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IN THE UNITED STATES DISTRICT COURT

FOR THE NORTHERN DISTRICT OF CALIFORNIA

AUTODESK, INC., a Delaware corporation,

Plaintiff and
Counterclaim-Defendant,

v.

DASSAULT SYSTÈMES SOLIDWORKS
CORPORATION, a Delaware corporation,

Defendant and
Counterclaim-Plaintiff.

Case No. C-08-04397 WHA

**~~[PROPOSED JOINT]~~ ORDER
REGARDING MOTIONS TO
COMPEL**

~~[PROPOSED JOINT]~~ ORDER REGARDING MOTIONS TO COMPEL
Case No. C-08-04397 WHA
sf-2752272

Autodesk, Inc. (“Autodesk”) and Dassault Systèmes SolidWorks Corporation filed letter motions on October 5 and 6, 2009, seeking discovery relief and two associated motions to file documents under seal. Docket Nos. 60, 63, 64, 65, 66, 67 and 74.

Pursuant to the Court’s October 7, 2009 order (Docket No. 68), the parties held a meet and confer on October 13, 2009, at 8:00 a.m. On October 13, 2009, at 11:00 a.m., the parties reported to the Court that they had resolved the issues in the letter motions. The resolution of each of these letter motions is set forth below.

1. SolidWorks’ Letter Motion Dated October 5, 2009 (Docket No. 60) was resolved as follows:

Documents Regarding Functions and Interoperability of Autodesk’s Software and Third-Party Software

Both parties agree to exchange methodologies (including search terms where used) used to prepare “bug reports.” If the methodology used by Autodesk is not satisfactory, the parties agree to further meet and confer.

DWG Marketing Documents

Autodesk will supplement its response to SolidWorks’ Interrogatories 2 and 3 to fully set forth the chronology of Autodesk’s use and promotion of DWG as a trademark and/or brand. Autodesk will supplement its response to SolidWorks’ Interrogatory 25 to describe the categories or types of documents that it claims or will claim existed at some stage, related to the topics referenced in Interrogatory No. 25, but are no longer in existence, what became of the documents and when (to the best of Autodesk's ability) those documents ceased to be in existence. Autodesk will provide these supplemental interrogatory responses no later than 48 hours prior to the deposition of Chris Bradshaw.

DWG Valuation and RealDWG Licensee Information

Autodesk represented that no valuation of the “DWG brand” exists. Autodesk produced a list of RealDWG licensees and will provide SolidWorks with a declaration containing a written explanation of what the list represents.

2. Autodesk's Letter Motion Dated October 6, 2009 Requesting Discovery Relief (Docket No. 63) was resolved as follows:

SolidWorks' Document Collection

SolidWorks has agreed to run searches of the following terms:

| | | | |
|------------------|-----------------|--------------|---------------|
| DWG and Autodesk | DWG and AutoCAD | DWG and ACAD | DWG and A'CAD |
| DWG and Inventor | DWG and IV | DWG and INV | |

in the archived and live email accounts of:

| | | | |
|-----------------|-------------------|--------------|-----------------|
| Gary Amadon | Ian Baxter | William Doll | Chris Garcia |
| Fred Koehler | Anne-Sylvie Hervo | Fielder Hiss | John McEleney |
| James Morgan | Bob Nofle | John Nolin | Austin O'Malley |
| Vajrang Parvate | Graham Rae | Efrat Ravid | Stuart Reid |
| Joe Rousseau | Terry Sherman | Gopal Shenoy | Jim Wilkinson |
| Victor Voloboy | Vladimir Yoffe | Bob Zuffante | |

(referred to collectively as the "Email Custodians") and all electronic documents of:

| | | | |
|------------|-------------|----------------|-----------------|
| Graham Rae | Efrat Ravid | Vladimir Yoffe | Vajrang Parvate |
|------------|-------------|----------------|-----------------|

(referred to collectively as the "Edocs Custodians") and will produce or appropriately log all documents dated in 2003 and 2004 that result from these searches.

SolidWorks' counsel represents that Mr. Kelly's archived and live email and electronic documents were searched for the term "DWG" and SolidWorks has produced or logged all documents dated or created in 2003 or 2004 responsive to this search and that referred to Autodesk, any Autodesk product (including as ADSK, ACAD, A'CAD, IV, or INV). SolidWorks' counsel represents that Ms. Kozikowski was asked to search archived and live email and electronic documents for the term "DWG" and, to the extent any were located, SolidWorks has produced or logged or will produce or log all documents dated or created in 2003 or 2004 responsive to this search and that referred to Autodesk, any Autodesk product (including as ADSK, ACAD, A'CAD, IV, or INV).

