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 APPLE INC.

10 UNITED STATES DISTRICT COURT
 11 NORTHERN DISTRICT OF CALIFORNIA
 12 OAKLAND DIVISION

14 THE APPLE IPOD iTUNES ANTI-TRUST
 LITIGATION.

**Case No. C 05-00037-YGR
 [CLASS ACTION]**

**[PROPOSED] ORDER GRANTING
 PLAINTIFFS' ADMINISTRATIVE
 MOTION TO SEAL**

19 Presently before the Court is Plaintiffs' Administrative Motion to File Under Seal
 20 Plaintiffs' Memorandum in Opposition to Apple's Motion for Summary Judgment and to Exclude
 21 Expert Testimony of Roger G. Noll, Plaintiffs' Responsive Separate Statement in Support of the
 22 Opposition, and Exhibits 1-4, 9-17, 20-29, 31-46, 48-54, 56 and 58-62 to the Declaration of
 23 Bonny Sweeney in support thereof (ECF No. 751). Pursuant to Local Rule 79-5, Apple Inc. has
 24 filed a response to Plaintiffs' Administrative Motion.

25 Having reviewed Plaintiffs' Administrative Motion and Apple's response thereto, the
 26 Court holds as follows:

27 **Economic Expert Declarations and Reports**

28 Plaintiffs' filed with their Administrative Motion various expert declarations and reports

1 as Exhibits 1-3 and 54 to the Sweeney Declaration. *See* ECF No. 751. Plaintiffs sought, pursuant
 2 to the Protective Order governing discovery in this case, to have the full declarations and reports
 3 filed under seal. In its response, Apple seeks to seal only certain portions of Exhibits 1-3 and 54
 4 to the Sweeney Declaration and have demonstrated that the redacted portions contain confidential
 5 information, the public disclosure of which would harm Apple. Apple has provided the Court
 6 with the redacted portions of Exhibits 1-4, 33 and 54 which it seeks sealed and Apple's request is
 7 granted as follows:

Exhibit No.	Title	Filed Under Seal/Redacted
1	Declaration of Roger G. Noll, dated April 3, 2013. <ul style="list-style-type: none"> • pp. 5-6; • pp. 26-27; fn. 76; • pp. 45-47; • p. 46; fn. 79; • pp. 48-50; • pp. 53-54; fns. 94-95; • pp. 62-64; fn. 108; • pp. 71-73; • pp. 76-77; • pp. 79-84; • pp. 87-90; • Exs. 2-16.1; • Appx. C. 	Redacted
2	Rebuttal Declaration of Roger G. Noll, dated April 3, 2014. <ul style="list-style-type: none"> • pp. 9-11; • p. 13; • pp. 18-19; • p. 20; • p. 23; • p. 27; • p. 31; • p. 49; fn. 23; • p. 50; • p. 52; • Exs. 1-6; • Appx. B. 	Redacted
3	Supplemental Rebuttal Declaration of Roger G. Noll, dated January 13, 2014. <ul style="list-style-type: none"> • fn. 10; • p. 8; fn. 13; • pp. 14-15; • Exs. 3-4. 	Redacted
54	Declaration of Jeffrey M. Wooldridge, dated December 20, 2013. <ul style="list-style-type: none"> • pp. 8-9. 	Redacted

1 **Deposition Transcripts**

2 Although Plaintiffs cite to a small fraction of pages from deposition, they filed the full
3 deposition transcripts, totaling over 2,000 pages, as Exhibits 9-11, 14, 22, 48, 50-53, 58, 60 and
4 62 to the Sweeney Declaration. *See* ECF No. 751. Plaintiffs sought to have the full deposition
5 transcripts filed under seal because the transcripts were marked Highly Confidential under the
6 Protective Order.

7 Apple has asked the Court to strike the pages of the deposition transcripts not cited by
8 Plaintiffs on the grounds that it is inappropriate for Plaintiffs to file scores of irrelevant pages of
9 deposition to which Plaintiffs do not cite and require Apple to shoulder the burden and expense of
10 redacting material that is irrelevant to Plaintiffs' opposition.

11 For the pages cited by Plaintiffs, Apple has carried its burden of establishing the
12 confidential nature of the information contained in the relevant pages of Exhibits 9-11, 14, 48, 5-
13 53 and 62 and that it would be harmed should such information be made publicly available. It
14 does not seek to seal those portions of Exhibits 22, 58, or 60 cited in Plaintiffs' opposition.

