

# **EXHIBIT E**

## **OMNIBUS BROWN DECLARATION**

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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

IN RE: HIGH-TECH EMPLOYEE )  
ANTITRUST LITIGATION )  
 ) No. 11-CV-2509-LHK  
THIS DOCUMENT RELATES TO: )  
ALL ACTIONS. )  
\_\_\_\_\_ )

CONFIDENTIAL - ATTORNEYS' EYES ONLY  
VIDEO DEPOSITION OF PAUL OTELLINI  
January 29, 2013

REPORTED BY: GINA V. CARBONE, CSR NO. 8249, RPR, CCRR

10:53:21 1 the person who ran our corporate services site selection  
10:53:29 2 process.

10:53:30 3 Q. And who was that second person?

10:53:31 4 A. I don't remember his name at the time.

10:53:33 5 Q. Was it a man or a woman?

10:53:34 6 A. A man.

10:53:41 7 Q. And Renee James is a woman, correct?

10:53:45 8 A. Yes.

10:53:46 9 Q. And when Ms. James informed you of that  
10:53:49 10 incident, did you contact Mr. Schmidt to tell him about  
10:53:53 11 that?

10:53:53 12 A. I think I sent him an email.

10:53:55 13 Q. And why did you send him the email?

10:53:59 14 A. Because I wanted to remind him that it was --  
10:54:01 15 that he was recruiting people that were working on these  
10:54:04 16 joint projects and this was -- this was, I thought, not  
10:54:08 17 in the spirit of our agreement.

10:54:10 18 Q. Is it fair to say that when you -- when you  
10:54:12 19 contacted him or wrote him the email, you wanted  
10:54:15 20 Mr. Schmidt to stop it?

10:54:17 21 A. Yeah. I would prefer he didn't do that. Live  
10:54:20 22 up to what he said, yes.

10:54:22 23 Q. Okay. And I'm sorry, the second incident that  
10:54:32 24 you described, the person was a manager of -- I didn't  
10:54:36 25 get the name of the -- the organization.

10:54:38 1 A. It was -- we have an organization called  
10:54:40 2 corporate services, which has all of our construction  
10:54:43 3 and land and construction activities, site selection,  
10:54:50 4 et cetera.

10:54:52 5 And the background for that was that Google was  
10:54:56 6 in the midst of a large physical expansion of their  
10:55:01 7 sites for data centers and R&D, and they wanted to know  
10:55:06 8 Intel practices. So I offered to send over the person  
10:55:09 9 who did that for Intel. Was a very experienced  
10:55:14 10 engineer. And we told them how we went about selecting  
10:55:17 11 and growing sites. And they liked that person so much  
10:55:26 12 they recruited him, which I didn't think was terribly  
10:55:29 13 fair and kind.

10:55:29 14 Q. And you contacted Mr. Schmidt to express that;  
10:55:31 15 is that fair?

10:55:32 16 A. Yes, I did.

10:55:33 17 Q. And again, when you did that, you wanted  
10:55:37 18 Mr. Schmidt to stop it?

10:55:39 19 A. I wanted him to not disrupt kind of the joint  
10:55:45 20 efforts. What would be my incentive to help Google if  
10:55:49 21 when I send people over there they recruit our best  
10:55:51 22 people.

10:55:52 23 Q. So other than those two incidents, can you  
10:55:54 24 recall any other incident where you learned that Google  
10:55:58 25 wasn't living up to its agreement with you?

10:56:01 1 A. In the engineering ones and the facility ones?

10:56:03 2 Q. You say ones. I believe you said there were  
10:56:06 3 two incidents, one where you found out from Ms. James --

10:56:09 4 A. There were three. There was the initial one,  
10:56:11 5 and then there was a -- in software and compiler and  
10:56:19 6 tools activities, and the second one in the same area.

10:56:23 7 And then there was a latter one in the corporate  
10:56:28 8 services area.

10:56:29 9 Q. And to the best of your recollection, those  
10:56:31 10 were the three incidents?

10:56:33 11 A. Yes.

10:56:49 12 Q. Do you recall when you first -- strike that.

10:57:02 13 When did you and -- when did Mr. -- let me back  
10:57:13 14 up.

10:57:14 15 Just focusing on the first incident that gave  
10:57:16 16 rise to the first set of communications, do you recall  
10:57:19 17 approximately when that was?

10:57:23 18 A. It was spring 2006, probably.

10:57:25 19 Q. And at that time, were you the Intel CEO?

10:57:29 20 A. Yes, I was.

10:57:30 21 Q. And at that time, were you on the Google board?

