

Schapiro Exhibit 129

Search Term: south park

Pages: 401 - 420

Declined: 305

Approved:29

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Total: 400

Declined

Free Range

2:04

An extremely funny animated short to promote a new animated TV series created by Seed Animation Studios in Middlesbrough, North East England. The series still doesnt have a home in terms of a TV station or channel yet, but its so funny, it

From: [davywavy36](#)

Views:272

Friends of Brook Park Green Team Mentoring Program

6:58

A 7 minute documentary created by students at the Community School for Social Justice under the tutelage of Karim Lopez of Citizens Advice Bureau. This informative and humorous piece is a walk through by South Bronx teens of an incredible

From: [friendsofbrookpark](#)

Views:272

The search for PadPad.... Part 2.... Entering the lair..

9:19

The search for padpad continues....a b c d e f g h i j k l m n o p q r s t u v w x y z 1 2 3 4 5 6 7 8 9 cold hot iraq iran israel hezbollah idf jew arab food war angelina best trick world memento techniques piano wrote song ever sp

From: [RedeemerProductions](#)

Views:272

Show de Ramon Anibal 6 de Mayo, 2006

0:59

AtenciÃ³n lectores que deseo convertir en televidentes.Supercanal Caribe, con cobertura en los dos sistemas de televisiÃ³n mÃ¡s importantes del pais, Time Warner y Cablevision, asi como Comcast y Adelphia, con sintonÃa garantizada de mÃ¡s d

From: [ramonanibal](#)

Views:271

Slovenian coast that not many know of!!!!

0:12

A part of slovenian coast that few people know of!

From: [marussicc](#)

Views:271

Sound test

0:25

Please Help me,I dont Know how to get matching sound with my video....Please HELP

From: [spykload](#)

Views:271

DONT WATCH THIS DANCE OFF

2:56

or ill eat you

From: [stapleguy1](#)

Views:271

Alumni Stops By At K-Rino's

1:48
just speakin with the wizard himself
From: [codeen2trillhotmail](#)
Views:271

[south park](#)
0:23
south park matrix lol this is the best one its like a real advert
From: [dimanddiger](#)
Views:270

I Can Change - Yami Malik
2:10
"I Can Change" from the South Park Movie.This is my first AMV... ever. I've never used Windows Media Player in my life, so I was messing around with things and decided to put something together. It's no where NEAR anything of quality, a
From: [Libii](#)
Views:270

[Naruto/southpark 4](#)
1:24
Yup yup^^ kyles mom is a b*tch^^. and the kool-aid man makes a visit too^^.some of the clips r a little off the music but its a try^^.enjoy, comment and rate plz
From: [demonicnaruto](#)
Views:270

[Sub-Zero vs Cartman](#)
0:04
Sub-Zero vs Cartman. Halloween Party 2006. Here's what happens when Sub-Zero faces Eric Cartman in Mortal Kombat!
From: [Glacius17](#)
Views:269

[going to charleston](#)
10:08
adventures of five on a road trip from north myrtle beach to charleston, south carolina, us of a.
From: [redapples](#)
Views:269

[another kp original](#)
1:21
kevin phillips skating around south florida and local skate park city street in coconutcreek.
From: [skaterdude1399](#)
Views:269

Tokyo Drift - Six Days - [www.ClipLegend.com](#)
5:59
ALLER VITE SUR SE SITE !!! [WWW.CLIPLEGEND.COM](#)
From: [bi2lel](#)
Views:269

[Kingdom Hearts 2 Karaoke](#)
3:58
:D took me a while to make, so dont be too harsh
From: [MewMewGoth](#)
Views:268

["a little time" - beautiful south, chicago, 31 Oct 06](#)
1:22
beautiful south live at park west in chicago
From: [lauraegg](#)
Views:268

[Det Montage](#)

2:32

Got bored and constructed a lengthy montage from mon footage; Det Loves It

From: [wilbumhorse](#)

Views:268

Tony Hawk Project 8 Sick Score

0:12

I scored a sick score which is amazing. No person can beat it! So I, think I am a pretty good gamer!

From: [zmanTHEgamer](#)

Views:268

South Island Snowboarding Trip 2004 (pt2 of 2)

7:02

Video of us travelling around the South Island of New Zealand in a couple of campervans. Snowboarding at Ohau, Snow Park, Cardrona, Mt Dobson and Mt Cheeseman. Good times :) Sounds by Shapeshifter and Pitch Black

From: [mattjcox](#)

Views:267

KISS/ALIVE/BEST ALBUMS EVER!

3:11

KIDKEL FEATUREREVEIWS THE BEST ALBUMS EVER.HOP THE CRAZY TRAIN TO REALITY ROCK SHOP! WE ARE THE REAL "CLERKS"!

From: [Kidkel69](#)

Views:267

Profesor hablando de South Park

0:52

MetÃ¡fora para comparar un absurdo de un artÃculo de la ConstituciÃ³n con el SeÃ±or MojÃ³n de South Park, increible xDDD

From: [pakitovo](#)

Views:267

Ritsuka's a B*****

1:22

The song is Kyle's mom's a bitch from south pak fo loveless, i just couldn't resist

From: [koga15](#)

Views:267

Cannibal the Musical

0:12

Michael and I are in Austin Texas, out in bfe Westlake, by beautiful lake Austin. We brought sandwiches and blanket, and sat and watched the wakeboarders go with bowls and a seat of green. Michael now sings a song from Cannibal:

The Musical

From: [ReinaPristina](#)

Views:267

NICE DAY

3:44

ONE GUITAR...ONE VOICE...ONE THING AFTER ANOTHER.

From: [SoDarkInHere](#)

Views:267

Kingdom Hearts Rock!! 3 Axel (Let's Fighting Love)

1:54

The thired in Kingdom Hearts Rock!! This time the boss is axel.I dont own the music

From: [sonicman123cow](#)

Views:267

What People Are Saying about "Speed Explains it All"

1:59

A funny video with quotes (some real, most fake) about "Speed Explains it All", also known as "The Speed Report", also known as "College Park, MD: True Life Stories". It's not meant to offend anyone or any of that shit. Get your panties out

From: [Speed8178](#)

Views:266

[Drunk Words with JAM in Reno](#)

4:39

We tell you how much fun we are having in Reno, all of which illegal

From: [jamshow1](#)

Views:266

[South park ending and the next previous notice Japanese](#)

1:01

south park 701 "I'm A Little Bit Country" ending and the previous notice of 702 "Krazy Kripples" in Japanese

From: [gockroach](#)

Views:266

[south park game](#)

6:46

dfsaf

From: [Ckyslayer99](#)

Views:265

[Logan Can Change](#)

2:06

A Logan music video with the song "I Can Change" from the South Park movie... Or, why my friend Paesha and I aren't allowed to sit on benches with a laptop and the X-men movies.

From: [briyamineko84](#)

Views:265

[Torvill & Dean DON'T MARRY HER compilation](#)

3:22

A compilation of T&D footage, set to this track by The Beautiful South...

From: [christrox](#)

Views:265

[Bavarian Forest, European Green Belt](#)

0:30

In Bavaria, in south-eastern Germany, the country's first national park was founded in 1970. In 1997, its total surface area was extended to now 243 square kilometers. Together with the Å umava National Park (Bohemian Forest), located on its

From: [screenshot](#)

Views:265

[Rediculously Long Line](#)

1:37

In Seoul, South Korea at a theme park called Lotte World. Longest line Ever!!!!

From: [oilersphan](#)

Views:265

[DBZ South Park Dub](#)

0:42

My first vid.... is a crappy south park dub! Well, it's funny anyway and I really didn't put much work into this. Nevertheless, enjoy.

From: [Frost126](#)

Views:265

[florish tutorial](#)

1:51

i show my florish

From: [trevorwtf](#)

Views:264

[Kanadier](#)

1:43

A boy is sleeping and he is very crazy! It's so funny!

From: [sushifish007](#)

Views:264

The Wheelchair

0:50

it involves a wheelchair, thats all im saying...

From: [Jambendooda](#)

Views:264

A Funny Mew Mew Result Of Boredom

1:17

I can explain. . . . I was bored!These are the shows and movies the sounds were from #1: south park#2: 40 year old virgin #3: Mr. Deeds#4: Click#5: Napoleon Dynamite#6: Clerks#7: South Park#8: American Pie#9: Austin Powe

From: [sasunarugurl93](#)

Views:264

BAD FRIEND FILM TRAILER

1:12

When a lonely young man named Jack buys a zombie named Zach off of the internet, Jack thinks he's found his new best friend.Unfortunately for Jack, Zach rapidly becomes very hungry. It soon becomes horrifyingly obvious that steak is not o

From: [RottPro](#)

Views:263

cartmen funny

0:10

just somethink i was messin with

From: [Acunderground](#)

Views:263

Naruto/southpark 1

0:51

I was lookin at the funny taco flavored kisses southpark video and wanted to make my own SP vid. so i downloaded a bunch of different southpark audio files. enjoy this one. its an experiment but it is still funny nonetheless^^.

From: [demonicnaruto](#)

Views:263

Ã'la do sonzinho escroto

0:11

veja e divirta-se!! tem som!!

From: [Guga51](#)

Views:262

Gettin' Down With the Mini Clowns

0:17

Go boys GO!This has nothing to do with Mini idiots lonelygirl15 daniel You're Cute funny yugioh south park ok go treadmill or any of that lot... :)

From: [morris850](#)

Views:262

Amit popping out in the 2005 South Asian Softball All Star

0:15

Amit Bhasin popping out in the 2005 South Asian Softball All Star Game.

From: [madibhai](#)

Views:262

Alabama Wall Cloud

0:37

Wall cloud captured from the ABC 33/40 Skycam at Cheaha State Park, south of Anniston, Alabama.

From: [wo4w](#)

Views:262

Watch this! No words..

0:37

Greatest short ever made within 10 minutes.

From: [EvilxPiggy](#)

Views:262

South park ending and the next previous notice Japanese

1:03

south park 706 "Lil' Crime Stoppers" ending and the previous notice of 707 "Red Man's Greed" in Japanese

From: [gockroach](#)

Views:262

Re: The 12 - People

3:25

wow These are THE worst impressions I think ever...lmao

From: [fuzzy7870](#)

Views:261

dragonball z watched to much t.v

5:07

i just thought of it becuse i got some ideas from my sensei

From: [dbzdemonboy12](#)

Views:261

too much caffeine

1:36

talking about how much it sucks that I drank too much caffeine with the new rockstar energy drink

From: [milo126](#)

Views:261

AEROSMITH/KINGS&QUEENS/RFMweek8

6:00

CJ AND JOEY HAVE BABY, JANEY LET'S KELLIE LISTEN TO MUSIC. SURPRISE! JANEY AND BOBBY FIGHT, THEN MAKE UP. FABIEN WORKS. KIDKEL ALBUM REVEIW

From: [Kidkel69](#)

Views:261

Ryo has to respect Judai's authority!!

0:37

Another crazy video that I made Ryo as Stan's father and Judai as Cartman

From: [MerinaChan](#)

Views:261

Winter Park Footy 2005

2:10

Footage from South Parc, Montreal and X-Dreams, Rochester NY

From: [semiloaded](#)

Views:260

GNG Fuckin Spree

0:22

i found this clip funny, so i made it with GNG, they say fuck so many times XD

From: [norton198196](#)

Views:260

South park wrestlers

0:37

spwa

From: [yutijgki](#)

Views:260

Me being funny

1:38

this is me in my room singing part of south park the movie, i really wasn't singing i was just moving my lips to make it look like im singing it took 15 watching lol. enjoy plz comment!!!

From: [mrpajahmahs](#)

Views:260

Naruto-faint

3:38

A Sasuke/naruto amv with the song Faint by linkin park. I uploaded another one of this because i sent this as a video response but the guy never approved it.and cmon comment people comment!

From: thechozen123

Views:260

Paramount's Carowinds and Wild Adventures

3:40

Here's a video of Paramount's Carowinds on the NC/SC border and Wild Adventures in GA. They were filmed in April 2005.

From: barryh1972

Views:260

Tobias & Henke - Kampen

1:32

Tobias & Henke - Kampen

From: Snabbkebab

Views:260

Columbia Ice Fields, Alberta

1:03

Short video taken over the August long weekend at the Columbia Ice Fields on highway 93 in Alberta. To get here from the east, take the #1 highway from Calgary past Lake Louise. Head north when you see the sign for Jasper.From the w

From: WriterWriter

Views:259

WCNINJA

0:57

wow/spn

From: TheSharkster

Views:259

Kingdom Hearts~Taking The Piss

1:44

KH dubbed a new version be nice no flaming!

From: boysfortoys

Views:258

S.W.A.T.

0:25

S.W.A.T

From: Axel05

Views:258

Safari im Hluhluwe Imfolozi Park

5:12

In SÄ¼dafrika besuchten wir fÄ¼r 3 Tage das Game Reserve Hluhluwe Imfolozi Park. Dort haben wir viele "wilde" Tiere gesichtet!

From: Annegieb

Views:258

pajama jam's at Trey's

1:06

For all the haters that love me...another slice of my life as a dj and editor for South Park

From: videorganics

Views:258

What is Evolution?

0:33

Southpark lipsync with those things for tea"I'm not a monkey, you aetheist faggot!!"

From: [oferx2](#)

Views:258

Disaster the Movie Clip

1:19

this is a clip of the new video Disaster.

From: [Allankj](#)

Views:258

Stan's Small Adventure

0:30

A stop motion movie i made with stan from south park as the star

From: [Twiztedmind864](#)

Views:257

Devil May Cry: Let's Fighting Love

1:01

Devil May Cry done to Let's Fighting Love from south park ninja episode.

From: [fortezx](#)

Views:257

Fiction: South Park's Montage Song put to Dylin

1:49

Watch after Iboga or not, part of "de-patterning" technique from MK_ULTRA set to Bob Dylin's Oxford Town Version 0.1 (make better if you want)

From: [Mor3ning](#)

Views:257

Scott White Teaser

0:58

Billy and Scott were closing up the restaurant after a busy Saturday night. By 4:00 A.M. on June 12, 2005, the two men had finished their duties and left the business through the back door. Scott and Billy walked together in the dark parki

From: [amwcrimetv](#)

Views:257

spinelli 2

0:22

part 2 of the pee in the bag saga

From: [thatsjohnrowe](#)

Views:257

sublime Dub and the crew of inacity

0:36

This vid is great watch wolfman and the crew get it aaaaahhahhhh

From: [MrBiggs496](#)

Views:256

Freeride South Mountain

5:49

Mountain Biking the Fire Tower Trail at Pawtuckaway State Park, Deerfield, NH

From: [gabeszczepanik](#)

Views:256

south park lost karma

0:06

south park clip

From: [rockerwivspikes](#)

Views:256

trunks

1:34

this movie is about trunks and gotten enjoyleave commend!

From: [thelordofall](#)

Views:256

Trashing Habbo Hotel Casino Stacking

1:15

This is The 1st Video of The Lot Series.This Casino Owned By - X..xHotChickx..X on The Habbo Hotel Australia.

From: RealBlah0

Views:256

amv evangelion to la risistance!

2:22

little funny amv i made.

From: vanekPI

Views:255

GUNDAM KOMBAT SOUTH PARK STYLE!

1:24

PLEASE COMMENT gundam synced to mortal kombat south park style

From: karasZero

Views:255

Re:Create Your Own South Park Character!

1:55

Lol A Funny story about my crazy love life told with Southpark Characters!!!!Music : Chicks Dig Jerks By The Late Great Comedian Bill Hicks

From: sweetesttaboo2k

Views:255

South Park: A Memory

3:28

I was thinking about South Park, and it struck me we only have one more season left until it's gone. It makes me sad. So I made this video to remember it by. There is one slash pic, but thats because there is a huge fan base around that.

No

From: Boingo123

Views:255

Dane Cook/South park parody

4:34

i put Dane cook and south park clips to Naruto

From: LINAPWNSYOUALL

Views:255

Schwein

0:19

zuviel South Park und eine Webcam... sowas kommt nicht gut :D

From: DarkGarrett

Views:254

Re: I'm NOT Dead

0:15

:)Yoo hoo...where are you? we miss you.....

From: thegeniel

Views:254

South Park-Parody of Star wars

11:07

Really funny and omg 3D

From: ultimatevideos

Views:254

Stoopid Funny trailer

1:20

A stupid pointless trailer I thought up in just about 5 minutes, and drew in 2. I heard it got a good response from South Gate high school, saying they wanted it to be made into a real movie, but I doubt I'm gonna do that. Maybe after Last

From: [zerorevival](#)

Views:253

Suck On My Chocolate Salty Balls

0:20

Lisa singing/mouthing the south park song.

