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CO., LTD., SAMSUNG ELECTRONICS
14 AMERICA, INC. and SAMSUNG
TELECOMMUNICATIONS AMERICA, LLC
15

16 UNITED STATES DISTRICT COURT

17 NORTHERN DISTRICT OF CALIFORNIA, SAN JOSE DIVISION

18 APPLE INC., a California corporation,

19 Plaintiff,

20 vs.

21 SAMSUNG ELECTRONICS CO., LTD., a
Korean business entity; SAMSUNG
22 ELECTRONICS AMERICA, INC., a New
York corporation; SAMSUNG
23 TELECOMMUNICATIONS AMERICA,
LLC, a Delaware limited liability company,

24 Defendants.
25

CASE NO. 11-cv-01846-LHK

**DECLARATION OF JAMES J. WARD IN
SUPPORT OF SAMSUNG'S
ADMINISTRATIVE MOTION TO FILE
DOCUMENTS UNDER SEAL**

Date: June 26, 2012

Time: 10:00 a.m.

Place: Courtroom 5, 4th Floor

Judge: Hon. Paul S. Grewal

1 I, James J. Ward, declare:

2 1. I am an associate in the law firm of Quinn Emanuel Urquhart & Sullivan, LLP,
3 counsel for Samsung Electronics Co., Ltd., Samsung Electronics America, Inc. and Samsung
4 Telecommunications America, LLC (collectively, "Samsung"). Unless otherwise indicated, I
5 have personal knowledge of the facts set forth in this declaration and, if called upon as a witness, I
6 could and would testify as follows.

7 2. The requested relief is necessary to protect the confidentiality of information
8 contained in Samsung's Motion to Strike Expert Testimony Based on Undisclosed Facts and
9 Theories ("Samsung's Motion to Strike"), exhibits attached to the Declaration of James J. Ward
10 ("Ward Declaration"), and the Declaration of Christopher E. Price and exhibits thereto ("Price
11 Declaration"). A true and correct copy of Samsung's Motion to Strike is attached to this
12 Declaration as Exhibit 1. A true and correct copy of the Ward Declaration is attached to this
13 Declaration as Exhibit 2. A true and correct copy of the Price Declaration is attached to this
14 Declaration as Exhibit 3.

15 3. Exhibit E to the Ward Declaration is a true and correct copy of Apple's Corrected
16 Amended Objections and Responses to Samsung's Interrogatory Nos. 4, 6, 7, 16, 17, and 18.
17 These responses contain materials that Apple has designated Highly Confidential – Attorney Eyes
18 Only ("AEO"), and Samsung expects that Apple will file a declaration pursuant to Civ. L.R. 79-
19 5(d) establishing the document as confidential, and therefore it should be sealed.

20 4. Exhibit H to the Ward Declaration is a true and correct excerpted copy of Apple's
21 Objections and Responses to Samsung's Fourth Set of Interrogatories. These responses contain
22 materials that Apple has designated AEO, and Samsung expects that Apple will file a declaration
23 pursuant to Civ. L.R. 79-5(d) establishing the document as confidential, and therefore it should be
24 sealed.

25 5. Exhibit K to the Ward Declaration is a true and correct excerpted copy of the
26 deposition transcript of Sanjay Sood, dated April 20, 2012. The deposition transcript contains
27 materials that Apple has designated AEO, and Samsung expects that Apple will file a declaration
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1 pursuant to Civ. L.R. 79-5(d) establishing the document as confidential, and therefore it should be
2 sealed.

3 6. Exhibit L to the Ward Declaration is a true and correct excerpted copy of the
4 Expert Report of Tony Givargis, dated March 22, 2012, contains materials that Apple has
5 designated AEO, and Samsung expects that Apple will file a declaration pursuant to Civ. L.R. 79-
6 5(d) establishing the document as confidential, and therefore it should be sealed.

