

UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION

In the Matter of  
NINE WEST GROUP INC.,  
a corporation.

Docket  
No. C-3937  
  
PUBLIC

SUPPLEMENTAL DECLARATION IN SUPPORT OF  
PETITION TO REOPEN AND MODIFY ORDER

ANDREW COHEN, Chief Executive Officer and President of Nine West Footwear  
Corporation, successor-in-interest to Nine West Group Inc. (hereinafter "Nine West")  
hereby states as follows:

~~My name is Andrew Cohen and I am Chief Executive Officer of~~

President of Nine West. I am familiar with Nine West's operations and the competitive  
environment in which it operates.

3. The information in this Supplemental Declaration is based on my personal knowledge and on information conveyed to me by other senior executives at Nine West.

4. I affirm that to the best of my knowledge and belief, all of the facts and statements contained in the Supplemental Memorandum are true.

5. Consumers differentiate women's footwear brands on the basis of criteria in addition to price.

6. Nine West depends on retailers to operate in convenient, aesthetically pleasing locations during desirable hours. Although Nine West does provide certain benefits to retailers who designate sales personnel to devote additional time specifically to selling Nine West products, Nine West does not automatically provide benefits for other important retailer services such as desirable location, hours, floor space, etc.

7. Nine West cannot rely solely on retailers owned by its parent

provide desired services has been a problem for Nine West. Specifically, intrabrand competition from deep-discounting dealers has in some cases deterred other retailers from providing additional services that would enhance Nine West's ability to compete with other manufacturers.

9. In one instance, an independent retailer with minimal floor space who provided little customer service offered Nine West styles at rock-bottom prices, taking advantage of a nearby retailer's superior customer service, displays and advertising. Nine West unilaterally terminated the independent retailer to prevent harm to Nine West brands and other nearby retailers, but would have preferred to utilize a less drastic response. Similar free riding among Nine West retailers has occurred in other regions.

10. On numerous occasions, Nine West executives have been forced to decide between unilaterally terminating deep-discounting retailers who were harming

policies and antitrust compliance under the Order. Additional training sessions are scheduled regularly approximately once per year to keep wholesale sales employees apprised of Nine West's pricing policies. Employees also are instructed that they must

direct questions regarding retailer pricing to one of two specially designated company

executives.

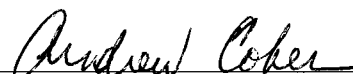
Bloomingdale's and Lord & Taylor's point-of-sale coupons appearing in publications such as *The New York Times*, the *Stamford Advocate* and direct mail promotions.

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Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 7, 2008

  
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Andrew Cohen