From: [kirstylee152](#)

Views:253

The Influence of Hippie

4:40

A Hippie speaks of his lifestyle. The third in an ever growing series.

From: [valentincochran](#)

Views:253

Paradise! The coolest place in the world to live.

1:57

What are you looking for? It's probably here. Check it out!by [www.caldwellmediaassociates.com](#)More tags: cool great wonderful places to live paradise funny crazy yes genesis beatles daily show john jon stewart stephen steven colbert re

From: [odestiny](#)

Views:253

2 South Park SMB Glitches (lol)

0:41

2 Glitches from South Park SMB (lol)One of them onewingdangl taught me! yay!

From: [OniLinkPower](#)

Views:252

South Park German - South Park Kids VS Professor Chaos

2:03

Hier habe ich einen Clip aus der Folge 801 ! ^^ Aber das ende is bÄ¶sse XD Viel SpaÄ¶

From: [Dragonbadboy](#)

Views:252

Happy Holidays!

2:21

Just a blunt message to remind your friends and family how you feel about them...not only during the holiday season...but all year round!Music: "Dead, Dead, Dead" From the South Park Holiday CD.

From: [jowell98](#)

Views:251

re: create your own south park character

0:20

luv southpark !!!!

From: [hermunwiseguy](#)

Views:251

Shadow singing Brian Boitano

2:32

Enjoy(made by STT Productions aka Newgrounds)

From: [Daniel5567](#)

Views:251

Gerard op het kamp (Dutch Sesame Street)

1:26

Deze scÄ¶ne is afkomstig uit Sesamstraat. Gerard Kuster is op een woonwagenkamp en speelt met de kinderen. Ze fietsen en rijden in karren. Deze scÄ¶ne komt uit 1985 of 1986.

From: [Clausule](#)

Views:250

Psp System and games

2:26

This is my psp system with a few games as well 2 512 memery stick pro duo's.

From: [BrianMurphy100](#)

Views:250

[ZIG ZAG -#02 "Ado About nothing"](#)

4:46

WATCH EVERY EPISODE AT <http://www.myspace.com/zigzagcartoon> Daily Life is just so dull. Chuck and jack show us why boring can turn CRAZY in as little as 420 seconds. STAY TUNED FOR "EPISODE 3"- in 1 DAY!!!!

DO NOT READ BELOW THI

From: [BigBagInc](#)

Views:249

Re: Times Square, NYC: Out-Take

0:44

A Create-A-Character from South Park imitating LouRyder.

From: [Deswaldso](#)

Views:249

[Terror Firmer - Interrogation Scene](#)

7:51

Â-

From: [PsychoBoX](#)

Views:249

[Papaya SuperStar](#)

2:59

stop animation

From: [zfvit](#)

Views:248

[Scott Kmiec @ FDR 11-17-06](#)

0:24

This is Scott Kmiec at FDR Park in South Philadelphia on 11-17-06

From: [goodproblems](#)

Views:248

Re: Create Your Own South Park Character!

1:39

i look like a cartoon damn it!

From: [vampypink](#)

Views:248

[Envy's Super](#)

1:26

I do hope I get over this soon. xD I still ahve christmas requests to do.

From: [Sparx615](#)

Views:248

[Talking heads](#)

0:54

Talking heads with movie film quotes jack nicholson south park cartman pulp fiction blackadder dumb dumber shining

From: [Smash555](#)

Views:248

[South park theme backwards](#)

0:27

yes it sounds very nice doesnt it? well the guy sounds like hes saying something about last night xD. cartman talks about moby, and the other 2(not kenny) sound sorta german-french. i tried making lyrics, and here they are: man:i was there

From: [ItsTooFunky](#)

Views:248

[sonic dosent understand voting](#)

0:36

shadow shows sonic the importens of voteing

From: [shadowthehedgehogie](#)

Views:247

Re: Create Your Own South Park Character!

0:12

You can do it too, follow the link...

From: [PhillFlash](#)

Views:247

BIGGIE SMALLS

1:10

lmao i watched south park and had to.

From: [claudizzlefosh](#)

Views:247

Jrock Variety! II

3:28

Various Jrock clips to various music! Video - Vidoll, Nightmare, Gazette, Dir en Grey, Gackt, Psycho le Cemu, MUCC, Iceman, Miyavi, hide, Malice Mizer, Rentrer en Soi, T.M. Revolution Music - Kelis, Ying Yang Twins, Zero Wing, BeForU,

From: [Haruki](#)

Views:247

Death From Above

1:07

You will NEVER Take Me Down!!

From: [4fronator](#)

Views:246

My EXT Project :P

0:37

Yeah i think it looks cool so i put it on here...two hours of pictures and an hour of editing hahalgnoie the following. a b c d e f g h i j k l m n o p q r s t u v w x y z 1 2 3 4 5 6 7 8 9 cold hot iraq iran israel hezbollah

From: [ponypiddlepot](#)

Views:246

south park musical djnarfa

0:28

south park el musical djnarfa

From: [djnarfa2007](#)

Views:246

We Ar Going To The Movie!

4:34

YOU MY READ THIS!all them in the movie ar singing that why goku sings like stan in the start besidsde this is sepose to be a funny movie thats why vegeta has to roles! in it and is kenny's mom its funny!

From: [thelordofall](#)

Views:245

Happy Jake Episode 6

1:00

episode 6 - a stuffing boner::Thanksgiving Episode::

From: [mdb08](#)

Views:244

Bavarian Forest National Park

0:30

In Bavaria, in south-eastern Germany, the country's first national park was founded in 1970. In 1997, its total surface area was extended to now 243 square kilometers. Together with the Å umava National Park or Bohemian Forest, located on it

From: [screenshot](#)

Views:244

A day normal day for Logan from Blue Streak south park

3:26

dave chappelle was once really logan

From: theboywho2

Views:244

Gaara is super thanks for asking!

1:23

Haha Gaara! Im not making fun of him.I know some ppl will get mad a me for this but I love Gaara hes my favorite character,and its joke so get over it!! XD Gaara singing Im super from south park.^-^THIS VIDEO IS PURELY FAN MADE AND IS NOW

From: AngryPinkMoose

Views:244

Race for Life

3:34

The Race For LifeRaising Money for Cancer Research UKWith Snow White, Belle and Sleeping Beauty11th June 2006South Park, Darlington

From: jennykwa

Views:242

mike young

1:48

random clips of mike young

From: ofishal703

Views:242

South Falls, Silver Falls State Park, Oregon

0:13

At Silver Falls State Park, in central Oregon, one can go on a trail behind the falls. Here's what it looks like

From: marymactavish

Views:242

Sasuke untitled simple plan sasuke

3:29

Sasuke untitled simple plan sasukethis movie has nothing to do with google googler dont care Panic! panic Panic! panic! at the disco At The Disco best card trick in the world directions solution how to do response

From: supercoolguyofdoom

Views:242

My Own South Park Character

0:26

nothing here

From: dalevlogs2

Views:242

hey dood this is awesome

0:07

oh yeah dood

From: BLAKE1002

Views:241

Lake Eola to the 408

0:14

This a view from the 16th floor of The Waverly in downtown Orlando starting with the view north toward Winter Park, then a pan south taking in the construction of Paramount condos and then south to a look at Star Tower condos nearing topout

From: palmeri73

Views:241

Funny Real Estate Ad 3

0:14

A funny ad as part of a series of commercials for the South Sydney Corporate Park in Sydney Australia

From: [MumsSpag](#)

Views:241

Re: [Create Your Own South Park Character!](#)

1:04

OldDude25 SouthPark Character

From: [OldDude25](#)

Views:241

[Adobe After Effects Guitar Solo Animation by Ricardo Torres](#)

1:58

This it's my first animation in after effects... hahaha... that's me in south park playing a piece of Eruption by EVH!!!

LOL

From: [Metalized](#)

Views:241

[period.....](#)

0:29

well im sorry but i don't believe in something thats bleeds for fivr days and doesn't die!!!

From: [dyanstypb555](#)

Views:241

Re: [Create Your Own South Park Character!](#)

0:25

Me on South Park

From: [Pazmal](#)

Views:241

[Britney Spears could die and I would'nt mind](#)

3:22

Check and you will see a b c d e f g h i j k l m n o p q r s t u v w x y z 1 2 3 4 5 6 7 8 9 cold hot iraq iran israel
hezbollah idf jew arab food war angelina best trick world memento techniques piano wrote song ever speech during
show ma

From: [spykload](#)

Views:241

[Sonic Next Gen-Uncle F**ka](#)

1:05

I remade this vid while I was deleted.

From: [tetesonic07](#)

Views:241

[Chisey Big Head](#)

0:15

Made summer 2005.I had no internet, no TV, no friends.Animation inspired by Terrence & Phillip off of South Park.

From: [calvinnivlac](#)

Views:240

[Fun Times With iMovie](#)

0:34

Self-Explanatory

From: [DArTHVAd0r](#)

Views:240

[Litter Robot \(Darth Kenny\)](#)

1:24

I just got this robot litter box and was struck at how much it looked like Kenny from South Park. I couldn't resist
putting the stick-on letters on it... (video is at 2x speed)

From: [implaxis](#)

Views:240

[stupid boy part 2](#)

0:30

the same idiot from before 12345789101231141561111111178191102347846782414678323814632

784'602378638463782'46378463784384'4637846'78463'43704630473
'26043746237804637460'327846208'46823763784623746373'6745764 58467326847823647867'346786814783
From: 3453445
Views:240

The First KMSA versus Andy

3:26

Samus versus Marth on Mute City.Music from South Park: Chef Aid.Yay!Learn to bomb recover, dude.Congrats on the win, Andy!!!

From: WhatBadGod

Views:240

South Park Halo2

1:58

A video I made with Halo 2 & the voice of South Park.

From: having2muchfun

Views:240

South Center Parking Lot

0:14

RAWRR;; Julianna

From: infamouslaydeej

Views:239

New video! I will be making more videos! The Hell Song sum41

3:14

My computer got fixed!My computer would not let me do one with alot of clips... each clip had to be at least 5 secs... sometimes more... i am rele mad... the hell song sum41this movie has nothing to do with google googler dont care Pa

From: supercoolguyofdoom

Views:239

Pure Satisfactory Awesomness

4:58

The 4th of my Videos. This video includes sexual innuendos, shadow dancing, a cameo from the infamous mexican alligator, E.T. Running through the forest, and phat techno beats. Music by Benny Benassi (sorry if I spelled it wrong in the vi

From: shyeahhman

Views:239

Pizza's Here

9:18

three texas style meat inspectors go on a road trip in order to better understand thier place in the world of Connect-Four.

From: snlfarley

Views:239

Real CS

5:59

Funny as hell!!! LOL!! Good!!

From: 34JohannesHeinz34

Views:239

BandyFilm

2:50

BandyFilm

From: Snabbkebab

Views:239

Spoon

0:05

Based on a true story that never happened!Ignore this.....Spoon magic goblin WoW Spongebob yogurt wwe metal dethlok adult swim family guy south park Iraq bush mario luigi guitar van halen metallica ozzy osbourne adam sandler g

From: [holyhandgrenade105](#)

Views:239

SPACE WAR EPISODE 1 1 of 2

10:35

An action, comedy, animated, raunchy parody of the Star Wars universe and other great movies. This is the first half of the first episode which sets up the frame and the story for Space War. Expect more crazy antics in the second half, soo

From: [zushen](#)

Views:239

"one last love song" - beautiful south, chicago, 31 Oct 06

1:21

beautiful south live at park west in chicago

From: [lauraegg](#)

Views:238

AsTRo JackZ

2:00

A vapor that I couldn't see. Pee wee's playhouse.

From: [mets0623](#)

Views:238

High Plain ep.2

9:56

Ep 2- CompilationSnapshot Stopmotion and VideoCast- Eric, Reese, Quinn, Adrian.Songs'Punk' by Gorillaz'Constantinople' by The Residents'South Park Theme' by Primus'The Pressman' by Primus

From: [adnliwanag](#)

Views:238

gramps on kareoke

2:38

shane ward watch ur bak

From: [sundayclubboys](#)

Views:238

bad244

0:34

Ha ha ha ha ha ha ha ha,Shes not worth the whole song...or is she!

From: [cassiebell100](#)

Views:237

The New War - Godsmack Wake

3:36

Slide show picture of what bush thinking about.

From: [whamm234](#)

Views:237

Larry the Llama Episode 1 "The Chase"

1:09

Larry the Llama...with South Park-esque animation.

From: [AJRocca](#)

Views:237

Nova Abertura Wood Productions

0:23

Agora com as South Park Lominhas:- Geek Loma- Cowboy Loma- Reader Loma- Invisible Loma- Loma with a different hair- Princess Loma- Rock/Geek/Jedi Loma- The Tim Burton's Loma- Loma D. Woody Allen

From: [lomawood](#)

Views:236

What I Did Today

3:04

A Day In The Life...

From: [wirdofpley](#)

Views:236

Åll ramÃ³taskaupiÃ° 2006 - Upphafslag

0:26

The annual sketch show for the year 2006. The theme song spoofs the South Park one this year.

From: [draslis](#)

Views:236

Cartman's Dream

0:40

its verry funnywatch it

From: [jjoy92](#)

Views:236

Hennifer Hlopez!

0:18

Anna's beautiful portral of Jennifer Lopez from South Park

From: [secretxd3str0yer](#)

Views:235

Mule Deer Stotting

0:56

Mule Deer stotting in Badlands National Park.

From: [Gekkonid](#)

Views:235

Squaw Peak Zachary's Initiation

4:04

Chris, Colby, and Brian take in a new member for their Sunday hiking group, Zach, who is initiated into the group by climbing up the steep mountain of Squaw Peak, to reach Pride Rock.

From: [CUnit622](#)

Views:235

south park twat

0:46

gurnin baby bro!

From: [purpla](#)

Views:235

oran park drift

5:01

me drifting oran park south

From: [steroidchickens](#)

Views:234

Sic Bic

0:14

Done in 1997 at the age of 15 and inspired by south park, a short experiment in paper cutout animation. Music is a segment of the skinny puppy track Meat Flavour.

From: [coldcell](#)

Views:234

Drop it likes it's hot - Mario Paint Style

0:20

this is something i did in an hour (pretty sad doncha think?) it's drop it like it's hot, but done by Mario Paint, it's not perfect, but it's close enough... this was recorded on my emulator SNES9X.

From: [hockeyplaya131](#)

Views:234

Fucked-Up Fantasy

1:38

Please read before watching:I would first like to establish that I have nothing against Final Fantasy and this is not meant to offend in any way.I also think it is important that you know before viewing that this video is incomprehe

From: [omgretardedllama](#)

Views:234

[Java Park \(HiRez\)](#)

1:35

Stories from the Streets!!!

From: [BooGustA](#)

Views:234

[south park pt2](#)

5:00

south park pt2

From: [999prince](#)

Views:234

[Hot Chicks Pirate Ipods and MP3s and Movies](#)

0:59

I really like this video because it says you should FIGHT THE POWER and pirate and steal everything you can. I personally bootleg every single Xbox and PS2 game I have. I think it's time people started to fight back. U.P.E. Forever!

From: [StinkyWheezeTeets](#)

Views:233

[pats dad dance](#)

0:16

my mate pat dances like a dad at a weddings

From: [goosegenius](#)

Views:233

[Larry the Llama Episode 2 "Larry Visits the Moon"](#)

5:17

The unfinished sequel...enjoy!!

From: [AJRocca](#)

Views:233

[History Video of US Civil Rights](#)

9:13

This is a video my friends and I made for a history project about the Jim Crow Laws. It begins with a clip from south park and then goes on to us acting out some laws. Its far from the best produced movie ever but we wernt bothered cos we w

From: [linkandnavi](#)

Views:233

[a tribute to the real heroes](#)

1:28

after midterms, i think it only fitting that i create a touching tribute for the fallen republicans. may thy go on to prosper and stop molesting our counrty

From: [acedotcom](#)

Views:233

[Global Warming](#)

0:05

A real life re-enactment of Global Warming attacking a resident of South Park. Staring Patrick Fitzgerald.

