

1 GIBSON, DUNN & CRUTCHER LLP  
 JOSHUA A. JESSEN, SBN 222831  
 2 JJessen@gibsondunn.com  
 JEANA BISNAR MAUTE, SBN 290573  
 3 JBisnarMaute@gibsondunn.com  
 PRIYANKA RAJAGOPALAN, SBN 278504  
 4 PRajagopalan@gibsondunn.com  
 ASHLEY M. ROGERS, SBN 286252  
 5 ARogers@gibsondunn.com  
 1881 Page Mill Road  
 6 Palo Alto, California 94304  
 Telephone: (650) 849-5300  
 7 Facsimile: (650) 849-5333

8 GIBSON, DUNN & CRUTCHER LLP  
 CHRISTOPHER CHORBA, SBN 216692  
 9 CChorba@gibsondunn.com  
 333 South Grand Avenue  
 10 Los Angeles, California 90071  
 Telephone: (213) 229-7000  
 11 Facsimile: (213) 229-7520

12 Attorneys for Defendant  
 FACEBOOK, INC.  
 13

14 UNITED STATES DISTRICT COURT  
 15 NORTHERN DISTRICT OF CALIFORNIA  
 16 OAKLAND DIVISION

17 MATTHEW CAMPBELL and MICHAEL  
 HURLEY,

18 Plaintiffs,

19 v.

20 FACEBOOK, INC.,

21 Defendant.  
 22

Case No. C 13-05996 PJH

**PUTATIVE CLASS ACTION**

**DECLARATION OF NIKKI STITT  
 SOKOL IN SUPPORT OF PLAINTIFFS'  
 ADMINISTRATIVE MOTION TO FILE  
 DOCUMENTS UNDER SEAL – DKT. NO.  
 166**

**HEARING:**

Date: March 16, 2016

Time: 9:00 A.M.

Location: Courtroom 3, Third Floor

The Honorable Phyllis J. Hamilton

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 DECLARATION OF NIKKI STITT SOKOL IN SUPPORT OF PLAINTIFFS' ADMINISTRATIVE MOTION TO FILE  
 DOCUMENTS UNDER SEAL – DKT. NO. 166

Case No. C 13-05996 PJH

1 I, Nikki Stitt Sokol, declare as follows:

2 1. I am Associate General Counsel for Litigation for Defendant Facebook, Inc.  
3 (“Facebook”). Pursuant to Civil Local Rule 79-5(d) and the Amended Stipulated Protective Order  
4 entered by the Court on July 1, 2015 (the “Protective Order”) (Dkt. No. 93), I submit this Declaration  
5 in support of Plaintiffs’ Administrative Motion to File Under Seal Re Plaintiffs’ Reply In Support Of  
6 Class Certification (Dkt. No. 166), which seeks to file under seal (1) designated portions of Plaintiffs’  
7 Reply In Support Of Motion For Class Certification (Dkt. No. 167); (2) designated portions of the  
8 Rebuttal Report of Dr. Jennifer Golbeck In Support Of Plaintiffs’ Motion for Class Certification  
9 (“Golbeck Rebuttal Report”), which is Exhibit 1 to Declaration of David Slade in support of  
10 Plaintiffs’ Motion for Class Certification (“Slade Declaration”); (3) designated portions of excerpts  
11 from the deposition transcript of Plaintiff Matthew Campbell, which is Exhibit 2 to the Slade  
12 Declaration; (4) designated portions of the Supplemental Declaration of Melissa Gardner in support  
13 of Plaintiffs’ Motion for Class Certification (“Supplemental Gardner Declaration”); (5) designated  
14 portions of the Updated Report of Fernando Torres In Support Of Plaintiffs’ Motion for Class  
15 Certification (“Updated Torres Report”), which is Exhibit 9 to the Slade Declaration; and (6) Exhibits  
16 6-8, 10-12, and 14-20 to the Slade Declaration in their entirety. Except as otherwise noted, I have  
17 personal knowledge of the facts set forth in this Declaration and, if called and sworn as a witness,  
18 could and would testify competently to them.

