

02:47:07 1 A. We -- the next company we approached was a
02:47:14 2 company called Animal 57. And that didn't
02:47:17 3 work out so well, because they were not
02:47:19 4 qualified for the job.

02:47:21 5 Q. Did you ever sign a nondisclosure agreement
02:47:23 6 with them?

02:47:23 7 A. I believe -- I'm not sure. I don't recall
02:47:30 8 if we signed -- I don't think we -- we
02:47:32 9 signed a contract with them, and they
02:47:34 10 agreed -- and perhaps in the contract there
02:47:37 11 was confidential -- a confidentiality at
02:47:41 12 that point. But, again, this is post
02:47:43 13 February 4th. So the ideas that I, you
02:47:48 14 know, have stated that were proprietary and
02:47:51 15 private in terms of knowledge had been made
02:47:54 16 public at that point.

02:47:55 17 Q. So is it your testimony, then, that
02:47:59 18 everything about HarvardConnection was then
02:48:01 19 out in the public?

02:48:03 20 A. Post-Facebook launch, yes.

02:48:07 21 Q. When did Facebook launch?

02:48:09 22 A. February 4th.

02:48:09 23 Q. February 4th, okay.

02:48:12 24 MR. CHATTERJEE: So let me mark
02:48:13 25 this as Exhibit No. 14.

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(Exhibit No. 14, E-mail with attachment, Bates Nos. C003587 - 3603, marked for identification.)

MR. HORNICK: I'll note for the record that you have a document range in this exhibit of C3587 through 3603.

Q. Yeah, there's something misattached. Let's just take off the section with the green page afterwards. Sorry about that.

A. Okay. So --

Q. Didn't notice that before.

A. (Witness complies.)

Q. Great. Thank you. Do you know what this document is, Mr. Winklevoss?

A. It looks like a site map of some sort.

Q. Is it the site map to the HarvardConnection website?

A. Let me think. This would be a site map. Yeah, it's a little jumbled here. But I think it was basically the HarvardConnection site and what we -- yeah, what we'd like them to build.

Q. Was this the same thing that you wanted Mark Zuckerberg to build, or were there changes made?

02:49:55 1 A. There were some changes to this. I mean,
02:49:57 2 for example, we had the matchmaker thing
02:50:00 3 right here. There were certainly -- you
02:50:06 4 know, we may have updated the site map. You
02:50:09 5 know, the site when Mark Zuckerberg first
02:50:12 6 saw was in November 2003, and from the code
02:50:15 7 that we have currently it stayed at a
02:50:18 8 standstill whereas the ideas were moving at
02:50:21 9 a rapid pace. And so this was the first
02:50:25 10 time, really, since I would say November
02:50:28 11 2003 that we put them down on paper.
02:50:29 12 Q. So it wasn't put down on paper before --
02:50:32 13 A. In -- with respect to a site map, I don't
02:50:36 14 believe -- no, I don't believe so.
02:50:42 15 Q. And now, you've said that the Animal 57
02:50:45 16 didn't work out too well. Could you
02:50:46 17 describe what you mean by that?
02:50:47 18 A. They took on the project. They basically
02:50:50 19 bit off more than they could chew. They
02:50:52 20 didn't have the expertise. They said that
02:50:55 21 they did. They didn't. And they were
02:50:56 22 really unable to do it, and so we terminated
02:50:59 23 the relationship.
02:51:00 24 Q. How did you decide that Animal 57 would be a
02:51:05 25 candidate to program this website?

02:51:07 1 A. I did some searching for Internet build
02:51:10 2 developers on the website. I talked to a
02:51:14 3 couple people, you know, asked them -- I
02:51:17 4 asked Randy Barth if they could do a site,
02:51:20 5 what the time frame is, what the cost would
02:51:22 6 be. It sounded reasonable, and we went --
02:51:24 7 we met with them and then went with them.

02:51:27 8 Q. And how long were they doing software
02:51:29 9 development for ConnectU?

02:51:30 10 A. I think the -- I think it was a three-week,
02:51:33 11 three or four-week window when we met with
02:51:36 12 them, and then when they -- from that point
02:51:39 13 they said they could deliver the website.

02:51:40 14 Q. So they gave roughly a month before they
02:51:43 15 could deliver the website?

02:51:44 16 A. Yeah, they -- would say they gave us a
02:51:47 17 month, but after a month's time period,
02:51:50 18 nothing had been done. You know, very
02:51:52 19 little had been done, and so their time
02:51:56 20 estimate was substantially smaller than what
02:51:59 21 it should have been.

02:52:00 22 Q. And after -- so what happened with Animal
02:52:04 23 57?