From: [shadowflare1989](#)

Views:233

[funny video bike slide](#)

0:10

bike crash... funny...must see

From: [martinbeec](#)

Views:233

[hell pking vid](#)

3:51

my pure pking ftw!!!
From: [cameroniscooldude](#)
Views:233

Alabama Men take truck to tire spin
0:27
Watch the alabama men and a s-10
From: [skateraffiliated](#)
Views:232

South Dakota 2006
4:43
This is just a small slide show of my trip to South Dakota this summer
From: [usfpianoman](#)
Views:232

kyle's mom is a big fat bitch!
1:26
me and kelsey again...we're kind of pathetic.
From: [cizzarola](#)
Views:232

Impact Park Cartoon
1:56
This video was created during the hype of the South Park Craze! I was aksed by one of my Pastors at Impact Community Church in Sacramento to create an illustration for a the upcoming Sunday service. Of course I came up with the most time in
From: [aedralin](#)
Views:232

Something In My Front Pocket
0:17
The pigdance family dancing to the sily "something in my front pocket" song from south park
From: [Colette2007](#)
Views:232

The search for PadPad.. part 3.... The End
4:22
The end of the search for padpad....a b c d e f g h i j k l m n o p q r s t u v w x y z 1 2 3 4 5 6 7 8 9 cold hot iraq iran israel hezbollah idf jew arab food war angelina best trick world memento techniques piano wrote song ever s
From: [RedeemerProductions](#)
Views:232

VATZAOUSS TVSHOW featuring flying pooh
8:17
Funny drÃ¼le kicks ass !! Flying Pooh Satanus & stonerSamantha Brice de Nice South park simpson satanus jackass beavis butthead rock&roll
From: [fpsatanus](#)
Views:232

cartman vs south park
1:02
la lucha mas bizarra
From: [killerstonex](#)
Views:232

Movie Montage
3:21
A montage-like film I made of most of my films put together.
From: [the700lbman](#)
Views:231

Kingdom Hearts WOOTNESSNESS!!!!
2:26

I was extremely bored and just made this outta nowhere so enjoy!!! Explosions!! w00t!! ^_^Video Clips provided by

KH-vids.net

From: [Kenji345](#)

Views:231

[Staten Island fountain](#)

0:18

this is a fountain by Staten Island's South Beach Park

From: [pollard17](#)

Views:231

[south park christmas](#)

5:19

www.freewebs.com/circies

From: [RSBOOGADUDE](#)

Views:231

[Kh: Taco mega mix](#)

3:19

Clips from kh-vids.net. Axel is the Taco flavoured kisses man, so I had to do it! Namine wants to make a run for the border. Sora and Roxas have a special moment (lip syncing is off somewhat here). Apologies for the braindead Sora in a cert

From: [Narcelepticeskimo](#)

Views:231

[Shoot dans le bÃ©bÃ©](#)

0:23

Une vidÃ©o trop drÃ©le avec shoot dans le bÃ©bÃ© de Ike

From: [Boinyngton](#)

Views:231

[TINY KES](#)

2:52

I sing this beautiful song and i am soooo happy. it's a song you maybe know from spongebob.s. im from NL which stands for Cuba

From: [KasBuunk](#)

Views:231

[Xcorps Action Sports TV #6.\) MX seg.3](#)

5:48

Xcorps Action Sports Show #6.) "MX" - The X Corps is a show all about X Sports and we prove it with this episode called MX -- a big air look at the sport of freestyle motocross. X Corps host Jason Lazo opens things up in Chula Vista Ca at an

From: [TheXcorps](#)

Views:231

[Dj Screw-Southside Groovin'](#)

7:08

This song features Z-ro PSK-1 Lil' Flea of Street Military, Lil Flex, SPM, Big T, Point Blank, and Zhayne.

From: [Socko360](#)

Views:231

[Roller Derby](#)

3:01

Artist: The Funambulists Description: The Midnight Roller Derby was the first performance by the Funambulists, a group of students from University of Michigan's Art & Design School, and was held on a brisk fall night on a busy Saturday.

From: [playgallery](#)

Views:230

[Funny Real Estate Ad 4](#)

0:14

A funny ad as part of a series of commercials for the South Sydney Corporate Park in Sydney Australia

From: [MumsSpag](#)

Views:230

[Envy Can Change](#)

2:03

An Envy amv I did as a South Park parody^^ Even though it has no effort involved lol

From: [InvaderRed2](#)

Views:230

[Addo Elephant Park](#)

1:16

I shot these pictures and films while I was in South Africa, 2006.

From: [dirkg83](#)

Views:230

[DBZ: South park !!!](#)

0:23

this video is soo funny

From: [canab](#)

Views:229

[Lion Cub](#)

0:10

Little Lion Cub in Johannesburg Lion Park, South Africa

From: [leenworks](#)

Views:229

[Mr Hanky](#)

1:16

mr hanky from south park in my house!! lol

From: [androidefct](#)

Views:229

[Park Time Lapse](#)

1:26

Drive through Quincy's South Park + Indian Mounds Park.

From: [provine](#)

Views:229

[Marvin THAT POOR BOY](#)

0:42

just laughing our ass off

From: [aclassicdisaster](#)

Views:228

[Our Grand Adventure of Cheese](#)

2:12

Pilot Episode.Snapshot StopmotionCast- Reese, Quinn, Adrian.Songs'Punk' by Gorillaz'Tourettes' by Nirvana'South Park Theme' by PrimusNotes- Sorry for Sound Quality, the mic was over sensitive. That Crybaby

From: [adnliwanag](#)

Views:228

[wears your mom](#)

3:50

vomiting indigestion swelling of the hands and feet night terrors anal justice syndrome leakage diarrhea with fainting mesothelioma drunken alertness unpleasent odor of the scrotum hardening of the external organs emotional retardation sout

From: [roycethevoice](#)

Views:228

[frosty2](#)

1:07

the evil frosty is back. Part 2 of 8 violence warning i got the idea from south park, yes that is kenny.

From: [pumpkinking99](#)

Views:228

kyle's moms a bitch

1:37

kristian singing bitch song

From: askamesinbabay

Views:228

blood's day

1:36

Nos si jolis forets peuvent cacher de terribles secrets ...Heureusement que notre chasseur de vampires est là pour veiller !

From: latorche

Views:228

Phantom of the Opera theme(South Park)

3:30

I was bored. Enjoy;)

From: Victorsbabe

Views:228

me grinding

0:08

me grinding at south shields skate park

From: hokycraze

Views:228

Giraffe Chase number 2

0:20

Another video taken in Hluhluwe Park, South Africa.

From: FinkyDink

Views:228

The Parody Show "Episode 1"

4:13

The first episode of the parody show ! in this episode i used the parody's of south park ! i made this first time and i hope you like it CastGezno Wakabayashi as Mr.GarisonYami Marik As Erick CartamanYugi Muto As KyleIris As Sta

From: Opoks

Views:228

The end is all that matters

4:15

Spashley. A bit au, using clips mostly from the first season. Ashley sees spencer and falls in, but when Spencer hurts Ashley, problems arise between them. Using the piano version of In the End by Linkin Park. Mostly centers around Ashleys

From: greenelysium

Views:228

naruto/southpark 2

0:42

Yes!! it is time for naruto/southpark part 2^^. Srry the crdits didnt work. this is wat it said though:Naruto/Southpark 2Naruto as KittyNeji as Cartmenand... Hinata's father(i think) as the mom.comment,rate, and thanx for watching

From: demonicnaruto

Views:228

General Daimos / South Park Karaoke

5:00

What I did I done two karaokes on one video I made, and one is set for the credit roll. And about time, i got at least one anime classic as a Karaoke, but It was troublesome because some of the lyrics I found were incorrect. So I listened t

From: mariocyrasco

Views:228

"suck my fucking balls" from south park

0:40

best south park ever

From: mitchellcope

Views:228

Episode 3- Osama and Weiner Man

4:39

Episode 3- Osama Bin Laden and Weiner ManSongs- 'South Park Theme' by Primus 'Punk' by Gorillaz

From: adnliwanag

Views:227

Fikkie steken I

0:17

in diemen zuid.. fikkie steken ahaha helemaal lijp ouwe..diemen south.. burning some things in the park... funny shit

From: LCMVG

Views:227

South of the Border!

0:20

This is South of the Border. Their mascot is Pedro. You cannot look in any direction in North Carolina without seeing a billboard for it. It's a mexican restraunt(/mini theme park?) that's just south of the border between North and South C

From: BradOFarrell

Views:227

South_Mountain_Park_2

0:13

The view of the Valley from Dobbins Point

From: dcmalu

Views:226

dos colgaos Sombras en la oscuridad

1:30

el aburrimiento...xD

From: D4R3D3V1L

Views:226

Why MewHannah-Chan Hates Windows Movie Maker

0:55

The one reason I absolutley HATE Windows Movie Maker... It lies insie the movie... (Pictures by me)

From: MewHannahChan

Views:226

magic duck

0:13

a very magical duck

From: ray4992

Views:226

Drunk sleeping in iceland

0:28

funny my friend was drunk in year 2000

From: ivarlogi

Views:226

south park short film

0:52

I was really bored so yeah it was fun though hope you enjoy there is messed up parts like my hand but yeah remember it's my first one

From: sweetutahchic

Views:226

WRX Spinout at Oran Park

0:28

A WRX Race car loses it, and spins at the end of the straight at Oran Park (South Circuit)

From: [XR8Chic](#)

Views:225

[HRK Contender - Spyk V Moula](#)

4:04

HRK's version of the contender starts off with spyk V moula Extremely entertaining

From: [sohldestroyer](#)

Views:225

[Kakihara os desea feliz navidad](#)

0:19

Animaci3n navide3a con el personaje de Kakihara de Ichi the killer dibujado en versi3n south park (el dibujo no, pero la animaci3n es mia) gracias

From: [Danvicedo](#)

Views:225

[Grand Canyon National Park South Rim Arizona Utah](#)

7:15

Photo's by award winning photographers, Dale and Connie Carey. The last of 11 videos of our 2005 trip to Utah. Always save the best for last, the Grand Canyon is always the best

From: [vbstargazer](#)

Views:225

[lions crossing river](#)

2:07

lions crossing a river (area lower sabie kruger park 2002) one gets a wet tail.

From: [CH2CHCHO](#)

Views:225

[Elektroheinz Stonez](#)

4:46

Auch dieses Video enth3lt wieder Ausschnitte von unserem Denny Fries wie er leibt und lebt (siehe blaue M3tze) hammer video, unschlagbar. Es zeigt denny frys beim wettessen, der sich voll reinh3ngt, und alles gibt, um zu gewinnen. ultraschnell

From: [OYNASANA](#)

Views:225

[Psycho House THRILLER!!!](#)

2:08

The lengths two brothers will go to relieve boredom on a rainy day...

From: [calimarkiller](#)

Views:225

[Shining Force Exa](#)

0:14

THIS IS ANOTHER PART TO THE FIRST VIDEO I PUT UP!!!!!!!!!!!!ITS PRETTY TIGHT!!!!!!!!!!!!funny crazy daily show john jon stewart stephen steven colbert report tom green cruise eminem snoop dave chappelle chapelle half baked south park CNN

From: [SharinganKakashi88](#)

Views:225

[Lugano gol...Fenerbahçe - Ankaraspor](#)

0:39

Lugano gol...Fenerbahçe 1 - 0 Ankaraspor galatasaray besiktas trabzon ultras hell gfb taraftar kad3k3y supporter derby ma3carsi stadium futbol trib3n sefa deplasman police space fight hools alen match amazing knife turk turkish crazy tara

From: [ozcangenel](#)

Views:225

[Clearly Cartman Catalyst](#)

3:29

Erik Cartman auditions to host the year's Catalyst Conference in ATL. He has many issues.

From: [jokbuk](#)

Views:224

[Shining Force Exa](#)

0:14

NEW GAME!!!!!!!!!!!!!!!!!!!!PRETTY TIGHT!!!!!!!!!!!!funny crazy daily show john jon stewart stephen steven colbert report tom green cruise eminem snoop dave chappelle chappelle half baked south park CNN news brady evan jessica simpson alb p

From: [SharinganKakashi88](#)

Views:224

[Terrence & Philip](#)

0:48

petite parodie de Terrence et Philip

From: [JesterDark](#)

Views:223

[Terence und Phillip](#)

0:36

Kennt ihr Terence und Phillip von South Park...gut dann vergesst das schnell wieder denn jetzt kommen Psycho

Terence und Phillip

From: [DaKlotsch](#)

Views:223

[high times at golden griddle](#)

4:13

food and fire and weed..our waiter sounded like Cartman from South Park

From: [baybeekayzz](#)

Views:223

[drunk karaoke](#)

3:29

Drunk karaoke videoa b c d e f g h i j k l m n o p q r s t u v w x y z 1 2 3 4 5 6 7 8 9 dennis green ncis dove sports football baseball basketball hockey soccer awesome borat da ali cold hot iraq iran israel hezbollah idf jew ara

From: [rosshammond999](#)

Views:223

[Blue Mountains National Park](#)

0:29

Blue Mountains National Park is located on the eastern Australian coast near Sydney in New South Wales. There is a breathtaking scenery and an abundance of wildlife. Marsupials, such as the kangaroo, the wallaby, the wombat and the koala o

From: [screenshot](#)

Views:222

[Panoramic of the Badlands](#)

0:14

Panoramic shot at Badlands National Park

From: [thebrainiac](#)

Views:222

[RAWR Mix Volume 3](#)

2:21

Kratos wants to try acting in many different places, including Monty Python, Zelda, and a Romanian boyband!!I worked a long time trying to get the lip sync the best I could. After a while, I just put random Kratos gifs together and hoped

From: [PrincessAurion](#)

Views:222

[eric cartman immitation](#)

0:46

something i did when i was bored.

From: [MrModest](#)

Views:222

whip steve meows like a cat

0:16

self explanatory...he has no idea whats on his face

From: mikedisabitch

Views:222

RE: Create Your Own South Park Character

0:20

My response to schroeder182's chain videos where people use the Southpark character generator. I was like "what the hell, I'll join in".As a bonus, since I built up a shitload of subscribers, I'm sure most of them are tired of visualizi

From: Toneman

Views:222

The Mr. Doodypants & Friends Show

5:51

The Mr. Doodypants & Friends ShowCreated by: Victor DeRespinisLuke, Earl, and Mr. Doodypants encounter an unexpected surprise on the farm

From: MasterHiggins23

Views:222

Custom PSP Look

0:25

I flashed a font and game boot to my PSP. Current version is 2.71SE-C. I used XFLASH.

From: sexcandymachine

Views:222

The battle of the paradox brothers Part 2

0:56

funny

From: 11slifer

Views:222

jc abyssed

0:51

"AAAAAHHHHHHHHHHHH" "STOP IT"julian chan abyssed.feat. jemun.LIfilmed by:kevin.YUPS. audio lag. ask me for original file

From: qqyu

Views:221

White Boy Magic

3:33

3 Crazy white boyz bustin some sik shit.

From: aweav03

Views:221

Fucked-Up Fantasy: Volume II

2:16

Like Volume I, it is random, obscene, and obnoxious, only this time THERE'S SHIT EVERYWHERE!

From: omgretardedllama

Views:221

SPECIAL Skitzo Skit Show Breaking And EnteWIIng

3:38

Return Of Low Life and hes up to his old tricks agen as he trys to steal Random Hero's Nintendo Wiia b c d e f g h i j k l m n o p q r s t u v w x y z 1 2 3 4 5 6 7 8 9 cold hot iraq iran israel hezbollah idf jew arab food war angelina

From: Nero1000

Views:221

The Xenu Story

5:43

My version of the xenu story. got the ida from south park. enjoy!!!

From: OchoCinco86

Views:221

MGB laps of Mallala (South Australia) - Aug, 2006

1:33

The lovely engine sounds of a little 1800cc 1968 MGB doing laps of Mallala Motorsport Park in South Australia detracted from by the lousy wind noise in the microphone. Couldn't get the Alfa but it didn't get away either much, either!

From: mgracer

Views:221

Teen Titans With South Park

1:22

This is like my DP one but with Teen Titans. Hope you all like.

From: ToonieDP

Views:221

whats the big deal

0:01

south park clip

From: cfwhiteout07

Views:220

Fort Park II

1:38

Another mix of South Park & Fort Minor and is comedy

From: zazoo182

Views:220

najstazcars

3:43

ma nang kars blud yoyoyoyo

From: ferrariguypok

Views:220

Le FuckÃ©!

0:38

A stop-motion folly, shot on super-8 frame by frame, on August 19th 1999 on a closed freeway exit in Laval. The only roughness that was involuntary was the out-of-focusness. Thank you Canon for your cameras that let us see in focus while f

From: aldiakarooofus

Views:219

San Benito & Port Isabel Skateboarding

0:18

Crooked Grind at San Benito skatepark and Ollie a 9 set at Port Isabel

From: break9682

Views:219

Sora's Super

1:30

Making fun of Sora is fun. Hehe. Originally I wanted to use Xemnas... but Sora worked better. (Ok, its been done before, I know.)

