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13

14   UNITED STATES DISTRICT COURT

15   NORTHERN DISTRICT OF CALIFORNIA

16   OAKLAND DIVISON

17 MATTHEW CAMPBELL and MICHAEL   Case No. C 13-05996 PJH
   HURLEY,
18   **DECLARATION OF NIKKI STITT**
                Plaintiffs,   **SOKOL IN SUPPORT OF THE JOINT**
19   **ADMINISTRATIVE MOTION TO SEAL**
        v.   **DOCUMENTS ACCOMPANYING CLASS**
20   **CERTIFICATION BRIEFS AND**
   FACEBOOK, INC.,   **EVIDENTIARY OBJECTIONS**
21
                Defendant.
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DECLARATION OF NIKKI STITT SOKOL IN SUPPORT OF THE JOINT ADMINISTRATIVE MOTION TO SEAL
DOCUMENTS ACCOMPANYING CLASS CERTIFICATION BRIEFS AND EVIDENTIARY OBJECTIONS
CASE NO. C 13-05996 PJH

I, Nikki Stitt Sokol, declare as follows:

1.   I am Associate General Counsel for Litigation for Defendant Facebook, Inc. ("Facebook"). Pursuant to the Court's instructions at the hearing on Plaintiffs' Motion for Class Certification held on March 16, 2016, the Minute Order dated March 16, 2016 (Dkt. 174), Civil Local Rules 7-11 and 79-5(b)-(d), and the Amended Stipulated Protective Order dated July 1, 2015 (Dkt. 93), I submit this Declaration in support of the information Facebook seeks to seal in the parties' Joint Administrative Motion to File Documents Accompanying Class Certification Briefs and Evidentiary Objections Under Seal. The requested relief is narrowly tailored, and there are compelling reasons to protect the confidentiality of certain Facebook information contained in documents accompanying Facebook's Opposition to Plaintiffs' Motion for Class Certification. *See Kamakana v. City and Cnty. of Honolulu*, 447 F.3d 1172, 1178-79 (9th Cir. 2006); *see also In re Google Inc. Gmail Litig.*, No. 13-02430-LHK, 2013 WL 5366963, at *3 (N.D. Cal. Sept. 25, 2013); *Transperfect Glob., Inc. v. Motionpoint Corp.*, No. 10-2590 CW, 2013 WL 209678, at *1 (N.D. Cal. Jan. 17, 2013). Except as otherwise noted, I have personal knowledge of the facts set forth in this Declaration and, if called and sworn as a witness, could and would testify competently to them.

2.   The Motion to Seal sets forth the documents Facebook is seeking to be sealed, including the following:

(a) designated portions of Exhibits 2 and 5 to the Declaration of Melissa Gardner in support of Plaintiffs' Motion for Class Certification ("Gardner Cert. Declaration");

(b) designated portions of Exhibits C, D, EE, and JJ to the Declaration of Christopher Chorba In Support of Defendant Facebook, Inc.'s Opposition to Plaintiffs' Motion for Class Certification ("Chorba Declaration");

(c) designated portions of the Declaration of Alex Himel In Support of Facebook's Opposition to Plaintiffs' Motion for Class Certification ("Himel Declaration");

(d) designated portions of Exhibits MM and OO to the Himel Declaration;

(e) designated portions of the Declaration of Michael Adkins In Support of Facebook's Opposition to Plaintiffs' Motion for Class Certification ("Adkins Declaration");

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(f) designated portions of the Expert Report of Dr. Benjamin Goldberg, submitted in connection with Facebook's Opposition to Plaintiffs' Motion for Class Certification ("Goldberg Report");

(g) designated portions of the Declaration of Dan Fechete In Support of Facebook's Opposition to Plaintiffs' Motion for Class Certification ("Fechete Declaration");

(h) designated portions of Exhibit PP to the Fechete Declaration;

(i) Exhibits QQ, RR, SS, TT, UU, VV, WW, XX, YY, ZZ, and AAA to the Fechete Declaration;

(j) designated portions of Exhibits 1 and 12 to the Declaration of David Slade in Support of Plaintiffs' Motion for Class Certification ("Slade Declaration"); and

(k) designated portions of the Declaration of Alex Himel In Support of Facebook's Objection to and Request to Strike New Evidence and Misstatements of Fact in Plaintiffs' Reply in Support Of Their Motion For Class Certification ("Himel Declaration II").

Because there are compelling reasons to permit filing this confidential information under seal, the Court should grant the joint administrative motion. For the Court's convenience, I discuss the confidential information to be sealed in three categories below.

