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

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

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

Case No. 11-cv-01846-LHK (PSG)

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

1 I, Cyndi Wheeler, declare as follows:

2 1. I am an attorney for Apple Inc. (“Apple”). I submit this declaration in support of
3 Samsung’s Motion to File Documents Under Seal filed on March 13, 2012. [Dkt. No. 801.]
4 Unless otherwise indicated, I have personal knowledge of the matters set forth below. If called as
5 a witness I could and would testify competently as follows.

6 2. Exhibits 1, 3, 4, 7, 9, and 10 of the Declaration of Christopher E. Price (“Price
7 Declaration”) in Support of Samsung’s Opposition to Apple’s Rule 37(b)(2) Motion re
8 Samsung’s Violation of January 27, 2012 Damages Discovery Order (“Samsung’s Opposition”)
9 contain Apple-confidential material. (*See* Declaration of Joby Martin in Support of Samsung’s
10 Administrative Motion to File Documents Under Seal [Dkt. No. 801-1].) Specifically:

- 11 • Exhibit 1 to the Price Declaration consists of Apple’s highly confidential Gross
12 Margin Reports, which identify material costs, management costs, marketing
13 costs, and gross margins for Apple’s iPhone products, as well as reports of
14 Apple earnings from search engines on the iPhone, and should be sealed in its
15 entirety.
- 16 • Exhibits 3 and 4 to the Price Declaration are charts showing the royalties
17 Apple has paid to licensors in relation to its iPhone, iPad, and iPod products,
18 which is highly confidential information. Both exhibits should be sealed in
19 their entirety.
- 20 • Exhibit 7 to the Price Declaration is a document entitled “iPhone Units by
21 Channel/Carrier/Reseller.” The document contains highly confidential sales
22 information on a per-unit basis broken down by the carrier, channel, and
23 reseller of Apple’s products, and should be sealed in its entirety.
- 24 • Exhibit 9 to the Price Declaration contains a reference to the number of
25 physical design models Apple possesses, internal Apple code names for its
26 products, and discussions of specific documents relating to baseband
27 processors and custodians of those documents. A proposed redacted version is
28 attached as Exhibit 1.

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- Exhibit 10 to the Price Declaration consists of reports of Apple earnings from search engines on the iPhone, which are highly confidential. Exhibit 10 should be sealed in its entirety.
- Samsung’s Opposition contains discussion of the aforementioned exhibits and should be sealed to the extent it refers to them.

3. It is Apple’s policy not to disclose or describe its confidential financial information, design and product development information, trade secrets, or business practices to third parties. The above information is confidential to Apple. It is indicative of the way that Apple manages its business affairs, designs its products and conducts product development. Apple’s internal Apple code names reveal information that Apple uses to maintain confidentiality with respect to its entire design and development process. If disclosed, the information in the materials described above 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 penalty of perjury that the foregoing is true and correct and that this declaration was executed this 20th day of March, 2012 at Cupertino, California.

/s/ Cyndi Wheeler
Cyndi Wheeler

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ATTESTATION OF E-FILED SIGNATURE

I, Richard S.J. Hung, 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 Cyndi Wheeler has concurred in this filing.

Dated: March 20, 2012

/s/ Richard S.J. Hung
Richard S.J. Hung