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 12 Attorneys for Plaintiff and
 13 Counterclaim-Defendant APPLE INC.

14 UNITED STATES DISTRICT COURT
 15 NORTHERN DISTRICT OF CALIFORNIA
 16 SAN JOSE DIVISION

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 18 APPLE INC., a California corporation,
 Plaintiff,
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 20 v.
 21 SAMSUNG ELECTRONICS CO., LTD., a
 Korean corporation; SAMSUNG
 22 ELECTRONICS AMERICA, INC., a New
 York corporation; and SAMSUNG
 23 TELECOMMUNICATIONS AMERICA,
 LLC, a Delaware limited liability company,
 24 Defendants.

Case No. 11-cv-01846-LHK

**DECLARATION OF ERICA TIERNEY IN
 SUPPORT OF APPLE'S CORRECTED
 RENEWED MOTION TO SEAL**

1 I, Erica Tierney, hereby declare as follows:

2 1. I am an attorney for Apple Inc. (“Apple”). I submit this declaration in support of
3 Apple’s Corrected Renewed Motion to Seal filed herewith. I have personal knowledge of the
4 matters set forth below or understand them to be true from internal discussions at Apple. If called
5 as a witness I could and would competently testify as follows.

6 2. Apple seeks in its Corrected Renewed Motion to Seal only to seal the most
7 critically sensitive categories of information: (a) highly sensitive and non-public financial and
8 manufacturing information (cost data, product line details, profit margins, and capacity data);
9 (b) third-party confidential research from Apple’s business partners that would severely impact
10 the market for the third-party’s research reports; (c) specific terms of licenses, past settlements,
11 and acquisitions, and (d) a detailed, 200-page electrical schematic with extensive details on the
12 touchscreen modules and other components of Apple’s products. Each of these categories of
13 information would expose Apple to serious and irreparable competitive harm if filed publicly.

14 3. Apple’s cost, product line information, profit margins, and capacity data would
15 severely harm Apple competitively if released to the public. This information provides
16 significantly more detail than companies in this industry disclose. It would allow competitors to
17 tailor their expenditures, budgets, and production strategies specifically to counter Apple. With
18 respect to capacity information, competitors would learn when Apple is typically stretched thinly
19 and when Apple typically has excess capacity, and could alter their production timing
20 accordingly. The capacity information at issue is extensive and comprehensive, covering periods
21 as recent as the first quarter of 2012. With respect to cost information, Apple’s competitors and
22 suppliers could use this information to alter their pricing on products competitive to Apple or
23 components Apple uses in its products. With respect to product line information, Apple’s
24 competitors would know precisely which of Apple’s products are selling the most strongly and
25 could alter their development, product offerings, and marketing strategies to counter Apple.
26 None of this information is publicly disclosed by Apple or its competitors in the industry, for the
27 above reasons. Third parties may also consider information relating to the price Apple pays for
28

1 its components to be confidential trade secret information that would cause them harm if released
2 to the public.

3 4. Public disclosure of licenses, settlements, and acquisitions would negatively affect
4 Apple's future licenses, settlements, and acquisitions. Competitors and potential counterparties to
5 licensing, settlement and acquisition agreements would gain an unfair insight into Apple's
6 business strategies and cost/benefit analyses. Using their knowledge of the precise substantive
7 and financial terms of previously nonpublic agreements, they would be able to calibrate their
8 negotiation strategies with Apple using that unfair advantage.

9 5. Apple's license agreements are also the subject of nondisclosure agreements and
10 are highly confidential to the third parties that signed those agreements with Apple. Those third
11 parties would likely consider public disclosure of information about these license agreements to
12 be extremely harmful to them.

