

ET JV Holdings, LLC v TBH-ASL BSA Member LLC
2026 NY Slip Op 31270(U)
March 26, 2026
Supreme Court, New York County
Docket Number: Index No. 659784/2024
Judge: Anar R. Patel
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SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK: COMMERCIAL DIVISION PART 45

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ET JV HOLDINGS, LLC, ET BRAND, INC., ETBB LLC, ELIE TAHARI, JEREMEY TAHARI,	INDEX NO. <u>659784/2024</u>
Plaintiffs,	MOTION 03/09/2026, 03/09/2026,
- v -	DATES <u>03/13/2026</u>
TBH-ASL BSA MEMBER LLC, BLUESTAR ALLIANCE, LLC, JOSEPH GABBAY, RALPH GINDI,	MOTION SEQ. NOS. <u>008 009 010</u>
Defendants.	DECISION + ORDER ON MOTIONS
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HON. ANAR RATHOD PATEL:

The following e-filed documents, listed by NYSCEF document number (Motion 008) 514–518, 523, 527–528, 537–538, 543, 546, 549–550 were read on this motion to/for SEAL.

The following e-filed documents, listed by NYSCEF document number (Motion 009) 519–522, 524–526, 540, 544, 547, 551 were read on this motion to/for SEAL.

The following e-filed documents, listed by NYSCEF document number (Motion 010) 529–533, 535, 541, 545, 548, 552 were read on this motion to/for SEAL.

In Mot. Seq. No. 008, Defendant and Counterclaim Plaintiff Bluestar Alliance, LLC (“Bluestar”) moves for an order pursuant to 22 NYCRR § 216.1(a) to redact/seal the following documents filed in relation to the parties’ pending motions for summary judgment: Bluestar’s Memorandum of Law in Support (NYSCEF Doc. No. 445); Bluestar’s Statement of Undisputed Facts (NYSCEF Doc. No. 443); the Affirmation of Ralph Gindi (NYSCEF Doc. No. 447) (“Gindi Aff.”); certain exhibits (NYSCEF Doc. Nos. 495, 497, 499, 501) attached to the affirmation of Bruce R. Ewing (NYSCEF Doc. No. 480) (“Ewing Aff.”); Plaintiffs/Counterclaim Defendants ET JV Holdings, LLC, ET Brand, Inc., ETBB LLC and Elie Tahari’s (collectively, the “Elie Parties”) Statement of Material Facts (NYSCEF Doc. No. 440); the Affirmation of Rachel Penski Fissell (“Fissell Aff.”) (NYSCEF Doc. No. 309); and certain exhibits attached thereto (NYSCEF Doc. Nos. 314, 316, 318, 344, 345, 347, 349, 351, 353, 355, 357, 359, 365, 401, 403, 405, 407, 409, 411, 413, 415, 417). Bluestar maintains that the documents at issue disclose confidential and commercially sensitive business and financial information of Bluestar and non-parties. The Elie Parties do not oppose the motion.

In Mot. Seq. Nos. 009 and 010, non-parties Hilco, Inc., Angelo, Gordon & Co., LP, HBN 101 LLC, and HBN 140 LLC (the “HBN Non-Parties”) separately move for an order pursuant to

22 NYCRR § 216.1(a) to redact/seal certain other exhibits attached to the Fissell Aff. (NYSCEF Doc. Nos. 321, 323, 325, 365, 373, 378, 379, 382, 383, 386). The HBN Non-Parties also move to redact the Elie Parties' Statement of Material Facts (NYSCEF Doc. No. 440), which Bluestar concurrently moves to redact. The HBN Non-Parties maintain that the documents at issue disclose confidential and commercially sensitive business and financial information of non-parties. The parties do not oppose the motion.

For the reasons as set forth herein, Bluestar's motion and the HBN Non-Parties' motions are hereby GRANTED.

Pursuant to § 216.1(a) of the Uniform Rules for Trial Courts, the Court may seal a filing "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." "There is a presumption that the public has the right of access to the courts to ensure the actual and perceived fairness of the judicial system, as the 'the bright light cast upon the judicial process by public observation diminishes the possibilities for injustice, incompetence, perjury, and fraud.'" *Mancheski v. Gabelli Grp. Cap. Partners*, 39 A.D.3d 499, 501 (2nd Dept. 2007) (quoting *Republic of Philippines v. Westinghouse Elec. Corp.*, 949 F.2d 653 (3d Cir. 1991)). "The public right to access, however, is not absolute." *Mosallem v. Berenson*, 76 A.D.3d 345, 349 (1st Dept. 2010). "Although the rule does not further define 'good cause,' a standard that is 'difficult to define in absolute terms,' a sealing order should rest on a 'sound basis or legitimate need to take judicial action,' a showing properly burdening the party seeking to have a sealed record remain sealed." *Danco Lab 'ys, Ltd. v. Chem. Works of Gedeon Richter, Ltd.*, 274 A.D.2d 1, 8 (1st Dept. 2000) (internal citations omitted).

Here, BlueStar submits a second Affirmation of Ralph Gindi ("Second Gindi Aff.") in support of its motion. BlueStar seeks to redact certain information regarding the management service fees that Bluestar receives from brands other than the Tahari brand, as well as revenues of those other brands. The Court hereby references and incorporates its prior Decision and Order on Mot. Seq. No. 004 (NYSCEF Doc. No. 256), pursuant to which it granted Bluestar's motion to redact similar information.