19 2. Facebook respectfully requests that the Court allow the below-referenced documents  
20 (or relevant portions of those documents) to be filed under seal due to their confidential nature. As  
21 discussed with particularity below, the documents contain non-public, confidential, and proprietary  
22 Facebook business information that is protectable as a trade secret or otherwise entitled to protection  
23 under the law, including information concerning the processes and functionality of Facebook’s source  
24 code, messages technology, social plugin technology, security and anti-abuse products, Facebook’s  
25 Recommendations and Activity Feed features, software, and other internal tools; Facebook internal  
26 discussions of the business and engineering decisions regarding such technology, products, and tools;  
27 and Facebook’s proprietary business metrics and analytics information.  
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1           3.       I respectfully request that Facebook’s requests to seal or not to seal the below-  
2 referenced documents (or relevant portions of those documents) should not be construed as an  
3 admission that the information marked for redaction by Plaintiffs is accurate. Plaintiffs’ Reply In  
4 Support Of Class Certification (Dkt. 166) and supporting papers contain a number of misstatements.  
5 Although I have denied certain allegations and misstatements below, nothing in my Declaration  
6 constitutes an admission of any allegation marked for redaction by Plaintiffs.

7           4.       I respectfully submit that the presumption of access to judicial records does not apply  
8 here because the documents at issue are being filed in connection with a non-dispositive motion, and  
9 the Ninth Circuit has “carved out an exception to the presumption of access to judicial records. . .  
10 [that is] expressly limited to judicial records filed under seal when attached to a *non-dispositive*  
11 motion.” *In re Midland Nat’l Life Ins. Co. Annuity Sales Practices Litig.*, 686 F.3d 1115, 1119 (9th  
12 Cir. 2012) (per curiam) (internal quotation marks and citation omitted) (emphasis in original); *Real*  
13 *Action Paintball, Inc. v. Advanced Tactical Ordnance Sys., LLC*, No. 14-CV-02435-MEJ, 2015 WL  
14 1534049, at \*2 (N.D. Cal. Apr. 2, 2015) (the presumption of public access to judicial documents in  
15 connection with dispositive motions “does not apply in the same way to non-dispositive motions”).  
16 Accordingly, “[g]ood cause’ is the proper standard,” and “the party seeking protection bears the  
17 burden of showing specific prejudice or harm will result if no protective order is granted.” *Real*  
18 *Action Paintball, Inc.*, 2015 WL 1534049, at \*2; *see also In re High- Tech Employee Antitrust Litig.*,  
19 No. 11-CV-02509-LHK, 2013 WL 163779, at \*2 (N.D. Cal. Jan. 15, 2013) (“Plaintiffs’ Motion for  
20 Class Certification is a non-dispositive motion. Therefore, the parties need only demonstrate ‘good  
21 cause’ in order to support their requests to seal.”). A party shows good cause when, for example,  
22 public disclosure of the materials would put the party at a competitive disadvantage. *See, e.g., Oracle*  
23 *USA, Inc. v. SAP AG*, No. 07-cv-01658 PJH, 2009 U.S. Dist. LEXIS 71365, at \*4-5 (N.D. Cal. Aug.  
24 12, 2009) (granting motion to seal where moving party “considered and treated the information  
25 contained in the subject documents as confidential, commercially sensitive and proprietary” and  
26 where “public disclosure of such information would create a risk of significant competitive injury and  
27 particularized harm and prejudice”). Facebook respectfully submits this standard is satisfied. For the  
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benefit of the Court, I discuss the documents by category, identify each piece of confidential information submitted, and explain the specific harm that would come from its disclosure.

**Plaintiffs’ Reply In Support Of Motion For Class Certification**

5. Good cause exists to seal portions of Plaintiffs’ Reply In Support Of Motion For Class Certification. Specifically, the following portions contain non-public, confidential, and proprietary Facebook business information that Facebook designated as HIGHLY CONFIDENTIAL – ATTORNEYS’ EYES ONLY pursuant to the Protective Order. The public does not at this time have a meaningful interest in obtaining such information, and public disclosure of this information would cause particularized harm to Facebook by allowing its competitors to access sensitive information, which they could use to gain an unfair advantage against Facebook. Such information could also be used by individuals or companies that might seek to compromise the security of Facebook’s messages technology, causing harm to Facebook and the people who use Facebook’s services:

