach: Project Universe_Joint Venture Materials_Draft (002).pptx
PX3085	PMI-FTC-000034585	PMI-FTC-000034667	9/21/2019	Email from Nicholas Rolli to Deepak Mishra, Martin King, Alex Williams, et al. re: Investor Deck Comparison - MO vs PM w/Attach: 2019-09-20-Project Universe_[DRAFT 3pm].pdf; Project Universe - MO Edits 9.20.19 330PM.pdf
PX3086	PMI-FTC-000034698	PMI-FTC-000034774	8/28/2019	Email from Deepak Mishra to Andre Calantzopoulos and Martin King re: Universe: Apollo BOD Draft w/Attach: Project Universe - 8.20 Strategy Meeting (to Pluto).pdf; Project Universe - 8.21 Innovation Committee (to Pluto).pdf
PX3087	PMI-FTC-000035005	PMI-FTC-000035097	9/4/2019	Email from Luca Malesci to Andre Calantzopoulos, Jacek Olczak, Martin King, et al. re: Board Deck - Draft w/Attach: Project Universe_BoD_Draft_040919.pdf
PX3088	PMI-FTC-000035098	PMI-FTC-000035122	2/6/2018	Email from Paul Janelle to Jacek Olczak and Martin King re: Juul w/Attach: 20180204_JUUL LABS_DRAFT WIP- final draft.pptx
PX3089	PMI-FTC-000035222	PMI-FTC-000035317	8/31/2019	Email from Marian Saltzman to Jerry Whitson, Deepak Mishra, Luca Malesci, et al. re: Attached please find the documents we have created for the board mailing w/Attach: Juul-PU_MediaAnalysis.pdf; Initial Media + Analyst Response.pdf
PX3090	PMI-FTC-000035368	PMI-FTC-000035388	1/29/2019	Email from James Bushnell to Jerry Whitson, Andre Calantzopoulos, Jacek Olczek, et al. re: SMT Zurich offsite - minutes & actions w/Attach: SMT minutes & actions - CONF DENTIAL.pptx
PX3091	PMI-FTC-000035389	PMI-FTC-000035418	8/28/2020	Email from Patrick Picavet to Andre Calantzopoulos, Jacek Olczak, John O'Mullane, et al. re: Quarterly Life Science Report - 2020 - SMT September w/Attach: Quarterly Life Science Report - 2020 - SMT September.pdf
PX3092	PMI-FTC-000035422	PMI-FTC-000035481	7/3/2020	Email from Antonella Rausa to Andre Calantzopoulos, Massimo Andolina, Drago Azinovic, et al. re: June 2020 SMT Strategy - Meeting Summary & Conclusions w/Attach: Project Universe June 2020_key action points.vfinal.pdf
PX3093	PMI-FTC-000035482	PMI-FTC-000035501	6/26/2020	Email from Denis Tikhonov to Andre Calantzopoulos, Jacek Olczek, Deepak Mishra, et al. re: Vulcan_CEOs meeting June 2020 vFinal.pptx w/Attach: Vulcan_CEOs meeting June 2020 vFinal.pptx
PX3094	PMI-FTC-000035502	PMI-FTC-000035519	6/22/2020	Email from Virginio Morra to Deepak Mishra, Martin King and Denis Tikhonov re: Vulcan meeting - Presentation w/Attach: Vulcan_CEOs meeting June 2020 v12.pptx
PX3095	PMI-FTC-000035537	PMI-FTC-000035565	6/24/2020	Email from Denis Tikhonov to Andre Calantzopoulos, Jacek Olczek, Deepak Mishra, et al. re: Vulcan CEOs meeting June 2020 v22.pptx w/Attach: Vulcan_CEOs meeting June 2020 v22.pptx
PX3096	PMI-FTC-000035566	PMI-FTC-000035584	6/18/2020	Email from Denis Tikhonov to Deepak Mishra, Martin King and Virginio Morra re: Altria_Top2Top draft v6.pptx w/Attach: Altria_Top2Top draft v6.pptx
PX3097	PMI-FTC-000035585	PMI-FTC-000035603	6/25/2020	Email from Denis Tikhonov to Martin King and Virginio Morra re: Vulcan_CEOs meeting June 2020 v24.pptx w/Attach: Vulcan_CEOs meeting June 2020 V24.pptx
PX3098	PMI-FTC-000035622	PMI-FTC-000035633	9/1/2020	Email from Martin King to Carrie Freed re: project vulcan - pre-read for tomorrow's meeting w/Attach: Vulcan_CEOs meeting June 2020 vFinal (pre-read).pdf
PX3099	PMI-FTC-000035653	PMI-FTC-000035670	12/16/2019	Email from Martin King to Frank de Rooij re: 2020 Strategy Workshop - Key Questions v12.pptx w/Attach: 2020 Stretegy Workshop - Key Questions v12.pdf
PX3100	PMI-FTC-000035687	PMI-FTC-000036014	3/26/2019	Email from Martin King to Frank de Rooij re: Pres + Model w/Attach: Altria Juul Presentation_070219_Final.pdf; Project Vulcan_Merger Model_2019_02_04.xlsx
PX3101	PMI-FTC-000036015	PMI-FTC-000036018	3/26/2019	Email from Martin King to Frank de Rooij re: Follow-up questions from Vulcan w/Attach: Vulcan_Follow-up Materials_vShared.pptx
PX3102	PMI-FTC-000036023	PMI-FTC-000036028	7/27/2020	Email from Martin King to Sedat Muderrisoglu re: Bloomberg: Juul Quietly Revamped Its E-Cigarette, Risking the FDA's Rebuke
PX3106	PMI-FTC-000064646	PMI-FTC-000064648	12/3/2020	Letter from Andre Calantzopoulos to Billy Gifford re: Joint Research, Development and Technology Sharing Agreement Dated July 15, 2015
PX3107	PMI-FTC-000036942	PMI-FTC-000036980	9/10/2019	PMI Board of Directors Presentation: Project Universe
PX3108	PMI-FTC-000036777	PMI-FTC-000036777	6/6/2019	PMI Board of Directors Presentation: Project Universe
PX3109	PMI-FTC-000036982	PMI-FTC-000036982	9/10/2019	Presentation: Project Universe Preliminary Valuation Analysis
PX3110	PMI-FTC-000063207	PMI-FTC-000063298	4/1/2020	Email from Nicole Beaumont-Yazgic re: Analyst Coverage w/Attach: Barclays-JTI faces IQOS Pressure.pdf; Goldman Sachs - US Retailer Survey on Nicotine Category.pdf; Goldman Sachs Resumes Coverage on Tobacco Sector.pdf
PX3111	PMI-FTC-000069733	PMI-FTC-000069735	11/12/2018	PMI Document: Vulcan II - Interim Assessment
PX3112	PMI-FTC-000099170	PMI-FTC-000099171	12/15/2018	Letter from Billy Gifford to Andre Calantzopoulos, Jacek Olczak and Martin King
PX3210	PMI-FTC-000099172	PMI-FTC-000099173	3/17/2021	Letter from Andre Calantzopoulos to Billy Gifford re: Joint Research, Development and Technology Sharing Agreement Dated July 15, 2015
PX3221	PMI-FTC-000070007	PMI-FTC-000070016	8/30/2017	Meeting Minutes PMI Visit to ALCS - August 2017
PX3222	PMI-FTC-000069960	PMI-FTC-000069960	9/17/2018	Altria Presentation: ALCS Flavor Portfolio Current Status
PX7020	PX7020-001	PX7020-099	1/11/2021	Deposition Transcript of Martin King Depo (January 11, 2021)

**From:** [Lovinger, Michael](#)  
**To:** [Mucchetti, Peter \(Litigation-WAS\)](#); [Concklin, Brian \(Antitrust-WAS\)](#)  
**Cc:** [Oberschmied, Simone](#); [Draper, Julia](#); [Wint, Corene](#); [Martin, Teresa](#)  
**Subject:** [EXT] RE: In re Altria/JUUL (FTC Docket 9393) Complaint Counsel's Rule 3.45(b) Notice  
**Date:** Monday, April 19, 2021 4:28:58 PM

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Peter/Brian,

We had a small correction to Attachment A. The documents marked PX3095, PX3096, and PX3097 are not actually on our exhibit list and were included in error. You can disregard those documents for the purposes of your *in camera* motion.

Best regards,

Michael

---

**From:** Lovinger, Michael  
**Sent:** Monday, April 19, 2021 3:44 PM  
**To:** Peter.Mucchetti@CliffordChance.com; Brian.Concklin@CliffordChance.com  
**Cc:** Oberschmied, Simone <soberschmied@ftc.gov>; Draper, Julia <jdraper@ftc.gov>; Wint, Corene <cwint@ftc.gov>; Martin, Teresa <TMARTIN@ftc.gov>  
**Subject:** In re Altria/JUUL (FTC Docket 9393) Complaint Counsel's Rule 3.45(b) Notice

Dear Peter and Brian,

Attached please find a letter and exhibit notifying you of the FTC's intent to offer certain materials produced by your client at trial in the Altria/JUUL administrative litigation (FTC Docket 9393). Our paralegals will email you a link to download the materials referenced in the letter.

If you wish to file a motion for *in camera* treatment, you may find it helpful to consult non-party Stripe, Inc.'s [successful motion](#) and the [associated order](#) in the matter *In re Jerk*. The attached letter also contains citations to a number of opinions Judge Chappell has specifically asked be called to your attention where *in camera* treatment was granted or denied—you may find those instructive examples of what to do and what not to do.

Please feel free to contact me if you have any questions.