From: falcongirl02

Views:219

im sailing away part 1

0:40

great song!

From: bryce4220

Views:219

Bigfoot.

2:22

Our own Bigfoot sighting....Some people have had trouble understanding some of what is said in this video, so here's

where you can read it all: <http://www.files.bz/files/10981/bigfoot.bmp>

From: [defjamfanatic123](#)

Views:219

[My Hyakugojuuichi](#)

4:28

just a little music video thingy...feturing South park, tokyo mew mew Michael and Janet, the Simpsons,Neil and many more!

From: [beriipop](#)

Views:219

[Future Robot Crises](#)

1:55

Shortfilm Funded By Velcro Animal Enterprise, and filmed and acted with help of nofac Productions. A robot attacks the city, future police officers stop him. We get better.

From: [Nofaces](#)

Views:218

[Televisi3n](#)

3:16

Esto es loq sucede en la tele

From: [rockpalma](#)

Views:218

[Yellowstone Bear - 2006 - 2 Yr old grizzly footage](#)

6:00

Grizzly 2 miles south of Mammoth Hot Springs, Yellowstone. June 2006

From: [dvdking1](#)

Views:218

[World Wide Magazine "Black Jesus-Spokesman"](#)

10:24

An excerpt from an episode of World Wide Magazine, a public access TV show from St. Louis, MO. The show was created by the late Pete Parisi. This clip features Black Jesus at the Monkey House in the St. Louis Zoo at Forest Park. He goes

From: [diabetoboy](#)

Views:218

[Adam Davidge - Trampa Mountainboards Team Rider](#)

2:52

Filmed at Newgale in Wales & Baiter Park in Poole on the south coast. Adam Davidge riding the Air Evo Hybrid Core '06 & a Blade II 7.8 on VPS (old school!!). Production by www.kitefreestyle.com Trampa @

www.trampaboards.com

From: [retrocow](#)

Views:218

[New York Central Park](#)

0:24

Adam, Dalton and me, sitting at the south-east corner of the Central Park, listing to "Heth". The album is called 'Clean'

From: [robffm](#)

Views:218

[Troy and Melissa's Wedding Montage](#)

2:16

Troy and Melissa's wedding montage. Congratulations!

From: [nicolegubrath](#)

Views:218

[Random bits of footage thrown together](#)

1:39

I got all my spare footage from the natrix and a few peices of other stuff and threw it all together with some amazing music, enjoy! This video has nothing to do with: cold hot iraq iran israel hezbollah idf jew arab food war angelina b

From: [Routhy](#)

Views:218

[sora is going to hell](#)

1:17

the song from south parks' movie when kenny just died and about to press the button at heaven

From: [godgatherer](#)

Views:217

[South Park fet. Bushido](#)

2:24

A homemade Hip Hop special *g*

From: [AliBengali1984](#)

Views:217

[naruto goin to hell](#)

1:17

well i made this out of bandom again and no offence to the characters i used here

From: [scorpion1941](#)

Views:217

[Fag TV](#)

0:29

it's fag TV and it is edited with something which is not shitty

From: [lilfag13](#)

Views:217

[A barata](#)

1:11

Video de animaÃ§Ã£o estilo south park, de um clipe musical.

From: [thefabricio](#)

Views:217

[Wes' Trophy 7 # 14 oz Coldfront Largemouth Bass](#)

2:49

Westley Wooddell nailed this 7 pound 14 ounce (certified scale, 7# 10 in the boat) Spring Lake South State Park Largemouth Bass in April on a 32 degree Coldfront day !!!!! ...

From: [wwwspinnerbaitorg](#)

Views:217

[Fehlplatz Doku Part 1](#)

3:01

eine wirklich sehr gute und interessante Dokumentation Ã¼ber Fehlplatz und ihre Entstehung

From: [Fehlplatz](#)

Views:217

[Hamster Sora's mom's a stupid bitch](#)

0:34

kyels mom is a stupid bitch sung by hamster riku

From: [Drddx](#)

Views:217

[Yakin Popping out in the All Star Game](#)

0:06

Yakin from Dynasty popping out during the South Asian Softball Game held in Bethpage State Park.

From: [madibhai](#)

Views:216

[One Man Show](#)

6:15

I am all alone.

From: [daveoishot](#)

Views:216

Sasuke Hates Everyone

0:24

This screams "SASUKE!!!"

From: cherryme105

Views:216

Dragon Fly

0:05

Caught this Dragon Fly taking a break on the hot tarmac in September 2006 up the South Park in Darlington UK

From: getoblast

Views:216

Carls jr burger

0:11

"

From: play2lose

Views:216

Tunisia 1

0:11

Zulu performers and not Tunisia. Or you might want to write South African zulu performers performing at an African animal park in Tunisia.

From: Scallyann

Views:216

South park Matrix

5:29

Remix

From: gangstaboy95

Views:215

Mike Flint @ FDR 11-17-06

0:31

Mike Flint at FDR Park in South Philly 11-17-06

From: goodproblems

Views:215

forrest lump

10:59

a forrest gump type movie, funny took us a lot of time to make

From: blackbirdprod

Views:215

Disciples of the flesh FIXED EDIT

8:09

fixed a bit

From: josepher

Views:215

le hall

0:24

josselin presente le hall^^

From: iguane

Views:215

UFO Frank and Jerry demo

0:41

UFO'S... IN SPACE

From: SuperHappyDvD

Views:215

naruto haku zabuza sasuke yellow card lights and sounds

1:11

THE TIMING GOT A LIL MESSED UP WhEN I UPLOADED IT!naruto haku zabuza sasuke yellow card lights and

soundsthis movie has nothing to do with google googler dont care Panic! panic Panic panic! at the disco At Th

From: [supercoolguyofdoom](#)

Views:215

South Park German - Hey Hey Los gehts (Anime South Park)

0:43

Hi^^ das is ein Anime south park clip aus der folge 801 have fun^^

From: [Dragonbadboy](#)

Views:215

Blackberry Adventures - Bernard's Mission

2:04

95% of blackberrys make it into Ribena... but will Bernard?! Following in Colin's footsteps, he attempts to become a Ribena berry!

From: [gamezgalore](#)

Views:214

MMMkay

2:04

The educational and fun video that teaches you to not run with scissors or sum shit like that

From: [WillieStroker](#)

Views:213

The Gangster Forest Adventure

2:35

My First Good Video.2 kids get lost in the forest!!!

From: [lilfag13](#)

Views:213

Re: Create Your Own South Park Character!

0:39

My South Park Character, Kimber. She's a cutie! HEHE

From: [str8jackit72](#)

Views:213

Elephants Crossing Road Kruger National Park South Africa

0:24

Elephants crossing the road in front of our safari vehicle in the Kruger National Park, South Africa

From: [leaturner18](#)

Views:213

GEORGE W BUSH NEWS

1:15

It's about friggin' time

From: [stapleguy1](#)

Views:213

Zelda OOT Younglink in Fire Temple

1:32

I fought the fire temple boss as young link

From: [branden911](#)

Views:213

stan brakhage esq

2:38

Stan Brakhage (b.1933 d.2003) is revered as one of the most important experimental filmmakers of the 20th century, and his work has had some small impact on mainstream cinema. The credits of the film Seven, with their scratched emulsion, r

From: [lantz45](#)

Views:213

Webcam Murder Series - "Death By Laundry Basket"

0:47

Think you've seen "Faces of Death?" Well, guess what? You haven't.After a series of mysterious "murder by

webcam" videos began popping up on the internet, major Hollywood Producers, Brian Laesch & Jason Pierce, realizing the world need

From: [brianlaesch](#)

Views:213

[Crazy go karting 2](#)

1:44

same thing but on the side view

From: [sundayclubboys](#)

Views:212

"manchester" - beautiful south, chicago, 31 Oct 06

0:14

beautiful south live at park west in chicago (short, but a cool little dance from paul heaton)

From: [lauraegg](#)

Views:212

[Friendship Music Video](#)

3:06

my and my friend, Krystal, made this regarding the fact that we've been friends since the "whom" (translation: womb) and that we'll be friends forever. there are a lot of shows included in this.

From: [jeffreymark](#)

Views:212

Unsure

[Bowflex Commercial](#)

0:58

The Bowflex company recently requested me to produce them a Bowflex commercial, but unfortunately they didn't accept it, so I decided to post it on YouTube so people can see my wonderful work.

From: [thehugman](#)

Views:257

Schapiro Exhibit 130

From: Deana Arizala
Sent: Wednesday, November 22, 2006 8:11 PM
To: Travis Hill
Cc: Mark M. Ishikawa; Courtney Nieman
Subject: RE: [internal-from] MTVN - YouTube - Approved/Declined per asset per week

Importance: High

Attachments: youtubenov06.xls



youtubenov06.xls
(21 KB)

Hey Travis,

Can you run a report for MTVN that has YouTube, Google Video, MySpace, Yahoo Video (separate excel sheets) with the approved and decline in BFM just like the attached example. Thanks!

P.S. Report Period: November 13 - 19, 2006

Best Regards,
Deana Arizala

Deana Arizala
Client Services Manager. BayTSP, Inc
408.341.2365 (direct)
408.341.2300 (voice)
408.341.2399 (fax)

-----Original Message-----

From: Travis Hill
Sent: Thursday, November 16, 2006 2:52 PM
To: Mark M. Ishikawa; Courtney Nieman; Deana Arizala
Subject: [internal-from] MTVN - YouTube - Approved/Declined per asset per week

Based on the approved/declined timestamp. Weeks beginning October 30th, November 6th, and November 13th to the present.

asset	status	count(*)
South Park - Full Episode	Approved	117
South Park - Full Episode	Declined	625
The Daily Show - Clips	Approved	417
The Daily Show - Clips	Declined	5150
The Colbert Report - Clips	Approved	171
The Colbert Report - Clips	Declined	229
Naked Brothers Band - Clips	Approved	8
Naked Brothers Band - Clips	Declined	56
The Daily Show - Full Episode	Approved	7
The Daily Show - Full Episode	Declined	4752
The Colbert Report - Full Episode	Declined	213
South Park - Clips	Approved	1068
South Park - Clips	Declined	1009
Naked Brothers Band - Full Episode	Declined	46
Spongebob Squarepants - Clips	Approved	55
Spongebob Squarepants - Clips	Declined	236
Spongebob Squarepants - Full Episode	Approved	7
Spongebob Squarepants - Full Episode	Declined	263
Fairly Odd Parents - Clips	Approved	4
Fairly Odd Parents - Clips	Declined	22
Fairly Odd Parents - Full Episode	Approved	7
Fairly Odd Parents - Full Episode	Declined	17
Zoey 101 - Clips	Approved	28
Zoey 101 - Clips	Declined	13
Zoey 101 - Full Episode	Approved	82
Zoey 101 - Full Episode	Declined	43
Drake & Josh - Clips	Approved	54
Drake & Josh - Clips	Declined	175
Drake & Josh - Full Episode	Approved	3
Drake & Josh - Full Episode	Declined	140
Backyardigans - Clips	Approved	14
Backyardigans - Clips	Declined	37
Backyardigans - Full Episode	Declined	51
Dora The Explorer - Clips	Approved	2
Dora The Explorer - Clips	Declined	25
Dora The Explorer - Full Episode	Declined	18
South of Nowhere - Clips	Approved	45
South of Nowhere - Clips	Declined	805
South of Nowhere - Full Episode	Approved	36
South of Nowhere - Full Episode	Declined	213
Degrassi - Clips	Approved	17
Degrassi - Clips	Declined	2790
Degrassi - Full Episode	Approved	4
Degrassi - Full Episode	Declined	434
Beyond the Break - Clips	Approved	3
Beyond the Break - Clips	Declined	20
Beyond the Break - Full Episode	Declined	21
Crossroads - Clips	Approved	1
Crossroads - Clips	Declined	115
Crossroads - Full Episode	Declined	126
CMT Music Awards - Clips	Approved	1
CMT Music Awards - Clips	Declined	3
Foxworthy's Big Night Out - Clips	Approved	3
Foxworthy's Big Night Out - Full Episode	Declined	3
Trick My Truck - Clips	Approved	2
Trick My Truck - Clips	Declined	38
Trick My Truck - Full Episode	Declined	39
I Pity The Fool - Clips	Declined	3
I Pity The Fool - Full Episode	Declined	1
Noah's Arc - Clips	Declined	3
Noah's Arc - Full Episode	Declined	5
Laguna Beach - Clips	Approved	10
Laguna Beach - Clips	Declined	101
Laguna Beach - Full Episode	Approved	4
Laguna Beach - Full Episode	Declined	114
Real World - Clips	Declined	344
Real World - Full Episode	Approved	2
Real World - Full Episode	Declined	305
Andy Milonakis - Clips	Approved	1
Andy Milonakis - Clips	Declined	289
Andy Milonakis - Full Episode	Declined	73
VMA Awards - Clips	Approved	50
VMA Awards - Clips	Declined	289

VMA Awards - Full Episode	Declined	19
Avatar the Last Airbender - Clips	Approved	60
Avatar the Last Airbender - Clips	Declined	4552
Avatar the Last Airbender - Full Episode	Approved	111
Avatar the Last Airbender - Full Episode	Declined	1710
TotalNonstop Action! - Clips	Declined	14
TotalNonstop Action! - Full Episode	Declined	3
Ultimate Fighting Championship - Clips	Approved	2
Ultimate Fighting Championship - Clips	Declined	11
Ultimate Fighting Championship - Full Episode	Declined	8
Most Xtreme Challenge - Clips	Approved	1
Most Xtreme Challenge - Clips	Declined	3
Most Xtreme Challenge - Full Episode	Declined	4

Schapiro Exhibit 131

UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

VIACOM INTERNATIONAL, INC., COMEDY)
PARTNERS, COUNTRY MUSIC TELEVISION,)
INC., PARAMOUNT PICTURES CORPORATION,)
AND BLACK ENTERTAINMENT TELEVISION,)
LLC,)

PLAINTIFFS,)

VS.)

YOUTUBE INC., YOUTUBE, LLC AND)
GOOGLE, INC.,)

DEFENDANTS.)

-----)

THE FOOTBALL ASSOCIATION PREMIER)
LEAGUE LIMITED, BOURNE CO., ET AL.,)
ON BEHALF OF THEMSELVES AND ALL)
OTHERS SIMILARLY SITUATED,)

PLAINTIFFS,)

VS.)

YOUTUBE, INC., YOUTUBE, LLC, AND)
GOOGLE, INC.,)

DEFENDANTS.)

-----)

VIDEOTAPED DEPOSITION OF AMY POWELL
TAKEN ON TUESDAY, DECEMBER 15, 2009

JOB NO. 18310

CASE NO.
07-CV-2103

CASE NO.
07-CV-3582

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UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

VIACOM INTERNATIONAL, INC., COMEDY)
PARTNERS, COUNTRY MUSIC TELEVISION,)
INC., PARAMOUNT PICTURES CORPORATION,)
AND BLACK ENTERTAINMENT TELEVISION,)
LLC,)

PLAINTIFFS,)

CASE NO.
07-CV-2103

VS.)

YOUTUBE INC., YOUTUBE, LLC AND)
GOOGLE, INC.,)

DEFENDANTS.)

-----)
THE FOOTBALL ASSOCIATION PREMIER)
LEAGUE LIMITED, BOURNE CO., ET AL.,)
ON BEHALF OF THEMSELVES AND ALL)
OTHERS SIMILARLY SITUATED,)

CASE NO.
07-CV-3582

PLAINTIFFS,)

VS.)

YOUTUBE, INC., YOUTUBE, LLC, AND)
GOOGLE, INC.,)

DEFENDANTS.)

Videotaped deposition of AMY HOWELL, taken on
behalf of the Defendants, at 350 South Grand Avenue,
Suite 2500, Los Angeles, California, on Tuesday,
December 15, 2009, at 9:25 a.m., before NIKKI ROY,
CSR. No. 3052.