13 6. The detailed electrical schematic at issue is trade secret information. It is a more
14 than 200 page detailed schematic that shows the electrical configuration of Apple's proprietary
15 touchscreen modules and other components of the iPhone. Disclosure of the details of Apple's
16 products to this level of specificity gives competitors highly sensitive information that would
17 enable them to copy numerous aspects of Apple's engineering. Apple's competitors would learn
18 the precise makeup and limits of the products to which the schematic is relevant. The
19 comprehensiveness and level of detail provided are not publicly available.

20 7. The following documents consist of the Expert Report of Terry L. Musika or
21 portions thereof:

- 22 • Exhibit A to the Declaration of Terry Musika in Support of Apple's Opposition
23 to Samsung's Daubert Motion
- 24 • Exhibit 3 to the Declaration of Joby Martin in Support of Samsung's Daubert
25 Motion
- 26 • Exhibit Q to the Declaration of Mia Mazza in Support of Apple's Opposition
27 to Samsung's Daubert Motion

- 1 • Exhibit 6 to the Declaration of Joby Martin in Support of Samsung’s Daubert
2 Motion

3 This report and exhibits contain highly sensitive financial data, capacity data, and third-party
4 consumer research as described in more detail above and in the Declaration of Nathan B. Sabri in
5 Support of Renewed Motion to Seal (“Sabri Declaration”) filed herewith. Proposed redacted
6 versions are attached in highlighted form as **Exhibits 1, 2, 3, and 3A**, respectively

7 8. The following exhibits consist of the Supplemental Expert Report of Terry Musika
8 or portions thereof:

- 9 • Exhibit B to the Declaration of Terry Musika in Support of Apple’s Opposition
10 to Samsung’s Daubert Motion
- 11 • Exhibit 1 to the Declaration of Joby Martin in Support of Samsung’s Daubert
12 Motion
- 13 • Exhibit C to the Declaration of Terry Musika in Support of Apple’s Opposition
14 to Samsung’s Motion for Summary Judgment
- 15 • Exhibit E to the Declaration of Terry Musika in Support of Apple’s Opposition
16 to Samsung’s Motion for Summary Judgment
- 17 • Exhibit K to the Declaration of Terry Musika in Support of Apple’s Opposition
18 to Samsung’s Daubert Motion
- 19 • Exhibit Y to the Declaration of Terry Musika in Support of Apple’s Opposition
20 to Samsung’s Daubert Motion
- 21 • Exhibit 10 to the Declaration of Joby Martin in Support of Samsung’s Daubert
22 Motion
- 23 • Exhibit Z to the Declaration of Terry Musika in Support of Apple’s Opposition
24 to Samsung’s Daubert Motion
- 25 • Exhibit 7 to the Declaration of Joby Martin in Support of Samsung’s Daubert
26 Motion

27 This report and exhibits also contain highly sensitive financial data, capacity data, and third-party
28 consumer research as described in more detail above and in the Sabri Declaration. Proposed

1 redacted versions are attached in highlighted form as **Exhibits 4 through 11 and 11A**,
2 respectively.

3 9. Samsung's Reply in Support of Motion to Strike and the Declaration of Michael
4 Wagner in Support thereof include specific terms of licenses, settlements, and acquisitions, as
5 discussed above. A proposed redacted version of this reply and supporting declaration is attached
6 in highlighted form as **Exhibit 12**.

7 10. Exhibit B to the Declaration of Michael Wagner in Support of Samsung's Reply in
8 Support of Motion to Strike consists of the Corrected Expert Report of Michael J. Wagner
9 (Vol. 1). This report contains product profit margin information and specific details of an
10 acquisition. A proposed redacted version of this exhibit is attached in highlighted form as
11 **Exhibit 13**.

12 11. Apple's Opposition to Samsung's Daubert Motion and the Declaration of
13 Terry Musika in Support thereof include product profit margin information. A proposed redacted
14 version of this opposition and supporting declaration is attached in highlighted form as
15 **Exhibit 14**.

16 12. Exhibit AA to the Declaration of Terry Musika in Support of Apple's Opposition
17 to Samsung's Daubert Motion includes product profit margin information. A proposed redacted
18 version of this exhibit is attached in highlighted form as **Exhibit 15**.

