

**Edwards v Arrowgrass Capital Partners LLP**

2024 NY Slip Op 33520(U)

September 28, 2024

Supreme Court, New York County

Docket Number: Index No. 654375/2019

Judge: Andrea Masley

Cases posted with a "30000" identifier, i.e., 2013 NY Slip Op 30001(U), are republished from various New York State and local government sources, including the New York State Unified Court System's eCourts Service.

This opinion is uncorrected and not selected for official publication.

SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK: COMMERCIAL DIVISION PART 48

-----X

MICHAEL EDWARDS, OLD POST COMPANY, INC.,

Plaintiffs,

- v -

ARROWGRASS CAPITAL PARTNERS LLP,  
ARROWGRASS CAPITAL PARTNERS (US) LP,  
ARROWGRASS CAPITAL SERVICES (US) INC.,  
ARROWGRASS CAPITAL SERVICES UK LTD., and  
ARROWGRASS INVESTMENT MANAGEMENT LTD.,

Defendants.

INDEX NO. 654375/2019

MOTION DATE -

MOTION SEQ. NO. 010 011

**DECISION + ORDER ON  
MOTION**

-----X

HON. ANDREA MASLEY:

The following e-filed documents, listed by NYSCEF document number (Motion 010) 266, 267, 268, 269, 270, 271, 272, 274, 275, 277, 278, 282

were read on this motion to/for SEAL

The following e-filed documents, listed by NYSCEF document number (Motion 011) 299, 300, 301, 302, 303, 304, 305, 306, 307, 308, 310, 311

were read on this motion to/for SEAL

**Mot. Seq. No. 010**

In motion sequence number 010, defendants Arrowgrass Capital Partners LLP, Arrowgrass Capital Partners (US) LP, Arrowgrass Capital Services (US) Inc., Arrowgrass Capital Services UK Ltd., and Arrowgrass Investment Management Ltd. move pursuant to the Uniform Rules of the New York State Trial Courts (22 NYCRR) § 216.1 to redact NYSCEF 255<sup>1</sup> (Amended and Restated Consultancy Agreement) and 256<sup>2</sup> (Amended and Restated Separation Agreement between Arrowgrass and Michael

<sup>1</sup> NYSCEF 255 has been refiled as NYSCEF 269. Public copy of NYSCEF 255 with defendants' proposed redaction is filed at NYSCEF 259.

<sup>2</sup> NYSCEF 256 has been refiled as NYSCEF 270. Public copy of NYSCEF 256 with defendants' proposed redaction is filed at NYSCEF 260.

Edwards) which were previously permitted to be redacted in its decision on motion sequence 004. (NYSCEF 216, Decision and Order [mot. seq. no. 004].<sup>3</sup>) The motion is unopposed. For the reasons stated in motion sequence 004 (*id.* at 4), motion sequence 010 is granted.

### **Mot. Seq. No. 011**

In motion sequence number 011, defendants move pursuant to the Uniform Rules of the New York State Trial Courts (22 NYCRR) § 216.1 to redact NYSCEF 287<sup>4</sup> (Nicholas Hammerschlag deposition excerpt), NYSCEF 289<sup>5</sup> (document summarizing plaintiff Michael Edwards' earnings for 2016-2018), NYSCEF 290<sup>6</sup> (March 4-5, 2019 email chain involving Brett Kasner), NYSCEF 291<sup>7</sup> (MNA Capital term sheet), and NYSCEF 296<sup>8</sup> (defendants' reply memorandum for their in limine motion sequence 008). The motion is unopposed.

In its decision on motion sequence 006, the court permitted redactions similar to those sought as to NYSCEF 289. (NYSCEF 229, Decision and Order at 4, [mot. seq.

---

<sup>3</sup> In the decision on motion sequence 004, NYSCEF 255 and 256 are referred to as NYSCEF 67 and 66, respectively.

<sup>4</sup> NYSCEF 287 has been refiled as NYSCEF 302. Public copy of NYSCEF 287 with defendants' proposed redaction is filed at NYSCEF 292.

<sup>5</sup> NYSCEF 289 has been refiled as NYSCEF 303. Public copy of NYSCEF 289 with Defendants' proposed redaction is filed at NYSCEF 293.

<sup>6</sup> NYSCEF 290 has been refiled as NYSCEF 304. Public copy of NYSCEF 290 with defendants' proposed redaction is filed at NYSCEF 294.

<sup>7</sup> NYSCEF 291 has been refiled as NYSCEF 305. Public copy of NYSCEF 291 with defendants' proposed redaction is filed at NYSCEF 295.

<sup>8</sup> NYSCEF 296 has been refiled as NYSCEF 306. Public copy of NYSCEF 296 with defendants' proposed redaction is filed at NYSCEF 297.

no. 006].<sup>9</sup>) For the reasons stated in the earlier decision (*id.* at 4), motion sequence 011 is granted as to NYSCEF 289.

Likewise, in its decision on motion sequence 004, the court permitted redactions to NYSCEF 287, 290, and 291 similar to the redactions sought here. (NYSCEF 216, Decision and Order [mot. seq. no. 004].<sup>10</sup>) For the reasons stated in the decision on motion sequence 004 (*id.* at 6), motion sequence 011 is granted as to NYSCEF 287, 290, and 291.