<b>Sealable Portions</b>	<b>Reason for Confidentiality</b>
i:13	The information redacted by Plaintiffs does not need to be sealed. Facebook denies this allegation.
1:9-11	The information redacted by Plaintiffs does not need to be sealed. Facebook denies these allegations.
1:20-21	The information redacted by Plaintiffs does not need to be sealed. Facebook denies this allegation.
2:4	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
5:5-7	Facebook takes no position on whether the information designated by Plaintiffs satisfies the requirements for sealing.
5:8-11	Facebook takes no position on whether the information designated by Plaintiffs satisfies the requirements for sealing.
5:13-15	Facebook takes no position on whether the information designated by Plaintiffs satisfies the requirements for sealing.
5:24-26	The information redacted by Plaintiffs concerns Plaintiffs’ characterization of the processes and functionality of Facebook’s source code, which is protectable as a trade secret or otherwise entitled to protection under the law.
6:1-7	The information redacted by Plaintiffs concerns Plaintiffs’ characterization of the processes and functionality of Facebook’s source code, which is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
6:10-13	The information redacted by Plaintiffs concerns Plaintiffs’ characterization of the processes and functionality of Facebook’s source code, which is protectable as a trade secret or otherwise entitled to protection under the law.

Sealable Portions	Reason for Confidentiality
	Facebook denies these allegations.
6:26-27, n.8	The information redacted by Plaintiffs reflects a document which contains detailed technical information about the functionality of Facebook’s messages products and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law.
6:27-28, n.10	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
7:4-5	The information redacted by Plaintiffs concerns Plaintiffs’ characterization of the processes and functionality of Facebook’s source code, which is protectable as a trade secret or otherwise entitled to protection under the law.
7:7-8	The information redacted by Plaintiffs does not need to be sealed.
7:10-11	Only the text between “the specification of” and “that nullifies” needs to be sealed.  The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
7:20-21	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
7:25-26	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
8:1-4	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
8:10	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
8:15	The information redacted by Plaintiffs concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law.
8:17-18	The information redacted by Plaintiffs concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law.
8:19	The information redacted by Plaintiffs concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law.
8:20-22	The information redacted by Plaintiffs concerns Plaintiffs’ characterization of the processes and functionality of Facebook’s source code, which is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
9:1-3	The information redacted by Plaintiffs concerns Plaintiffs’ characterization of the processes and functionality of Facebook’s source code, which is

Sealable Portions	Reason for Confidentiality
	protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
10:10-11	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology and other internal tools that is protectable as a trade secret or otherwise entitled to protection under the law.
10:22	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies this allegation.
11:13-15	The information redacted by Plaintiffs includes a Facebook internal discussion of business and engineering decisions regarding Facebook's technology that is entitled to protection under the law.
11:22-23, n.19	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
11:23-24, n.19	The information redacted by Plaintiffs concerns Plaintiffs' characterization of the processes and functionality of Facebook's messages technology and source code, which is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
11:24-25, n.20	The information redacted by Plaintiffs concerns a Facebook internal discussion of business and engineering decisions regarding Facebook's technology that is entitled to protection under the law.
12:3	The information redacted by Plaintiffs concerns the processes and functionality of Facebook's source code that is protectable as a trade secret or otherwise entitled to protection under the law.
12:4-6	The information redacted by Plaintiffs testimony is deposition testimony of a Facebook employee and concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
13:3	The information redacted by Plaintiffs does not need to be sealed. Facebook denies this allegation.
13:6	The information redacted by Plaintiffs does not need to be sealed. Facebook denies this allegation.
13:9	The information redacted by Plaintiffs does not need to be sealed. Facebook denies this allegation.
17:26-28, n.37	The information redacted by Plaintiffs does not need to be sealed.
18:9-10	The information redacted by Plaintiffs does not need to be sealed. Facebook denies this allegation.
18:11-12	The information redacted by Plaintiffs does not need to be sealed.
18:13-15	The information redacted by Plaintiffs does not need to be sealed.
20:24-27, n.46	Facebook takes no position on whether the information designated by Plaintiffs satisfies the requirements for sealing. Facebook denies Plaintiffs' characterization of the deposition testimony.