1 APPEARANCES:

2
3 FOR THE PLAINTIFFS:4
5 JENNER & BLOCK, LLP
6 BY: SUSAN J. KOHLMANN, ESQ.
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8 37th Floor
9 New York, New York 10022-3908
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11 skohlmann@jenner.com

12 FOR DEFENDANT GOOGLE:

13 WILSON SONSINI GOODRICH & ROSATI
14 BY: BART E. VOLKMER, ESQ.
15 650 Page Mill Road
16 Palo Alto, California 94304-1050
17 650.565.3508
18 bvolkmer@wsgr.com

19 ALSO PRESENT:

20 PAUL KOENIG, Paramount
21 REBECCA PRENTICE, General Counsel, Paramount
22 SCOTT McNAIR, Videographer
23
24
25

1 09:41:29 MS. KOHLMANN: Objection as to form.

2 09:41:31 You can answer.

3 09:41:31 THE WITNESS: For the film Transformers we

4 09:41:40 uploaded the official approved trailer to YouTube.

5 09:41:44 BY MR. VOLKMER:

6 09:41:48 Q. Did you upload any other materials besides

7 09:41:50 the official trailer to YouTube?

8 09:41:52 A. We always only upload approved materials

9 09:41:56 that have been routed through the marketing

10 09:41:59 executives, talent and filmmakers VIA approved upload

11 09:42:04 account.

12 09:42:08 MR. VOLKMER: Move to restrike the response

13 09:42:10 as nonresponsive.

14 09:42:11 Q. Did you upload any other materials besides

15 09:42:13 the official trailer to YouTube with respect to the

16 09:42:16 Transformers promotional campaign?

17 09:42:19 MS. KOHLMANN: Objection.

18 09:42:20 You can answer.

19 09:42:24 THE WITNESS: For Transformers 2, which is

20 09:42:26 the film I was referencing, we uploaded the official

21 09:42:31 trailer and the official approved clips from the EPK.

22 09:42:37 BY MR. VOLKMER:

23 09:42:37 Q. What about for the original Transformers

24 09:42:40 movie, did Paramount's interactive marketing

25 09:42:43 department engage in any viral marketing of that film

1 09:42:46 using YouTube?

2 09:42:47 A. I don't recall.

3 09:43:00 Q. How long ago did Paramount upload the

4 09:43:03 Transformers 2 trailer to YouTube?

5 09:43:09 A. The Transformers 2 final trailer was earlier

6 09:43:16 this year. I don't recall specifically.

7 09:43:20 Q. So Paramount's interactive marketing

8 09:43:25 department has continued to use YouTube for

9 09:43:28 promotional purposes after this lawsuit was filed; is

10 09:43:31 that correct?

11 09:43:31 MS. KOHLMANN: Objection as to form.

12 09:43:33 You can answer.

13 09:43:34 THE WITNESS: Can you repeat the question,

14 09:43:37 please.

15 09:43:37 BY MR. VOLKMER:

16 09:43:37 Q. Sure. Paramount's interactive marketing

17 09:43:39 department has continued to use YouTube for

18 09:43:41 promotional purposes after this lawsuit was filed; is

19 09:43:44 that correct?

20 09:43:45 A. We use YouTube as we do any other website

21 09:43:48 that we're in business with, which is to upload

22 09:43:51 approved materials for the marketing of our films.

23 09:43:55 Q. Right. And my question was, did Paramount's

24 09:43:59 interactive marketing department continue to use

25 09:43:59 YouTube for promotional purposes after this lawsuit

1 09:44:01 was filed?

2 09:44:02 MS. KOHLMANN: Objection; asked and

3 09:44:02 answered.

4 09:44:12 You can answer.

5 09:44:13 THE WITNESS: As I said, YouTube is one of

6 09:44:15 many websites that we use to market our films with

7 09:44:17 approved materials.

8 09:44:19 BY MR. VOLKMER:

9 09:44:22 Q. That doesn't respond to the question though.

10 09:44:24 The question was, after this lawsuit was filed, did

11 09:44:28 Paramount continue to use YouTube to promote its

12 09:44:31 films?

13 09:44:31 MS. KOHLMANN: Objection; asked and answered

14 09:44:33 and getting argumentative.

15 09:44:35 You can answer.

16 09:44:36 THE WITNESS: We use YouTube to upload

17 09:44:41 approved marketing materials as we do any other

18 09:44:44 website that we're in business with.

19 09:44:46 BY MR. VOLKMER:

20 09:44:46 Q. And that practice of using YouTube to upload

21 09:44:49 approved marketing materials has taken place after

22 09:44:53 the filing of this lawsuit which is in March of 2007?

23 09:44:57 A. That is correct.

24 09:44:58 Q. The materials that Paramount's employees and

25 09:45:19 agents have uploaded to YouTube for promotional

1 09:45:22 purposes, those materials are authorized to be on the

2 09:45:25 YouTube service; is that right?

3 09:45:27 MS. KOHLMANN: Objection as to form.

4 09:45:33 BY MR. VOLKMER:

5 09:45:33 Q. You can answer.

6 09:45:34 A. I can only speak on behalf of my team.

7 09:45:37 Q. Sure. So the materials that were uploaded

8 09:45:41 by your team or by agents of Paramount at the

9 09:45:45 direction of your team, those materials that have

10 09:45:48 been uploaded to YouTube, they are authorized to be

11 09:45:51 on the YouTube service, correct?

12 09:45:52 MS. KOHLMANN: Objection as to form.

13 09:45:55 You can answer.

14 09:45:55 THE WITNESS: To the best of my knowledge,

15 09:45:58 my team has always had the direction of only

16 09:46:02 uploading approved materials.

17 09:46:06 BY MR. VOLKMER:

18 09:46:07 Q. Would you say that everything that your team

19 09:46:09 has uploaded or has approved to be uploaded, that set

20 09:46:14 of materials are authorized?

21 09:46:15 MS. KOHLMANN: Objection; vague.

22 09:46:19 You can answer.

23 09:46:20 THE WITNESS: I'm not sure I know what you

24 09:46:21 mean by "authorized."

25

1 02:45:41 In light of all of the additional
2 02:45:43 focus on infringement on YouTube, I'm
3 02:45:45 checking with Scott to see if we are
4 02:45:46 taking down clips.
5 02:45:49 Do you know what the additional focus on
6 02:45:50 infringement that Mr. Perry references is?
7 02:45:54 MS. KOHLMANN: Objection. Are you asking
8 02:45:57 her as she sits here today?
9 02:46:00 MR. VOLKMER: Yeah, I'm asking her if she
10 02:46:02 has any understanding as to what Mr. Perry was
11 02:46:05 talking about.
12 02:46:05 MS. KOHLMANN: Objection; it's not on this
13 02:46:09 document; lacks foundation.
14 02:46:10 You can answer.
15 02:46:11 THE WITNESS: I am not clear on what he's
16 02:46:14 talking about.
17 02:46:33 MR. VOLKMER: Let's mark Exhibit 20.
18 02:46:36 (Powell Exhibit 20, document bearing
19 02:46:36 Bates number VIA 00431656, marked for
20 02:46:40 identification, as of this date.)
21 02:46:40 MS. KOHLMANN: Thanks.
22 02:46:48 BY MR. VOLKMER:
23 02:47:03 Q. Exhibit 20 is an e-mail exchange produced by
24 02:47:05 Viacom in this litigation. The e-mail thread took
25 02:47:11 place on October 15th and 16th, 2006. And the first

1 02:47:18 message in the thread you write to Tamar Teifeld and
2 02:47:23 Mickey Worsnup and you say:
3 02:47:26 Is this one of our approved
4 02:47:27 clips, question mark.
5 02:47:28 There's a YouTube URL and the subject line
6 02:47:32 is Flags of Our Fathers.
7 02:47:34 Do you know why you reached out to
8 02:47:39 Ms. Teifeld and Mr. Worsnup about the authorization
9 02:47:43 status of this clip?
10 02:47:44 A. I don't know specifically. I presume I was
11 02:47:46 in a meeting and asking them if they were in front of
12 02:47:49 a computer.
13 02:47:51 Q. And Ms. Teifeld responds:
14 02:47:55 Yes, these are clips from the
15 02:47:56 EPK.
16 02:47:57 A. Uh-huh.
17 02:47:57 Q. What is the EPK?
18 02:47:59 A. Electronic press kit.
19 02:48:00 Q. And are clips that are included in the EPK
20 02:48:06 that are uploaded to YouTube authorized to be on
21 02:48:09 YouTube?
22 02:48:09 MS. KOHLMANN: Objection.
23 02:48:11 THE WITNESS: On each specific film we put
24 02:48:14 together what's known as an EPK, which is a
25 02:48:18 collection of approved clips and content for any said

1 02:48:21 film. Those are the clips that are approved for
2 02:48:23 distribution online.

3 02:48:28 BY MR. VOLKMER:

4 02:48:31 Q. So if there's an EPK clip that's appearing
5 02:48:34 on YouTube, it's authorized to be on the YouTube
6 02:48:39 service, correct?

7 02:48:39 MS. KOHLMANN: Objection; misstates the
8 02:48:41 record.

9 02:48:42 THE WITNESS: Not necessarily.

10 02:48:43 BY MR. VOLKMER:

11 02:48:44 Q. Why is that?

12 02:48:45 A. Only the final approved locked color
13 02:48:50 corrected sound mixed final version of the EPK clips
14 02:48:53 are approved for distribution across YouTube and
15 02:48:59 other websites.

16 02:49:00 Q. But all the final versions meeting all the
17 02:49:10 criteria you just listed, those EPK clips are
18 02:49:13 authorized to be on the YouTube service, correct?

19 02:49:15 MS. KOHLMANN: Objection as to form.

20 02:49:16 THE WITNESS: Presumably, yes.

21 02:49:21 BY MR. VOLKMER:

22 02:49:28 Q. This is the same YouTube URL that's
23 02:49:32 referenced in the previous exhibit, Exhibit 19. Do
24 02:49:38 you know if you told Mr. Perry whether or not this
25 02:49:43 clip was authorized to be on YouTube?

1 02:49:45 A. I don't recall.

2 02:50:08 Q. The clip that's referenced in the e-mail on

3 02:50:11 Exhibit 20, that's a clip that was authorized to be

4 02:50:14 on YouTube, correct?

5 02:50:15 MS. KOHLMANN: Objection.

6 02:50:18 THE WITNESS: I would have to review the

7 02:50:19 clip to tell you.

8 02:50:20 BY MR. VOLKMER:

9 02:50:24 Q. Ms. Teifeld says, where you wrote to

10 02:50:27 Ms. Teifeld "Is this one of our approved clips?" And

11 02:50:30 she wrote back "Yes, these clips are from the EPK."

12 02:50:33 Based on this e-mail, isn't the most logical

13 02:50:40 inference that the clip being referenced here is one

14 02:50:43 that was approved by Paramount to appear on YouTube?

15 02:50:45 MS. KOHLMANN: Objection as to form.

16 02:50:47 THE WITNESS: Based on Tamar's e-mail she's

17 02:50:51 saying, yes, these clips are from the EPK, and hence

18 02:50:53 we would assume that, yes, they are approved clips.

19 02:50:57 BY MR. VOLKMER:

20 02:50:57 Q. And you had no reason to question

21 02:51:00 Ms. Teifeld's assessment, correct?

22 02:51:02 A. Correct.

23 02:51:13 Q. You did not ask that this clip be removed

24 02:51:16 from the YouTube service, did you?

25 02:51:18 A. I don't recall.

1 02:51:19 Q. Based on this e-mail in which Ms. Teifeld
2 02:51:24 says that they are approved clips that came from the
3 02:51:29 EPK, do you think that you asked anyone that these --
4 02:51:33 that this clip be removed?

5 02:51:34 MS. KOHLMANN: Objection.

6 02:51:39 THE WITNESS: I do not believe I would have
7 02:51:41 requested it to be removed, with the understanding it
8 02:51:43 was an approved clip from the EPK.

9 02:52:22 MR. VOLKMER: Let's mark Exhibit 21.

10 02:52:23 (Powell Exhibit 21 VIA11786487,
11 02:52:23 document bearing Bates number VIA11786487,
12 02:52:40 marked for identification, as of this date.)

13 02:52:40 BY MR. VOLKMER:

14 02:52:56 Q. This is an e-mail exchange from May 8th and
15 02:52:58 9th, 2007 produced by Viacom in this litigation.

16 02:53:04 In the first message in this thread Kristina
17 02:53:08 Tipton asked whether Paramount should leave up a
18 02:53:13 Transformers clip that appeared on the Ellen
19 02:53:17 Degeneres show; is that right?

20 02:53:18 A. Yes.

21 02:53:18 Q. And it says -- the message from Ms. Tipton
22 02:53:23 says:

23 02:53:24 Publicity wouldn't let us post
24 02:53:26 the clip officially online.

25 02:53:28 Why wouldn't publicity allow Paramount to

1 04:15:42 A. That is correct.

2 04:15:43 Q. And so it didn't matter who the user was,

3 04:15:46 right?

4 04:15:47 MS. KOHLMANN: Objection.

5 04:15:48 You can answer.

6 04:15:48 THE WITNESS: In this instance this is not

7 04:15:50 film content.

8 04:15:52 BY MR. VOLKMER:

9 04:15:55 Q. This is a promotional clip that was produced

10 04:15:59 by Paramount for the movie Transformers, right?

11 04:16:03 A. No that is not correct.

12 04:16:05 Q. What is incorrect about that statement?

13 04:16:06 A. It is not a clip. It's original content

14 04:16:11 that was produced by a third party.

15 04:16:13 Q. Which third party produced this clip?

16 04:16:17 A. A -- I don't remember the name of the

17 04:16:20 company but the gentleman's name was Jules.

18 04:16:23 Q. Acting at Paramount's direction?

19 04:16:27 MS. KOHLMANN: Objection as to form.

20 04:16:29 You can answer.

21 04:16:29 THE WITNESS: Yes.

22 04:16:29 BY MR. VOLKMER:

23 04:16:32 Q. Presumably Paramount owned the video clip

24 04:16:36 that's represented here on Exhibit 28?

25 04:16:38 MS. KOHLMANN: Objection as to form.

1 04:16:41 THE WITNESS: I don't know that I can answer
2 04:16:42 that. I believe Jules created it and owned it.
3 04:16:45 BY MR. VOLKMER:
4 04:17:03 Q. Why do you believe that Jules owned it?
5 04:17:06 A. To the best of my recollection, that was the
6 04:17:09 agreement.
7 04:17:11 Q. There was an agreement that a third party
8 04:17:18 would create marketing materials for Paramount and
9 04:17:24 retain an ownership interest in those materials?
10 04:17:27 MS. KOHLMANN: Objection.
11 04:17:29 You can answer.
12 04:17:29 THE WITNESS: To the best of my knowledge,
13 04:17:30 in this unique circumstance, given the technology
14 04:17:33 involved, yes, that was the case.
15 04:17:34 BY MR. VOLKMER:
16 04:17:57 Q. You were okay with this video remaining on
17 04:18:00 the YouTube service even though it contained in its
18 04:18:03 title the name of a Paramount movie; is that right?
19 04:18:06 MS. KOHLMANN: Objection.
20 04:18:08 You can answer.
21 04:18:08 THE WITNESS: Transformers is the name of
22 04:18:18 our movie, but it's also the name of toys that have
23 04:18:23 been created and an animated feature that's been in
24 04:18:27 the marketplace for a long time and many other
25 04:18:31 things.

1 04:18:31 BY MR. VOLKMER:

2 04:18:57 Q. So Paramount's not claiming any proprietary

3 04:19:00 interest in the phrase "Transformers," right?

4 04:19:05 MS. KOHLMANN: Objection; calls for a legal

5 04:19:06 conclusion.

6 04:19:07 You can answer.

7 04:19:07 THE WITNESS: That's a question I would ask

8 04:19:09 our legal team.

9 04:19:10 BY MR. VOLKMER:

10 04:19:18 Q. You didn't think though that it was

11 04:19:21 inappropriate for this user to post a video to

12 04:19:25 YouTube that had a title that contained the name of

13 04:19:27 one of Paramount's movies?

14 04:19:31 A. Upon review of the content, I did not have a

15 04:19:34 problem with it being on YouTube.

16 04:20:23 MR. VOLKMER: Mark Exhibit 30.

17 04:20:24 (Powell Exhibit 30, document bearing

18 04:20:24 Bates number BAYTSP 003733247, marked for

19 04:20:36 identification, as of this date.)

20 04:20:36 MS. KOHLMANN: Thanks.

21 04:20:45 BY MR. VOLKMER:

22 04:20:53 Q. Exhibit 30 is an e-mail exchange that BayTSP

23 04:20:56 produced in litigation. It's from July 9, 2007.