10:57:32 22 A. Yes, I was.

10:57:35 23 Q. And when did Mr. Schmidt agree?

10:57:50 24 A. When I called him.

10:57:52 25 Q. Okay. And was that agreement effective from

10:58:06 1 that point in time -- well, strike that.

10:58:10 2 Can you tell me what period of time your  
10:58:12 3 agreement with Mr. Schmidt was effective?

10:58:15 4 A. Well, the call was in spring of '06.

10:58:18 5 Q. And when did it end?

10:58:20 6 A. Doesn't really -- well, I assume it ended with  
10:58:23 7 the Consent Decree.

10:58:24 8 Q. Well, I'm asking you --

10:58:25 9 A. But let me take that back. The Consent Decree  
10:58:27 10 allows for what he and I agreed, which was that you can  
10:58:31 11 have no solicitation of people that are working on joint  
10:58:34 12 projects.

10:58:36 13 Q. So it's your testimony that the agreement you  
10:58:39 14 had with Mr. Schmidt was not limited or prohibited by  
10:58:44 15 the Final Judgment?

10:58:46 16 A. That's my understanding of the reading of -- my  
10:58:49 17 reading of the Consent Decree, yes.

10:58:51 18 Q. Is it your understanding that you still, today,  
10:58:53 19 have that agreement between you and Mr. Schmidt in  
10:58:59 20 place?

10:59:00 21 A. There have been no incidents in the last  
10:59:02 22 several years, so it never occurred to me to think about  
10:59:06 23 whether it was active or not.

10:59:07 24 Q. You've had nothing to complain about?

10:59:09 25 A. No.

10:59:16 1 Q. Is there --

10:59:17 2 A. By the way, Eric is no longer the CEO, right?

10:59:20 3 So....

10:59:22 4 Q. Well, to the best -- is it your understanding  
10:59:24 5 that your agreement with Google terminated when  
10:59:27 6 Mr. Schmidt stepped down as the CEO?

10:59:29 7 A. I've never talked to Larry about this, so....

10:59:57 8 Q. Now, I believe you said you communicated with  
11:00:00 9 Mr. Schmidt via email about this. Is that correct?

11:00:03 10 A. Well, I think the first discussion was a phone  
11:00:09 11 conversation.

11:00:09 12 Q. Did you follow up with -- did you subsequently  
11:00:12 13 have email correspondence or communications with  
11:00:14 14 Mr. Schmidt --

11:00:15 15 A. On the subsequent incidents, yes.

11:00:18 16 Q. Now, when you first -- when Mr. Schmidt first  
11:00:24 17 said yes to your request, did you pass that along to  
11:00:30 18 Patty Murray or anybody else at Intel?

11:00:34 19 A. Yes. I think you asked me about that before.

11:00:36 20 Q. Did you tell her -- did you speak to her about  
11:00:38 21 it or did you send her an email?

11:00:40 22 A. I don't recall.

11:00:44 23 Q. Before you entered your agreement with  
11:00:46 24 Mr. Schmidt, did you consult with counsel about whether  
11:00:48 25 it was legal or not?

12:04:59 1 Q. Was there anybody from the Comcast Corporation?

12:05:02 2 A. No.

12:05:03 3 Q. Was there anybody from the OpenTV Corporation?

12:05:10 4 A. I don't know that company.

12:05:11 5 Q. Was there anybody from Nvidia?

12:05:13 6 A. No.

12:05:14 7 Q. Was there anybody -- okay.

12:05:18 8 Was there anybody from eBay?

12:05:21 9 A. No.

12:05:42 10 MR. SAVERI: This, I think, needs to be marked

12:05:43 11 as the next in order.

12:05:54 12 THE REPORTER: 451.

12:05:55 13 (Whereupon, Exhibit 451 was marked for

12:05:55 14 identification.)

12:05:55 15 THE WITNESS: Could we do lunch soon?

12:05:59 16 MR. SAVERI: Sir, if you're hungry --

12:05:59 17 MR. PICKETT: You want to knock off a document

12:06:01 18 or you want to go to lunch?

12:06:02 19 THE WITNESS: Let's go to lunch.

12:06:03 20 THE VIDEOGRAPHER: We're now off the record at

12:06:04 21 12:06.

12:06:22 22 (Recess taken.)

12:43:21 23 THE VIDEOGRAPHER: We're now on the record at

12:43:23 24 12:43.