Best regards,

Michael

Michael Lovinger  
Attorney – Federal Trade Commission  
Bureau of Competition  
400 7th Street, SW, Washington DC, 20024  
Tel: 202.326.2539

**Attachment C**

2112 Pennsylvania Avenue, NW  
Washington, DC 20037-3229  
T: +1 202 974 1500  
F: +1 202 974 1999  
clearygottlieb.com

NEW YORK  
PARIS  
BRUSSELS  
LONDON  
FRANKFURT  
COLOGNE  
MOSCOW

ROME  
MILAN  
HONG KONG  
BEIJING  
BUENOS AIRES  
SÃO PAULO  
ABU DHABI  
SEOUL

D: +1 202 974 1637  
jhollis@cgsh.com

GEORGE S. CARY  
MITCHELL S. DUPLER  
GIOVANNI P. PREZIOSO  
MATTHEW D. SLATER  
DAVID I. GELFAND  
MICHAEL A. MAZZUCHI  
MARK W. NELSON  
D. BRUCE HOFFMAN  
ROBIN M. BERGEN  
DEREK M. BUSH  
BRIAN BYRNE  
PAUL D. MARGUARDT  
JEREMY CALSYN  
LEAH BRANNON  
MATTHEW C. SOLOMON  
ELAINE EWING  
NOWELL D. BAMBERGER  
DANIEL P. CULLEY  
KENNETH S. REINKER  
ALEXIS COLLINS  
MACEY LEVINGTON  
RESIDENT PARTNERS  
KENNETH L. BACHMAN, JR.  
DANIEL B. SILVER  
RICHARD DEC. HINDS  
SARA D. SCHOTLAND  
WILLIAM B. MCGURN III  
JOHN S. MAGNEY  
MARK LEDDY  
JOHN C. MURPHY, JR.  
DAVID M. BECKER  
JANET L. WELLER  
LINDA J. SOLDO  
MICHAEL H. KRIMMINGER  
SENIOR COUNSEL  
W. RICHARD BIDSTRUP  
STEVEN J. KAISER  
KATHLEEN WARD BRADISH  
CUNZHEN HUANG\*\*  
CHASE D. KANIECKI  
CARL LAWRENCE MALM  
CHARLES STERLING  
CARL F. EMIGHOLZ  
JOHN P. MCGILL, JR.  
RESIDENT COUNSEL  
MATTHEW I. BACHRACK  
LARRY WORK-DEMSOWSKI  
PATRICK FULLER  
SAIFI SHAH MOHAMMED  
CHRISTIAN J. MAHONEY  
SENIOR ATTORNEYS  
EMILY M. ARNOLD  
NICO BANKS  
GRAHAM BANNON  
HANI BASHOUR  
TAYLOR H. BATES  
ZACHARY BAUM  
LINDEN BERNHARDT  
JORGE F. BONILLA LOPEZ  
JOSEPH R. BURSON  
MADISON C. BUSH  
ALEXIS D. CAMPBELL  
NICOLE LABELL GARY  
SAMUEL H. CHANG  
CHINWE T. CHUKWUOGO  
EVERETT K. COORAR  
MARKANTHONY CURTIS  
LISA M. DANZIG  
WILLIAM S. DAWLEY  
BRANDON J. FIGG  
CHRISTOPHER M. FITZPATRICK  
ALAN B. FREEDMAN  
SAMUEL G. FULLER  
LAUREN E. GILBERT  
MELISSA GOHLKE  
MICHAEL GOLDENBERG  
BENJAMIN HAYES  
SAVANNAH HAYNES  
CHRISTOPHER J. HILDEBRAND  
JESSICA HOLLIS  
STEPHEN J. HOUCK  
RICHARD HUBER  
SAMEER JAYWANT  
VERONICA JOUBERT  
EUGENE K. KIM  
JOHN F. KOZAK  
TOBIAS A. KRAFT  
NATHANAEEL F. KURCAB  
BLAIR WEST KUYKENDALL  
ELISE G. LANE  
GABRIEL J. LAZARUS  
CLOTILDE LE ROY  
JOHN A. LIGHTBOURNE  
MEGAN LINDGREN  
MAIA LIVENGOOD  
MOLLY MA  
SHANNON MANLEY  
NORA MCCLOSKEY  
ADAM MOTIWALA  
KELSEY NUSSENFELD  
AMBER V. PHILLIPS  
RICK REDMOND  
CALEB J. ROBERTSON  
BEN ROSENBLUM  
MICHAEL S. SCHULMAN  
WILLIAM SEGAL  
DAVID SEIDMAN  
GARRETT D. SHINN  
NICOLE TATZ  
ISABEL M. TUZ  
ZACH TSCHIDA  
JACK H. L. WHITELEY\*  
HUANBING IZZY XU  
TRACEY H. ZHANG  
IRIS MENGYAO ZHOU  
ASSOCIATES  
\* Admitted only to a bar other than that of the District of Columbia. Working under the supervision of principals of the Washington office.  
\*\* Special Legal Consultant, qualified in the People's Republic of China.

CONFIDENTIAL

April 22, 2021

**VIA EMAIL**

Peter J. Mucchetti  
Clifford Chance US LLP  
2001 K Street, NW  
Washington, DC 20006

Re: Use of Information of Philip Morris International, Inc. in Upcoming Evidentiary Hearing in *In re Altria Group, Inc. and Juul Labs, Inc.* (FTC Docket No. 9393)

Dear Counsel:

We are writing regarding the use of documents and information provided and designated confidential by your client Philip Morris International, Inc., in the upcoming FTC evidentiary hearing in the above-referenced matter, which is currently scheduled to commence June 2, 2021.

In particular, this letter serves as notice, per the Second Revised Scheduling Order entered March 4, 2021 and Paragraph 11 of the Protective Order Governing Confidential Material entered April 2, 2020, that Respondents Altria Group, Inc. and JUUL Labs, Inc. intend to offer documents or transcripts designated confidential by Philip Morris International, Inc. identified on the enclosed Appendix A, and/or documents or transcripts containing or deriving from such information, as evidence at the upcoming hearing. The purpose of this notice is to



Peter J. Mucchetti

**PUBLIC**

April 22, 2021

Page 2

provide Philip Morris International, Inc. an opportunity to file a motion for *in camera* treatment of its material, which any such motions must be filed by May 7, 2021 under the Second Revised Scheduling Order. See FTC Rule of Practice 3.45(b), 16 C.F.R. § 3.45(b) (a “third party may obtain *in camera* treatment for material, or portions thereof, offered into evidence only by motion to the Administrative Law Judge”).

Under Additional Provision No. 14 of the original Scheduling Order entered August 4, 2020 in this matter, this notice is required to and we so inform you “of the strict standards for motions for *in camera* treatment for evidence to be introduced at trial set forth in 16 C.F.R. § 3.45, explained in *In re Otto Bock Healthcare N. Am.*, 2018 WL 3491602 at \*1 (July 2, 2018); and *In re 1-800 Contacts, Inc.*, 2017 FTC LEXIS 55 (April 4, 2017). Motions also must be supported by a declaration or affidavit by a person qualified to explain the confidential nature of the documents. *In re 1-800 Contacts, Inc.*, 2017 FTC LEXIS 55 (April 4, 2017); *In re North Texas Specialty Physicians*, 2004 FTC LEXIS 66 (April 23, 2004). Each [] non-party that files a motion for *in camera* treatment shall provide one copy of the documents for which *in camera* treatment is sought to the Administrative Law Judge.” See also FTC Rule of Practice 3.45(b), 16 C.F.R. § 3.45(b) (requiring for confidential treatment (a) that “public disclosure will likely result in a clearly defined, serious injury to the person, partnership or corporation requesting *in camera* treatment” or (b) that “the material constitutes sensitive personal information”).

Sincerely,

/s/ Jessica Hollis

Jessica Hollis

## Appendix A -- Philip Morris International, Inc.

RX #	Bates Begin	Bates End	Description	Date
RX0111	RX0111-001	RX0111-260	King PMI Deposition	2021-01-08
RX1016	PMI-FTC-000000220	PMI-FTC-000000332	Email from PMI Corporate Financial Planning and Reporting to M. King and J. Olczak attaching PMI Financial Management Report - Product Contribution Analysis - 2018 Original Budget	2018-02-19
RX1018	PMI-FTC-000001315	PMI-FTC-000001315	Email from M. King to L. Cohen, M. Salzman, and C. Henry re: Barron's - What Altria's Juul Investment Says About Tobacco's Future	2018-12-20
RX1020	PMI-FTC-000035368	PMI-FTC-000035388	Email from J. Bushnell to K. Martin and others re: SMT Zurich offsite - minutes & actions	2019-01-29
RX1021	PMI-FTC-000035687	PMI-FTC-000035726	Email from M. King to F. de Rooji re: Board Presentation attaching Board Presentation	2019-03-26
RX1029	PMI-FTC-000063173	PMI-FTC-000063191	Email from V. Sridhar to M. King and others attaching PMI RRP Portfolio Presentation	2020-06-05
	PMI-FTC-000035622	PMI-FTC-000035633	Email from m. King to C. Freed attaching pre-read presentation for Vulcan CEO meeting	2020-09-01
RX1035	PMI-FTC-000039906	PMI-FTC-000039911	Email from M. King to S. Muderrisoglu re: Bloomberg on Juul Quietly Revamped Its E-Cigarette, Risking The FDA's Rebuke	2020-07-27
RX1036	PMI-FTC-000069733	PMI-FTC-000069735	Vulcan II - Interim Assessment	2021-01-11
RX1049	PMI-FTC-000099170	PMI-FTC-000099171	Altria Letter from B. Gifford to PMI re Dec. 3 letter re companies E-Vapor Joint Research, Developent and Technology Sharing Agreement	2021-01-11
RX1029	PMI-FTC-000063173	PMI-FTC-000063191	Email from V. Sridhar to M. King and others attaching PMI RRP Portfolio Presentation	2020-06-05
RX1762	PMI-FTC-000067671	PMI-FTC-000067716	RRP Competitive Intelligence NCP Focus Presentation dated January 2018	
RX1763	PMI-FTC-000069149	PMI-FTC-000069176	Sizing the E-Cigarette Category Juul Profiling/Usage and Attitude Presentation dated March 2019	

RX1764	PMI-FTC-000070548	PMI-FTC-000070549	Email from A. Teichert to F. Tack et. al. re: Altria & PMTA filing for P4 Mesh in US	2017-01-05
RX1765	PMI-FTC-000070691	PMI-FTC-000070691	Imperial Brands myblu - US performance	
RX1061	PMI-FTC-000087914		Email from P. Passalis to V. Sridhar and N. Stalder attaching Presentation re: Competitive Intelligence on Reduced Risk Products	2019-10-02
RX1766	PMI-FTC-000087916	PMI-FTC-000087916	RRP Competitive Intelligence Update - Q3 2019 E-Vapor Deep Dive	2019-09-27
RX1061	PMI-FTC-000087914		Email from P. Passalis to V. Sridhar and N. Stalder attaching Presentation re: Competitive Intelligence on Reduced Risk Products	2019-10-02
RX1055	PMI-FTC-000000556	PMI-FTC-000000558	Email from A. Williams to A. Capito, M. King, and others attaching Press Release re: Project Universe Announcement	2019-09-24
RX1057	Email from m. King to C. Freed attaching pre-read presentation for Vulcan CEO meeting	09/01/2020	PMI-FTC-000035622	PMI-FTC-000035633

**Attachment D**

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

In the Matter of	)	
	)	
Altria Group, Inc.,	)	
a corporation,	)	Docket No. 9393
	)	
and	)	
	)	
JUUL Labs, Inc.	)	
a corporation,	)	
	)	
Respondents.	)	
	)	

**DECLARATION OF CARRIE FREED IN SUPPORT OF NON-PARTY PHILIP MORRIS INTERNATIONAL INC.'S MOTION FOR *IN CAMERA* TREATMENT**

I, Carrie Freed, hereby declare as follows:

1. I am an Assistant General Counsel for non-party PMI Global Services Inc. ("PMI Global Services"), an affiliate of non-party Philip Morris International Inc. ("PMI"), and I submit this declaration in support PMI'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 am familiar with the documents and testimony that PMI produced in the above-captioned matter in response to the subpoenas from the Federal Trade Commission ("FTC") and respondent Altria Group, Inc. ("Altria"), including the documents that are the subject of the Motion (the "Confidential Documents"). Given my position at PMI Global Services and my knowledge of PMI's business, I am personally familiar with the contents of the

documents identified in the Motion and Memorandum of Law in Support of the Motion, the level of confidentiality associated with the information contained therein, and the competitive significance of this information to PMI. Based on my review of the documents and my knowledge of PMI's business, I submit that the disclosure of the Confidential Documents to the public, PMI's competitors, and PMI's potential business partners would cause serious injury to PMI.