02:52:04 24 A. Well, I think we gave them extension maybe
02:52:07 25 of a couple weeks. But it didn't look like,

02:52:10 1 you know, -- it didn't look like they were
02:52:13 2 going to be able to finish it. And they
02:52:17 3 were underqualified. So after that we
02:52:19 4 approached iMarc and had them develop the
02:52:22 5 site.

02:52:23 6 Q. And when did you bring iMarc on board?

02:52:26 7 A. I believe it was like in March, maybe
02:52:33 8 March -- middle of March, something like
02:52:39 9 that, I think.

02:52:40 10 Q. And what did iMarc do?

02:52:42 11 A. IMarc started -- they basically programmed
02:52:46 12 the site from scratch over, because the php
02:52:49 13 at that point, the work from
02:52:52 14 HarvardConnection was -- many people had
02:52:54 15 worked with it. And it was easier to
02:52:56 16 basically start again, clean slate.

02:52:59 17 Q. Now, did you enter into any kind of
02:53:02 18 nondisclosure agreement with iMarc?

02:53:04 19 A. Yeah, we had an NDA with them, yeah.

02:53:08 20 Q. And was there any new confidential
02:53:11 21 information developed?

02:53:11 22 A. Any confidential information developed. I
02:53:19 23 can't recall right now. I don't believe so.
02:53:24 24 Between Animal 57 and iMarc or --

02:53:28 25 Q. No, after signing the agreement with iMarc.

02:53:30 1 A. Oh, well, you know, there were -- sure,
02:53:40 2 sure, we would have developed ideas and
02:53:41 3 stuff that would have been confidential,
02:53:44 4 sure.

02:53:45 5 Q. And how long did it take for iMarc to
02:53:48 6 complete the website?

02:53:49 7 A. I believe they did it in two months, working
02:53:51 8 very, very hard and very fast.

02:53:55 9 Q. And how many people were staffed on the
02:53:58 10 ConnectU project?

02:53:58 11 A. I think there was one lead project manager,
02:54:00 12 one lead programmer and there may have
02:54:05 13 been -- there might have been -- there was a
02:54:07 14 graphics person who did graphics. So there
02:54:10 15 was two, three people, one person sort of
02:54:12 16 making sure all the ducks were in a row, one
02:54:15 17 person programming, lead programmer, one
02:54:18 18 graphics individual, and there may have been
02:54:19 19 another programmer time to time.

02:54:24 20 Q. And when did ConnectU launch?

02:54:28 21 A. I believe -- I'm going to say May 25th,
02:54:32 22 2004, but I don't know that date for sure.
02:54:34 23 I know it was at the end of May.

02:54:36 24 Q. Since the nondisclosure agreement with iMarc
02:54:41 25 what is the confidential information that

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was created?

MR. HORNICK: Objection. And this is outside the scope. And I'm going to ask you, this is really not relevant to the case. And what I -- rather than getting into a fight over it, what I would suggest that you do is you put that into a separate 30(b)(6) notice and let's fight over it before you have a witness on it, because I don't really think you're entitled to our current confidential information.

MR. CHATTERJEE: The notice says the concept, design and development of the ConnectU website.

MR. HORNICK: Yeah, it doesn't say what the trade secrets are. You've got a separate one up there for the confidential information that was shared with Zuckerberg. That's No. 2. Why are you entitled to our current confidential information? What does that have to do with any of the claims or defenses or counterclaims?

MR. CHATTERJEE: It has to go with the efforts to mitigate any damages. It is directly relevant if you create any new

02:55:32 1 intellectual property, so --

02:55:32 2 MR. HORNICK: I'm sorry, you can't

02:55:33 3 have it today.

02:55:33 4 MR. CHATTERJEE: -- what he

02:55:33 5 considered is confidential.

02:55:34 6 MR. HORNICK: It's outside the

02:55:34 7 scope.

02:55:35 8 MR. CHATTERJEE: Mr. Hornick --

02:55:37 9 MR. HORNICK: You listen to me.

02:55:38 10 MR. CHATTERJEE: No, you listen to

02:55:39 11 me.

02:55:39 12 MR. HORNICK: You assert --

02:55:40 13 MR. CHATTERJEE: You're instructing

02:55:41 14 him not to answer; is that correct?

02:55:42 15 MR. HORNICK: Yes, I am.

02:55:43 16 MR. CHATTERJEE: Okay. Thank you.

02:55:43 17 There's no need to get involved in a debate

02:55:46 18 if you're instructing him not to answer.