12:43:25 25 MR. SAVERI: Q. Mr. Otellini, I'm handing



12:43:28 1 you what's been marked as Exhibit 451. It's a  
12:43:38 2 document that was produced by Google. I want you to  
12:43:42 3 focus on the part of the document which is an email  
12:43:48 4 from you to Mr. Schmidt. Will you take a moment to  
12:43:52 5 read that, please.

12:44:13 6 A. Okay.

12:44:13 7 Q. Have you seen this document before?

12:44:15 8 A. Not the top part. The bottom part.

12:44:17 9 Q. And when you say the bottom part, do you mean  
12:44:19 10 the email --

12:44:19 11 A. Email from me to Eric.

12:44:21 12 Q. When you say Eric, you mean Mr. Schmidt? Eric  
12:44:24 13 Schmidt?

12:44:24 14 A. Yes.

12:44:25 15 Q. And at the time of the email in May of 2006,  
12:44:28 16 Mr. Schmidt was an executive at Google, correct?

12:44:32 17 A. Yes.

12:44:33 18 Q. Okay. What was -- do you recall what his title  
12:44:35 19 was at the time?

12:44:37 20 A. CEO.

12:44:39 21 Q. Did you write the email, which is the bottom  
12:44:42 22 part of Exhibit 451, to Mr. Schmidt on or about May 4th,  
12:44:49 23 2006 at the time indicated?

12:44:51 24 A. Yes.

12:44:52 25 Q. Next to your name, do you see an email address,

12:44:56 1 paul.otellini@intel.com?

12:44:59 2 A. Yes.

12:44:59 3 Q. Is that your Intel email address?

12:45:02 4 A. Yes.

12:45:03 5 Q. And did you use that email address in  
12:45:09 6 connection with your responsibilities at Intel?

12:45:13 7 A. You asked me that before, but yes.

12:45:17 8 Q. Did you ever have a different email address at  
12:45:19 9 Intel?

12:45:21 10 A. Not for 20 years.

12:45:23 11 Q. Okay. Now, you wrote, "Hi Eric, Sorry to  
12:45:28 12 bother you again on this topic, but my guys are very  
12:45:31 13 troubled by Google continuing to recruit our key  
12:45:34 14 players."

12:45:34 15 Do you see that?

12:45:35 16 A. Yes.

12:45:36 17 Q. Now I take it, then, that this was not the  
12:45:40 18 first time you had communicated with Mr. Schmidt about  
12:45:43 19 this subject, correct?

12:45:45 20 A. That's right.

12:45:46 21 Q. When was the first time you communicated with  
12:45:49 22 Mr. Schmidt about this --

12:45:50 23 A. A month or two earlier.

12:46:06 24 Q. Now, you write here, "Most recently, two very  
12:46:08 25 senior software engineers have received an offer from

12:46:11 1 Google that is 'one million dollars' in cash and  
12:46:15 2 restricted shares."

12:46:15 3 Do you see that?

12:46:16 4 A. Yes.

12:46:17 5 Q. Do you recall the names of the software  
12:46:19 6 employees?

12:46:19 7 A. No.

12:46:21 8 Q. Now, earlier today you said that there were, I  
12:46:24 9 believe, two occasions after the -- after the -- that  
12:46:31 10 occurred after the time you reached an agreement with  
12:46:33 11 Mr. Schmidt. Do you recall that testimony?

12:46:35 12 A. I recall at least two, yeah.

12:46:37 13 Q. Well, okay. This is my question: This refers  
12:46:41 14 to two software employees.

12:46:44 15 Do you see that?

12:46:45 16 A. Yes.

12:46:46 17 Q. Is this a different occasion than the ones you  
12:46:50 18 told me about this morning?

12:46:53 19 A. Yes.

12:47:07 20 Q. And do you write at the bottom, "Can you  
12:47:10 21 pls" -- that's an abbreviation for "please," right?

12:47:12 22 A. Yes.

12:47:13 23 Q. "Can you please reinforce the no recruiting  
12:47:17 24 agreement? I would appreciate it."

12:47:18 25 Do you see that?

12:47:19 1 A. Yes.

12:47:19 2 Q. Was this the first occasion that you contacted  
12:47:23 3 Mr. Schmidt to enforce the agreement that you had  
12:47:29 4 reached with him?

12:47:31 5 A. Well, yes. This is -- the only other  
12:47:34 6 conversation on this topic was to get his agreement that  
12:47:38 7 he would do this. So yes, it was the first time.

12:47:41 8 Q. Yeah, and I was just trying to nail down the  
12:47:43 9 sequence. So it's your best recollection that this was  
12:47:45 10 the first time you had occasion to contact Mr. Schmidt  
12:47:49 11 about the agreement after the time when you first  
12:47:51 12 reached the agreement?