Bluestar further seeks to redact certain information regarding the monetary distributions that the members of TBH and TASL Brand Holdings LLC ("TASL") received; Bluestar's confidential and proprietary management, investment, and sales strategies and plans; the identity of private equity firms with whom Bluestar had confidential discussions about a potential sale of its brands; the corporate structure, ownership, and confidential provisions of the operating agreements of private non-party corporate entities; and non-public confidential information regarding a TBH non-party licensee. Second Gindi Aff. at ¶ 3. The Second Gindi Aff. sets forth that disclosure of the information at issue would threaten Bluestar and its brand partners by revealing confidential information about Bluestar's management service fees, the revenue that its other brands generate, Bluestar's business and investment strategies, the private equity firms with whom Bluestar has engaged in discussions about a sale of its brands, and the structure and ownership of private non-party corporate entities. *Id.*

The HBN Non-Parties submit the Affirmation of Eric Kaup ("Kaup Aff.") in support of their motions. The HBN Non-Parties seek to redact certain information regarding the HBN Non-

Parties' internal investment strategies; non-public negotiations and deal structure proposals involving private companies; capital contribution of privately held entities; and an HBN Non-Party deponent. Kaup Aff. at ¶ 3. The Kaup Aff. sets forth that disclosure of the information at issue would threaten the HBN Non-Parties by revealing their internal investment strategies and capital structure of their investment vehicles. *Id.* at ¶ 4. The Kaup Aff. further states that the documents at issue contain highly private, personal information of one of the non-party deponents. *Id.* at ¶ 5.

The Court has reviewed the proposed redactions and finds that the limited redactions proposed demonstrate good cause under the stringent standards applicable to sealing motions. *See, e.g., Mosallem*, 76 A.D.3d at 350 (“we have allowed for sealing where trade secrets are involved, or where the release of documents could threaten a business’s competitive advantage”) (internal citations omitted); *Mavel, a.s. v. Rye Dev., LLC*, 79 Misc. 3d 1231(A) (N.Y. Sup. Ct. 2023); *People v. Leasing Expenses Co. LLC*, 73 Misc. 3d 1207(A) (N.Y. Sup. Ct. 2021). “Additionally, the First Department has affirmed the sealing of records concerning financial information where there has not been a showing of relevant public interest in disclosure of the financing.” *North Star Debt Holdings, L.P. v. Serta Simmons Bedding, LLC*, No. 652243/2020, 2020 WL 4530191, at *2 (N.Y. Sup. Ct. Aug. 04, 2020) (citing *Dawson v. White & Case*, 184 A.D.2d 246, 247 (1st Dept. 1992)). Likewise, private transactions and financial information belonging to nonparties should accordingly be sealed.” *Bravia Cap. Hong Kong Ltd. v. HNA Grp. Co., Ltd.*, 81 Misc. 3d 1234(A) (N.Y. Sup. Ct. 2024) (citing *Mancheski*, 39 A.D.3d at 502). Further, “the private financial information, or sensitive personal information, of a nonparty should be protected.” *Chen Dongwu v. New York City Reg’l Ctr. LLC*, 85 Misc. 3d 1202(A) (N.Y. Sup. Ct. 2025).

Accordingly, it is hereby

ORDERED that Bluestar’s Motion to Seal (Mot. Seq. No. 008) is GRANTED in accordance with 22 NYCRR § 216.1(a); and it is further

ORDERED that, upon service of a copy of this Decision and Order upon the Clerk of the Court, the Clerk shall maintain NYSCEF Docs. 309, 314, 316, 318, 344, 345, 347, 349, 351, 353, 355, 357, 359, 365, 401, 403, 405, 407, 409, 411, 413, 415, 417, 440, 443, 445, 447, 495, 497, 499, and 501 permanently under seal so that the documents may be accessible only to the Court, the attorneys of record, the parties, and authorized court personnel; and it is further

ORDERED that the Clerk shall maintain the following NYSCEF Docs. 310, 315, 317, 319, 346, 348, 350, 352, 354, 356, 358, 360, 366, 402, 404, 406, 408, 410, 412, 414, 416, 418, 439, 444, 446, 448, 496, 498, 500, and 502 in their current redacted form; and it is further

ORDERED that the HBN Non-Parties’ Motions to Seal (Mot. Seq. Nos. 009, 010) are GRANTED in accordance with 22 NYCRR § 216.1(a); and it is further

ORDERED that, upon service of a copy of this Decision and Order upon the Clerk of the Court, the Clerk shall maintain NYSCEF Docs. 321, 323, 325, 363, 372, 378, 379, 382, 383, and 386 permanently under seal so that the documents may be accessible only to the Court, the attorneys of record, the parties, and authorized court personnel; and it is further


ORDERED that the Clerk shall maintain the following NYSCEF Docs. 322, 324, 326, 364, 373, 387, and 439 in their current redacted form; and it is further

ORDERED that future submissions that contain the same information and subject matter that the Court has authorized to be filed in redacted or sealed form pursuant to this Decision and Order must comply with Part 45 Practices and Procedures at Section VII.B. (Successive Motions); and it is further

ORDERED that nothing in this Decision and Order shall be construed as authorizing the sealing or redaction of any documents or evidence to be offered at future hearings and/or trial; and it is further

ORDERED that service upon the Clerk of the Court shall be made 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).

The foregoing constitutes the Decision and Order of the Court.

<u>3/26/2026</u> DATE			 <hr/> ANAR R. PATEL, A.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"/> DENIED	<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