3. PMI is an international tobacco company engaged in the manufacture and sale of cigarettes, as well as non-combusted tobacco products, associated electronic devices and accessories, and other nicotine-containing products. As of 2016, PMI made a public statement that it had shifted its focus and purpose "to deliver a smoke-free future by focusing its resources on developing, scientifically substantiating and responsibly commercializing smoke-free products that are less harmful than smoking, with the aim of completely replacing cigarettes as soon as possible."<sup>5</sup>
4. In September 2019, Altria's subsidiary, Philip Morris USA Inc. ("PM USA"), began commercializing PMI's innovative tobacco heating device, IQOS, and associated consumables (HeatSticks), under a license in the US IQOS heats, but does not burn, tobacco. PMI's IQOS device and its consumables have received marketing authorization from the US Food and Drug Administration ("FDA") under the premarket tobacco product application ("PMTA") pathway. The FDA has also authorized the marketing of a version of PMI's IQOS device and its consumables as a Modified Risk Tobacco Product ("MRTP"), finding that an exposure modification order for these products is appropriate to promote

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<sup>5</sup> See PMI's Statement of Purpose, Excerpt from 2020 Proxy Statement, available at <https://www.pmi.com/statement-of-purpose>.

the public health. IQOS is the first product of its kind to receive these FDA authorizations.

Other than the commercialization of its IQOS devices and consumables through the license with Altria, PMI does not currently have any other products commercialized in the US.

5. In addition to the licensing agreement for the commercialization of IQOS, PMI previously entered into other agreements with Altria, including an agreement to jointly research and develop certain types of e-vapor products also known as electronic cigarettes.
6. As of 2020, PMI began the international commercialization of the latest version of its electronic cigarette, which is marketed under the brand-name IQOS VEEV. IQOS VEEV uses a proprietary technology known as MESH to heat pre-filled pods containing nicotine. While currently commercialized in select international markets, as part of its aim to deliver a smoke-free future, PMI intends to expand its commercialization efforts, including at some point in the future seeking the necessary US FDA authorizations to commercialize IQOS VEEV in the US.
7. Given PMI's focus on smoke-free tobacco and nicotine-containing products, information pertaining to PMI's smoke-free product development and commercialization is critically important to PMI. Because other firms compete with respect to these or similar products, both internationally and in the US, PMI's strategic documents pertaining to PMI's smoke-free products are highly commercially sensitive. Given the time it takes to research, develop, determine a plan for distribution, and receive authorization to commercialize these products, PMI's confidential documents regarding its smoke-free products and the industry will remain sensitive for several years.
8. PMI takes significant measures to ensure the secrecy of its confidential information. PMI's document security policies, which govern the Confidential Materials, include, but are not

limited to, policies regarding user access to PMI's network; computer passwords; physical controls; and network security. With the exception of two categories of documents exchanged with Altria as discussed below, PMI has taken and continues to take steps to limit the commercially sensitive information in the Confidential Documents to PMI senior management and select employees. As to the Confidential Documents exchanged between PMI and Altria, those materials were shared (1) in furtherance of a contemplated merger between the parties, in which the parties executed a non-disclosure agreement, or (2) as part of, or due to, business relationships between Altria and PMI, including PMI's and Altria's agreements concerning IQOS and the research and development of electronic cigarettes. PMI exchanged this information with Altria on the understanding and belief that the information would remain confidential within the two companies. In addition, both companies took steps to ensure the confidentiality of any shared Documents by limiting access to these Documents, including the use of secure sharing platforms, which allowed each company to restrict access to a limited set of employees. To the best of my knowledge, the information contained in the documents, therefore, was not broadly known throughout each of PMI and Altria, let alone to the public.

9. Based on my review, the Confidential Documents that PMI is seeking *in camera* treatment for fall into three categories: (1) documents regarding a contemplated PMI-Altria merger; (2) documents exchanged between PMI and Altria pursuant to their business relationships and internal documents related to that relationship; and (3) product development and commercialization plans. All of these documents contain sensitive and material business information and trade secrets, the competitive significance of which is unlikely to decrease for many years, for the reasons discussed in more detail below.



A. Category 1 – The contemplated PMI-Altria merger

10. The materials identified in Category 1 consist of internal and confidential documents related to a contemplated merger between PMI and Altria in September 2019. These documents are:

<b>Exhibit No.</b>	<b>Beg Bates</b>	<b>End Bates</b>
PX3011	PMI-FTC-000000112	PMI-FTC-000000112
PX3012	PMI-FTC-000000113	PMI-FTC-000000113
PX3030	PMI-FTC-000000555	PMI-FTC-000000555
PX3034	PMI-FTC-000000586	PMI-FTC-000000601
PX3036	PMI-FTC-000000675	PMI-FTC-000000696
PX3039	PMI-FTC-000001085	PMI-FTC-000001091
PX3041	PMI-FTC-000001113	PMI-FTC-000001180
PX3042	PMI-FTC-000001183	PMI-FTC-000001236
PX3053	PMI-FTC-000001611	PMI-FTC-000001622
PX3054	PMI-FTC-000001652	PMI-FTC-000001726
PX3055	PMI-FTC-000001742	PMI-FTC-000001893
PX3081	PMI-FTC-000034453	PMI-FTC-000034547
PX3084	PMI-FTC-000034584	PMI-FTC-000034584
PX3085	PMI-FTC-000034585	PMI-FTC-000034667
PX3086	PMI-FTC-000034699	PMI-FTC-000034774
PX3087	PMI-FTC-000035006	PMI-FTC-000035097
PX3089	PMI-FTC-000035244	PMI-FTC-000035248
	PMI-FTC-000035250	PMI-FTC-000035273
	PMI-FTC-000035275	PMI-FTC-000035282
	PMI-FTC-000035284	PMI-FTC-000035299
	PMI-FTC-000035301	PMI-FTC-000035305
PX3107	PMI-FTC-000036942	PMI-FTC-000036980
PX3108	PMI-FTC-000036777	PMI-FTC-000036777
PX3109	PMI-FTC-000036982	PMI-FTC-000036982

11. The Category 1 documents contain or reference the terms of the draft merger agreement, PMI's internal analyses of the transaction, and PMI's bargaining position. These documents also provide insight into how PMI analyzes potential transactions, how it values varying business segments, the factors PMI considers when examining a potential transaction, and PMI's strategic analysis of the US and international markets for smoke-free products. The documents also show PMI's business strategy and approach to the marketplace. Public

disclosure of this information would unfairly advantage PMI's competitors by revealing PMI's strengths, weaknesses, and competitive insights. Moreover, the documents could unfairly harm PMI in any future negotiations with business partners or parties with which PMI is seeking to engage in a business relationship, including potential mergers and acquisitions.

**B. Category 2 – PMI-Altria business relationship**

12. PMI and Altria have entered into various agreements with each other, including agreements related to Altria's commercializing PMI's IQOS device and associated HeatStick consumables in the US, and the research and development of electronic cigarettes.

13. PMI's documents in Category 2 consist of business correspondence and other documents that PMI and Altria exchanged concerning these agreements. This category also includes PMI's internal analyses of the PMI-Altria relationship. The Documents in the following table are in Category 2:

<b>Exhibit No.</b>	<b>Beg Bates</b>	<b>End Bates</b>
PX3043	PMI-FTC-000001435	PMI-FTC-000001435
PX3044	PMI-FTC-000001436	PMI-FTC-000001437
PX3045	PMI-FTC-000001438	PMI-FTC-000001439
PX3046	PMI-FTC-000001440	PMI-FTC-000001440
PX3047	PMI-FTC-000001441	PMI-FTC-000001442
PX3048	PMI-FTC-000001443	PMI-FTC-000001443
PX3049	PMI-FTC-000001444	PMI-FTC-000001445
PX3073	PMI-FTC-000002093	PMI-FTC-000002094
PX3074	PMI-FTC-000002099	PMI-FTC-000002099
PX3093	PMI-FTC-000035483	PMI-FTC-000035501
PX3094	PMI-FTC-000035503	PMI-FTC-000035519
PX3098/RX1057	PMI-FTC-000035623	PMI-FTC-000035633
PX3100	PMI-FTC-000035727	PMI-FTC-000036014
PX3100/RX1021	PMI-FTC-000035688	PMI-FTC-000035726
PX3101	PMI-FTC-000036016	PMI-FTC-000036018
PX3106	PMI-FTC-000064646	PMI-FTC-000064648
PX3111/RX1036	PMI-FTC-000069733	PMI-FTC-000069735
PX3112/RX1049	PMI-FTC-000099170	PMI-FTC-000099171
PX3210	PMI-FTC-000099172	PMI-FTC-000099173

<b>Exhibit No.</b>	<b>Beg Bates</b>	<b>End Bates</b>
PX3221	PMI-FTC-000070007	PMI-FTC-000070012
RX1764	PMI-FTC-000070548	PMI-FTC-000070549

14. The documents in Category 2 reveal confidential information about the terms and status of PMI's and Altria's commercial relationship. The terms of PMI's and Altria's relationship are competitively significant for PMI's business strategies, performance, and ongoing operations. If made public, these documents would permit PMI's competitors to learn its strengths and weaknesses and to use this information to unfairly disrupt PMI's business strategy. These documents also contain PMI's analyses of various aspects of this relationship. The information contained in this category of documents would inform other industry players of the types of terms and arrangements PMI may be willing to enter into, therefore unfairly disadvantaging PMI in any potential future negotiations with customers, distributors, or other business partners.

