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 9 Attorneys for Plaintiff and
 Counterclaim-Defendant APPLE INC.

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 11 UNITED STATES DISTRICT COURT
 12 NORTHERN DISTRICT OF CALIFORNIA
 13 SAN JOSE DIVISION

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 15 APPLE INC., a California corporation,
 16 Plaintiff,
 17 v.
 18 SAMSUNG ELECTRONICS CO., LTD., A
 Korean business entity; SAMSUNG
 19 ELECTRONICS AMERICA, INC., a New York
 corporation; SAMSUNG
 20 TELECOMMUNICATIONS AMERICA, LLC, a
 Delaware limited liability company.,
 21 Defendants.
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Case No. 4:11-cv-01846-LHK

**DECLARATION OF
 CYNDI WHEELER IN SUPPORT
 OF APPLE'S ADMINISTRATIVE
 MOTION TO FILE DOCUMENTS
 UNDER SEAL**

1 I, Cyndi Wheeler, do hereby declare as follows:

2 1. I am an attorney for Apple Inc. (“Apple”). I submit this declaration in support of
3 Apple’s Administrative Motion to File Documents Under Seal. Unless otherwise indicated, I
4 have personal knowledge of the matters set forth below. If called as a witness I could and would
5 testify competently as follows.

6 2. Apple’s Opposition to Samsung’s Motion to Compel and certain documents filed
7 therewith contain Apple-confidential information. Specifically:

- 8 • Apple’s Opposition to Samsung’s Motion to Compel discusses proprietary
9 information about Apple’s design process and contains description of documents
10 that are themselves confidential (as discussed below).
- 11 • The Declaration of Mia Mazza in Support of Apple’s Opposition to Samsung’s
12 Motion to Compel also discusses Apple-proprietary information concerning its
13 designs and describes confidential Apple documents.

14 3. Furthermore, Samsung’s Motion to Compel and certain documents filed therewith
15 also contain Apple-confidential information. Specifically:

- 16 • “Samsung’s Notice of Motion and Motion to Compel Apple to Produce
17 Documents and Things and Provide Responsive Answers to Propounded
18 Discovery; Memorandum Of Points And Authorities In Support Thereof”
19 describes information about Apple’s design process and discusses confidential
20 documents related to that process.
- 21 • The Declaration of Diane C. Hutnyan in Support of Samsung’s Motion to Compel
22 Production of Documents and Things and Provide Responsive Answers to
23 Propounded Discovery (“Hutnyan Decl.”) discloses information about Apple’s
24 confidential design process and projects and describes several exhibits that are
25 themselves confidential, as further discussed below.
- 26 • Hutnyan Decl. Exs. 1 and 2 contain excerpts from the confidential deposition of
27 Bas Ording and Steven Chistensen discussing confidential Apple products and
28 certain confidential design and development projects.

- 1 • Hutnyan Decl. Ex. 3 is a picture of a highly confidential Apple prototype.
- 2 • Hutnyan Decl. Ex. 4 is a letter describing this confidential prototype.
- 3 • Hutnyan Decl. Ex. 5 is a letter describing Apple's attempt to locate photographs
- 4 taken in connection with the prosecution of its design patents.
- 5 • Hutnyan Decl. Ex. 6 is a letter describing Apple's confidential prototype and
- 6 testimony regarding that prototype.
- 7 • Hutnyan Decl. Ex. 7 is a letter referring to and describing the confidential
- 8 prototype discussed above.
- 9 • Hutnyan Decl. Ex. 8 is a confidential CAD drawing generated during a design
- 10 project.
- 11 • Hutnyan Decl. Ex. 9 are pages from Apple's highly confidential sketchbooks
- 12 showing Apple's designs.
- 13 • Hutnyan Decl. Ex. 10 contains excerpts from the confidential transcript of Eugene
- 14 Wang describing certain Apple design projects.
- 15 • Hutnyan Decl. Ex. 11 is a letter discussing some of Apple's confidential design
- 16 projects.
- 17 • Hutnyan Decl. Ex. 12 is a highly-confidential e-mail which discusses a specific
- 18 concern Apple had during one of Apple's confidential design projects.
- 19 • Hutnyan Decl. Ex. 13 is a letter describing Apple's confidential sketchbooks and
- 20 certain confidential design and testing projects.
- 21 • Hutnyan Decl. Ex. 15 contains excerpts from the confidential deposition of Peter
- 22 Russell-Clarke discussing Mr. Russell-Clarke's sketchbooks and design process.
- 23 • Hutnyan Decl. Ex. 16 contains excerpts from the confidential deposition of
- 24 Richard Howarth discussing Apple's confidential CAD files.
- 25 • Hutnyan Decl. Ex. 17 contains excerpts from the confidential deposition of
- 26 Michael Rohrback disclosing information regarding Apple's design sketchbooks.
- 27 • Hutnyan Decl. Ex. 18 contains excerpts from the confidential deposition of Chris
- 28 Stringer disclosing information regarding Apple's design sketchbooks and models.

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- Hutnyan Decl. Ex. 19 contains excerpts from the confidential deposition of Douglas Satzger in which he describes certain CAD drawings and mockups.
- Hutnyan Decl. Ex. 20 is Apple’s response to Samsung’s interrogatory requests discussing which Apple products embody the asserted design patents.
- Hutnyan Decl. Ex. 21 is a letter describing Apple’s confidential sketchbooks and certain confidential Apple design projects.

4. It is Apple’s policy to not disclose or describe its confidential design, trade secrets, market research, product development, or business practices to third parties. This information is confidential to Apple. It is indicative of the way that Apple manages its business affairs, designs its products and conducts product development. If disclosed the information could be used by Apple’s competitors to Apple’s disadvantage. The requested relief is necessary and narrowly tailored to protect the confidentiality of this information.

I declare under the penalty of perjury under the laws of the United States of America that the forgoing is true and correct to the best of my knowledge and that this Declaration was executed this 15th day of December, 2011, at Manheim, Germany.

Dated: December 15, 2011

By: /s/ Cyndi Wheeler
Cyndi Wheeler