24 04:21:02 The last message on the page, Warren Kim

25 04:21:05 writes to Al Perry and to Amy Powell that if the

Schapiro Exhibit 132

UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

THE FOOTBALL ASSOCIATION PREMIER)
LEAGUE LIMITED and BOURNE CO.,)
et al., on behalf of themselves)
and all others similarly situated,)

Plaintiffs,)

-vs-)NO. 07-CV-2103

YOUTUBE, INC., YOUTUBE, LLC and)
GOOGLE, INC.,)

Defendants.)

-----)
VIACOM INTERNATIONAL INC., et al.,)

Plaintiffs,)

-vs-)NO. 07-CV-3582

YOUTUBE, INC., YOUTUBE, LLC and)
GOOGLE, INC.,)

Defendants.)

-----)

VIDEOTAPED DEPOSITION OF CHRISTOPHER MAXCY
SAN FRANCISCO, CALIFORNIA
THURSDAY, JANUARY 14, 2010

JOB NO. 18549

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JANUARY 14, 2010

VIDEOTAPED DEPOSITION OF CHRISTOPHER MAXCY,
held at the offices of WILSON, SONSINI,
GOODRICH & ROSATI, One Market Plaza, Spear
Street Tower, Suite 3300, San Francisco,
California, pursuant to notice, before DIANE S.
MARTIN, CSR License No. 6464.

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The Videographer: Stuart Pettigrew

1 11:04:47 you have a policy about applying some set of services
2 11:04:49 or some set of tools to one group and not another,
3 11:04:52 that's what he's here to testify about, but asking him
4 11:04:54 to give you a narrative as to what the tools were, he's
5 11:04:57 not qualified to do that. He's not here, he's not
6 11:05:00 prepared to do that. He's not being presented to do
7 11:05:05 that, and it's not fair to ask him that, when you've
8 11:05:06 already had this witness in his individual capacity for
9 11:05:06 seven hours.

10 11:05:06 MR. WILKENS: Well, I don't agree with that.
11 11:05:09 He's obviously met with Mr. Eun to talk about these
12 11:05:10 identification technologies in preparation for today's
13 11:05:11 deposition.

14 11:05:11 MR. KRAMER: On the question of policies. On
15 11:05:13 the question of policies, Scott.

16 11:05:14 BY MR. WILKENS:

17 11:05:14 Q All right. Did you discuss with Mr. Eun any
18 11:05:18 specific content identification technologies?

19 11:05:21 A No.

20 11:05:21 Q Did you discuss audio fingerprinting with
21 11:05:23 Mr. Eun?

22 11:05:25 A We discussed -- excuse me.
23 11:05:28 We discussed policies as they related to the
24 11:05:31 technologies. Mr. Eun is not a technologist, nor am
25 11:05:34 I. We did not discuss the details of the system.

1 11:05:41 Q What policies with respect to content ID
2 11:05:45 technologies did you discuss with Mr. Eun?
3 11:05:47 A I'm sorry, can you repeat that?
4 11:05:49 Q Yes, what policies with respect to YouTube's
5 11:05:52 content identification technologies did you discuss
6 11:05:55 with Mr. Eun?
7 11:05:55 A We discussed Google and YouTube's policies as
8 11:06:02 they pertain to making our content technologies
9 11:06:09 available to both partners and non-partners alike.
10 11:06:21 More specifically, we discussed the fact that Google's
11 11:06:26 policy and practice was to make these tools available
12 11:06:31 to any copyright owner.
13 11:06:36 Q What time period -- during what time period
14 11:06:40 did YouTube make its content identification
15 11:06:45 technologies available to partners -- content partners
16 11:06:52 and non-content partners alike?
17 11:06:54 MR. KRAMER: The question is beyond the scope.
18 11:07:00 THE WITNESS: Can you be more specific?
19 11:07:01 BY MR. WILKENS:
20 11:07:01 Q Yes. Okay, in 2006 did YouTube make its
21 11:07:07 content identification technologies available to
22 11:07:10 content partners and non-content partners on the same
23 11:07:16 basis?
24 11:07:16 A Can you be more specific about technologies?
25 11:07:20 Q What technologies did you discuss with Mr. Eun

1 11:07:23 that were subject to the policies that you discussed
2 11:07:26 with him?
3 11:07:28 A We discussed the broad suite of technologies.
4 11:07:32 We didn't, as I mentioned, get into granular details
5 11:07:38 about the system.
6 11:07:41 Q Okay. Can you identify any tech -- any
7 11:07:48 content identification technology that YouTube made
8 11:07:52 available to content partners and non-content partners
9 11:07:58 on an equal basis in 2006?
10 11:08:00 MR. KRAMER: Objection. It's beyond the
11 11:08:02 scope.
12 11:08:05 You can answer in your individual capacity.
13 11:08:08 MR. WILKENS: I don't agree with that.
14 11:08:08 MR. KRAMER: Well, he's not answering it on
15 11:08:11 behalf of the company, Scott, because that's beyond the
16 11:08:13 scope of the notice.
17 11:08:15 MR. WILKENS: How is it beyond the scope of
18 11:08:16 the notice?
19 11:08:16 MR. KRAMER: Scott, whether somebody did or
20 11:08:19 didn't do something is different than what the
21 11:08:21 company's policies were. So the question is you asked
22 11:08:26 at a policy level. If you wanted a technologist to
23 11:08:28 testify as to in an individual case what happened, we
24 11:08:33 would have brought somebody different, but you asked
25 11:08:35 about a policy.

1 11:08:35 MR. WILKENS: And I'm asking him at a policy
2 11:08:38 level, meaning not individual content owner by content
3 11:08:42 owner.
4 11:08:42 MR. KRAMER: Okay.
5 11:08:43 BY MR. WILKENS:
6 11:08:43 Q What technologies did YouTube make available
7 11:08:47 to content partners and non-content partners on the
8 11:08:50 same basis in 2006?
9 11:08:55 A I think from a policy standpoint our policy
10 11:09:00 was to make our tools available to everybody.
11 11:09:05 Is that the question you're asking?
12 11:09:09 Q When was that policy put in place?
13 11:09:15 A That policy has been in place for as long as I
14 11:09:19 can recall, and I've been at YouTube since December of
15 11:09:23 2005.
16 11:09:25 Q So it's your testimony that any technology
17 11:09:31 that YouTube developed at any point in time was -- the
18 11:09:35 policy was to provide that to every content owner that
19 11:09:40 used the YouTube service on the same basis?
20 11:09:42 MR. KRAMER: Objection. The term "same basis"
21 11:09:44 is vague.
22 11:09:46 You can answer.
23 11:09:47 THE WITNESS: What I'm saying is that our
24 11:09:50 policy was to provide these tools broadly to copyright
25 11:09:55 owners.

1 11:09:57 BY MR. WILKENS:

2 11:09:57 Q And can you -- can you specifically identify

3 11:09:58 the tools that the policy applied to?

4 11:10:04 MR. KRAMER: Objection. Beyond the scope.

5 11:10:07 THE WITNESS: I wasn't -- I did not prepare

6 11:10:12 today to talk in detail about our content

7 11:10:16 identification system. I prepared today to talk about

8 11:10:22 the policies which we -- which we applied to access to

9 11:10:28 that system, and I think as I've answered, our policies

10 11:10:32 and I think our practices were to make that available

11 11:10:37 to all content owners, regardless of whether they were

12 11:10:40 a partner or a non-partner.

13 11:10:43 BY MR. WILKENS:

14 11:10:43 Q So was it the company's policy to make audio

15 11:10:48 fingerprinting available to all content owners

16 11:10:52 regardless of whether they were a content partner in

17 11:10:55 2006?

18 11:10:56 MR. KRAMER: The question lacks foundation.

19 11:10:57 There was no audio fingerprinting technology in 2006.

20 11:11:01 THE WITNESS: Can you be more specific?

21 11:11:06 BY MR. WILKENS:

22 11:11:06 Q YouTube entered into agreements with content

23 11:11:09 partners in 2006 that provided for the provision of

24 11:11:16 audio fingerprinting technology; correct?

25 11:11:20 A That is correct.

1 11:11:21 Q Okay. And did YouTube enter into -- did
2 11:11:33 YouTube agree to provide audio fingerprinting
3 11:11:33 technology to any content owners with whom it didn't
4 11:11:36 enter into a content partnership agreement in 2006?
5 11:11:41 MR. KRAMER: Agreed to provide is vague.
6 11:11:45 Calls for speculation, and it's beyond the scope.
7 11:11:46 THE WITNESS: I don't recall exact dates, but
8 11:11:57 I can tell you that we did provide these technologies
9 11:12:03 to a number of non-partners and offered to provide --
10 11:12:08 well, let's say we offered to provide these
11 11:12:10 technologies to a number of non-partners in either late
12 11:12:16 2006 or in early 2007, including Viacom, including
13 11:12:22 Globo, including TF1.
14 11:12:25 BY MR. WILKENS:
15 11:12:25 Q And did you -- did you offer to provide those
16 11:12:28 technologies outside of the context of a content
17 11:12:30 licensing deal?
18 11:12:32 A Yes.
19 11:12:33 Q And who specifically offered to provide those
20 11:12:37 technologies to Viacom and the other content owners you
21 11:12:42 mentioned?
22 11:12:42 MR. KRAMER: The question is beyond the scope
23 11:12:44 of the deposition; calls for his individual testimony
24 11:12:47 and knowledge; may call for speculation; may lack
25 11:12:50 foundation.

1 11:12:51 You can answer if you can answer.

2 11:12:52 MR. WILKENS: Well, you let him testify about

3 11:12:55 that there were such offers made as a 30(b)(6)

4 11:12:59 witness. It's totally appropriate to continue as a

5 11:13:05 30(b)(6) witness and answer information -- answer

6 11:13:05 questions about the circumstances in which those offers

7 11:13:08 were made.

8 11:13:08 MR. KRAMER: Scott, I didn't instruct him not

9 11:13:10 to answer. I just objected that it's beyond the scope;

10 11:13:12 that it calls for speculation, and it lacks foundation.

11 11:13:14 He can answer the question.

12 11:13:16 THE WITNESS: Can you repeat the question

13 11:13:18 now?

14 11:13:18 BY MR. WILKENS:

15 11:13:18 Q Yes. Okay. Turning first to Viacom, when was

16 11:13:26 Viacom offered audio fingerprinting regardless of

17 11:13:31 whether Viacom would enter into a licensing deal with

18 11:13:35 YouTube?

19 11:13:35 MR. KRAMER: Same objections; beyond the

20 11:13:37 scope.

21 11:13:39 THE WITNESS: I can't recall the exact date in

22 11:13:42 which we first discussed audio identification

23 11:13:46 technologies with Viacom. We obviously, and you have

24 11:13:50 this in your documentation, began discussions with

25 11:13:54 Viacom in 2006.

1 13:03:15 THE VIDEOGRAPHER: This begins Video Disc
2 13:03:17 Number 2 of the January 14th, 2010 deposition of
3 13:03:21 Christopher Maxcy. We're on the record at 1:02.
4 13:03:25 BY MR. WILKENS:
5 13:03:25 Q Hi, Mr. Maxcy.
6 13:03:28 A Hi.
7 13:03:28 Q You understand you're still under oath?
8 13:03:34 A Yes.
9 13:03:34 Q I just have a few more questions before I turn
10 13:03:34 things over to the class plaintiffs.
11 13:03:34 I want to return to the offer you testified
12 13:03:40 about earlier to Mr. Cahan to provide Viacom with audio
13 13:03:44 fingerprinting technology.
14 13:03:46 When you communicated that offer to Mr. Cahan,
15 13:03:54 did you offer access to the -- what's referred to as
16 13:03:56 the claim-your-content tool?
17 13:03:58 MR. KRAMER: Objection. Beyond the scope. I
18 13:04:00 thought we were past this.
19 13:04:01 You can answer the questions in your
20 13:04:04 individual capacity.
21 13:04:05 THE WITNESS: Sure. So Viacom -- to start
22 13:04:18 with Mr. Cahan was offered access to our
23 13:04:23 claim-your-content tool a number of times in 2006 as
24 13:04:28 mentioned, as well as 2007, in fact -- and then so
25 13:04:30 that's one thing.

1 13:04:31 So the offer specifically for audio
2 13:04:36 fingerprinting was what I was describing earlier, which
3 13:04:41 was in February, and that was part of the
4 13:04:46 claim-your-content system. It was the feature that was
5 13:04:48 being developed. As I mentioned, we were saying that,
6 13:04:51 you know, we used the terminology alpha, meaning that
7 13:04:54 the product was in early development, and we were
8 13:04:57 planning on launching that product with a handful of
9 13:05:00 partners that were helping us develop it, test it with
10 13:05:05 the policy and goal to roll that out broadly to all
11 13:05:09 content owners.

12 13:05:12 I also recall introducing Mr. Cahan to the
13 13:05:18 president or the CEO of Audible Magic in late 2006, I
14 13:05:23 believe it was somewhere in late 2006, early 2007 so
15 13:05:28 that Mr. Cahan could discuss with Audible Magic how to
16 13:05:35 get reference material into Audible's systems so that
17 13:05:37 then when we were ready to start utilizing this audio
18 13:05:42 fingerprinting technology, we would be prepared to do
19 13:05:45 that.

20 13:05:45 BY MR. WILKENS:

21 13:05:45 Q Okay. Well, focusing on the February 2007
22 13:05:50 period, I think when you said after negotiations had
23 13:05:53 broken down. Am I correct then that the offer for
24 13:06:01 Audible Magic or audio fingerprinting at that time was
25 13:06:03 as part of the claim-your-content tool?

1 13:06:06 MR. KRAMER: Objection. Beyond the scope;
2 13:06:08 it's asked and answered.
3 13:06:10 THE WITNESS: I think I've answered that
4 13:06:12 already.
5 13:06:12 BY MR. WILKENS:
6 13:06:12 Q And just for clarification is that correct,
7 13:06:16 that it was in February of '07 after negotiations had
8 13:06:20 broken down, was it part of a claim-your-content tool
9 13:06:23 that audio fingerprinting was offered?
10 13:06:26 MR. KRAMER: Objection. Beyond the scope;
11 13:06:29 asked and answered, and the question is vague.
12 13:06:32 THE WITNESS: As I think I've already answered
13 13:06:34 this, that the claim-your-content tool was
14 13:06:39 incorporating audio fingerprinting, and that was part
15 13:06:44 of the offer that we made to Mr. Cahan after the
16 13:06:51 negotiations broke down.
17 13:06:54 MR. WILKENS: Okay. I have -- I'll just note
18 13:06:57 for the record for now I don't have any further
19 13:06:59 questions, pending whether Mr. Kramer has redirect, and
20 13:07:03 I obviously note for the record the various
21 13:07:06 instructions not to answer and the disagreement that we
22 13:07:08 have about the scope of this deposition.
23 13:07:11 But with that I'll turn things over to the
24 13:07:13 class plaintiffs.
25 13:07:15 THE VIDEOGRAPHER: The time is 1:06. Off the

1 13:08:35 current form. Is there something in particular about

2 13:08:38 the question that --

3 13:08:39 A I think it's fairly absolute. You're saying

4 13:08:42 any features. I'm just trying to figure out how to

5 13:08:46 help answer that question for your benefit.

6 13:08:50 Is there anything you want me to cover

7 13:08:53 specifically?

8 13:08:53 Q Well, sir, I don't know all of the features

9 13:08:56 that YouTube has offered to content partners or

10 13:08:59 non-content partners between 2006 and the present, so I

11 13:09:02 need to start with this general question, whether there

12 13:09:05 are any features other than the testimony you provided

13 13:09:13 thus far that YouTube provided to content partners that

14 13:09:14 it did not provide to non-content partners as a matter

15 13:09:17 of policy?

16 13:09:19 A I believe my testimony this morning discussed

17 13:09:27 monetization, support, and promotional capabilities.

18 13:09:36 To my knowledge I don't believe there's

19 13:09:42 anything outside of those three categories that we

20 13:09:46 would -- that we have provided, not that I recall. I

21 13:09:50 mean obviously I do a lot of things at YouTube so --

22 13:09:54 Q Sure. Well, between 2006 and the present has

23 13:10:00 YouTube as a matter of policy made any content

24 13:10:02 verification technologies or tools available to content

25 13:10:05 partners that it has not made available to non-content

1 13:10:09 partners?

2 13:10:10 MR. KRAMER: Objection to the question as

3 13:10:11 vague.

4 13:10:15 THE WITNESS: I'm thinking.