02:55:48 19 MR. HORNICK: But I tried to do it

02:55:48 20 with you in a reasonable way. I suggested

02:55:50 21 to you that you do a separate 30(b)(6), and

02:55:52 22 let's fight over it properly. Let's take it

02:55:53 23 before the Judge if we have to, let you take

02:55:53 24 a little time and think about whether you

02:55:53 25 think you really need that and whether

02:55:59 1 you're really entitled to it before we waste
02:55:59 2 time during this deposition. I --

02:56:01 3 MR. CHATTERJEE: Mr. Hornick --

02:56:01 4 MR. HORNICK: If you want to work
02:56:01 5 this out --

02:56:01 6 MR. CHATTERJEE: -- if you want to
02:56:02 7 meet and confer, we can do that outside of
02:56:03 8 the deposition. I do not --

02:56:03 9 MR. HORNICK: -- when you're trying
02:56:06 10 to ask the witness questions about it. This
02:56:09 11 is a very, very sensitive area.

02:56:11 12 MR. CHATTERJEE: Mr. Hornick, all
02:56:12 13 you need --

02:56:12 14 MR. HORNICK: I don't think the
02:56:13 15 Judge is going to tell you that you can have
02:56:14 16 this information.

02:56:15 17 MR. CHATTERJEE: All you need to do
02:56:15 18 is instruct the witness not to answer.

02:56:15 19 MR. HORNICK: I'm trying to work it
02:56:15 20 out --

02:56:15 21 MR. CHATTERJEE: Your objections
02:56:16 22 have been coaching the witness. This is not
02:56:18 23 a time to resolve that. We'll meet and
02:56:20 24 confer later.

02:56:20 25 MR. HORNICK: Okay.

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BY MR. CHATTERJEE:

Q. What development work was done on the ConnectU website after signing up with iMarc?

A. Development?

Q. Yes.

A. Well, we -- they basically started from a clean slate and coded the site from ground up. And I think you probably have the site map that we gave them. And that would pretty much outline the initial phase of development.

Q. And was it changed in any way?

A. You know, it might have -- sure, it might have been changed to some extent. As I said, the HarvardConnection development was in arrested development from November 2003. Nothing was implemented in that site or at least implemented and given to us. So certainly there is changes in the website.

Q. Okay. Have all the rights associated with the HarvardConnection partnership been transferred to ConnectU LLC?

MR. HORNICK: Objection, calls for a legal conclusion but you can testify to

02:57:32 1 the extent that you know facts relating to
02:57:35 2 that question.

02:57:35 3 A. I know that Victor and Joseph, they
02:57:38 4 transferred their rights, and I believe we
02:57:40 5 have a dual ownership of -- or dual license
02:57:44 6 with Sanjay.

02:57:45 7 Q. And that's for the copyrights or for all
02:57:49 8 rights?

02:57:50 9 MR. HORNICK: Objection. It calls
02:57:51 10 for a legal conclusion --

02:57:53 11 A. I believe --

02:57:52 12 MR. HORNICK: -- and legal
02:57:53 13 testimony.

02:57:54 14 THE WITNESS: Sorry. Sorry.

02:57:56 15 A. I believe that entails the copyrights, and I
02:58:00 16 would assume also all the all rights. I
02:58:02 17 don't know the answer to the other portion
02:58:04 18 of that question.

02:58:07 19 Q. And how is it that ConnectU LLC owns the
02:58:13 20 trade secrets of the HarvardConnection
02:58:15 21 partnership?

02:58:16 22 A. We transferred like myself, Tyler and Divya
02:58:20 23 transferred the rights of our trade secrets
02:58:24 24 to ConnectU.

02:58:25 25 Q. And how did you do that?

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I, CAMERON H. WINKLEVOSS, do hereby declare under penalty of perjury that I have read the foregoing transcript; that I have made any corrections as appear noted, in ink, initialed by me, or attached hereto; that my testimony as contained herein, as corrected, is true and correct.

EXECUTED this _____ day of _____,
20____, at _____, _____
(City) (State)

CAMERON H. WINKLEVOSS

1 In the United States District Court
2 For the District of Massachusetts
3 I, Jessica L. Williamson, Registered,
4 Merit Reporter, Certified Realtime Reporter
5 and Notary Public in and for the
6 Commonwealth of Massachusetts, do hereby
7 certify that CAMERON H. WINKLEVOSS, the
8 witness whose deposition is hereinbefore set
9 forth, was duly sworn by me and that such
10 deposition is a true record of the testimony
11 given by the witness.

12 I further certify that I am neither
13 related to or employed by any of the parties
14 in or counsel to this action, nor am I
15 financially interested in the outcome of
16 this action.

17 In witness whereof, I have hereunto set
18 my hand and seal this 11th day of August,
19 2005.

20
21 

22
23 _____
24 Jessica L. Williamson, RMR, RPR, CRR
25 Notary Public, CSR No. 138795
My commission expires: 12/18/2009