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10 Attorneys for Non-Party  
Sheryl Sandberg

11 UNITED STATES DISTRICT COURT  
12 NORTHERN DISTRICT OF CALIFORNIA  
13 SAN JOSE DIVISION  
14

15 IN RE: HIGH-TECH EMPLOYEE  
16 ANTITRUST LITIGATION,

Case No. 11-CV-2509-LHK

17 THIS DOCUMENT RELATES TO:

**DECLARATION OF NON-PARTY SHERYL  
SANDBERG**

18 ALL ACTIONS  
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1 I, Sheryl Sandberg, declare as follows:

2 1. I am employed as Chief Operating Officer for non-party Facebook, Inc.  
3 ("Facebook"). The matters set forth herein are of my own personal knowledge, unless noted  
4 otherwise, and if called and sworn as a witness, I could competently testify regarding them.

5 2. I have served as Facebook's Chief Operating Officer since March 2008. In this  
6 role, I manage Facebook's worldwide business operations, including sales, marketing, legal,  
7 business development, human resources, communications, and privacy. In June 2012, I was  
8 named to Facebook's board of directors.

9 3. I currently serve on the board of directors for several other organizations: ONE,  
10 The Walt Disney Company, Women for Women International, Center for Global Development,  
11 and V-Day. I have previously served on the boards of Starbucks, the Brookings Institution, and  
12 the Ad Council.

13 4. Prior to working at Facebook, I worked as a consultant for McKinsey and  
14 Company and served as Chief of Staff to the U.S. Secretary of the Treasury under President Bill  
15 Clinton. From 2001 to early 2008, I worked at Google, Inc. ("Google"), ultimately becoming  
16 Vice President of Global Online Sales and Operations. I did not serve on Google's Executive  
17 Management Group ("EMG") or, as it was later known, Google's Operating Committee ("OC").

18 5. In approximately April 2006, while employed at Google, I led the team that was  
19 involved in exploring potential partnership opportunities with Intuit, Inc. ("Intuit"). As a  
20 precursor to those discussions, Google agreed, at Intuit's request, to not solicit the Intuit  
21 employees who would be involved in the discussions and/or the potential partnership. I do not  
22 recall the specific number of employees from Intuit who were covered by this agreement, but I  
23 believe it was less than twenty employees.

24 6. I understand Plaintiffs allege that, approximately a year later, in 2007, Google  
25 placed all Intuit employees on a firmwide "Do Not Cold Call" list and instructed Google  
26 employees not to solicit employees from Intuit. To the best of my recollection, I was not  
27 involved in the alleged 2007 decision to add Intuit to an alleged "Do Not Cold Call" or similar  
28 list. To the best of my knowledge, the alleged decision was not taken as a result of, or in

1 connection with, my team's work in 2006 in exploring a partnership between Google and Intuit.

2 7. As noted above, I began work at Facebook in March 2008. In or about August  
3 2008, I was contacted by Jonathan Rosenberg, who was then at Google. Mr. Rosenberg  
4 expressed concern about what he described as the perceived rate at which Facebook could hire  
5 employees from Google. Around the same time, I also discussed a similar topic with Omid  
6 Kordestani, who was also at Google. I declined at that time to limit Facebook's recruitment or  
7 hiring of Google employees. Nor have I made or authorized any such agreement between  
8 Facebook and Google since that time.

9 I declare under penalty of perjury that the foregoing is true and correct.

10 Executed on May 17, 2013, in Menlo Park, California.

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13 Sheryl Sandberg  
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