7 7. Exhibit M to the Ward Declaration is a true and correct excerpted copy of the
8 deposition transcript of Tony Givargis, dated April 23, 2012. The deposition transcript contains
9 materials that Apple has designated AEO, and Samsung expects that Apple will file a declaration
10 pursuant to Civ. L.R. 79-5(d) establishing the document as confidential, and therefore it should be
11 sealed.

12 8. Exhibit O to the Ward Declaration is a true and correct excerpted copy of the
13 deposition transcript of Tony Givargis, dated December 6, 2011. The deposition transcript
14 contains materials that Apple has designated AEO, and Samsung expects that Apple will file a
15 declaration pursuant to Civ. L.R. 79-5(d) establishing the document as confidential, and therefore
16 it should be sealed.

17 9. Exhibit R to the Ward Declaration is a true and correct excerpted copy of the
18 deposition transcript of Ravin Balakrishnan, dated April 20, 2012. The deposition transcript
19 contains materials that Apple has designated AEO, and Samsung expects that Apple will file a
20 declaration pursuant to Civ. L.R. 79-5(d) establishing the document as confidential, and therefore
21 it should be sealed.

22 10. Exhibit T to the Ward Declaration is a true and correct copy of the Expert Report of
23 Terry Musika, dated March 22, 2012, which contains materials that Apple has designated AEO,
24 and Samsung expects that Apple will file a declaration pursuant to Civ. L.R. 79-5(d) establishing
25 the document as confidential, and therefore it should be sealed.

26 11. Exhibit U to the Ward Declaration is a true and correct copy of the Expert Rebuttal
27 Report of Terry Musika, dated April 16, 2012, contains materials that Apple has designated AEO,
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1 and Samsung expects that Apple will file a declaration pursuant to Civ. L.R. 79-5(d) establishing
2 the document as confidential, and therefore it should be sealed.

3 12. Exhibit V to the Ward Declaration is a true and correct excerpted copy of the
4 deposition transcript of Mark Buckley, dated February 23, 2012. The deposition transcript
5 contains materials that Apple has designated AEO, and Samsung expects that Apple will file a
6 declaration pursuant to Civ. L.R. 79-5(d) establishing the document as confidential, and therefore
7 it should be sealed.

8 13. Exhibit X to the Ward Declaration is a true and correct excerpted copy of the Non-
9 Infringement Expert Report of Tony Givargis, dated April 16, 2012, which contains materials that
10 Apple has designated AEO, and Samsung expects that Apple will file a declaration pursuant to
11 Civ. L.R. 79-5(d) establishing the document as confidential, and therefore it should be sealed.

12 14. Exhibit B to the Price Declaration is a true and correct copy of a March 2, 2012
13 letter from Diane C. Hutnyan, counsel for Samsung, to Mia Mazza, counsel for Apple. The letter
14 contains materials that Apple has designated AEO, and Samsung expects that Apple will file a
15 declaration pursuant to Civ. L.R. 79-5(d) establishing the document as confidential, and therefore
16 it should be sealed.

17 15. Exhibit C to the Price Declaration is a true and correct copy of a March 7, 2012
18 letter from Diane C. Hutnyan to Mia Mazza. The contents of this letter refer to confidential
19 materials, including the deposition of Mark Buckley, and should accordingly be sealed.

20 16. Exhibit D to the Price Declaration is a true and correct copy of a March 12, 2012
21 letter from Diane C. Hutnyan to Mia Mazza. The letter contains materials that Apple has
22 designated AEO, and Samsung expects that Apple will file a declaration pursuant to Civ. L.R. 79-
23 5(d) establishing the document as confidential, and therefore it should be sealed.

24 17. Exhibit E to the Price Declaration is a true and correct copy of a March 13, 2012
25 letter from Diane C. Hutnyan to Jason Bartlett, counsel for Apple, and Mia Mazza. The letter
26 contains materials that Apple has designated AEO, and Samsung expects that Apple will file a
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1 declaration pursuant to Civ. L.R. 79-5(d) establishing the document as confidential, and therefore
2 it should be sealed.