5 13:10:30 The policies that we've had in place, as I

6 13:10:33 said, since early on were to provide our content

7 13:10:38 identification technologies to any copyright holder. I

8 13:10:44 also testified to the fact that in 2006 and early 2007

9 13:10:50 we were developing audio fingerprinting technologies

10 13:10:56 using Audible Magic as our partner, but that product

11 13:11:02 took some time to roll out, and we were testing that

12 13:11:06 product with a handful of partners at the time,

13 13:11:10 including Warner Music, who literally were helping us

14 13:11:12 architect that system.

15 13:11:17 We then rolled that out when the system was

16 13:11:19 viable to partners and non-partners alike.

17 13:11:24 BY MR. GALDSTON:

18 13:11:24 Q Okay. So is it fair to say then that between

19 13:11:28 2006 and the present, that to the extent YouTube has

20 13:11:30 had technologies or tools that it considers generally

21 13:11:33 viable, it has made those tools and technologies

22 13:11:38 equally available to partners as to non-partners?

23 13:11:41 MR. KRAMER: Hang on. Can I have that one

24 13:11:42 back, please?

25 13:11:43 (Record read by the court reporter as follows:

1 13:11:43 "Q: So is it fair to say then that between
2 13:11:43 2006 and the present, that to the extent
3 13:11:43 YouTube has had technologies or tools that it
4 13:11:43 considers generally viable, it has made those
5 13:11:43 tools and technologies equally available to
6 13:11:43 partners as to non-partners?")
7 13:12:01 MR. KRAMER: So that question is beyond the
8 13:12:03 scope; it calls for speculation.
9 13:12:07 You can answer the question if you can answer
10 13:12:09 the question.
11 13:12:10 THE WITNESS: So I just -- I just want to make
12 13:12:12 sure I'm clear on which technologies and which tools
13 13:12:15 you're referring to.
14 13:12:17 BY MR. GALDSTON:
15 13:12:17 Q Sure. Let's see if we can be more precise,
16 13:12:21 and I do want to clarify that I'm speaking as a matter
17 13:12:23 of policy, and I want to know whether it's a fair
18 13:12:28 statement that between 2006 to the present to the
19 13:12:32 extent YouTube has had content verification
20 13:12:37 technologies that it deems viable, that as a matter of
21 13:12:40 policy YouTube has made those same technologies equally
22 13:12:44 available to partners as it has to non-content
23 13:12:47 partners?
24 13:12:47 MR. KRAMER: I'll object to the form of the
25 13:12:48 question.

1 13:12:57 THE WITNESS: So it is our general policy, as
2 13:13:00 I've said before, that the tools be available to all
3 13:13:08 copyright holders. Obviously these tools and
4 13:13:09 technologies take time to develop, test and roll out so
5 13:13:15 I'm sure there's been situations as we're testing and
6 13:13:20 rolling out these tools where we're working with
7 13:13:22 partners where we have a formal relationship and
8 13:13:25 they're helping us to build the system, but again, once
9 13:13:30 the system works, we roll it out to everybody.
10 13:13:35 BY MR. GALDSTON:
11 13:13:35 Q Equally?
12 13:13:36 A To my knowledge I believe that is -- that is
13 13:13:40 correct.
14 13:13:41 Q Okay. And when you say it's "our general
15 13:13:43 policy," between 2006 and the present was that general
16 13:13:47 policy memorialized anywhere at YouTube?
17 13:13:50 MR. KRAMER: Asked and answered, I think. And
18 13:13:52 it's beyond the scope, I think, but go ahead.
19 13:13:55 BY MR. GALDSTON:
20 13:13:55 Q Other than the e-mails that you've testified
21 13:13:57 about.
22 13:13:57 A Well, I -- I can tell you that in early 2007
23 13:14:05 there was obviously a lot of conversation back and
24 13:14:12 forth, and late 2006 as well, in 2006, about how we
25 13:14:16 would roll these tools out, and there were some I think

1 13:14:21 various opinions on whether it would be more
2 13:14:23 appropriate and for good reasons to utilize these tools
3 13:14:28 just for partners, reasons for meaning how would you
4 13:14:33 know who this company is, what kind of recourse would
5 13:14:37 you have if the company used these very powerful tools
6 13:14:41 inappropriately?

7 13:14:48 Having said that, there is a lot of debate
8 13:14:48 that occurs at Google. It's the way our culture
9 13:14:49 works. People debate things back and forth.

10 13:14:52 But having said all that, the reality is that
11 13:14:55 the policy was to have these tools available to all
12 13:14:59 partners, and, in fact, I think -- I recall a more
13 13:15:07 specific example of this that may help you in which
14 13:15:14 Eric Schmidt in early 2007 -- the reason why -- I'll
15 13:15:18 tell you why I recall this.

16 13:15:20 In early 2007 Eric Schmidt actually made a
17 13:15:22 public statement about this saying that we would be
18 13:15:26 rolling out audio identification technologies as part
19 13:15:30 of our portfolio of copyright identification tools, and
20 13:15:35 that these technologies were hard to develop so we were
21 13:15:39 working -- working hard to get that to roll out, and
22 13:15:43 that the tools would be available to everybody,
23 13:15:46 partners and non-partners, and the reason why I recall
24 13:15:50 that is because I subsequently got a somewhat nervous
25 13:15:54 or panicked phone call from Vance, and I can never

Schapiro Exhibit 133

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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VIACOM INTERNATIONAL, INC., COMEDY
PARTNERS, COUNTRY MUSIC
TELEVISION, INC., PARAMOUNT
PICTURES CORPORATION, and BLACK
ENTERTAINMENT TELEVISION, LLC,

Plaintiffs,

vs.

No. 07-CV-2103

YOUTUBE, INC., YOUTUBE, LLC,
and GOOGLE, INC.,

Defendants.

-----X

THE FOOTBALL ASSOCIATION PREMIER
LEAGUE LIMITED, BOURNE CO., et al.,
on behalf of themselves and
all others similarly situated,

Plaintiffs,

vs.

No. 07-CV-3582

YOUTUBE, INC., YOUTUBE, LLC,
and GOOGLE, INC.,

Defendants.

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HIGHLY CONFIDENTIAL
VIDEOTAPED DEPOSITION OF DAVID KING
SAN FRANCISCO, CALIFORNIA
WEDNESDAY, JANUARY 13, 2010

JOB NO. 18545

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DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

JANUARY 13, 2010

9:06 A.M.

HIGHLY CONFIDENTIAL VIDEOTAPED DEPOSITION OF DAVID
KING, at WILSON SONSINI GOODRICH & ROSATI, One Market
Plaza, Spear Tower, Suite 3300, San Francisco,
California, pursuant to notice, before me, KATHERINE E.
LAUSTER, CLR, CRR, RPR, CSR License No. 1894.

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DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

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DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

A P P E A R A N C E S: (Continued)

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KELLY TRUELOVE, Viacom consultant

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 10:09:23 A. That is correct. So, you know, we -- it's

3 10:09:26 really logically only three policies that make sense.

4 10:09:29 And, you know, those are the three -- monetize, track or

5 10:09:34 block.

6 10:09:35 Q. And you testified that these were fingerprints

7 10:09:38 where the reference work was supplied to YouTube. By

8 10:09:40 whom? Who would supply works to YouTube as reference

9 10:09:47 files for inclusion in the YTB database?

10 10:09:50 MR. WILLEN: Objection to form. It's

11 10:09:51 compound. It's vague as to time.

12 10:09:57 THE WITNESS: Typically, the provision of

13 10:10:04 these files would come from the rights holder of -- of

14 10:10:06 record.

15 10:10:07 BY MR. PLATZER:

16 10:10:11 Q. Could any rights holder come to YouTube and

17 10:10:15 say, "I want to add my content into the YTB database"

18 10:10:19 and block it?

19 10:10:20 A. Yes.

20 10:10:25 Q. Were there any rights holders --

21 10:10:28 A. And -- and I might add that we -- we work with

22 10:10:34 about 1200 companies at this point that do precisely

23 10:10:37 that.

24 10:10:39 Q. And so are there rights holders who have all

25 10:10:44 of their content in the YTB database set to block?

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 10:10:51 A. There are.

3 10:10:52 Q. When did YouTube first begin populating and

4 10:10:56 querying of YTB database?

5 10:11:02 A. It would have been in the February-March time

6 10:11:06 frame of 2007.

7 10:11:07 Q. At that time were there any content owners who

8 10:11:11 had placed content into the YTB database with pol- --

9 10:11:17 with all policies set to block?

10 10:11:27 A. That -- that's a very detailed question. I --

11 10:11:31 I believe that there were, but you know, it -- I -- I'm

12 10:11:37 not precisely sure of whether that would be February,

13 10:11:40 March, or April.

14 10:11:51 Q. Do you have an understanding of the term

15 10:11:52 "block only partner"?

16 10:11:54 A. What is your understanding of "block only

17 10:11:56 partner," to make sure we're on the same page?

18 10:12:00 Q. Well, let's define that as a -- a company that

19 10:12:03 supplies reference content to YouTube for -- solely for

20 10:12:08 the purposes of blocking any matches.

21 10:12:13 A. Yes, I think -- that's a type of partnership

22 10:12:17 which we've -- which we've supported throughout my

23 10:12:21 tenure at YouTube.

24 10:12:23 Q. What was the first block only partnership that

25 10:12:26 YouTube entered?

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 10:12:29 A. I don't recall which was the first.

3 10:12:31 Q. Okay. Do you remember when YouTube --

4 10:12:33 A. It date -- it predated my time at YouTube.

5 10:12:37 And -- and I might add that, the -- that YouTube has

6 10:12:41 offered a long list of copyright tools to -- to rights

7 10:12:48 holders, and, you know, so you should already go -- if

8 10:12:55 you go back to, say, when we started to offer the

9 10:12:58 content verification program in early '06, that -- you

10 10:13:03 know, you could construe that as being partnerships with

11 10:13:07 block only partners that availed themselves of that

12 10:13:10 service.

13 10:13:10 And by the time I started in January of '07,

14 10:13:14 there were thousands of entities which had signed the

15 10:13:18 content verification program agreement to have access to

16 10:13:22 that tool set.

17 10:13:23 Q. Well, let's pose the question more narrowly,

18 10:13:27 then. Are there any block only partners for whom

19 10:13:34 YouTube uses the YTB database to block uploads of

20 10:13:39 content that matches reference files they supplied to

21 10:13:46 YouTube?

22 10:13:47 MR. WILLEN: Objection to form. Vague as to

23 10:13:48 time.

24 10:13:48 THE WITNESS: The -- the YTB Audible Magic

25 10:13:52 partition in the context of the Audible Magic

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 10:13:56 implementation, did include a number of what we have

3 10:14:03 defined as block only partners.

4 10:14:05 BY MR. PLATZER:

5 10:14:08 Q. What was the first point in time at which the

6 10:14:11 YTB partition included a block only partner?

7 10:14:18 A. Right, and -- and do you -- you asked me that

8 10:14:20 before. And so I don't recall the precise date, but it

9 10:14:24 would have been somewhere between February and April of

10 10:14:27 2007.

11 10:14:30 Q. Who was the block only partner --

12 10:14:33 A. I --

13 10:14:34 Q. -- that -- that first began using the YTB

14 10:14:37 partition solely for the purpose of blocking?

15 10:14:39 A. I don't recall which partner was first.

16 10:14:44 Q. Do you recall the identities of any block only

17 10:14:48 partners who used the YTB database in the first half of

18 10:14:52 2007?

19 10:14:54 A. So my reading of the -- of the questions said

20 10:14:58 that it -- that I wouldn't -- that we would be talking

21 10:15:04 in general categories and not to specific content

22 10:15:07 owners. So I did not familiarize myself with the

23 10:15:10 specifics.

24 10:15:12 If -- Brian, if you counsel me to find that

25 10:15:16 information out, I would be -- I would be happy to look

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010
2 10:15:19 it up during a break, and -- and -- and tell you. But
3 10:15:24 that was -- that was not my reading of the -- the scope
4 10:15:28 of what we were doing today, so I did not familiarize
5 10:15:31 myself with that level of detail.

6 10:15:34 MR. WILLEN: Yeah, and I think that the
7 10:15:36 category of question is pretty clear that it says we do
8 10:15:39 not request information of specific content or content
9 10:15:42 owners, so, on its face this was not something that
10 10:15:45 would be called for by Topic 4(b).

11 10:15:49 THE WITNESS: So when I researched it, I
12 10:15:51 asked, "Did this happen?" The answer was "Yes," and I
13 10:15:56 stopped there. I didn't ask with which companies.

14 10:15:59 BY MR. PLATZER:

15 10:16:00 Q. Well, for which categories of companies did
16 10:16:03 this happen?

17 10:16:05 MR. WILLEN: Objection to the form.

18 10:16:07 THE WITNESS: What -- what -- what do you mean
19 10:16:09 by "category"?

20 10:16:10 BY MR. PLATZER:

21 10:16:10 Q. Well, were there any criteria that a content
22 10:16:13 owner needed to satisfy in order to use the YTB database
23 10:16:18 for blocking purposes only?

24 10:16:20 MR. WILLEN: So I would also add, in addition
25 10:16:22 to what I said about this topic not focusing on specific

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 10:21:01 only.

3 10:21:02 MR. WILLEN: Objection to the term "granted

4 10:21:04 access." Vague.

5 10:21:10 THE WITNESS: I -- yeah, I think granted

6 10:21:13 access is -- is -- is not the right -- or is not a

7 10:21:22 formulation that I would use.

8 10:21:25 We were in dialogue with Viacom about the

9 10:21:27 options available to -- to meet their needs. And they

10 10:21:33 made certain decisions about how they wanted to manage

11 10:21:39 their relationship with YouTube.

12 10:21:40 BY MR. PLATZER:

13 10:21:41 Q. Well, but did YouTube offer Viacom the option

14 10:21:44 of supplying reference content to YouTube for purposes

15 10:21:49 of -- of inclusion in the YTB partition of the Audible

16 10:21:52 Magic database for blocking purposes only?

17 10:21:55 MR. WILLEN: Objection to the form.

18 10:21:58 THE WITNESS: I -- I don't know if it was

19 10:22:00 described to -- to Viacom in those terms. I believe

20 10:22:08 that Viacom was offered access to our tools, and that --

21 10:22:18 that they made whatever decisions they made.

22 10:22:20 BY MR. PLATZER:

23 10:22:20 Q. Well, when you say "offered access to our

24 10:22:23 tools," were they specifically offered access to the

25 10:22:26 tool of using the YTB database partition to block?

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 10:22:36 MR. WILLEN: Objection to form.

3 10:22:38 THE WITNESS: I -- I -- I can't speak to the

4 10:22:40 specifics of, did it get down to the level of, Viacom,

5 10:22:46 would you like to use our YTB Audible Magic partition?

6 10:22:51 Certainly there was a dialogue with Viacom about the --

7 10:22:58 the best methods to meet their needs, and, the

8 10:23:07 conversations that I had with -- with -- with Viacom

9 10:23:10 were more focused on our development of a video

10 10:23:15 fingerprinting service, and -- and -- and -- but

11 10:23:19 certainly the -- I had many conversations with people

12 10:23:24 like Alan Bell and Mr. Simon -- I can't remember his --

13 10:23:30 Joe Simon, the CIO of -- of Viacom, where the -- you

14 10:23:38 know, there was an open dialogue about -- about

15 10:23:41 technical solutions here.

16 10:23:45 Their primary focus and interest area was

17 10:23:50 around the development of video fingerprinting, but that

18 10:23:55 was -- you know, there was an open line to them about

19 10:23:58 all of our systems, and I spent dozens of hours on the

20 10:24:11 phone with both of them. So they were certainly not

21 10:24:15 ignored.

22 10:24:16 BY MR. PLATZER:

23 10:24:16 Q. Approximately how many block only partners

24 10:24:19 were using YouTube's Audible Magic tools during the

25 10:24:21 first half of 2007?

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 10:24:23 A. I don't have a precise number in mind, but --

3 10:24:30 but a good number.

4 10:24:31 Q. Were any of the what one might call the big

5 10:24:35 six Hollywood studios among them?

6 10:24:39 A. As I said earlier, I did not familiarize

7 10:24:41 myself with the -- the specific names.

8 10:24:53 Q. You testified earlier that you couldn't recall

9 10:24:56 whether the -- the YTAM database was ever used for

10 10:25:03 anything other than music. Do you recall whether the

11 10:25:07 YTB database was used for anything other than music?

12 10:25:11 MR. WILLEN: Objection to form.

13 10:25:13 THE WITNESS: I do recall that the YTB

14 10:25:16 partition included fingerprints from -- for non-music

15 10:25:24 assets.

