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9 Attorneys for Defendant
 FACEBOOK, INC.

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

14 In re: Facebook Internet Tracking Litigation

Case No. 5:12-md-02314 EJD

15 **DECLARATION OF NATALIE NAUGLE IN**
 16 **SUPPORT OF DEFENDANT FACEBOOK,**
 17 **INC.'S RESPONSE TO PLAINTIFFS'**
 18 **ADMINISTRATIVE MOTION TO FILE**
UNDER SEAL

19 **DATE:** April 28, 2016

TIME: 9:00 a.m.

20 **COURTROOM:** 4

JUDGE: Hon. Edward J. Davila

21
 22 I, Natalie Naugle, declare as follows:

23 1. I am Associate General Counsel for Litigation for Defendant Facebook, Inc.
 24 ("Facebook"). I submit this declaration in response to Plaintiffs' Administrative Motion to File
 25 Portions of Memorandum of Points and Authorities in Opposition to Facebook's Motion to Dismiss
 26 Under Seal, filed on February 18, 2015 (Dkt. No. 104) ("Administrative Motion"). Except as
 27 otherwise noted, I have personal knowledge of the facts set forth below and, if called as a witness to
 28 testify, could and would testify competently thereto.

1 **Plaintiffs’ Opposition, Exhibit 2 to the Straite Declaration**

2 2. Exhibit 2 to the Declaration of David A. Straite in Support of Plaintiffs’
3 Administrative Motion is an unredacted version of Memorandum of Points and Authorities in
4 Opposition to Facebook’s Motion to Dismiss (“Opposition”). Plaintiffs’ Opposition contains non-
5 public, confidential, proprietary Facebook business information that Facebook designated as Highly
6 Confidential pursuant to the parties’ Stipulated Protective Order for Litigation Involving
7 Confidential Information and Trade Secrets entered by the Court on April 11, 2014 (Dkt. 75) (the
8 “Protective Order”). Specifically, Plaintiffs’ Opposition (at 2:24-26, 4:17-18, 24:2, 29:23-24, 33:25-
9 26, 35:19-22, 35:25-26, 36:6-8) includes information regarding Facebook’s internal discussions
10 regarding Facebook’s use of cookies. Facebook has spent significant time and resources developing
11 the operation of its website, including its use of cookies, which are used to deliver, secure, and
12 understand products, services, and ads, on and off Facebook’s website. The Opposition contains
13 information regarding Facebook’s strategic decisions with respect to how it uses cookies. Public
14 disclosure of the identified information would cause competitive harm to Facebook by allowing its
15 competitors access to sensitive information, which they could use to gain an unfair advantage against
16 Facebook.

17 3. That redaction at page 23, lines 12-13, is not necessary. This quote was included
18 unredacted in the Second Amended Consolidated Class Action Complaint. Likewise, the redaction
19 at page 33, lines 13-14, is not necessary. This statement does not concern Facebook’s business
20 operations or trade secrets. A copy of Exhibit 2 with proposed redactions narrowly tailored to redact
21 only the information identified in paragraph 2 above will be lodged with the Court under seal.

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23 */s/ Natalie Naugle*
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25 Natalie Naugle
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ATTESTATION PURSUANT TO CIV. L.R. 5-1(i)(3)

I, Matthew D. Brown, attest that concurrence in the filing of this **DECLARATION OF NATALIE NAUGLE IN SUPPORT OF FACEBOOK, INC.’S RESPONSE TO PLAINTIFFS’ ADMINISTRATIVE MOTION TO FILE UNDER SEAL** has been obtained from the signatory. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 22nd day of February, 2016, at San Francisco, California.

Dated: February 22, 2016

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/s/ Matthew D. Brown
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