19 13. Exhibits 20 and 21 to the Declaration of Christopher Price in Support of
20 Samsung's Reply in Support of Samsung's Motion to Strike consist entirely of documents
21 showing Apple's capacity from late 2010 through early 2012. They should be sealed in their
22 entirety for the reasons described above.

23 14. Exhibit G to the Declaration of Michael Maharbiz in Support of Apple's
24 Opposition to Samsung's Motion for Summary Judgment consists of over 200 pages of electrical
25 schematics relating to Apple's products, including iPhone. It includes touchscreen schematics,
26 system block diagrams, and audio schematics, among other things. It should be sealed in its
27 entirety.

1 15. Exhibit P1 to the Declaration of David Hecht in Support of Samsung's Opposition
2 to Apple's Motion for Partial Summary Judgment is an excerpt from the deposition of Boris
3 Teksler. It contains confidential information related to Apple's license agreements with third
4 parties. It should redacted for the reasons described above. A proposed redacted version of this
5 exhibit is attached in highlighted form as **Exhibit 16**.

6 16. Exhibit 32 to the Martin Declaration in Support of Samsung's Daubert Motion is
7 the Expert Report of Richard L. Donaldson, Esq. Pages 23-29 contain highly sensitive and
8 confidential Apple and third party information about Apple's current and past licenses and should
9 be redacted for the reasons described above. Footnote 18 contains highly sensitive and
10 confidential Apple and third party information about the cost of certain components in Apple's
11 products and should redacted for the reasons described above. A proposed redacted version of
12 this exhibit is attached in highlighted form as **Exhibit 17**.

13 17. Exhibit 67 to the Declaration of Brett Arnold in Support of Samsung's Motion for
14 Summary Judgment is Apple Inc.'s Objections and Responses to Samsung's Fourth Set of
15 Interrogatories. It contains highly sensitive and confidential Apple and third party information
16 about Apple's current and past licenses and should redacted for the reasons described above. A
17 proposed redacted version of this exhibit is attached in highlighted form as **Exhibit 18**.

18 18. Exhibit A to the Declaration of Janusz A. Ordover in Support of Apple's
19 Opposition to Samsung's Motion for Summary Judgment is the Expert Report of Dr. Janusz A.
20 Ordover. Footnote 161 contains confidential information regarding Apple's licenses and should
21 be redacted for the reasons described above. A proposed redacted version of this exhibit is
22 attached in highlighted form as **Exhibit 19**.

23 19. Exhibit C to the Declaration of Michael Wagner in Support of Samsung's Reply in
24 Support of Motion to Strike is a true and correct copy of a summary of Apple's Licenses and
25 Agreements. It contains highly sensitive and confidential Apple and third party information
26 about Apple's current and past licenses and should redacted for the reasons described above. A
27 proposed redacted version of this exhibit is attached in highlighted form as **Exhibit 20**.

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20. Exhibits 1-6 and 13 to the Declaration of Christopher Price in Support of Samsung's Reply in Support of Samsung's Motion to Strike are license agreements and licensing-related documents between Apple and third parties and should be sealed in their entirety for the reasons described above.

21. I reviewed versions of the exhibits above that were redacted of Samsung confidential information. However, the attached exhibits highlight only the confidential information to which my declaration pertains. I understand that Samsung will file a supporting declaration to the extent it wishes to maintain a claim of confidentiality on these and other documents.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 27th day of July, 2012 at Cupertino, California.

/s/ Erica Tierney
Erica Tierney

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ATTESTATION OF E-FILED SIGNATURE

I, Michael A. Jacobs, am the ECF User whose ID and password are being used to file this Declaration. In compliance with General Order 45, X.B., I hereby attest that Erica Tierney has concurred in this filing.

Dated: July 27, 2012

/s/ Michael A. Jacobs
Michael A. Jacobs