Information Concerning Facebook's Confidential Security and Anti-Abuse Systems

3. There are compelling reasons to seal portions of Exhibit 2 to the Gardner Cert. Declaration (Exhibit 31 to the Motion to Seal); Exhibit JJ to the Chorba Declaration (Exhibit 33 to the Motion to Seal); Exhibit MM to the Himel Declaration (Exhibit 35 to the Motion to Seal); the Adkins Declaration (Exhibit 37 to the Motion to Seal); and the Goldberg Report (Exhibit 39 to the Motion to Seal). Specifically, the portions identified below contain non-public, confidential, and proprietary Facebook business information that is protectable as a trade secret, as it concerns the processes and functionality of Facebook's confidential security and anti-abuse products and systems. Facebook's main priority is ensuring that the people who use Facebook are protected and that their accounts are secure. The information that Facebook seeks to seal could be used by individuals or companies that might seek to compromise the security of Facebook's messages and other technology,

causing harm to Facebook and the people who use Facebook's services. Facebook and its user base

present an attractive target for hackers and other criminals. *See, e.g.*, Ellis Hamburger, "Inside

Facebook Security: Defending Users from Spammers, Hackers, and 'Likejackers,'" The Verge (May

25, 2012), *available at* http://www.theverge.com/2012/5/25/2996321/inside-facebook-likejackers-

spammers-hackers. Indeed, as Facebook has previously explained in public-facing materials,

Facebook does not (and cannot) share all of the specific details of how its security, spam, and abuse

prevention systems operate, because this information could help provide a roadmap to hackers and

others who seek to harm Facebook and people who use the service. Specifically, this information

could help wrongdoers build and implement "workarounds" designed to thwart safety mechanisms.

The public does not have a meaningful interest in obtaining information that could compromise the

security of user accounts. Further, the public disclosure of this information would cause

particularized harm to Facebook by allowing its competitors to access the specifics of Facebook's

business, which they could use to gain an unfair advantage against Facebook.

Document	Sealable Portions
Exhibit 2 to the Gardner Declaration[1] (Ex. 31 to Mot. to Seal)	31:11-12; 31:14-22; 31:24-32:1; 32:3-6; and 32:26-28
Exhibit JJ to the Chorba Declaration[2] (Ex. 33 to Mot. to Seal)	45:17-18; 45:24; 54:4; 54:13; 75:5; 75:5-76:10; 76:18; 76:19-77:6; 77:11; 77:12; 77:13; 77:13-14; 77:16; 77:17; 77:19; 77:24-25; 118:23-119:2; Errata p. 1 (lines 1-3; and Errata p. 2 (at 48:20-23; and 76:24)
Exhibit MM to the Himel Declaration (Ex. 35 to Mot. to Seal)	15:14; 15:14-17; 15:17; 15:17-18; 15:18-20; and 15:21-22

[1] Facebook also redacted source code in this document (*see* pp. 6:15-18, 6:21-22; 7:9-16; 10:15-17; 10:19-20; 10:22-23; 10:25-26; 11:1-2, 11:4-6; 11:7; 12:5-6; 13:19; 14:13-14; 14:25-26; 15:4-5; 15:10-11; 15:23; 15:25; 15:27; 16:1; 16:3; 16:8; 16:13; 23:10-26; 24:1-14; 26:23-24; 27:18-24; 28:24-26; and 29:4-9), and Plaintiffs also redacted the name and Facebook ID of one of the Named Plaintiffs (*see* 28:9-10, 11, 28:12, and 28:13). Pursuant to the Court's previous order, these redactions do not require the Court's further approval. (Dkt. 174.)

[2] Facebook also redacted source code in this document (*see* pp. 75:1; 75:3-4; 76:11; and 77:21). Pursuant to the Court's previous order, these redactions do not require the Court's further approval. (Dkt. 174.)

DECLARATION OF NIKKI STITT SOKOL IN SUPPORT OF THE JOINT ADMINISTRATIVE MOTION TO SEAL
DOCUMENTS ACCOMPANYING CLASS CERTIFICATION BRIEFS AND EVIDENTIARY OBJECTIONS
CASE NO. C 13-05996 PJH

Document	Sealable Portions
Adkins Declaration[3] (Ex. 37 to Mot. to Seal)	1:7; 1:11; 1:14-17; 1:20; 1:21; 1:23; 1:24; 1:27; 2:3; 2:3-5; 2:6; 2:11; 2:14; 2:15; 2:16; 2:17-22; 2:23-27; 3:1; 3:2-3; 3:7-8; 3:9; 3:10; 3:11-12; 3:12-13; 3:14-15; 3:16; 3:18-19; 3:20-22; 3:24-27; 4:1-2; 4:3-6; 4:6-7; 4:7; 4:8-9; 4:10-11; 4:13-14; 4:17-18; 4:19; 4:21; 4:22-24; 4:24-27; 5:1-3; 5:3-5; 5:13-14; 5:18; 5:19-22; 5:22-23; 5:25-27; 6:1; 6:9-12; 6:13-16; 6:17; 6:18-19; 6:21-27; 7:1; 7:2; 7:3; 7:4; 7:5-6; 7:7-8; 7:9-11; 7:14-16; 7:17-19; 7:24-26; 8:8-10; 8:11-15; and 8:17-21
Goldberg Report[4] (Ex. 39 to Mot. to Seal)	¶ 102