1 **The Golbeck Rebuttal Report**

2 6. Good cause exists to seal portions of the Golbeck Rebuttal Report. Specifically, the  
3 following portions contain non-public, confidential, and proprietary Facebook business information  
4 that Facebook designated as HIGHLY CONFIDENTIAL – ATTORNEYS’ EYES ONLY or  
5 HIGHLY CONFIDENTIAL – SOURCE CODE pursuant to the Protective Order. The public does  
6 not at this time have a meaningful interest in obtaining such information, and public disclosure of this  
7 information would cause particularized harm to Facebook by allowing its competitors to access  
8 sensitive information, which they could use to gain an unfair advantage against Facebook. Such  
9 information could also be used by individuals or companies that might seek to compromise the  
10 security of Facebook’s messages technology, causing harm to Facebook and the people who use  
11 Facebook’s services.

Sealable Portions	Reason for Confidentiality
i: 8-9	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
i: 9-10	The information redacted by Plaintiffs concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law.
2:7-8	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
2:8-9	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
2:11-15	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. The redacted information also contains information about a named Plaintiff’s Facebook message, including the URL contained in that message. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
2:16	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
2:17-21	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade

Sealable Portions	Reason for Confidentiality
	secret or otherwise entitled to protection under the law.
2:22	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
2:23-24	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
2:25-26	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
3:1-5	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
3:8-9	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
3:10-13	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
3:14-15	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
3:17-18	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
3:21-22	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. The redacted information also contains information about the named Plaintiffs’ Facebook messages. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
3:23-24	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. The redacted information also contains information about the named Plaintiffs’ Facebook messages. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
4:1-3	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. The redacted information also contains information about the named Plaintiffs’ Facebook



Sealable Portions	Reason for Confidentiality
	messages. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
4:4-6	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. The redacted information also contains information about a named Plaintiff’s Facebook message. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
4:8-10	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. The redacted information also contains information about a named Plaintiff’s Facebook message. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
4:12-14	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. The redacted information also contains information about a named Plaintiff’s Facebook message. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
4:15-17	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. The redacted information also contains information about a named Plaintiff’s Facebook message. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
4:18-20	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. The redacted information also contains information about a named Plaintiff’s Facebook message. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
4:21-23	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade

Sealable Portions	Reason for Confidentiality
	secret or otherwise entitled to protection under the law. The redacted information also contains information about a named Plaintiff's Facebook message. As the Magistrate Judge noted in her prior order, the exposure of such information "risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time." (Dkt. No. 131).
5:1-3	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. The redacted information also contains information about a named Plaintiff's Facebook message. As the Magistrate Judge noted in her prior order, the exposure of such information "risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time." (Dkt. No. 131).
5:5-6	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
5:6-9	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
5:11	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
5:12-13	The information redacted by Plaintiffs does not need to be sealed.
5:14-15	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
5:16	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
5:18-20	<p>Only the text between "an assumption that the" and "does not exist" and "it is Facebook's" and "for its Private Message service" needs to be redacted.</p> <p>The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.</p>
5:20-21	<p>Only the text between "did not mention" and "by name in my" needs to be redacted.</p> <p>The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.</p>
5:25-26	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.

Sealable Portions	Reason for Confidentiality
5:26-27	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
6:5	The information redacted by Plaintiffs does not need to be sealed.
6:10-11	The information redacted by Plaintiffs is from and references the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law.
6:12-13	The information redacted by Plaintiffs is from and references the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law.
6:14-17	<p>Only the text following “or outbox, Facebook” needs to be redacted.</p> <p>The information redacted by Plaintiffs is from and references the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.</p>
6:20-23	<p>Only the text following “deletes her account, Facebook” needs to be redacted.</p> <p>The information redacted by Plaintiffs is from and references the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.</p>
6:24-28	The information redacted by Plaintiffs is from and references the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law.
7:1-2	The information redacted by Plaintiffs does not need to be sealed. Facebook denies this allegation.
7:3-7	The information redacted by Plaintiffs is from and references the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
7:8-12	The information redacted by Plaintiffs is from the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
7:15-19	<p>Only the text between “a scenario where” and “Accordingly, a query” needs to be redacted.</p> <p>The information redacted by Plaintiffs references the Expert Report of Dr.</p>