15 In light of the voluminous deposition transcripts, the Court finds it appropriate to:

16 [] Strike the pages not cited by Plaintiffs filed as Exhibits 9-11, 14, 22, 48, 50-53, 58, 60
17 and 62 to the Sweeney Declaration (ECF No. 751) and for Plaintiffs to file under seal instead the
18 excerpts and redacted copies filed in Apple's response as follows:

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Exhibit No.	Title	Filed Under Seal/Redacted
9	Portions of the Deposition of Eddy Cue, taken December 17, 2010. <ul style="list-style-type: none">• 33:1-36:25;• 45:1-48:25;• 53:2-55:13;• 59:1-60:25;• 158:5-159:25;• 183:17-184:25;• 209:1-212:25.	Redacted
10	Portions of the Deposition of Jeffrey Robbin, taken December 3, 2010. <ul style="list-style-type: none">• 33:1-36:25.	Redacted
11	Portions of the Deposition of Augustin Farrugia, taken December 8, 2010. <ul style="list-style-type: none">• 109:1-110:8;	Redacted

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	<ul style="list-style-type: none">• 111:1-24;• 161:6-25;• 163:1-164:25;• 189:1-192:25;• 195:4-5; 195:14-19;• 201:8-11;• 203:23-25;• 204:13-25;• 205:4-207:1.	
14	Portions of the Deposition of David Heller, taken December 15, 2010. <ul style="list-style-type: none">• 86:21;• 87:7-25;• 126:9;• 130:18-22;• 135:7-137:20.	Redacted
48	Portions of the Deposition of Mark Donnelly, taken December 17, 2010. <ul style="list-style-type: none">• 33:1-36:25;• 41:1-44:25;• 53:1-56:25;• 57:1-60:25.	Redacted
50	Portions of the Deposition of Roger Noll, taken December 18, 2013. <ul style="list-style-type: none">• 53:5-25;• 54:11-13;• 55:14-25;• 56:1-25;• 57:1-59:25;• 61:14-67:25;• 80:8-16;• 81:12-25;• 82:1-4;• 87:19-22;• 97:1-3; 97:17-21;• 107:14-20;• 108:1-10.	Redacted
51	Portions of the Deposition of Roger Noll, taken May 16, 2013. <ul style="list-style-type: none">• 46:1-49:25;• 79:20-81:6;• 81:23-82:2.	Redacted
52	Portions of the Deposition of Robert Topel, taken January 8, 2014. <ul style="list-style-type: none">• 221:6-25.	Redacted
53	Portions of the Deposition of Kevin Murphy, taken January 8, 2014. <ul style="list-style-type: none">• 294:7-15.	Redacted
62	Portions of the Deposition of Roger Noll, taken April 7, 2011. <ul style="list-style-type: none">• 210:1-213:5.	Redacted

[or, alternatively]

[] Seal the full deposition transcripts filed as Exhibits 9-11, 14, 22, 48, 50-53, 58, 60 and

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62 to the Sweeney Declaration (ECF No. 751), as follows:

Exhibit No.	Title	Filed Under Seal/Redacted
9	Deposition Transcript of Eddy Cue, taken December 17, 2010.	Filed Under Seal
10	Deposition Transcript of Jeffrey Robbin, taken December 3, 2010.	Filed Under Seal
11	Deposition Transcript of Augustin Farrugia, taken December 8, 2010.	Filed Under Seal
14	Deposition Transcript of David Heller, taken December 15, 2010.	Filed Under Seal
22	Deposition Transcript of Steve Jobs, taken April 12, 2011.	Filed Under Seal
48	Deposition Transcript of Mark Donnelly, taken December 17, 2010.	Filed Under Seal
50	Deposition Transcript of Roger Noll, taken December 18, 2013.	Filed Under Seal
51	Deposition Transcript of Roger Noll, taken May 16, 2013.	Filed Under Seal
52	Deposition Transcript of Robert Topel, taken January 8, 2014.	Filed Under Seal
53	Deposition Transcript of Kevin Murphy, taken January 8, 2014.	Filed Under Seal
58	Deposition Transcript of Melanie Tucker, taken October 26, 2007.	Filed Under Seal
60	Deposition Transcript of Somtai Charoensak, taken January 12, 2007.	Filed Under Seal
62	Deposition Transcript of Roger Noll, taken April 7, 2011.	Filed Under Seal

[or, alternatively]

[] Require Apple to apply redactions to the full deposition transcripts filed as Exhibits 9-11, 14, 22, 48, 50-53, 58, 60 and 62 to the Sweeney Declaration (ECF No. 751). Apple must lodge the appropriate redactions within 30 days of entry of this order.