15. To the best of my knowledge, the competitively-sensitive information in these documents is not known to competitors or the general public and remains confidential within PMI and Altria.

C. Category 3 – Product Development and Commercialization

16. The documents in Category 3 are listed in the table below and include documents related to the design and marketing proposals of PMI's products, including PMI's smoke-free products. They contain highly confidential information regarding PMI's strategies for its smoke-free products, the development and commercialization status of new products, and plans on how and where PMI might commercialize its new smoke-free products.

<b>Exhibit No.</b>	<b>Beg Bates</b>	<b>End Bates</b>
PX3009	PMI-FTC-000000001	PMI-FTC-000000039
PX3013	PMI-FTC-000000139	PMI-FTC-000000139

Exhibit No.	Beg Bates	End Bates
PX3027	PMI-FTC-000000334	PMI-FTC-000000427
PX3050	PMI-FTC-000001446	PMI-FTC-000001507
PX3052	PMI-FTC-000001572	PMI-FTC-000001579
PX3078	PMI-FTC-000034183	PMI-FTC-000034192
PX3079 [As Partially Redacted]	PMI-FTC-000034260	PMI-FTC-000034278
PX3088	PMI-FTC-000035098	PMI-FTC-000035121
PX3090/RX1020	PMI-FTC-000035369	PMI-FTC-000035388
PX3091	PMI-FTC-000035389	PMI-FTC-000035418
PX3092	PMI-FTC-000035423	PMI-FTC-000035481
PX3099	PMI-FTC-000035654	PMI-FTC-000035670
PX3102 [As Partially Redacted]	PMI-FTC-000036023	PMI-FTC-000036028
RX1016	PMI-FTC-000000221	PMI-FTC-000000332
RX1029	PMI-FTC-000063174	PMI-FTC-000063191
RX1035 [As Partially Redacted]	PMI-FTC-000039906	PMI-FTC-000039911
RX1762	PMI-FTC-000067671	PMI-FTC-000067716

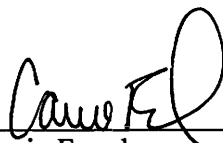
17. PMI's product development and commercialization plans are important aspects of competition in the smoke-free tobacco and nicotine product segments. Disclosure of PMI's competitive strategy would undermine and otherwise injure PMI's ability to compete.

D. Martin King Deposition Transcript

18. The litigants in this matter have also proposed to introduce the deposition transcript of Martin King, the Chief Executive Officer of PMI America (RX0111 and PX7020). In his deposition, Mr. King discussed strategic issues; PMI's non-public commercialization plans and projections; analyses of the smoke-free tobacco and nicotine product segments, including PMI and competitors' strengths and weaknesses; insights into PMI's business relationships; the confidential terms of their business arrangements and potential future relationships; and other discussions related to PMI's plans and efforts to compete in the smoke-free tobacco and nicotine product segments. For the reasons discussed above, PMI

requests that certain portions of the transcript also receive *in camera* treatment. Attachment A shows the portions of Mr. King's transcript for which PMI seeks *in camera* treatment.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on May 7, 2021.

  
\_\_\_\_\_  
Carrie Freed

**Attachment E**

**DOCUMENTS FOR WHICH PMI SEEKS FULL OR PARTIAL *IN CAMERA* TREATMENT**

<b>Exhibit No.</b>	<b>Document Description</b>	<b>Beg Bates</b>	<b>End Bates</b>	<b>Date</b>	<b>Rationale</b>
<b>Confidential Documents for which Full <i>in Camera</i> Treatment Is Sought</b>					
PX3009	PMI Presentation: RRP Progress Update	PMI-FTC-000000001	PMI-FTC-000000039	3/7/2018	Category 3
PX3011	PMI: Presentation: Project Universe: Communications Approach	PMI-FTC-000000112	PMI-FTC-000000112	9/10/2019	Category 1
PX3012	Letter from Jerry Whitson to the Board of Directors of Philip Morris International Inc. re: Project Universe	PMI-FTC-000000113	PMI-FTC-000000113	9/4/2019	Category 1
PX3013	PMI Document: Product Innovation and Regulatory Affairs Committee Meeting Agenda	PMI-FTC-000000139	PMI-FTC-000000139	3/4/2020	Category 3
PX3030	Email from Frank de Rooij to Devin Carey, Andreas Kurali, Werner Schuster, et al. re: Project Universe - Draft JV Presentation	PMI-FTC-000000555	PMI-FTC-000000555	9/25/2019	Category 1
PX3034	Email from Devin Carey to Andreas Kurali, Frank de Rooij, Werner Schuster, et al. re: Project Universe - Draft JV Presentation w/Attach: 2019-09-24-JV Announcement Call Slides [DRAFT 6pm] pdf	PMI-FTC-000000586	PMI-FTC-000000601	9/24/2019	Category 1
PX3041	Email from Marian Salzman to Luca Malesci, James Bushnell, Jason Mills, et al. re: Attached please find the updated materials I am sending to	PMI-FTC-000001113	PMI-FTC-000001180	8/22/2019	Category 1

Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
	the meeting ANC will have this weekend w/Attach: d21ANC_HighlyConfidential_Project Universe Release docx; etc.				
PX3042	Email from Marian Salzman to Luca Malesci, Nicholas Rolli, Kevin Corsthwaite, et al. re: Here is a comprehensive but incomplete working draft of Comms strategy, plan, etc. w/Attach: d2HIGHLY CONFIDENTIAL - Project Universe Source of Truth v2 2019[1].docx	PMI-FTC- 000001183	PMI-FTC- 000001236	8/21/2019	Category 1
PX3043	Letter from Michael Fawlk to Theodore Edlich re: E-Vapor Joint Research, Development and Technology Sharing Agreement dated July 15, 2015 (JRDTA)	PMI-FTC- 000001435	PMI-FTC- 000001435	1/30/2020	Category 2
PX3044	Letter from Michael Fawlk to Theodore Edlich re: E-Vapor Joint Research, Development and Technology Sharing Agreement dated July 15, 2015 (JRDTA)	PMI-FTC- 000001436	PMI-FTC- 000001437	9/23/2020	Category 2
PX3045	Letter from Theodore Edlich to Michael Fawlk re: June 20, 2019 Letter	PMI-FTC- 000001438	PMI-FTC- 000001439	9/22/2020	Category 2
PX3046	Letter from Michael Fawlk to Theodore Edlich re: February 27, 2019 Letter	PMI-FTC- 000001440	PMI-FTC- 000001440	9/22/2020	Category 2
PX3047	Email from Michael Fawlk to Michele Cattoni and Elisabeth Murray re: Call Today	PMI-FTC- 000001441	PMI-FTC- 000001442	10/21/2020	Category 2



Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
PX3048	Letter from Theodore Edlich to Michael Fawlk re: January 30, 2020 Letter	PMI-FTC-000001443	PMI-FTC-000001443	10/5/2020	Category 2
PX3049	Letter from Theodore Edlich to Michael Fawlk re: January 7, 2020 Letter	PMI-FTC-000001444	PMI-FTC-000001445	8/30/2020	Category 2
PX3050	PMI BoD Presentation: Industry environment and strategy summary	PMI-FTC-000001446	PMI-FTC-000001507	9/7/2020	Category 3
PX3052	Document: Minutes of a Meeting of the Board of Directors of Philip Morris International Inc.	PMI-FTC-000001572	PMI-FTC-000001579	2/7/2020	Category 3
PX3053	Document: Minutes of a Meeting of the Board of Directors of Philip Morris International Inc.	PMI-FTC-000001611	PMI-FTC-000001622	1/21/2020	Category 1
PX3073	Email from Sedat Muderrisoglu to Souleiman Naciri, Luca Nanni and Celine De Lavallaz re: Haver & Boecker Mesh heater line for GEN 1.0	PMI-FTC-000002093	PMI-FTC-000002094	11/26/2018	Category 2
PX3081	Philip Morris International Presentation: Project Universe Board of Directors	PMI-FTC-000034453	PMI-FTC-000034547	9/5/2019	Category 1
PX3085	Email from Nicholas Rolli to Deepak Mishra, Martin King, Alex Williams, et al. re: Investor Deck Comparison - MO vs PM w/Attach: 2019-09-20-Project Universe_[DRAFT 3pm].pdf; Project Universe- MO Edits 9.20.19 330PM.pdf	PMI-FTC-000034585	PMI-FTC-000034667	9/21/2019	Category 1
PX3091	Email from Patrick Picavet to Andre Calantzopolous, Jacek Olczak, John O'Mullane, et al. re: Quarterly Life Science Report - 2020 -	PMI-FTC-000035389	PMI-FTC-000035418	8/28/2020	Category 3

<b>Exhibit No.</b>	<b>Document Description</b>	<b>Beg Bates</b>	<b>End Bates</b>	<b>Date</b>	<b>Rationale</b>
	SMT September w/Attach: Quarterly Life Science Report -2020 - SMT September.pdf				
PX3106	Letter from Andre Calantzopoulos to Billy Gifford re: Joint Research, Development and Technology Sharing Agreement Dated July 15, 2015	PMI-FTC-000064646	PMI-FTC-000064648	12/3/2020	Category 2
PX3107	PMI Board of Directors Presentation: Project Universe	PMI-FTC-000036942	PMI-FTC-000036980	9/10/2019	Category 1
PX3108	PMI Board of Directors Presentation: Project Universe	PMI-FTC-000036777	PMI-FTC-000036777	6/5/2019	Category 1
PX3109	Presentation: Project Universe Preliminary Valuation Analysis	PMI-FTC-000036982	PMI-FTC-000036982	9/10/2019	Category 1
PX3111/RX1036	PMI Document: Vulcan II — Interim Assessment	PMI-FTC-000069733	PMI-FTC-000069735	11/12/2018	Category 2
PX3112/RX1049	Letter from Billy Gifford to Andre Calantzopoulos, Jacek Olczak and Martin King	PMI-FTC-000099170	PMI-FTC-000099171	12/17/2020	Category 2
PX3210	Letter from Andre Calantzopoulos to Billy Gifford re: Joint Research, Development and Technology Sharing Agreement Dated July 15, 2015	PMI-FTC-000099172	PMI-FTC-000099173	3/17/2021	Category 2
RX1762	RRP Competitive Intelligence NCP Focus Presentation dated January 2018	PMI-FTC-000067671	PMI-FTC-000067716	1/18/2018	Category 3

Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
RX1764	Email from A. Teichert to F. Tack et. al. re: Altria & PMTA filing for P4 Mesh in US	PMI-FTC-000070548	PMI-FTC-000070549	1/5/2017	Category 2
<b>Confidential Documents for which Partial <i>in Camera</i> Treatment Is Sought</b>					
PX3027	Email from Isil Acikgoz Erdal to Martin King, Andreas Kurali, Frank de Rooji, Jerry Whitson, et al. re: BOD Dec'19 - Finance Committee Report - DRAFT w/Attach: BOD Dec 2019_DRAFT_25112019.pdf	PMI-FTC-000000334	PMI-FTC-000000427	11/25/2019	Category 3
PX3036	Email from Nicholas Rolli to Martin King re: Latest IR deck w/Attach: 2019-09-15-Project Universe_Draft 6pm.pptx	PMI-FTC-000000675	PMI-FTC-000000696	9/15/2019	Category 1
PX3039	Email from Marian Salzman to Andre Calantzopoulos, Jacek Olczak, Deepak Mishra, et al. re: d32B_Highly Confidential_Project Universe Release w/Attach: d32B_HighlyConfidential_Project Universe Release docx	PMI-FTC-000001085	PMI-FTC-000001091	9/2/2019	Category 1
PX3054	Email from Marian Salzman to Richard Livingston, Murray Garnick, Kevin Crosthwaite, et al. re: HIGHLY CONFIDENTIAL - Project Universe Source of Truth v13_82819 docx w/Attach: HIGHLY CONFIDENTIAL - Project Universe Source of Truth v13_82819.docx	PMI-FTC-000001652	PMI-FTC-000001726	8/29/2019	Category 1
PX3055	Email from Marian Salzman to Paige Magness, Kevin Crosthwaite, Todd Walker, et al. re: Updated Source of Truth w/Attach:	PMI-FTC-000001742	PMI-FTC-000001893	9/8/2019	Category 1

Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
	PU_version15-work-in-progress_booklet-ALL-revised_Sept7.CLEAN.docx				
PX3074	Email from Sedat Muderrisoglu to Margaret Simpson re: Overview of Vulcan II Committees 8-17-15_Draft.pptx w/Attach: Overview of Vulcan II Committees 8-17-15_Draft.pptx	PMI-FTC-000002099	PMI-FTC-000002099	12/3/2018	Category 2
PX3078	Email from Sebastian Hoyle to Martin King, Mishra Deepak, Andres Kurali, et al. re: 2019 & 2020 Cost Assumptions and Projects Prioritization meeting - S&I : LIFE SCENCES w/Attach: Life Sciences CFO CSO - Pre-Read - 11-07-19.pdf	PMI-FTC-000034183	PMI-FTC-000034192	7/11/2019	Category 3
PX3079 [As Partially Redacted]	Email from Jacek Olczak to James Bushmell re: 2019 BOD Letter w/Attach: 2019 PMI Performance Review 25Nov2019.pdf	PMI-FTC-000034260	PMI-FTC-000034278	11/25/2019	Category 3
PX3084	Email from Luca Malesci to Nicholas Rolli, Alex Williams, Devin Carey, et al. re: Project Universe_Joint Venture Materials_Draft (002).pptx w/Attach: Project Universe_Joint Venture Materials_Draft (002).pptx	PMI-FTC-000034584	PMI-FTC-000034584	9/23/2019	Category 1
PX3086	Email from Deepak Mishra to Andre Calantzopoulos and Martin King re: Universe: Apollo BOD Materials w/Attach: Project Universe - 8.20 Strategy Meeting (to Pluto).pdf;	PMI-FTC-000034699	PMI-FTC-000034774	8/28/2019	Category 1

Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
	Project Universe - 8.21 Innovation Committee (to Pluto).pdf				
PX3087	Email from Luca Malesci to Andre Calantzopoulos, Jacek Olczak, Martin King, et al. re: Board Deck - Draft w/Attach: Project Universe_BoD_Draft_040919.pdf	PMI-FTC-000035006	PMI-FTC-000035097	9/4/2019	Category 1
PX3088	Email from Paul Janelle to Jacek Olczak and Martin King re: Jull w/Attach: 20180204_JUUL LABS_DRAFT WIP- final draft.pptx	PMI-FTC-000035098	PMI-FTC-000035121	2/6/2018	Category 3
PX3089	Email from Marian Salzman to Jerry Whitson, Deepak Mishra, Luca Malesci, et al. re: Attached please find the documents we have created for the board mailing w/Attach: Juul-PU_MediaAnalysis.pdf; Initial Media + Analyst Response.pdf	PMI-FTC-000035244	PMI-FTC-000035248	8/31/2019	Category 1
		PMI-FTC-000035250	PMI-FTC-000035273		
		PMI-FTC-000035275	PMI-FTC-000035282		
		PMI-FTC-000035284	PMI-FTC-000035299		
		PMI-FTC-000035301	PMI-FTC-000035305		
PX3090/RX1020	Email from James Bushnell to Jerry Whitson, Andre Calantzopoulos, Jacek Olczek, et al. re: SMT Zurich offsite - minutes & actions w/Attach: SMT minutes & actions - CONF DENTIAL.pptx	PMI-FTC-000035369	PMI-FTC-000035388	1/29/2019	Category 3

Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
PX3092	Email from Antonella Rausa to Andre Calantzopoulos, Massimo Andolina, Drago Azinovic, et al. re: June 2020 SMT Strategy - Meeting Summary & Conclusions w/Attach: SMT Strategy Review June 2020_key action points.vfinal.pdf	PMI-FTC-000035423	PMI-FTC-000035481	7/3/2020	Category 3
PX3093	Email from Denis Tikhonov to Andre Calantzopoulos, Jacek Olczek, Deepak Mishra, et al. re: Vulcan_CEOs meeting June 2020 vFinal.pptx w/Attach: Vulcan_CEOs meeting June 2020 vFinal.pptx	PMI-FTC-000035483	PMI-FTC-000035501	6/26/2020	Category 2
PX3094	Email from Virginio Morra to Deepak Mishra, Martin King and Denis Tikhonov re: Vulcan meeting -Presentation w/Attach: Vulcan_CEOs meeting June 2020 v12.pptx	PMI-FTC-000035503	PMI-FTC-000035519	6/22/2020	Category 2
PX3098/RX1057	Email from Martin King to Carrie Freed re: project vulcan - pre-read for tomorrow's meeting w/Attach: Vulcan_CEOs meeting June 2020 vFinal (pre-read).pdf	PMI-FTC-000035623	PMI-FTC-000035633	9/1/2020	Category 2
PX3099	Email from Martin King to Frank Vroemen re: 2020 Strategy Workshop - Key Questions v12 pptx w/Attach: 2020 Strategy Workshop - Key Questions v12.pdf	PMI-FTC-000035654	PMI-FTC-000035670	12/16/2019	Category 3
PX3100	Email from Martin King to Frank de Rooij re: Pres + Model w/Attach: Altria Juul	PMI-FTC-000035687	PMI-FTC-000036014	3/26/2019	Category 2

Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
RX1021	Presentation_070219_Final pdf; Project Vulcan_Merger Model_2019 02 04 xlsx	PMI-FTC-000035687	PMI-FTC-000035726	3/26/2019	Category 2
PX3101	Email from Martin King to Frank de Rooij re: Follow -up questions from Vulcan w/Attach: Vulcan_Follow-up Materials_vShared.pptx	PMI-FTC-000036016	PMI-FTC-000036018	3/26/2019	Category 2
PX3102 [As Partially Redacted]	Email from Martin King to Sedat Muderrisoglu re: Bloomberg: Juul Quietly Revamped Its E-Cigarette, Risking the FDA's Rebuke	PMI-FTC-000036023	PMI-FTC-000036028	7/27/2020	Category 3
RX1035 [As Partially Redacted]	Email from M. King to S. Muderrisoglu re: Bloomberg on Juul Quietly Revamped Its E-Cigarette, Risking The FDA's Rebuke	PMI-FTC-000039906	PMI-FTC-000039911	7/27/2020	Category 3
PX3221	Meeting Minutes PMI Visit to ALCS - August 2017	PMI-FTC-000070007	PMI-FTC-000070012	9/28/2017	Category 2
PX7020/RX0111	Deposition Transcript of Martin King	20:19-21; 25:9-25; 26:2-8; 29:2-6; 29:11-25; 30:2-6; 30:8-14; 30:18-25; 33:2-4; 33:6-25; 34:2-3; 34:6-17; 34:22-25; 35:2-6; 35:9-15; 35:21-23; 36:2-12; 37:3-25; 38:2-5; 38:14-17; 39:3-10; 39:19-24; 42:24-25; 43:2-9; 44:22-24; 45:2-7; 45:9-15; 45:20-25; 46:2-7; 46:18-25; 47:2-25; 48:10-25; 49:7-11; 49:13-16; 49:18-25; 50:2-17; 50:22-25; 51:2-4; 51:21-25; 52:2-4; 52:10-24; 53:12-20; 55:18-22; 56:19-25; 57:2-25; 58:4-10; 58:13-25; 59:2-6; 59:8-25; 60:2-25; 61:2-9; 61:11-25; 62:2-16; 62:19-25; 63:2-25; 64:2-4; 64:23-25; 65:2-25; 66:2-25; 67:2-16; 67:18-24; 68:2-25; 69:2-10; 69:14-25; 70:2-15; 70:23-25; 71:2-7; 71:25; 72:2-25; 73:2-3; 74:4-11; 75:2-13; 76:6-25; 77:2-15; 78:23-25; 79:2-13;			

Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
		79:21-25; 80-2; 80:6-18; 81:6-22; 82:3-25; 83:2-25; 84:2-17;			84:19-24; 85:3-11; 85:14-16; 88:12-25; 89:2-3; 89:10-25; 90:7-20; 91:11-14; 91:19-25; 92:2-20; 92:24-25; 93:2-25; 94:2-3; 95:5-25; 96:2-11; 96:13-25; 97:2-6; 97:9-12; 100:8- 20; 102:19-25; 103:2; 105:6-10; 105:15-25; 106:2-20; 106:23-24; 107:10-16; 108:4-8; 109:12-25; 110:2-6; 110:8- 19; 110:22-25; 111:2-6; 111:13-24; 112:5-25; 113:2-5; 115:10-12; 116:6-25; 117:2-20; 118:4-25; 120:21-25; 121:2- 16; 122:7-25; 123:2; 123:15-25; 124:2-25; 125:2-23; 126:2- 25; 127:2-3; 130:8-25; 131:2-21; 132:5-25; 133:3-5; 133:12- 25; 134:2-25; 137:17-25; 143:2; 143:20-25; 144:2-12; 144:18-25; 145:2; 146:16-25; 151:7-11; 151:23-25; 152:2- 19; 153:24-25; 154:2-17; 155:17-25; 156:2-25; 157:2-13; 157:18-25; 158:2-5; 162:11-25; 164:8-25; 165:2-24; 166:2- 20; 169:2-17; 170:4-22; 171:4-25; 172:2; 172:19-25; 173:2- 20; 173:25; 174:2-8; 174:14-16; 177:20-25; 178:2-22; 179:5- 21; 180:5-25; 181:2-25; 182:2-13; 182:24-25; 183:2-15; 184:4-8; 184:12-25; 185:2-25; 186:2-6; 186:12-25; 187:2- 12; 188:8-23; 189:7-13; 189:20-25; 190:2-17; 195:14-19; 195:21-25; 196:2-9; 196:17-25; 197:23-25; 198:2-4; 198:8- 19; 199:20-25; 200:2-10; 200:15-23; 201:11-25; 202:2-25; 203:2-3; 203:6-25; 204:2-8; 204:19-24; 206:12-18; 206:23- 25; 207:2-3; 207:11-18; 210:15-25; 212:17-25; 213:9-16; 214:14-25; 215:2-3; 215:7-9; 215:11; 216:24-25; 217:2-7; 217:10-20; 218:7-16; 219:5-7; 220:3-8; 220:16-22; 220:24- 25; 221:2; 221:4-25; 222:2-6; 223:2-8; 223:15-25; 224:5-17; 225:23-25; 226:2-15; 227:2-16; 227:20-25; 228:2-24; 229:3- 5; 229:10-16; 229:20-25; 231:6-25; 232:2-25; 233:2-3; 233:5-12; 233:14-25; 234:2-22; 235:19-25; 236:2-5; 236:8- 25; 237:2-25; 238:2-25; 239:2-25; 240:2-12; 240:17-25; 241:2-3; 242:8-12; 243:16-25; 244:2-18; 245:7-12; 248:23-



Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
		25; 249:2-9; 249:11-25; 250:2; 250:9-19; 251:7-16; 251:22-25; 252:2-9; 253:4-8; 253:17-21; 254:5-17			
RX1016	Email from PMI Corporate Financial Planning and Reporting to M. King and J. Olczak attaching PMI Financial Management Report - Product Contribution Analysis - 2018 Original Budget	PMI-FTC-000000221	PMI-FTC-000000332	2/19/2018	Category 3
RX1029	Email from V. Sridhar to M. King and others attaching PMI RRP Portfolio Presentation	PMI-FTC-000063174	PMI-FTC-000063191	6/5/2020	Category 3
<b>Documents Containing Sensitive Personal Information (SPI) For Which Partial <i>in Camera</i> Treatment Is Sought On A Permanent Basis<sup>1</sup></b>					
PX3027	Email from Isil Acikgoz Erdal to Martin King, Andreas Kurali, Frank de Rooji, Jerry Whitson, et al. re: BOD Dec'19 - Finance Committee Report - DRAFT w/Attach: BOD Dec 2019_DRAFT_25112019.pdf	PMI-FTC-000000333	PMI-FTC-000000333	11/25/2019	SPI
PX3028	Email from Nicholas Rolli to Martin King re: Board Materials - Investor Reaction to Merger Announcement w/Attach: Coronation_BoardLetter_28August2019 pdf; R Presentation to BoD [DRAFT 01-Sep-19 8.30 am LSN] pptx	PMI-FTC-000000508	PMI-FTC-000000508	9/6/2019	SPI
		PMI-FTC-000000517	PMI-FTC-000000517		
PX3029	Email from Patricia Ahrens to Massimo Ferragamo, Werner Geissler, Lisa Hook, et al. re:	PMI-FTC-000000523	PMI-FTC-000000523	9/23/2019	SPI

<sup>1</sup> This category includes documents also listed in the previous two categories.

Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
	Conference Call - Tuesday, September 24, 2019 w/Attach: 2019-09-23 Media Update pdf				
PX3031/RX1055	Email from Alex Williams to Angela Capito, Nicholas Rolli, Martin King, et al. re: Press Release - FINAL Business Wire version w/Attach: Project Universe Announcement 25-Sep-19 [FINAL].doc	PMI-FTC-000000556	PMI-FTC-000000556	9/24/2019	SPI
PX3032	Email from Murray Garnick to Marian Salzman, Andre Calantzopoulos, Martin King, et al. re: Please use this version of the Universe LEAK document	PMI-FTC-000000559	PMI-FTC-000000559	8/20/2019	SPI
PX3033	Email from Marian Salzman to Andre Calantzopoulos, Martin King, Murray Garnick, et al. re: Please use this version of the Universe LEAK document w/Attach: d2PROJECT UNIVERSE LEAK STRATEGY_v5[2] docx	PMI-FTC-000000560	PMI-FTC-000000560	8/20/2019	SPI
PX3035	Email from Deepak Mishra to Andre Calantzopoulos, Martin King, Marc Firestone, et al. re: Total U.S. Nicotine Market - Slide Deck.pdf w/Attach: Total U.S. Nicotine Market - Slide Deck pdf	PMI-FTC-000000621	PMI-FTC-000000672	8/9/2019	SPI
PX3036	Email from Nicholas Rolli to Martin King re: Latest IR deck w/Attach: 2019-09-15-Project Universe_Draft 6pm.pptx	PMI-FTC-000000674	PMI-FTC-000000674	9/15/2019	SPI

Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
PX3037	Email from Luca Malesci to Andre Calantzopoulos, Jacek Olczak, Marc Firestone, et al. re: Universe Work-plan w/Attach: Project Universe - Workplan pdf	PMI-FTC-000000697	PMI-FTC-000000697	8/1/2019	SPI
PX3038	Email from Simon Taurins to Martin King, Paul Janelle, Cathal Deasy, et al. re: Tobacco: JUUL's impact has been less than it seems w/Attach: CS_JUUL_160518.pdf	PMI-FTC-000000829	PMI-FTC-000000851	5/16/2018	SPI
PX3039	Email from Marian Salzman to Andre Calantzopoulos, Jacek Olczak, Deepak Mishra, et al. re: d32B_Highly Confidential_Project Universe Release w/Attach: d32B_HighlyConfidential_Project Universe Release docx	PMI-FTC-000001084	PMI-FTC-000001084	9/2/2019	SPI
PX3040	Email from James Bushnell to Martin King, Devin Carey, Alex Williams, et al. re: BAT conf call key points	PMI-FTC-000001093	PMI-FTC-000001093	11/27/2019	SPI
PX3054	Email from Marian Salzman to Richard Livingston, Murray Garnick, Kevin Crosthwaite, et al. re: HIGHLY CONFIDENTIAL - Project Universe Source of Truth v13_82819 docx w/Attach: HIGHLY CONFIDENTIAL - Project Universe Source of Truth v13_82819.docx	PMI-FTC-000001651	PMI-FTC-000001651	8/29/2019	SPI
PX3056	Email from Sedat Muderrisoglu to Martin King, JB Simko, Corey Henry, et al. re: NATO: Letter to FDA on Bluetooth Technology w/Attach:	PMI-FTC-000001895	PMI-FTC-000001896	8/6/2020	SPI

Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
	Letter to FDA-Bluetooth Technology in Tobacco Products 7-16-20 pdf				
PX3057	Email from Germana Barba to Sedat Muderrisoglu re: PMI panel participation at UKVIA event tomorrow - Monday 23rd	PMI-FTC-000002032	PMI-FTC-000002038	4/22/2018	SPI
PX3058	Email from Michele Cattoni to Sedat Muderrisoglu, Luca Rossi, Diana Czerwinska, et al. re: MESH/APEX	PMI-FTC-000002046	PMI-FTC-000002047	4/23/2018	SPI
PX3072	Email from Filip Tack to Alex Williams, Devin Carey, Nicholas Rolli, et al. re: MESH/APEX launch in the US	PMI-FTC-000002048	PMI-FTC-000002049	4/24/2018	SPI
PX3074	Email from Sedat Muderrisoglu to Margaret Simpson re: Overview of Vulcan II Committees 8-17-15_Draft.pptx w/Attach: Overview of Vulcan II Committees 8-17-15_Draft.pptx	PMI-FTC-000002098	PMI-FTC-000002098	12/3/2018	SPI
PX3075	Email from Sedat Muderrisoglu to Charlotte Garraud re: US Vape market w/Attach: E-vapor Overview for 7.30.18.pdf	PMI-FTC-000002112	PMI-FTC-000002112	9/24/2018	SPI
PX3076	Email from Sedat Muderrisoglu to Nicholas Rolli re: Flash News: Juul to launch 3% nicotine pods as of August 2018 in the US	PMI-FTC-000002166	PMI-FTC-000002167	7/13/2018	SPI

Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
PX3077	Email from Sedat Muderrisoglu to Alex Williams, Luca Rossi and Thomas McGrath re: Annual reports - Form 10K scripts	PMI-FTC-000002216	PMI-FTC-000002217	4/24/2018	SPI
PX3078	Email from Sebastian Hoyle to Martin King, Mishra Deepak, Andres Kurali, et al. re: 2019 & 2020 Cost Assumptions and Projects Prioritization meeting - S&I: LIFE SC ENCES w/Attach: Life Sciences CFO CSO - Pre-Read - 11-07-19.pdf	PMI-FTC-000034182	PMI-FTC-000034182	7/11/2019	SPI
PX3079	Email from Jacek Olczak to James Bushnell re: 2019 BOD Letter w/Attach: 2019 PMI Performance Review 25Nov2019.pdf	PMI-FTC-000034259	PMI-FTC-000034259	11/25/2019	SPI
PX3080	Email from Luca Malesci to Andreas Kurali, James Bushnell, Martin King, et al. re: meeting tomorrow w/Attach: Project Universe_BoD_Draft Materials.pdf	PMI-FTC-000034452	PMI-FTC-000034452	9/5/2019	SPI
PX3082	Email from Luca Malesci to Marc Firestone, Martin King, Marian Salzman; et al. re: Board Agenda w/Attach: Universe_Board Agenda docx	PMI-FTC-000034550	PMI-FTC-000034550	8/12/2019	SPI
PX3083	Email from James Bushnell to Martin King and Jacek Olczak re: 2018 Performance Review w/Attach: 2018 PMI Performance Review FINAL.docx	PMI-FTC-000034565	PMI-FTC-000034565	11/27/2018	SPI
PX3084	Email from Luca Malesci to Nicholas Rolli, Alex Williams, Devin Carey, et al. re: Project Universe Joint Venture Materials Draft	PMI-FTC-000034583	PMI-FTC-000034583	9/23/2019	SPI