12:47:53 13 A. I think so.

12:47:59 14 Q. Now, do you recall what projects or what area  
12:48:03 15 at Intel the software employees that you referred to  
12:48:07 16 here worked in?

12:48:08 17 A. Yes. They were the compiler and tools team.  
12:48:11 18 The same people that were working on the Google software  
12:48:14 19 optimization. That project continued for several  
12:48:17 20 quarters.

12:48:24 21 Q. Now, at the beginning of your email to Eric  
12:48:27 22 Schmidt you write, "Sorry to bother you again on this  
12:48:30 23 topic."

12:48:30 24 Do you see that?

12:48:31 25 A. Yes.

12:48:31 1 Q. What did you mean by, "Sorry to bother you  
12:48:33 2 again"?

12:48:34 3 A. Well, I had the -- I had a call on it, whatever  
12:48:38 4 it was, X months before this.

12:48:43 5 Q. But to the best of your recollection, there was  
12:48:45 6 no other time between the time you reached an agreement  
12:48:49 7 with Mr. Schmidt and this email where you had to contact  
12:48:54 8 Mr. Schmidt to enforce the agreement?

12:48:56 9 A. That's right.

12:49:18 10 Q. Do you know someone named Mike Hoefflinger?

12:49:22 11 A. Yeah. He used to work at Intel.

12:49:25 12 Q. And --

12:49:28 13 A. Hoefflinger.

12:49:29 14 Q. I'm sorry, how do you pronounce it?

12:49:30 15 A. He pronounces it Hoefflinger.

12:49:36 16 Q. Did Mr. Hoefflinger leave Intel and go to work  
12:49:41 17 for Google?

12:49:42 18 A. I don't know.

12:49:43 19 Q. What area of -- where did Mr. Hoefflinger work  
12:49:47 20 at Intel?

12:49:49 21 A. I don't remember his last assignment. At one  
12:49:52 22 point I think he was an assistant to Andy Grove. I  
12:49:55 23 remember he was technical. I don't remember if he was  
12:49:58 24 software or hardware.

12:49:59 25 Q. Did he work on any of the projects in which

12:50:03 1 Google and Intel collaborated?

12:50:06 2 A. I don't know what his last jobs were. I don't  
12:50:08 3 know.

12:50:08 4 Q. Can you recall any occasion where he worked on  
12:50:10 5 a project where Intel and Google collaborated?

12:50:13 6 A. I don't know.

12:50:13 7 Q. Okay. Did -- do you know Jonathan Rosenberg at  
12:50:27 8 Google?

12:50:28 9 A. Yes.

12:50:28 10 Q. What was your understanding what  
12:50:30 11 Mr. Rosenberg's job was at Google?

12:50:36 12 A. In what time frame?

12:50:37 13 Q. In 2006.

12:50:38 14 A. He was product manager. But in that time frame  
12:50:44 15 that really meant the combination of engineering and  
12:50:46 16 marketing.

12:50:47 17 Q. Did he work on any of the collaborations  
12:50:50 18 between Google and Intel?

12:50:51 19 A. I don't know. Other than certainly by the time  
12:50:54 20 we got to the Chrome and Android stuff he was.

12:50:57 21 Q. But that was later --

12:50:58 22 A. I don't know if he was involved in the earlier  
12:51:00 23 project on search.

12:51:23 24 Q. Did Mr. Rosenberg ever call you or talk to you  
12:51:29 25 about Google's interest in hiring Mr. Hoefflinger?

1 I, Gina V. Carbone, Certified Shorthand  
 2 Reporter licensed in the State of California, License  
 3 No. 8249, hereby certify that the deponent was by me  
 4 first duly sworn and the foregoing testimony was  
 5 reported by me and was thereafter transcribed with  
 6 computer-aided transcription; that the foregoing is a  
 7 full, complete, and true record of said proceedings.

8 I further certify that I am not of counsel or  
 9 attorney for either of any of the parties in the  
 10 foregoing proceeding and caption named or in any way  
 11 interested in the outcome of the cause in said caption.

12 The dismantling, unsealing, or unbinding of  
 13 the original transcript will render the reporter's  
 14 certificates null and void.

15 In witness whereof, I have hereunto set my  
 16 hand this day: February 1, 2013.

17 \_\_\_\_\_ Reading and Signing was requested.

18 \_\_\_\_\_ Reading and Signing was waived.

19  X  Reading and signing was not requested.

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\_\_\_\_\_  
 GINA V. CARBONE  
 CSR 8249, RPR, CCRR