3 18. Exhibit F to the Price Declaration a true and correct copy of a March 18, 2012 letter
4 from Diane C. Hutnyan to Mia Mazza. The letter contains materials that Apple has designated
5 AEO, and Samsung expects that Apple will file a declaration pursuant to Civ. L.R. 79-5(d)
6 establishing the document as confidential, and therefore it should be sealed.

7 19. Exhibit G to the Price Declaration is a true and correct copy of a March 13, 2012
8 letter from Mia Mazza, to Sara Jenkins, counsel for Samsung. The contents of this letter touch
9 upon Apple AEO materials and Apple financial/licensing information that should be sealed.

10 20. Exhibit H to the Price Declaration is a true and correct copy of a March 15, 2012
11 letter from Mia Mazza, to Sara Jenkins, counsel for Samsung. The letter contains materials that
12 Apple has designated AEO, and Samsung expects that Apple will file a declaration pursuant to
13 Civ. L.R. 79-5(d) establishing the document as confidential, and therefore it should be sealed.

14 21. Exhibit I to the Price Declaration is a true and correct copy of a March 21, 2012
15 letter from Mia Mazza, to Diane C. Hutnyan, counsel for Samsung. The letter contains materials
16 that Apple has designated AEO, and Samsung expects that Apple will file a declaration pursuant
17 to Civ. L.R. 79-5(d) establishing the document as confidential, and therefore it should be sealed.

18 22. Exhibit J to the Price Declaration is a true and correct copy of an April 11, 2012
19 email from Mia Mazza to counsel for Samsung. The contents of this email reference materials
20 that Apple has designated AEO, and therefore the email should be sealed.

21 23. Exhibit K to the Price Declaration is a true and correct copy of a document
22 produced by Apple, Bates numbered APLNDC00001772330-R-2336-R, a purported replacement
23 for clawed back document Bates numbered APLNDC0001772330-APLND0001772340 (produced
24 February 5, 2012). Exhibit L to the Price Declaration is a true and correct copy of APLNDC-
25 Y0000051350-R-1356-R, a purported replacement for clawed back document Bates numbered
26 APLNDC-Y0000051350-1356 (produced February 16, 2012). Exhibit M to the Price Declaration
27 is a true and correct copy of a document produced by Apple, Bates numbered APLNDC-

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1 Y0000236371-R-6405-R, a purported replacement for clawed back document Bates numbered
2 APLNDC-Y0000232396-2430 (produced March 8, 2012) and APLNDC-Y0000236371-6405
3 (produced March 15, 2012). Apple has designated these materials AEO, and Samsung expects
4 that Apple will file a declaration pursuant to Civ. L.R. 79-5(d) establishing the documents as
5 confidential, and therefore they should be sealed.

6 24. Exhibit N to the Price Declaration is a true and correct copy of a Privilege Log
7 served by Apple on April 11, 2012. Apple has designated this document AEO, and Samsung
8 expects that Apple will file a declaration pursuant to Civ. L.R. 79-5(d) establishing the document
9 as confidential, and therefore it should be sealed.

10 25. Exhibit O to the Price Declaration is a true and correct copy of relevant excerpts of
11 the April 20, 2012 deposition of Vincent O'Brien. Apple has designated this transcript AEO, and
12 Samsung expects that Apple will file a declaration pursuant to Civ. L.R. 79-5(d) establishing the
13 document as confidential, and therefore it should be sealed.

14 26. Exhibits P, Q, and R to the Price Declaration are true and correct copies of three of
15 Apple's patent license agreements, Bates numbered at APLNDC-WH0000726437-6474,
16 APLNDC-WH0000726475-6491, and APLNDC-WH0000725320-5352, respectively. These
17 license agreements contain Apple CBI, and Samsung expects that Apple will file a declaration
18 pursuant to Civ. L. R. 79-5(d). Apple has designated these materials AEO, and Samsung expects
19 that Apple will file a declaration pursuant to Civ. L.R. 79-5(d) establishing the documents as
20 confidential, and therefore they should be sealed.