Information Concerning Facebook's Documentation of Changes to Source Code

4. There are compelling reasons to seal Exhibits QQ, RR, SS, TT, UU, VV, WW, XX, YY, ZZ, and AAA to the Fechete Declaration (Exhibits 31-51 to the Motion to Seal) in their entirety, and designated portions of Exhibit OO to the Himel Declaration (Exhibit 52 to the Mot. to Seal), as identified in the chart below. Specifically, the documents contain "Diffs" (or "differentials") that constitute non-public, confidential, and proprietary Facebook source code and Facebook internal documentation of changes to source code. This information effectively demonstrates Facebook's source code functionality that is protectable as a trade secret. Facebook treats this information in these documents as a valuable trade secret, given that it has invested millions of dollars in conjunction with the development of this code, including by providing it with the highest level of protection and security within Facebook. Most importantly, such information relates to code utilizing information about user activity on Facebook and could be used by individuals or companies that might seek to compromise the security of that information and technology, causing harm to Facebook and the people who use Facebook's services. The public does not have a meaningful interest in obtaining such information. The public disclosure of this information would cause particularized

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[3] Facebook also redacted source code in this document (*see* pp. 3:9; 4:16; 4:21; 4:22). Pursuant to the Court's previous order, these redactions do not require the Court's approval. (Dkt. 174.)

[4] Facebook also redacted source code in this document (*see* ¶¶ 33, 34, 35, 36, 40 41, 45, 46, 50, and 56). Pursuant to the Court's previous order, these redactions do not require the Court's approval. (Dkt. 174.)

DECLARATION OF NIKKI STITT SOKOL IN SUPPORT OF THE JOINT ADMINISTRATIVE MOTION TO SEAL
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harm to Facebook by allowing its competitors to access Facebook's source code, which they could use to gain an unfair advantage against Facebook.

Document	Sealable Portions
Exhibit OO to the Himel Declaration (Ex. 52 to Mot. to Seal)	Exhibits A through G

Information Concerning Names of Internal Tables in Facebook's Databases

5.   There are compelling reasons to seal portions of Exhibit 5 to the Gardner Cert. Declaration (Exhibit 54 to the Motion to Seal); Exhibits C, D, and EE to the Chorba Declaration (Exhibits 56, 58, and 60 to the Motion to Seal); the Himel Declaration (Exhibit 62 to the Motion to Seal); the Goldberg Report (Exhibit 39 to the Motion to Seal); the Fechete Declaration (Exhibit 64 to the Motion to Seal); Exhibit PP to the Fechete Declaration (Exhibit 66 to the Motion to Seal); Exhibits 1 and 12 to the Slade Declaration (Exhibits 69 and 70 to the Motion to Seal); and the Himel Declaration II (Exhibit 72 to the Motion to Seal), as identified in the chart below. Specifically, these materials reflect names of internal tables in Facebook's databases, which contain (or may have contained) sensitive data and constitute non-public, confidential, and proprietary Facebook business information that is protectable as a trade secret. This information constitutes a trade secret because it could be used by individuals or companies that might seek to compromise the security of Facebook's messages and other technology, causing significant harm to Facebook and the people who use Facebook's services. The internal table names—and the databases in which they exist—are referenced within Facebook's proprietary source code and indicate both the schema for Facebook's internal databases (i.e., how they are structured) and—more importantly—where particular data or types of data are (or were) stored. As indicated in paragraph 3 above, Facebook and its user base present an attractive target for criminals and others with malicious intentions. Accordingly, revealing the table names could provide a roadmap that would assist an unauthorized individual who illicitly obtained access to Facebook's internal systems in determining where sensitive data—including user information—is (or was) stored, how it is (or was) stored, and how to access it. Limiting access to user data and respecting the privacy and sensitivity of such data are extremely important and of

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paramount importance within Facebook, as well as to the public. Accordingly, the public does not have a meaningful interest in obtaining such information. Moreover, the public disclosure of this information also would cause particularized harm to Facebook by allowing its competitors to access the details of Facebook's internal tools, which they could use to gain an unfair advantage against Facebook.