Exhibit No.	Document Description	Beg Bates	End Bates	Date	Rationale
	(002).pptx w/Attach: Project Universe_Joint Venture Materials_Draft (002).pptx				
PX3086	Email from Deepak Mishra to Andre Calantzopoulos and Martin King re: Universe: Apollo BOD Materials w/Attach: Project Universe - 8.20 Strategy Meeting (to Pluto).pdf; Project Universe - 8.21 Innovation Committee (to Pluto).pdf	PMI-FTC-000034698	PMI-FTC-000034698	8/28/2019	SPI
PX3087	Email from Luca Malesci to Andre Calantzopoulos, Jacek Olczak, Martin King, et al. re: Board Deck - Draft w/Attach: Project Universe_BoD_Draft_040919.pdf	PMI-FTC-000035005	PMI-FTC-000035005	9/4/2019	SPI
PX3098/RX1057	Email from Martin King to Carrie Freed re: project vulcan - pre-read for tomorrow's meeting w/Attach: Vulcan_CEOs meeting June 2020 vFinal (pre-read).pdf	PMI-FTC-000035622	PMI-FTC-000035622	9/1/2020	SPI
PX3099	Email from Martin King to Frank Vroemen re: 2020 Strategy Workshop - Key Questions v12 pptx w/Attach: 2020 Strategy Workshop - Key Questions v12.pdf	PMI-FTC-000035653	PMI-FTC-000035653	12/16/2019	SPI
PX3100/RX1021	Email from Martin King to Frank de Rooij re: Pres + Model w/Attach: Altria Juul Presentation_070219_Final pdf; Project Vulcan_Merger Model_2019 02 04.xlsx	PMI-FTC-000035687	PMI-FTC-000035687	3/26/2019	SPI

<b>Exhibit No.</b>	<b>Document Description</b>	<b>Beg Bates</b>	<b>End Bates</b>	<b>Date</b>	<b>Rationale</b>
PX3101	Email from Martin King to Frank de Rooij re: Follow -up questions from Vulcan w/Attach: Vulcan_Follow-up Materials_vShared.pptx	PMI-FTC-000036015	PMI-FTC-000036015	3/26/2019	SPI
PX3110	Email from Nicole Beaumont-Yazgic re: Analyst Coverage w/Attach: Barclays-JTI faces IQOS Pressure.pdf; Goldman Sachs - US Retailer Survey on Nicotine Category pdf; Goldman Sachs Resumes Coverage on Tobacco Sector pdf	PMI-FTC-000063207	PMI-FTC-000063207	4/1/2020	SPI
		PMI-FTC-000063208	PMI-FTC-000063254	4/1/2020	SPI
		PMI-FTC-000063255	PMI-FTC-000063279	4/1/2020	SPI
		PMI-FTC-000063280	PMI-FTC-000063298	4/1/2020	SPI
RX1018	Email from M. King to L. Cohen, M. Salzman, and C. Henry re: Barron's - What Altria's Juul Investment Says About Tobacco's Future	PMI-FTC-000001315	PMI-FTC-000001320	12/20/2018	SPI
RX1061	Email from P. Passalis to V. Sridhar and N. Stalder attaching Presentation re: Competitive Intelligence on Reduced Risk Products	PMI-FTC-000087914	PMI-FTC-000087915	10/2/2019	SPI

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

In the Matter of	)	
	)	
Altria Group, Inc.,	)	
a corporation,	)	Docket No. 9393
	)	
and	)	
	)	
JUUL Labs, Inc.	)	
a corporation,	)	
	)	
Respondents.	)	

**[PROPOSED] ORDER GRANTING NON-PARTY PHILIP MORRIS  
INTERNATIONAL INC.'S MOTION FOR *IN CAMERA* TREATMENT**

Having considered non-party Philip Morris International Inc.'s ("PMI") Motion for *in camera* treatment, and the supporting memorandum, PMI's motion is granted. It is hereby **ORDERED** that the following exhibits or portions of exhibits are to be provided *in camera* treatment for five years from the date of this order:

<b>Exhibit No.</b>	<b>Beg Bates</b>	<b>End Bates</b>
PX3009	PMI-FTC-000000001	PMI-FTC-000000039
PX3011	PMI-FTC-000000112	PMI-FTC-000000112
PX3012	PMI-FTC-000000113	PMI-FTC-000000113
PX3013	PMI-FTC-000000139	PMI-FTC-000000139
PX3027	PMI-FTC-000000334	PMI-FTC-000000427
PX3030	PMI-FTC-000000555	PMI-FTC-000000555
PX3034	PMI-FTC-000000586	PMI-FTC-000000601
PX3036	PMI-FTC-000000675	PMI-FTC-000000696
PX3039	PMI-FTC-000001085	PMI-FTC-000001091
PX3041	PMI-FTC-000001113	PMI-FTC-000001180
PX3042	PMI-FTC-000001183	PMI-FTC-000001236
PX3043	PMI-FTC-000001435	PMI-FTC-000001435
PX3044	PMI-FTC-000001436	PMI-FTC-000001437



<b>Exhibit No.</b>	<b>Beg Bates</b>	<b>End Bates</b>
PX3045	PMI-FTC-000001438	PMI-FTC-000001439
PX3046	PMI-FTC-000001440	PMI-FTC-000001440
PX3047	PMI-FTC-000001441	PMI-FTC-000001442
PX3048	PMI-FTC-000001443	PMI-FTC-000001443
PX3049	PMI-FTC-000001444	PMI-FTC-000001445
PX3050	PMI-FTC-000001446	PMI-FTC-000001507
PX3052	PMI-FTC-000001572	PMI-FTC-000001579
PX3053	PMI-FTC-000001611	PMI-FTC-000001622
PX3054	PMI-FTC-000001652	PMI-FTC-000001726
PX3055	PMI-FTC-000001742	PMI-FTC-000001893
PX3073	PMI-FTC-000002093	PMI-FTC-000002094
PX3074	PMI-FTC-000002099	PMI-FTC-000002099
PX3078	PMI-FTC-000034183	PMI-FTC-000034192
PX3079 [As Partially Redacted]	PMI-FTC-000034260	PMI-FTC-000034278
PX3081	PMI-FTC-000034453	PMI-FTC-000034547
PX3084	PMI-FTC-000034584	PMI-FTC-000034584
PX3085	PMI-FTC-000034585	PMI-FTC-000034667
PX3086	PMI-FTC-000034699	PMI-FTC-000034774
PX3087	PMI-FTC-000035006	PMI-FTC-000035097
PX3088	PMI-FTC-000035098	PMI-FTC-000035121
PX3089	PMI-FTC-000035244	PMI-FTC-000035248
	PMI-FTC-000035250	PMI-FTC-000035273
	PMI-FTC-000035275	PMI-FTC-000035282
	PMI-FTC-000035284	PMI-FTC-000035299
	PMI-FTC-000035301	PMI-FTC-000035305
PX3090/RX1020	PMI-FTC-000035369	PMI-FTC-000035388
PX3091	PMI-FTC-000035389	PMI-FTC-000035418
PX3092	PMI-FTC-000035423	PMI-FTC-000035481
PX3093	PMI-FTC-000035483	PMI-FTC-000035501
PX3094	PMI-FTC-000035503	PMI-FTC-000035519
PX3098/RX1057	PMI-FTC-000035623	PMI-FTC-000035633
PX3099	PMI-FTC-000035654	PMI-FTC-000035670
PX3100	PMI-FTC-000035687	PMI-FTC-000036014
PX3101	PMI-FTC-000036016	PMI-FTC-000036018
PX3102 [As Partially Redacted]	PMI-FTC-000036023	PMI-FTC-000036028
PX3106	PMI-FTC-000064646	PMI-FTC-000064648
PX3107	PMI-FTC-000036942	PMI-FTC-000036980
PX3108	PMI-FTC-000036777	PMI-FTC-000036777
PX3109	PMI-FTC-000036982	PMI-FTC-000036982
PX3111/RX1036	PMI-FTC-000069733	PMI-FTC-000069735

Exhibit No.	Beg Bates	End Bates
PX3112/RX1049	PMI-FTC-000099170	PMI-FTC-000099171
PX3210	PMI-FTC-000099172	PMI-FTC-000099173
PX3221	PMI-FTC-000070007	PMI-FTC-000070012
PX7020/RX0111	20:19-21; 25:9-25; 26:2-8; 29:2-6; 29:11-25; 30:2-6; 30:8-14; 30:18-25; 33:2-4; 33:6-25; 34:2-3; 34:6-17; 34:22-25; 35:2-6; 35:9-15; 35:21-23; 36:2-12; 37:3-25; 38:2-5; 38:14-17; 39:3-10; 39:19-24; 42:24-25; 43:2-9; 44:22-24; 45:2-7; 45:9-15; 45:20-25; 46:2-7; 46:18-25; 47:2-25; 48:10-25; 49:7-11; 49:13-16; 49:18-25; 50:2-17; 50:22-25; 51:2-4; 51:21-25; 52:2-4; 52:10-24; 53:12-20; 55:18-22; 56:19-25; 57:2-25; 58:4-10; 58:13-25; 59:2-6; 59:8-25; 60:2-25; 61:2-9; 61:11-25; 62:2-16; 62:19-25; 63:2-25; 64:2-4; 64:23-25; 65:2-25; 66:2-25; 67:2-16; 67:18-24; 68:2-25; 69:2-10; 69:14-25; 70:2-15; 70:23-25; 71:2-7; 71:25; 72:2-25; 73:2-3; 74:4-11; 75:2-13; 76:6-25; 77:2-15; 78:23-25; 79:2-13; 79:21-25; 80:2; 80:6-18; 81:6-22; 82:3-25; 83:2-25; 84:2-17; 84:19-24; 85:3-11; 85:14-16; 88:12-25; 89:2-3; 89:10-25; 90:7-20; 91:11-14; 91:19-25; 92:2-20; 92:24-25; 93:2-25; 94:2-3; 95:5-25; 96:2-11; 96:13-25; 97:2-6; 97:9-12; 100:8-20; 102:19-25; 103:2; 105:6-10; 105:15-25; 106:2-20; 106:23-24; 107:10-16; 108:4-8; 109:12-25; 110:2-6; 110:8-19; 110:22-25; 111:2-6; 111:13-24; 112:5-25; 113:2-5; 115:10-12; 116:6-25; 117:2-20; 118:4-25; 120:21-25; 121:2-16; 122:7-25; 123:2; 123:15-25; 124:2-25; 125:2-23; 126:2-25; 127:2-3; 130:8-25; 131:2-21; 132:5-25; 133:3-5; 133:12-25; 134:2-25; 137:17-25; 143:2; 143:20-25; 144:2-12; 144:18-25; 145:2; 146:16-25; 151:7-11; 151:23-25; 152:2-19; 153:24-25; 154:2-17; 155:17-25; 156:2-25; 157:2-13; 157:18-25; 158:2-5; 162:11-25; 164:8-25; 165:2-24; 166:2-20; 169:2-17; 170:4-22; 171:4-25; 172:2; 172:19-25; 173:2-20; 173:25; 174:2-8; 174:14-16; 177:20-25; 178:2-22; 179:5-21; 180:5-25; 181:2-25; 182:2-13; 182:24-25; 183:2-15; 184:4-8; 184:12-25; 185:2-25; 186:2-6; 186:12-25; 187:2-12; 188:8-23; 189:7-13; 189:20-25; 190:2-17; 195:14-19; 195:21-25; 196:2-9; 196:17-25; 197:23-25; 198:2-4; 198:8-19; 199:20-25; 200:2-10; 200:15-23; 201:11-25; 202:2-25; 203:2-3; 203:6-25; 204:2-8; 204:19-24; 206:12-18; 206:23-25; 207:2-3; 207:11-18; 210:15-25; 212:17-25; 213:9-16; 214:14-25; 215:2-3; 215:7-9; 215:11; 216:24-25; 217:2-7; 217:10-20; 218:7-16; 219:5-7; 220:3-8; 220:16-22; 220:24-25; 221:2; 221:4-25; 222:2-6; 223:2-8; 223:15-25; 224:5-17; 225:23-25; 226:2-15; 227:2-16; 227:20-25; 228:2-24; 229:3-5; 229:10-16; 229:20-25; 231:6-25; 232:2-25; 233:2-3; 233:5-12; 233:14-25; 234:2-22; 235:19-25; 236:2-5; 236:8-25; 237:2-25; 238:2-25; 239:2-25; 240:2-12; 240:17-25; 241:2-3; 242:8-12; 243:16-25; 244:2-18; 245:7-12; 248:23-25; 249:2-9; 249:11-25; 250:2; 250:9-19; 251:7-16; 251:22-25; 252:2-9; 253:4-8; 253:17-21; 254:5-17	
RX1016	PMI-FTC-000000221	PMI-FTC-000000332
RX1021	PMI-FTC-000035687	PMI-FTC-000035726
RX1029	PMI-FTC-000063174	PMI-FTC-000063191
RX1035	PMI-FTC-000039906	PMI-FTC-000039911