21 27. Exhibit S to the Price Declaration is a true and correct copy of another Apple patent
22 license agreement, Bates numbered APLNDC-WH-A0000031569-616. Apple has designated
23 this document as AEO, and Samsung expects that Apple will file a declaration pursuant to Civ.
24 L.R. 79-5(d) establishing the document as confidential, and therefore it should be sealed.

25 28. Exhibits Y, Z, AA, BB, CC, and DD to the Price Declaration are true and correct
26 copies of additional Apple patent license agreements, Bates numbered APLNDC-
27 WH0000726492-6505, APLNDC-WH0000726506-6522, APLNDC-WH0000726523-6533,
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1 APLNDC-WH0000726534-6541, APLNDC-WH0000726542-6555, and APLNDC-
2 WH0000726556-6566, respectively. Apple has designated these materials AEO, and Samsung
3 expects that Apple will file a declaration pursuant to Civ. L.R. 79-5(d) establishing the documents
4 as confidential, and therefore they should be sealed.

5 29. Exhibit T to the Price Declaration is a true and correct copy of a May 11, 2012
6 letter from Diane C. Hutnyan to Peter J. Kolovos. Exhibit X to the Price Declaration is a true
7 and correct copy a May 15, 2012 letter from Mr. Kolovos to Diane C. Hutnyan. These letters
8 have been designated AEO and reference materials that are themselves AEO, and Samsung
9 expects that Apple will file a declaration pursuant to Civ. L.R. 79-5(d) establishing the letters as
10 confidential, and therefore they should be sealed.

11 30. Exhibit U to the Price Declaration is a true and correct copy of a document
12 produced by Apple in an ITC proceeding, Bates numbered APL7940018045111-5113, containing
13 an email chain about an Apple licensing agreement with Digtude. Exhibit V to the Price
14 Declaration is a document produced by Apple in an ITC proceeding, Bates numbered
15 APL7940018045114-5125, a draft "Assignment of License Agreement" with Digtude. Apple
16 has designated these materials AEO, and Samsung expects that Apple will file a declaration
17 pursuant to Civ. L.R. 79-5(d) establishing the documents as confidential, and therefore they should
18 be sealed.

19 31. Exhibit W to the Price Declaration is a true and correct copy of a document
20 produced by Apple in an ITC proceeding, Bates numbered APL7940018046927-6940, a draft of
21 an agreement between USC and Apple. Apple has designated this document as AEO, and
22 Samsung expects that Apple will file a declaration pursuant to Civ. L.R. 79-5(d) establishing the
23 document as confidential, and therefore it should be sealed.

24 32. Exhibit EE is a true and correct copy of relevant excerpts from the transcript of the
25 February 23, 2012 deposition of Mark Buckley. Apple has designated this transcript AEO, and
26 Samsung expects that Apple will file a declaration pursuant to Civ. L.R. 79-5(d) establishing the
27 document as confidential, and therefore it should be sealed.

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1 33. Exhibits FF and GG to the Price Declaration are true and correct copies of
2 documents produced by Apple in this matter, Bates numbered at APLNDC-Y0000148459-8473
3 and APLNDC-Y0000148474-8478, respectively. Apple has designated these materials AEO,
4 and Samsung expects that Apple will file a declaration pursuant to Civ. L.R. 79-5(d) establishing
5 the documents as confidential, and therefore they should be sealed.

6 34. The confidential, unredacted version of the Price Declaration discusses Apple
7 Confidential Business Information and AEO materials, and Samsung expects that Apple will file a
8 declaration pursuant to Civ. L.R. 79-5(d) establishing the Declaration as confidential, and
9 therefore it should be sealed.

10 35. The confidential, unredacted version of Samsung's Motion to Strike Expert
11 Testimony Based on Undisclosed Facts and Theories discusses and references the information
12 contained in the documents described in paragraphs 3-34, and should therefore be sealed for the
13 same reasons discussed above.

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15 I declare under penalty of perjury that the foregoing is true and correct. Executed in New
16 York, New York on May 17, 2012.

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/s/ James J. Ward

James J. Ward

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