Finally, defendants seek to redact NYSCEF 296, their reply memorandum (mot. seq. no. 008), to the extent it states the amounts paid to Edwards in 2017 and 2016.

Section 216.1(a) of the Uniform Rules for Trial Courts empowers courts to seal documents upon a written finding of good cause. It provides:

“(a) Except where otherwise provided by statute or rule, a court shall not enter an order in any action or proceeding sealing the court records, whether in whole or in part, except upon a written finding of good cause, which shall specify the grounds thereof. In determining whether good cause has been shown, the court shall consider the interests of the public as well as of the parties. Where it appears necessary or desirable, the court may prescribe appropriate notice and opportunity to be heard.”

“Under New York law, there is a broad presumption that the public is entitled to access to judicial proceedings and court records.” (*Mosallem v Berenson*, 76 AD3d 345, 348 [1st Dept 2010] [citations omitted].) The “party seeking to seal court records has the burden to demonstrate compelling circumstances to justify restricting public access” to the documents. (*Id.* at 349 [citations omitted].) Good cause must “rest on a

---

<sup>9</sup> NYSCEF 289 is comprised of two documents referred to in the decision on motion sequence 006 as NYSCEF 193 and 194. (NYSCEF 229, Decision and Order [mot. seq. no. 006].)

<sup>10</sup> In the decision on motion sequence 004, NYSCEF 287, 290 and 291 are referred to as NYSCEF 64, 76 and 69, respectively.

sound basis or legitimate need to take judicial action.” (*Danco Lab, Ltd. v Chemical Works of Gedeon Richter, Ltd.*, 274 AD2d 1, 8 [1st Dept 2000] [internal quotations omitted].)

Records concerning financial information may be sealed where there has not been a showing of relevant public interest in the disclosure of that information. (See *Dawson v White & Case*, 184 AD2d 246, 247 [1st Dept 1992].) A party “ought not to be required to make their private financial information public ... where no substantial public interest would be furthered by public access to that information.” (*D’Amour v Ohrenstein & Brown*, 17 Misc 3d 1130[A], 2007 NY Slip Op 52207[U], \*20 [Sup Ct, NY County 2007] [citations omitted].)

Defendants have demonstrated good cause to redact Edwards’ compensation information in NYSCEF 296. Defendants have an interest in keeping the financial arrangement with Edwards private and there has been no showing of a legitimate public interest in this information. Moreover, the court has already permitted similar redactions of Edward’s compensation. (See NYSCEF 229, Decision and Order [mot. seq. no. 006] [sealing NYSCEF 193 and 194].)

Accordingly, it is

ORDERED that motion sequence number 010 is granted and the County Clerk, upon service of this order, shall permanently seal NYSCEF 255, 256, 269 and 270; and it is further

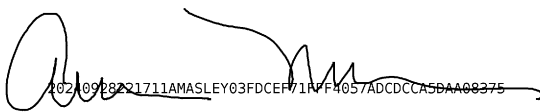
ORDERED that motion sequence number 011 is granted and the County Clerk, upon service of this order, shall permanently seal NYSCEF 287, 289, 290, 291, 296, 302, 303, 304, 305 and 306; and it is further

ORDERED the New York County Clerk shall restrict access to the sealed documents with access to be granted only to authorized court personnel and designees, the parties and counsel of record in this action, and any representative of a party or of counsel of record upon presentation to the County Clerk of written authorization from counsel; and it is further

ORDERED that defendants serve a copy of this order upon the Clerk of the Court and the Clerk of the General Clerk’s Office in accordance with the procedures set forth in the Protocol on Courthouse and County Clerk Procedures for Electronically Filed Cases (accessible at the “E-Filing” page on the court’s website at the address [www.nycourts.gov/supctmanh](http://www.nycourts.gov/supctmanh)); and it is further

ORDERED that if any party seeks to redact identical information in future filings that the court is permitting to be redacted here, that party shall submit a proposed sealing order to the court (via [SFC-Part48@nycourts.gov](mailto:SFC-Part48@nycourts.gov) and NYSCEF) instead of filing another seal motion; and it is further

ORDERED that this order does not authorize sealing or redacting for purposes of trial.



9/28/2024  
DATE

\_\_\_\_\_  
ANDREA MASLEY, J.S.C.

CHECK ONE:	<input type="checkbox"/>	CASE DISPOSED	<input checked="" type="checkbox"/>	NON-FINAL DISPOSITION
	<input checked="" type="checkbox"/>	GRANTED	<input type="checkbox"/>	GRANTED IN PART
			<input type="checkbox"/>	OTHER
APPLICATION:	<input type="checkbox"/>	SETTLE ORDER	<input type="checkbox"/>	SUBMIT ORDER
CHECK IF APPROPRIATE:	<input type="checkbox"/>	INCLUDES TRANSFER/REASSIGN	<input type="checkbox"/>	FIDUCIARY APPOINTMENT
			<input type="checkbox"/>	REFERENCE