Other Documents

Plaintiffs submitted under seal Exhibits 4, 12-13, 16-17, 20, 23-27, 31-40, 42-46, 49 and 59. Apple has established that the information contained therein is highly confidential and that the public disclosure of such information would harm defendant Apple Inc. The Court finds compelling reasons to seal the following exhibits filed in Plaintiffs' Administrative Motion:

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Exhibit No.	Title	Filed Under Seal/Redacted
33	Expert Report of David Martin, Ph.D., dated April 8, 2013.	Filed Under Seal
12	Declaration of Augustin Farrugia in Support of Apple's Renewed Motion for Summary Judgment, dated January 2011.	Filed Under Seal
13	Document beginning with Bates stamp Apple AIIA00098417.	Filed Under Seal
16	Document beginning with Bates stamp Apple AIIA01202393.	Filed Under Seal
17	Document beginning with Bates stamp Apple AIIA00099408.	Filed Under Seal
20	Document beginning with Bates stamp Apple AIIA01278810.	Filed Under Seal
23	Document beginning with Bates stamp Apple AIIA00090441.	Filed Under Seal
24	Document beginning with Bates stamp Apple AIIA00979727.	Filed Under Seal
25	Document beginning with Bates stamp Apple AIIA00327951.	Filed Under Seal
26	Document beginning with Bates stamp Apple AIIA00091049.	Filed Under Seal
27	Document beginning with Bates stamp Apple AIIA00090447.	Filed Under Seal
31	Document beginning with Bates stamp Apple AIIA00090405.	Filed Under Seal
32	Document beginning with Bates stamp Apple AIIA00090429.	Filed Under Seal
33	Rebuttal Expert Report of David Martin, Ph.D., dated October 30, 2013.	Filed Under Seal
34	Document beginning with Bates stamp Apple AIIA00090485.	Filed Under Seal
35	Compendium of customer inquiries and Apple's responses thereto.	Filed Under Seal
36	Document beginning with Bates stamp Apple AIIA00093875.	Filed Under Seal
37	Document beginning with Bates stamp Apple AIIA00090427.	Filed Under Seal
38	Document beginning with Bates stamp Apple AIIA00090428.	Filed Under Seal
39	Document beginning with Bates stamp Apple AIIA00329373.	Filed Under Seal
40	Document beginning with Bates stamp Apple AIIA00093265.	Filed Under Seal
42	Document beginning with Bates stamp Apple AIIA00094563.	Filed Under Seal
43	Document beginning with Bates stamp Apple AIIA00802966.	Filed Under Seal
44	Document beginning with Bates stamp Apple AIIA00807080.	Filed Under Seal
45	Document beginning with Bates stamp Apple AIIA00320482.	Filed Under Seal
46	Document beginning with Bates stamp	Filed Under Seal

	Apple AIIA00093504.	
49	Document beginning with Bates stamp Apple AIIA00187793.	Filed Under Seal
59	Supplemental Declaration of Augustin Farrugia, dated July 2, 2013.	Filed Under Seal

Further, Plaintiffs may file under seal the redacted portions of their opposition brief and separate statement that summarize, paraphrase, rely on, or otherwise relate to the sealed exhibits, or portions thereof, consistent with the foregoing, as follows:

ECF No.	Title	Filed Under Seal/Redacted
751-3	Plaintiffs' Memorandum in Opposition to Apple's Motion for Summary Judgment and to Exclude Expert Testimony of Roger G. Noll. <ul style="list-style-type: none"> • p. i; line 2 • p 2; lines 9-13, 18-25 • p. 7; lines 6-7, 10, 11-14 • p. 8; lines 21-24 • p. 11; fns. 9-10 • p. 12; lines 3-16, fn. 12 • p. 13; lines 1-5, 17-22; 25-27 • p. 14; line 1 • p. 15; lines 1-6 • p. 16; line 19, fn. 16 • p. 24; lines 10-12; 13-14; 15-17 	Redacted
751-21	Plaintiffs' Responsive Separate Statement in Support of their Opposition. <ul style="list-style-type: none"> • Fact 1 (Apple) • Facts 4-7 (Apple) • Facts 8-9 (both parties) • Fact 13 (both parties) • Fact 15 (Apple) • Fact 21 (Apple) • Fact 22 (Apple) • Fact 25 (Apple) • Fact 36 (Apple) • Fact 41 (Apple) • Fact 42 (Plaintiffs) • Facts 47-48 (Plaintiffs) 	Redacted

IT IS SO ORDERED.

Dated: _____, 2014

By: _____
 The Honorable Yvonne Gonzalez Rogers
 United States District Judge