Document	Sealable Portions
Exhibit 5 to the Gardner Declaration[5] (Ex. 54 to Mot. to Seal)	232:14
Exhibit C to the Chorba Declaration (Ex. 56 to Mot. to Seal)	pp. 4, 8
Exhibit D to the Chorba Declaration (Ex. 58 to Mot. to Seal)	pp. 4, 7
Exhibit EE to the Chorba Declaration[6] (Ex. 60 to Mot. to Seal)	293:6; 292:23; 293:6; 293:7, 293:17; 294:6; 295:16; 295:22; 296:4; 342:19; 342:21; 343:9; and 343:14
Himel Declaration[7] (Ex. 62 to Mot. to Seal)	ii.13; ii.14; ii.14; 1:9; 13:22; 13:25; 13:27; 14:3; 14:5; 14:5; 14:10; 14:17; 14:18; 14:19; 14:22; 14:26; 15:2; 15:2; 15:9; and 19:24
Goldberg Report[8] (Ex. 39 to Mot. to Seal)	Table of Contents at 24, 30; ¶ 9; Heading "B" at p. 24; ¶ 43; ¶ 44; Subheading 2 at p. 30; ¶ 56; Bullet 1 on p. 36; ¶ 80; and ¶ 101;
Fechete Declaration[9] (Ex. 64 to Mot. to Seal)	5:4; 5:5; 5:7; 5:9; 5:10; 5:12; 6:22; 6:23; 6:24; 7:1; 7:4; 7:4; 9:1; 9:8; 9:12; 9:13; 10:5; 10:5; 11:8; 11: 15; and 11:15

[5] Facebook also redacted names of non-parties (specifically, Facebook employees) (*see* pp. 226:5; 230:22), and the Facebook ID of a non-party (specifically, a Facebook employee) (*see* p. 270:3) in this document. Pursuant to the Court's previous order, these redactions do not require the Court's further approval. (Dkt. 174.)

[6] Facebook also redacted source code (*see* pp. 294:4; 305:20; 307:22; 308:5) and the names of non-parties (specifically, Facebook employees) (*see* pp. 152:5; 152:9; 153:1; 153:3; 175:8; 175:16; 176:11; 176:12; 176:13; 176:18; 177:5; 177:13; 227:19; 227:21; 285:17; 288:14; 292:21; and 293:1) in this document. Pursuant to the Court's previous order, these redactions do not require the Court's further approval. (Dkt. 174.)

[7] Facebook also redacted source code (*see* pp. 14:5) in this document. Pursuant to the Court's previous order, this redaction does not require the Court's further approval. (Dkt. 174.)

[8] As indicated in Footnote 4, Facebook also redacted source code in this document.

[9] Facebook also redacted source code (see pp. 4 n.2 and 4 n.3) in this document. Pursuant to the Court's previous order, these redactions do not require the Court's further approval. (Dkt. 174.)

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Document	Sealable Portions
Exhibit PP to the Fechete Declaration (Ex. 66 to Mot. to Seal)	p. 1 at ***
Exhibit 1 to the Slade Declaration[10] (Ex. 68 to Mot. to Seal)	i.9; 9:25; 10:20; 11:8; 11:9; 11:12; 11:18; 11:18; 11:19; 12:13; 12:20; 12:22; 12:25; 13:3; and 13:6
Exhibit 12 to the Slade Declaration (Ex. 70 to Mot. to Seal)	139:1; 139:5; 139:8; 139:11; 140:1; 140:2; 140:4; 140:16; 140:18; 141:8; 142:1; 142:19; 143:1; 144:9; and 143:13
Himel Declaration II (Ex. 72 to Mot. to Seal)	2:9; 2;11; 2:19; 2:20; 2:23; 2:24; and 2:24

I declare under penalty of perjury under the laws of the United States of America and the State of California that the foregoing is true and correct, and that I executed this Declaration in Menlo Park, California on March 28, 2016.

/s/ Nikki Stitt Sokol
Nikki Stitt Sokol

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[10] The document also contains redactions by both Facebook and Plaintiffs that do not require the Court's further approval (*see* Dkt. 174), because Facebook's redactions are of source code (*see* pp. 8:2; 11:19; 12:1-3; 12:5; 12:6; 12:8-11; and 12:22), and Plaintiffs' redaction is of the Facebook ID of one of the Named Plaintiffs (*see* pp. 2:13).

DECLARATION OF NIKKI STITT SOKOL IN SUPPORT OF THE JOINT ADMINISTRATIVE MOTION TO SEAL
DOCUMENTS ACCOMPANYING CLASS CERTIFICATION BRIEFS AND EVIDENTIARY OBJECTIONS
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ATTORNEY ATTESTATION

I, Christopher Chorba, attest that concurrence in the filing of this Declaration of Nikki Stitt Sokol 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 28th day of March 2016, in Los Angeles, California.

Dated: March 28, 2016

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<i>/s/ Christopher Chorba</i>
Christopher Chorba
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DECLARATION OF NIKKI STITT SOKOL IN SUPPORT OF THE JOINT ADMINISTRATIVE MOTION TO SEAL DOCUMENTS ACCOMPANYING CLASS CERTIFICATION BRIEFS AND EVIDENTIARY OBJECTIONS
CASE NO. C 13-05996 PJH