Exhibit No.	Beg Bates	End Bates
[As Partially Redacted]		
RX1762	PMI-FTC-000067671	PMI-FTC-000067716
RX1764	PMI-FTC-000070548	PMI-FTC-000070549

It is also hereby **ORDERED** that the email addresses and phone numbers contained within the following exhibits be given permanent *in camera* treatment.

Exhibit No.	Beg Bates	End Bates
PX3027	PMI-FTC-000000333	PMI-FTC-000000333
PX3028	PMI-FTC-000000508	PMI-FTC-000000508
	PMI-FTC-000000517	PMI-FTC-000000517
PX3029	PMI-FTC-000000523	PMI-FTC-000000523
PX3031/RX1055	PMI-FTC-000000556	PMI-FTC-000000556
PX3032	PMI-FTC-000000559	PMI-FTC-000000559
PX3033	PMI-FTC-000000560	PMI-FTC-000000560
PX3035	PMI-FTC-000000621	PMI-FTC-000000672
PX3036	PMI-FTC-000000674	PMI-FTC-000000674
PX3037	PMI-FTC-000000697	PMI-FTC-000000697
PX3038	PMI-FTC-000000829	PMI-FTC-000000851
PX3039	PMI-FTC-000001084	PMI-FTC-000001084
PX3040	PMI-FTC-000001093	PMI-FTC-000001093
PX3054	PMI-FTC-000001651	PMI-FTC-000001651
PX3056	PMI-FTC-000001895	PMI-FTC-000001896
PX3057	PMI-FTC-000002032	PMI-FTC-000002038
PX3058	PMI-FTC-000002046	PMI-FTC-000002047
PX3072	PMI-FTC-000002048	PMI-FTC-000002049
PX3074	PMI-FTC-000002098	PMI-FTC-000002098
PX3075	PMI-FTC-000002112	PMI-FTC-000002112
PX3076	PMI-FTC-000002166	PMI-FTC-000002167
PX3077	PMI-FTC-000002216	PMI-FTC-000002217
PX3078	PMI-FTC-000034182	PMI-FTC-000034182
PX3079	PMI-FTC-000034259	PMI-FTC-000034259
PX3080	PMI-FTC-000034452	PMI-FTC-000034452
PX3082	PMI-FTC-000034550	PMI-FTC-000034550
PX3083	PMI-FTC-000034565	PMI-FTC-000034565
PX3084	PMI-FTC-000034583	PMI-FTC-000034583
PX3086	PMI-FTC-000034698	PMI-FTC-000034698

PX3087	PMI-FTC-000035005	PMI-FTC-000035005
PX3098/RX1057	PMI-FTC-000035622	PMI-FTC-000035622
PX3099	PMI-FTC-000035653	PMI-FTC-000035653
PX3100/RX1021	PMI-FTC-000035687	PMI-FTC-000035687
PX3101	PMI-FTC-000036015	PMI-FTC-000036015
PX3110	PMI-FTC-000063207	PMI-FTC-000063207
	PMI-FTC-000063208	PMI-FTC-000063254
	PMI-FTC-000063255	PMI-FTC-000063279
	PMI-FTC-000063280	PMI-FTC-000063298
RX1018	PMI-FTC-000001315	PMI-FTC-000001320
RX1061	PMI-FTC-000087914	PMI-FTC-000087915

It is also hereby **ORDERED** that access to PMI's documents granted in camera treatment be restricted to those persons set forth in Paragraph 7 of the Protective Order entered in this matter.

ORDERED:

\_\_\_\_\_  
 D. Michael Chappell  
 Chief Administrative Law Judge

Date: \_\_\_\_\_

## CERTIFICATE OF SERVICE

I hereby certify that on May 7, 2021, I filed the foregoing document electronically using the FTC's E-Filing System, which will send notification of such filing to:

Office of the Secretary  
Federal Trade Commission  
400 Seventh Street, S.W., Suite 5610  
Washington, DC 20024  
ElectronicFilings@ftc.gov

The Honorable D. Michael Chappell  
Administrative Law Judge  
Federal Trade Commission  
600 Pennsylvania Ave., NW, Rm. H-110  
Washington, DC 20580

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

James Abell  
Dominic Vote  
Peggy Bayer Femenella  
Erik Herron  
Joonsuk Lee  
Meredith Levert  
Kristian Rogers  
David Morris  
Michael Blevins  
Michael Lovinger  
Frances Anne Johnson  
Simone Oberschmied  
Julia Draper  
Jennifer Milici  
Stephen Rodger  
Nicole Lindquist  
Jeanine Balbach

Federal Trade Commission  
400 7th Street, SW  
Washington, DC 20024  
jabell@ftc.gov  
dvote@ftc.gov  
pbayer@ftc.gov  
eherron@ftc.gov  
jlee4@ftc.gov

mlevert@ftc.gov  
krogers@ftc.gov  
dmorris1@ftc.gov  
mblevins@ftc.gov  
mlovinger@ftc.gov  
fjohnson@ftc.gov  
soberschmied@ftc.gov  
jdraper@ftc.gov  
jmilici@ftc.gov  
srodger@ftc.gov  
nlindquist@ftc.gov  
jbalbach@ftc.gov

*Complaint Counsel*

Debbie Feinstein  
Robert J. Katerberg  
Justin P. Hedge  
Francesca M. Pisano  
Tanya C. Freeman  
Adam Pergament  
Yasmine Harik

Arnold & Porter Kaye Scholer LLP  
601 Massachusetts Ave, NW  
Washington, DC 20001  
Tel: 202-942-5000  
debbie.feinstein@arnoldporter.com  
robert.katerberg@arnoldporter.com  
justin.hedge@arnoldporter.com  
francesca.pisano@arnoldporter.com  
tanya.freeman@arnoldporter.com  
adam.pergament@arnoldporter.com  
yasmine.harik@arnoldporter.com

Marc Wolinsky  
Jonathan Moses  
Kevin Schwartz  
Adam Goodman

Wachtell, Lipton, Rosen & Katz  
51 West 52nd Street  
New York, NY 10019  
Tel: 212-403-1000  
MWolinsky@wlrk.com  
JMMoses@wlrk.com

KSchwartz@wlrk.com  
ALGoodman@wlrk.com

Beth A. Wilkinson  
James M. Rosenthal  
Hayter Whitman

Wilkinson Stekloff LLP  
2001 M Street NW, 10th Floor  
Washington, D.C. 20036  
Tel: 202-847-4000  
bwilkinson@wilkinsonstekloff.com  
jrosenthal@wilkinsonstekloff.com  
hwhitman@wilkinsonstekloff.com

Moira Penza  
Wilkinson Stekloff LLP  
130 W 42nd Street, 24th Floor  
New York, NY 10036  
Tel: 929-264-7773  
mpenza@wilkinsonstekloff.com

*Counsel for Respondent Altria Group, Inc.*

Michael L. Sibarium  
David C. Grossman  
Pillsbury Winthrop Shaw Pittman LLP  
1200 Seventeenth Street, NW  
Washington, DC 20036  
Tel: 202-663-8000  
michael.sibarium@pillsburylaw.com  
david.grossman@pillsburylaw.com

David Gelfand  
Jeremy J. Calsyn  
Jessica Hollis  
Matthew Bachrack  
Linden Bernhardt  
Cleary Gottlieb Steen & Hamilton LLP  
2112 Pennsylvania Avenue, NW  
Washington, DC 20037  
Tel: 202-974-1500  
dgelfand@cgsh.com  
jcalsyn@cgsh.com  
jhollis@cgsh.com  
mbachrack@cgsh.com

lbernhardt@cgsh.com

*Counsel for Respondent JUUL Labs, Inc.*

By: s/ Peter J. Mucchetti

Peter J. Mucchetti

Clifford Chance US LLP

2001 K Street NW

Washington, DC 20006

(202) 912-5000

Peter.Mucchetti@cliffordchance.com

*Counsel for PMI*



**CERTIFICATE FOR ELECTRONIC FILING**

I certify that the electronic copy sent to the Secretary of the Commission is a true and correct copy of the paper original and that I possess a paper original of the signed document that is available for review by the parties and the adjudicator.

Dated: May 7, 2021

By: s/ Peter J. Mucchetti  
Peter J. Mucchetti  
Clifford Chance US LLP  
2001 K Street NW  
Washington, DC 20006  
(202) 912-5000  
Peter.Mucchetti@cliffordchance.com

*Counsel for PMI*