1 The parties agreed that there is an assumption that this further production by
2 SolidWorks will not open further discovery or lead to further depositions.

3 *Autodesk's Document Requests and Interrogatories*

4 SolidWorks' outside counsel represents that it reviewed every document in its
5 current document collection responsive to a search for the term "copy" (with root
6 expander) within either three or five words of Autodesk or AutoCAD and did not locate
7 any documents discussing copying Autodesk marketing.

8 SolidWorks agreed to respond to Autodesk Interrogatory 3 regarding SolidWorks'
9 purchases of DWG, Autodesk, AutoCAD, or ACAD as search engine keywords for the
10 webpages www.dwgseries.com, www.dwggateway.com, and www.dwgnavigator.com, so
11 long as Autodesk produces documents sufficient to show its purchases of "SolidWorks" as
12 an online advertising keywords (Request for Production No. 128).

13 SolidWorks has agreed to run searches of the following terms:

| | | | |
|------------|----------|----------|----------|
| 14 DWG R14 | DWG 2004 | DWG 2007 | DWG 2010 |
|------------|----------|----------|----------|

15 in the archived and live email accounts of the Email Custodians and also the electronic
16 documents of the Edocs Custodians and will produce or appropriately log all documents
17 dated from June 1, 2004 through the present that result from these searches and that relate
18 to DWGseries™, DWGgateway™, DWGeditor®, DWGnavigator, or DWGviewer.

19 *Requests for Admission*

20 Autodesk will provide color physical images of SolidWorks' webpages Autodesk
21 needs authenticated. SolidWorks will, barring unusual circumstances, authenticate images
22 of the webpages Autodesk provides in physical form, that reflect SolidWorks' websites, or
23 will not challenge their authenticity at trial.

- 24 3. Autodesk's Letter Motion Dated October 6, 2009 requesting deposition attendance by
25 SolidWorks' witness Laura Kozikowski (Docket No. 65) was resolved as follows:

26 Autodesk may take a two-hour supplemental deposition of Ms. Kozikowski in the
27 Boston area before October 22, 2009. The deposition will be limited to documents
28

1 produced by SolidWorks in August 2009, specifically documents within the Bates range
2 SW0029151 to SW0042899 as well as any previously redacted documents within the
3 Bates range SW0011169-SW0024572 that were produced in August 2009, within the
4 context of topic 6 of Autodesk's April 10, 2009 30(b)(6) deposition notice .

- 5 4. Autodesk's Letter Motion Dated October 6, 2009 requesting access to Autodesk's
6 employee Eric Anderson (Docket No. 64) was resolved as follows:

7 Autodesk may take a deposition of up to one day of Mr. Anderson before
8 October 27, 2009. The deposition will be limited to questions about Mr. Anderson's
9 employment with SolidWorks and SolidWorks. SolidWorks will also be permitted equal
10 time to examine Mr. Anderson on the date of the deposition.

- 11 5. SolidWorks Letter Motion Dated October 6, 2009 requesting further deposition testimony
12 by Autodesk witness, Carl White, and responses to SolidWorks' Interrogatories 24 and 25
13 (Docket No. 67) was resolved as follows:

14 Autodesk will provide a corporate representative to testify at deposition by
15 October 22, 2009, or will provide a statement under oath that responds to the following
16 questions:

17 1) Please authenticate ADSK 007541.

18 2) Please confirm whether the two Jonnie Real cartoon advertisements both relate
19 to Inventor.

20 3) At any time Autodesk was running the Jonnie Real cartoon advertisements and
21 for a two-month period afterward, was Autodesk cognizant of how its Inventor sales were
22 being affected by those advertisements?

23 4) Was anyone at Autodesk monitoring whether there was an Inventor sales impact
24 as a result of the Jonnie Real advertisements?

25 5) If yes, what was the reaction to the sales impact resulting from the Jonnie Real
26 advertisements?

27 6) Again, if the answer to question no. 4 is yes, did the impact on Inventor sales
28 affect whether to run (or not run) the Jonnie Real advertisements again?

As explained in paragraph 1, above, Autodesk will supplement its response to Interrogatory No. 25 to describe all documents that it claims existed at some stage, but are no longer in existence.

6. Autodesk's and SolidWorks' Motions to File Under Seal (Docket Nos. 66 and 74) were resolved by Court orders issued on October 15, 2009.

RESPECTFULLY SUBMITTED:

Dated: October 16, 2009

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Dated: October 16, 2009

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IT IS SO ORDERED

DATED: October 21, 2009.