Sealable Portions	Reason for Confidentiality
	Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
7:20-25	Only the text between “it will include” and “Accordingly, a query” needs to be redacted.  The information redacted by Plaintiffs references the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
8:1-6	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
8:8-9	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
8:12-16	The information redacted by Plaintiffs concerns Plaintiffs’ characterization of the internal processes and functionality of Facebook’s messages technology and source code that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
8:21-22	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
9:2-4	The information redacted by Plaintiffs references the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law.
9:6-10	The information redacted by Plaintiffs is Plaintiffs’ characterization of the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
9:12	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
9:13-14	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies this allegation.
9:21-24	The information redacted by Plaintiffs characterizes the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies this allegation

<b>Sealable Portions</b>	<b>Reason for Confidentiality</b>
9:25-28, n.15	The information redacted by Plaintiffs is from the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook's messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law.
10:1	The information redacted by Plaintiffs characterizes the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook's messages technology and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies this allegation.
10:4	The information redacted by Plaintiffs does not need to be sealed.
10:5-6	Only the text between "do not require" and "to function" needs to be sealed.  The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
10:7-10	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies this allegation.
10:11-12	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies this allegation.
10:13-21	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook's messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
11:8	The information redacted by Plaintiffs concerns the processes and functionality of Facebook's source code that is protectable as a trade secret or otherwise entitled to protection under the law.
11:9-12	The information redacted by Plaintiffs contains and characterizes information from the declaration of a Facebook employee that concerns the processes and functionality of Facebook's source code that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies this allegation.
11:13-14	The information redacted by Plaintiffs does not need to be sealed.
11:15-16	Only the text following "information about" needs to be sealed.  The information redacted by Plaintiffs concerns the processes and functionality of Facebook's source code that is protectable as a trade secret or otherwise entitled to protection under the law.
11:17-20	The information redacted by Plaintiffs concerns the processes and functionality of Facebook's source code that is protectable as a trade secret or otherwise entitled to protection under the law.
12:1-11	The information redacted by Plaintiffs concerns the processes and functionality of Facebook's source code that is protectable as a trade secret or

Sealable Portions	Reason for Confidentiality
	otherwise entitled to protection under the law.
12:12	The information redacted by Plaintiffs concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies this allegation.
12:13-18	The information redacted by Plaintiffs concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
12:19-23	The information redacted by Plaintiffs is from and characterizes the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
12:24-26	<p>Only the portions between “Facebook’s” and “Dr. Goldberg states” and “in his report that” and “processes” needs to be redacted.</p> <p>The information redacted by Plaintiffs is from the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law.</p>
12:27-28, n.25	The information redacted by Plaintiffs concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law.
13:1-4	<p>Only the portion between “any explanation of how the” and “was used” needs to be redacted.</p> <p>The information redacted by Plaintiffs concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law.</p>
13:5-7	<p>Only the portion between “has pointed to of the data” and “as described in my opening report” needs to be redacted.</p> <p>The information redacted by Plaintiffs concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law.</p>
13:15-16	The information redacted by Plaintiffs does not need to be sealed. Facebook denies these allegations.
13:17-22	The information redacted by Plaintiffs is from and characterizes the Expert Report of Dr. Benjamin Goldberg and concerns the internal processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these allegations.
13:27-28, n.31	The information redacted by Plaintiffs is from the deposition of Dr. Benjamin Goldberg and concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection

Sealable Portions	Reason for Confidentiality
	under the law.
14:4-7	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
14:9-12	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
14:13-16	The information redacted by Plaintiffs reflects the declaration of a Facebook engineer and concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
14:18-20	The information redacted by Plaintiffs reflects the declaration of a Facebook engineer and concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.
14:22-23	<p>Only the text following “related to the generation of” needs to be redacted.</p> <p>The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law.</p>
14:27-28	The information redacted by Plaintiffs concerns Plaintiffs’ characterization of the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies this allegation.
15:3-4	The information redacted by Plaintiffs concerns the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies this allegation.
15:16-18	<p>Only the portion following “conceded that” needs to be redacted.</p> <p>The information is from the deposition of Dr. Golbeck and concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law.</p>
16:2-4	The information redacted by Plaintiffs is Plaintiffs’ characterization of the deposition testimony of Dr. Golbeck and concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies this allegation.
16:4-5	The information redacted by Plaintiffs concerns Plaintiffs’ characterization of the internal processes and functionality of Facebook’s messages technology that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies this allegation.
16:6-11	The information redacted by Plaintiffs is Plaintiffs’ characterization of the deposition testimony of Dr. Golbeck and concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law. Facebook denies these

Sealable Portions	Reason for Confidentiality
	allegations.
16:25-27 n.40	The information redacted by Plaintiffs is from the deposition of Dr. Golbeck and concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law.

