

1 Peter K. Huston (CA Bar No. 150058)
 United States Department of Justice, Antitrust Division
 2 450 Golden Gate Avenue
 San Francisco, CA 94102
 3 Telephone: (415) 436-6660
 Facsimile: (415) 436-6687
 4 E-mail: peter.huston@usdoj.gov

5 Michael D. Bonanno (DC Bar No. 998208)
 United States Department of Justice, Antitrust Division
 6 450 Fifth Street, NW, Suite 7100
 Washington, DC 20530
 7 Telephone: (202) 532-4791
 Facsimile: (202) 616-8544
 8 E-mail: michael.bonanno@usdoj.gov

9 Attorneys for the United States of America

10 **UNITED STATES DISTRICT COURT**
FOR THE NORTHERN DISTRICT OF CALIFORNIA
 11 **SAN FRANCISCO DIVISION**

12 UNITED STATES OF AMERICA,

Case No. 13-cv-00133 EMC

13 Plaintiff,

14 **STIPULATION AND [PROPOSED]**
ORDER REGARDING
ASSET PRESERVATION

15 v.

16 BAZAARVOICE, INC.

Judge: Edward M. Chen
 Complaint Filed: January 10, 2013
 Trial Date: None Set

17 Defendant.

18 In order to ensure that the United States will be able to obtain adequate relief should it
 19 prevail in this action and that Bazaarvoice, Inc. (“Bazaarvoice”) will retain the ability to dispose
 20 of certain assets, the parties stipulate to, and respectfully request that the Court enter, the
 21 following Order:

22 1. While this litigation is pending, Bazaarvoice shall provide ten (10) business days
 23 written notice (the “Notice Period”) to counsel for the United States before consummating any
 24 Material Transaction involving assets acquired from PowerReviews, Inc. (“PowerReviews”).
 25 For purposes of this Order, the term “Material Transaction” shall include any sale, transfer, lease,
 26 assignment, pledge, or other disposal to a third party of (1) any PowerReviews assets with a fair
 27 market value greater than \$5,000; (2) PowerReviews’ technology, including, but not limited to,

1 the company's software; (3) PowerReviews' intellectual property rights, including, but not
2 limited to, patents, copyrights, and trademarks; or (4) any PowerReviews customer contracts.

3 2. If the United States believes in good faith that a proposed disposition is not in the
4 public interest, it shall object in writing to counsel for Bazaarvoice within the Notice Period.

5 Should the United States object to a proposed disposition, Bazaarvoice may not make the
6 disposition absent Court approval. If the United States does not object to the disposition within
7 the Notice Period, Bazaarvoice is free to make the disposition without Court approval.

8 3. Within ten days of the entry of this Order, Bazaarvoice shall identify all Material
9 Transactions that were consummated prior to the date that the Order is entered.

10
11
12 SO STIPULATED.

1 By signing this stipulation, counsel for each party listed below concurs in its filing. This
2 stipulation is being filed through the Electronic Case Filing (ECF) system by attorney Michael
3 Bonanno of the United States Department of Justice, Antitrust Division. By his signature, he
4 attests that the United States has obtained concurrence in the filing of this document from
5 counsel for Defendant Bazaarvoice, Inc., pursuant to Civil L.R. 5-1(i)(3).

6
7 Dated: January 29, 2013

8 By: _____/s/ Michael D. Bonanno
9 Michael D. Bonanno
10 United States Department of Justice
11 Antitrust Division
12 450 Fifth Street, NW, Suite 7100
13 Washington, DC 20530
14 Telephone: (202) 532-4791
15 Facsimile: (202) 616-8544
16 E-mail: michael.bonanno@usdoj.gov

17 Attorneys for Plaintiff
18 United States of America

19 Dated: January 29, 2013

20 By: _____/s/ Dominique-Chantale Alepin
21 Dominique-Chantale Alepin
22 Wilson Sonsini Goodrich & Rosati
23 650 Page Mill Rd
24 Palo Alto, CA 94304
25 Telephone: (650) 493-9300
26 Facsimile: (650) 849-6811
27 E-mail: dalepin@wsgr.com

28 Attorneys for Defendant
Bazaarvoice, Inc.

[PROPOSED] ORDER

PURSUANT TO STIPULATION, IT IS SO ORDERED.

1/31/13
Dated: _____

The Honorable
United States