**Excerpts from Deposition Transcript of Matthew Campbell (David Slade Declaration)**

7. Facebook takes no position on whether the designated excerpts of Plaintiff Matthew Campbell’s deposition testimony (Exhibit 2 to the Slade Declaration) satisfy the requirements for sealing.

**Excerpts from Deposition Transcript of David Shadpour (Supplemental Gardner Declaration)**

8. Facebook takes no position on whether the designated excerpts of the Supplemental Gardner Declaration satisfy the requirements for sealing.

9. Facebook disputes Plaintiffs’ claim that Mr. Shadpour’s deposition testimony is “not relevant to the merits of the case or class certification” because Mr. Shadpour is a former party to this litigation. (Dkt. No. 166 at 3.) To the contrary, and as indicated in Facebook’s Opposition to Plaintiffs’ Motion for Class Certification, it is well established that evidence from dismissed putative class representatives remains relevant to the class certification inquiry. (Dkt. No. 149 at 16:25-17:3.)

**The Updated Torres Report**

10. For the same reasons identified in my November 17, 2015 Declaration in Support of Plaintiffs’ Administrative Motion to File Documents Under Seal (Dkt. No. 137), good cause exists to seal portions of the Updated Torres Report, which is Exhibit 9 to the Slade Declaration. Specifically, the following portions contain non-public, confidential, and proprietary Facebook business information that Facebook designated as HIGHLY CONFIDENTIAL – ATTORNEYS’ EYES ONLY pursuant to the Protective Order. The public does not at this time have a meaningful interest in obtaining such information, and public disclosure of this information would cause particularized harm to Facebook by allowing its competitors to access sensitive information, which they could use to gain an unfair advantage against Facebook. Such information could also be used by individuals or companies that might seek to compromise the security of Facebook’s messages technology, causing harm to Facebook and the people who use Facebook’s services.



Sealable Portions	Reason for Confidentiality
3:7-9	As stated in my November 17, 2015 Declaration, the information redacted by Plaintiffs does not need to be sealed.
3:13-14	As stated in my November 17, 2015 Declaration, this information concerns the processes and functionality of Facebook’s source code that is protectable as a trade secret or otherwise entitled to protection under the law.
12:1-9	As stated in my November 17, 2015 Declaration, the information concerns a Facebook presentation regarding Facebook’s social plugin tools that is protectable as a trade secret or otherwise entitled to protection under the law.
12:11-12	As stated in my November 17, 2015 Declaration, the information concerns a Facebook internal discussion regarding Facebook’s social plugin tools that is protectable as a trade secret or otherwise entitled to protection under the law.
12:22-23, n.54	As stated in my November 17, 2015 Declaration, the information concerns a Facebook internal discussion regarding Facebook’s social plugin tools that is protectable as a trade secret or otherwise entitled to protection under the law.
12:24, n.55	As stated in my November 17, 2015 Declaration, the information redacted by Plaintiffs does not need to be sealed.
13:5-8	As stated in my November 17, 2015 Declaration, the information redacted by Plaintiffs does not need to be sealed.
19:22-23, n.83	<p>As stated in my November 17, 2015 Declaration, only the text between “an internal Facebook report” and “According to Facebook Inc.’s” needs to be redacted.</p> <p>The information concerns a Facebook internal discussion and analysis regarding Facebook’s social plugin tools that is protectable as a trade secret or otherwise entitled to protection under the law.</p>

**Exhibits to the Slade Declaration**

11. Good cause exists to seal Exhibits 7-8, 10-12, and 14-20 to the Slade Declaration (or relevant portions of those documents), which are Exhibits L through W to the Gardner Declaration in support of Plaintiffs’ motion to seal, for the reasons specified below. Specifically, the Exhibits contain non-public, confidential, and proprietary Facebook business information that Facebook designated as HIGHLY CONFIDENTIAL – ATTORNEYS’ EYES ONLY or HIGHLY CONFIDENTIAL – SOURCE CODE pursuant to the Protective Order. The public does not at this time have a meaningful interest in obtaining such information, and public disclosure of this information would cause particularized harm to Facebook by allowing its competitors to access sensitive information, which they could use to gain an unfair advantage against Facebook. Such information could also be used by individuals or companies that might seek to compromise the

1 security of Facebook’s messages technology, causing harm to Facebook and the people who use  
2 Facebook’s services.

3 12. Plaintiffs also proposed to file Exhibit 6 to the Slade Declaration (Exhibit K to the  
4 Gardner Declaration), which includes excerpts of former Plaintiff David Shadpour’s deposition  
5 testimony, under seal in its entirety. Facebook takes no position on whether the designated excerpts  
6 satisfy the requirements for sealing. However, Facebook specifically denies Plaintiffs’ claim that  
7 good cause exists to seal Mr. Shadpour’s deposition testimony in its entirety on the grounds that the  
8 testimony is not relevant because Mr. Shadpour “is no longer a party to this litigation” (Dkt. No. 166  
9 at 3) for the same reason described in paragraph 9 above.

<b>Document to Be Sealed</b>	<b>Reasons for Confidentiality</b>
Exhibit L (Slade Decl. Exhibit 7, FB000005575)	This document contains detailed technical information about the functionality of Facebook’s messages products and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. The document also contains information about a named Plaintiff’s Facebook message, including the time and date of the message. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
Exhibit M (Slade Decl. Exhibit 8, February 4, 2016 Alex Himel Deposition Transcript)	This document contains the deposition testimony of a Facebook employee that concerns a Facebook internal discussion of business and engineering decisions regarding Facebook’s technology and the internal processes and functionality of Facebook’s messages technology that is entitled to protection under the law.
Exhibit N (Slade Decl. Exhibit 10, December 18, 2015 Fernando Torres Deposition Transcript)	The information redacted by Plaintiffs does not need to be sealed.
Exhibit O (Slade Decl. Exhibit 11, January 26, 2015 Dr. Catherine Tucker Deposition Transcript)	The information redacted by Plaintiffs does not need to be sealed.
Exhibit P (Slade Decl. Exhibit 12, February 2, 2016 Dr. Benjamin Goldberg Deposition Transcript)	Only the text from page 80, line 1 through page 171, line 4 needs to be filed under seal.  The information concerns the processes and functionality of Facebook’s source code, Facebook’s technology, internal

Document to Be Sealed	Reasons for Confidentiality
	processes and functionality of Facebook’s messages technology as well discussions of declarations of Facebook’s employees regarding the same that is entitled to protection under the law.
Exhibit Q (Slade Decl. Exhibit 14, FB000005577)	This document contains detailed technical information about the functionality of Facebook’s messages products and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. The document also contains information about a named Plaintiff’s Facebook message, including the time and date of the message. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
Exhibit R (Slade Decl. Exhibit 15, FB000005800)	This document contains detailed technical information about the functionality of Facebook’s messages products and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. The document also contains information about a named Plaintiff’s Facebook message, including the time and date of the message. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
Exhibit S (Slade Decl. Exhibit 16, FB000005882)	This document contains detailed technical information about the functionality of Facebook’s messages products and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. The document also contains information about a named Plaintiff’s Facebook message, including the time and date of the message. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).
Exhibit T (Slade Decl. Exhibit 17, FB000006007)	This document contains detailed technical information about the functionality of Facebook’s messages products and internal tools that is protectable as a trade secret or otherwise entitled to protection under the law. The document also contains information about a named Plaintiff’s Facebook message, including the time and date of the message. As the Magistrate Judge noted in her prior order, the exposure of such information “risks subjecting the persons identified in this document to annoyance, embarrassment, or other significant harm, and the public has no meaningful need to obtain this information at this time.” (Dkt. No. 131).



1 **ATTORNEY ATTESTATION**

2 I, Christopher Chorba, attest that concurrence in the filing of this Declaration of Nikki Stitt  
3 Sokol has been obtained from the signatory. I declare under penalty of perjury under the laws of the  
4 United States of America that the foregoing is true and correct. Executed this 23rd day of February  
5 2016, in Los Angeles, California.

6  
7 Dated: February 23, 2016

\_\_\_\_\_  
8 /s/ Christopher Chorba  
9 Christopher Chorba