16 10:25:24 BY MR. PLATZER:

17 10:25:25 Q. Did it include fingerprints for television

18 10:25:27 programming?

19 10:25:31 A. Yes, it would have included fingerprints for

20 10:25:34 television programming.

21 10:25:36 Q. Did it include fingerprints for movies?

22 10:25:40 A. I believe so.

23 10:25:46 Q. I'd next like to ask about the YTU partition,

24 10:25:51 back on King Exhibit -- I believe it's 4, the third

25 10:25:56 bullet point on the page we were looking at. Sorry,

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 10:49:24 blocking, or was it also used for other purposes?

3 10:49:27 MR. WILLEN: Objection to the form.

4 10:49:32 THE WITNESS: The policies held with -- within

5 10:49:35 Y- -- with those -- that set of fingerprints would have

6 10:49:40 varied across the three -- the -- the -- the three

7 10:49:46 policy types, be it block, monetize, or track.

8 10:49:50 BY MR. PLATZER:

9 10:49:53 Q. And it says here, "UGC claimed as reference by

10 10:50:00 partners." Can you explain your understanding of the

11 10:50:04 concept of a partner claiming content using YouTube's

12 10:50:08 system?

13 10:50:15 A. Claiming, as the word means in English, is --

14 10:50:22 is the concept of -- of saying that I have an ownership

15 10:50:26 stake in this piece of content.

16 10:50:29 Q. And how would a partner communicate that

17 10:50:31 information to YouTube in order for that content to end

18 10:50:34 up in the YTU database?

19 10:50:38 MR. WILLEN: Objection to the form. It's

20 10:50:41 vague as to time.

21 10:50:44 THE WITNESS: So claiming and -- and adding it

22 10:50:49 to this database are two distinct things. So claiming

23 10:50:56 of UGC can happen in many different ways through our

24 10:51:01 systems. So --

25

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2 10:51:04 BY MR. PLATZER:

3 10:51:08 Q. Were only a subset of claimed UGC
4 10:51:12 fingerprinted and added to the YTU -- YTU partition?

5 10:51:16 MR. WILLEN: Objection as to form. Vague as
6 10:51:18 to time.

7 10:51:19 THE WITNESS: So UGC was added to the
8 10:51:21 reference database at the express request of a rights
9 10:51:25 holder.

10 10:51:26 Now, it's very important to understand
11 10:51:29 something about the claiming of UGC, which I -- I think
12 10:51:36 we should probably clear up, which is that a rights
13 10:51:40 holder is within their rights to claim a video on the
14 10:51:45 site based on a single -- a single frame of a video
15 10:51:53 being something that is -- is their property.

16 10:51:59 So let's just take the -- illustrate this with
17 10:52:03 an example. So let's say there's a ten-minute video,
18 10:52:06 and one second of it is your property, and you don't
19 10:52:10 want that one second of your property on the site.

20 10:52:12 You're within your rights to send us a
21 10:52:14 takedown notice for that 10-minute video, but it's
22 10:52:20 entirely -- it would be entirely inappropriate of you to
23 10:52:24 then ask us to turn that entire 10-minute video into a
24 10:52:30 fingerprint reference, and that -- the reason being that
25 10:52:34 then you would get matches on the other nine minutes and

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2 10:52:39 59 seconds.

3 10:52:40 So that same user that had uploaded the

4 10:52:43 10-minute video with one second of your content in it,

5 10:52:47 they could edit that video, remove that one second and

6 10:52:52 re-upload it to the site, and if we had a fingerprint in

7 10:52:55 place that said that whole ten minutes, match against it

8 10:52:59 and call it your property, then -- then you would be

9 10:53:02 making a overbroad copyright claim against that

10 10:53:06 uploader.

11 10:53:07 So this is one of the key areas of

12 10:53:10 responsibility on behalf of -- on the side of the rights

13 10:53:14 holder to operate the system, their side of the system,

14 10:53:18 in full cognizance of the nuance of the system, and --

15 10:53:25 and thus why we typically just can't grant access to

16 10:53:31 absolutely anybody without any educational process to

17 10:53:34 these types of tools. It's very important that they

18 10:53:37 understand what it is that they're doing, how they

19 10:53:39 operate and what their responsibilities are in operating

20 10:53:42 it.

21 10:53:42 BY MR. PLATZER:

22 10:53:58 Q. Your testimony was that UGC was added to the

23 10:54:02 reference database at the express request of a content

24 10:54:05 owner. Is there any particular procedure to which that

25 10:54:09 request had to be communicated to YouTube in order for

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 10:54:14 claimed UGC to be added to the YTU partition?

3 10:54:19 MR. WILLEN: Objection to form. Vague as to

4 10:54:21 time.

5 10:54:23 THE WITNESS: As -- as a practical matter,

6 10:54:25 there must be a mechanism or how would it happen? So --

7 10:54:31 so, yes, there is a mechanism for a rights holder to

8 10:54:38 request this facility.

9 10:54:39 BY MR. PLATZER:

10 10:54:40 Q. And what is that mechanism?

11 10:54:47 A. That mechanism is typically searching for a --

12 10:54:56 or -- or using our -- our search tools to -- to first

13 10:55:00 identify that -- that -- that UGC. Then the

14 10:55:07 responsibility is to review that UGC in its entirety to

15 10:55:12 ascertain that you own the -- to own -- that you own

16 10:55:15 that clip from beginning to end, and then a simple check

17 10:55:21 box that says -- I can't remember the precise verbiage,

18 10:55:24 but it says something to the effect of add as reference.

19 10:55:31 Q. Okay. So the UGC that's claimed by a

20 10:55:35 partner had -- would only be added to YTU if they search

21 10:55:39 for it using the -- YouTube's search tool for partners,

22 10:55:46 watch it in its entirety, and check a box directing

23 10:55:50 YouTube to add it as a reference fingerprint?

24 10:55:52 MR. WILLEN: So, objection to the form,

25 10:55:54 mischaracterizes the testimony. It's vague as to time.

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 10:55:58 It's also ambiguous as to the word "partner."

3 10:56:08 THE WITNESS: I think I -- and I think I stand

4 10:56:11 by my former description of this. And -- so as a -- as

5 10:56:18 a pragmatic matter, the -- the express piece of work, if

6 10:56:25 you will, that goes beyond just the -- the, you know --

7 10:56:31 is simply checking a box. The fact that they have to

8 10:56:35 view the video in its entirety before they check that

9 10:56:38 box, is more a matter of just sort of ex- -- external

10 10:56:42 reality, as opposed to any sort of burden that we're

11 10:56:46 trying to place on -- on -- on the users of the system.

12 10:56:49 BY MR. PLATZER:

13 10:56:50 Q. But do they have to view the video in its

14 10:56:52 entirety within YouTube's search console?

15 10:56:56 MR. WILLEN: Objection to the form.

16 10:57:00 THE WITNESS: They could -- they could view

17 10:57:02 that video on YouTube itself, just as easily, but they

18 10:57:07 need to basic- -- so what they need to do is they need

19 10:57:11 to represent and warrant to YouTube that the entirety of

20 10:57:18 the video that they're asking us to turn into a

21 10:57:21 reference file is indeed their property.

22 10:57:24 How they make those determinations is -- it's

23 10:57:28 flexible. So they could certainly do it on YouTube.com

24 10:57:33 just like any other user does, and make that

25 10:57:36 determination there.

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2 10:57:36 BY MR. PLATZER:

3 10:57:38 Q. Can a content owner request that YouTube add a

4 10:57:47 claimed piece of UGC to the YTU partition in the absence

5 10:57:52 of a prior agreement with YouTube of the sort you

6 10:57:56 described earlier?

7 10:57:58 MR. WILLEN: Objection to the form. Vague as

8 10:58:00 to time.

9 10:58:06 THE WITNESS: So what I've been trying to --

10 10:58:08 to bring to life for you is the notion that a -- that

11 10:58:17 when a -- a company or a person asks us to use UGC to

12 10:58:24 make future claims on their behalf, that it's very

13 10:58:28 important that they understand their responsibilities.

14 10:58:31 So in a broad sense I would say that under an

15 10:58:36 agreement of -- and an under- -- a mutual understanding

16 10:58:40 of what those responsibilities are is vital to the good

17 10:58:44 operating of such a system, and we endeavor to always --

18 10:58:49 we've always endeavored to -- to have that level of

19 10:58:54 understanding between the two parties before access to

20 10:58:57 such a system was granted.

21 10:59:01 And I think we can agree that it's a somewhat

22 10:59:05 complex topic, and that -- that it took me a little

23 10:59:07 while to explain, and it took a number of questions to

24 10:59:11 really get to the bottom of exactly how that functions.

25 10:59:14 So I think we can agree that it would not be

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2 10:59:16 obvious on the face of it, to -- to the layman that had

3 10:59:21 never viewed such a system, that such responsibilities

4 10:59:23 would -- would exist.

5 10:59:25 BY MR. PLATZER:

6 10:59:26 Q. Okay. But -- you've explained the rationale

7 10:59:29 for your policy, but I -- I still don't think I have an

8 10:59:32 answer as to what your policy actually is.

9 10:59:35 My question is this. If a content owner has

10 10:59:38 not entered an agreement with YouTube, can they claim

11 10:59:43 UGC for the purposes of adding it to the YTB par- -- or

12 10:59:48 the YTU partition?

13 10:59:50 MR. WILLEN: Objection to the form, and I

14 10:59:51 think this has been asked and now answered twice.

15 10:59:55 MR. PLATZER: It's been asked twice. It

16 10:59:57 hasn't been answered at all.

17 11:00:00 MR. WILLEN: Maybe he didn't answer it the way

18 11:00:02 you wanted him to answer it.

19 11:00:06 MR. PLATZER: It's a yes or no question.

20 11:00:07 MR. WILLEN: Maybe it is and maybe it isn't.

21 11:00:09 THE WITNESS: Okay. All right. I think what

22 11:00:10 I'm trying to do is to -- to formulate these -- you

23 11:00:15 know, to formulate this in a way that is precise to what

24 11:00:18 actually happened.

25 11:00:22 So -- so as a -- so it is true that both

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2 11:00:25 parties needed to come to a mutual understanding of what

3 11:00:29 was entailed in using this system before access was

4 11:00:34 granted to the rights holder to use the system.

5 11:00:38 BY MR. PLATZER:

6 11:00:42 Q. And that understanding had to be reflected in

7 11:00:44 some kind of agreement?

8 11:00:46 A. Well, "agreement" is an English word. So I

9 11:00:50 know you guys use it in a very specific way, but I would

10 11:00:54 say that coming to an understanding would be called

11 11:00:57 agreement.

12 11:01:04 Q. Did a content owner need to be able to access

13 11:01:08 a restricted portion of the YouTube website in order to

14 11:01:11 use this tool?

15 11:01:12 MR. WILLEN: Objection to the form. Vague as

16 11:01:16 to time.

17 11:01:17 THE WITNESS: The specific check box for

18 11:01:22 saying, this video, add it to the database, is a -- is

19 11:01:30 not open to everybody on YouTube.com.

20 11:01:32 BY MR. PLATZER:

21 11:01:34 Q. Okay. So you need to access a restricted

22 11:01:38 portion of the website in order to --

23 11:01:41 A. As we discussed --

24 11:01:42 THE REPORTER: One at a time. ". . . in order

25 11:01:43 to. . ."

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2 11:01:43 BY MR. PLATZER:

3 11:01:44 Q. -- utilize that check box.

4 11:01:46 MR. WILLEN: Objection to the form.

5 11:01:47 Mischaracterizes the testimony.

6 11:01:50 THE WITNESS: After all that, do you mind

7 11:01:51 restating, because it got --

8 11:01:52 BY MR. PLATZER:

9 11:01:59 Q. In order to utilize the check box that adds a

10 11:02:03 reference fingerprint for a piece of claimed UGC to the

11 11:02:09 YTU partition, does a content owner need to access a

12 11:02:13 restricted portion of the YouTube website?

13 11:02:16 MR. WILLEN: And same objection.

14 11:02:23 THE WITNESS: So to -- to be clear, that

15 11:02:25 the -- the -- or as -- as we discussed, not --

16 11:02:30 they're -- these tools are not available to -- to

17 11:02:36 just -- they're -- they're not part of YouTube.com, per

18 11:02:39 se. They're not on the public website. They're not

19 11:02:42 used by -- by everyone. These are professional tools

20 11:02:46 used in conjunction with understandings with serious

21 11:02:51 parties.

22 11:02:52 BY MR. PLATZER:

23 11:02:56 Q. And again -- and I realize that you like to

24 11:03:00 explain the reasons behind your policies, but I still

25 11:03:03 don't have an answer as to my question which is that, is

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2 11:03:06 this check box that you've been talking about only

3 11:03:09 accessible through a portion of the YouTube website that

4 11:03:12 is restricted?

5 11:03:13 MR. WILLEN: He's answered this question three

6 11:03:15 times.

7 11:03:15 MR. PLATZER: He's explained policies three

8 11:03:18 times, but it's a yes or no question. Is it part of the

9 11:03:20 restricted website?

10 11:03:22 MR. WILLEN: Well, you -- you can give the --

11 11:03:24 whatever answer you think is appropriate to the

12 11:03:26 question.

13 11:03:30 THE WITNESS: So I'm trying to be clear

14 11:03:32 that -- that as we talk about services like

15 11:03:38 fingerprinting, that those are only accessible to -- to

16 11:03:48 entities where we have some form of agreement, and I use

17 11:03:54 "agreement" in the broad sense, in the broad sort of

18 11:03:58 normal English sense of "agreement."

19 11:04:00 BY MR. PLATZER:

20 11:04:01 Q. And specifically how are those tools

21 11:04:03 accessible? If a content owner wants to utilize that

22 11:04:08 tool, do they have to go to a website that is protected

23 11:04:11 by a password, rather than through the YouTube website

24 11:04:17 generally?

25 11:04:18 A. So rights holders are given login credentials

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2 11:04:29 to access these tools.

3 11:04:31 Q. Thank you.

4 11:04:41 Do these three database partitions on the page

5 11:04:45 of King 3 that we've been looking at, YTAM, YTB, and

6 11:04:50 YTU, do those represent the universe of content that

7 11:04:55 Audible Magic was searching for on behalf of YouTube?

8 11:04:58 MR. WILLEN: Objection to the form.

9 11:05:09 THE WITNESS: So these are the specific

10 11:05:13 databases against which YouTube queries.

11 11:05:16 BY MR. PLATZER:

12 11:05:16 Q. Okay. So YouTube would only query Audible

13 11:05:19 Magic to identify a reference fingerprint if that

14 11:05:23 reference fingerprint were located in one of these three

15 11:05:26 partitions?

16 11:05:27 MR. WILLEN: Objection to the form.

17 11:05:28 THE WITNESS: That's -- yeah, that's -- yes,

18 11:05:32 I'm -- that's -- these were our databases.

19 11:05:37 BY MR. PLATZER:

20 11:05:41 Q. Okay. I'd like to ask about how videos that

21 11:05:48 are removed from the YouTube website are treated with

22 11:05:52 regards to these databases.

23 11:05:56 To start off, are any videos that are removed

24 11:06:01 by YouTube from the YouTube website fingerprinted and

25 11:06:07 then added to an Audible Magic database with a policy of

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2 11:22:32 THE WITNESS: I just wanted to say that, you

3 11:22:34 know, in a heated moment, I -- I did say that you would

4 11:22:37 be well within your rights to -- to ask for removal of

5 11:22:42 a -- of a -- of a video from the site based on, you

6 11:22:46 know, one second of content.

7 11:22:49 I'm not actually, you know, a copyright

8 11:22:52 lawyer, and not really in a position to -- to speak to

9 11:22:55 that. And this was a -- you know, I don't think that

10 11:22:58 would actually be a logical thing to do. I feel like

11 11:23:01 the -- you know, the -- from whatever expertise I have

12 11:23:05 in the matter, that would be -- that would be

13 11:23:07 inappropriate at that level. But anyway --

14 11:23:10 BY MR. PLATZER:

15 11:23:12 Q. All right. Understood.

16 11:23:15 Before we broke to change the tape, we were

17 11:23:18 discussing what happens to videos that YouTube removes

18 11:23:23 from the service, and we were -- had just finished

19 11:23:27 talking about terms of service violations.

20 11:23:29 A. Uh-huh.

21 11:23:30 Q. The next category I wanted to ask about are

22 11:23:33 videos that are removed pursuant to a sort of formal

23 11:23:36 DMCA takedown request. And is that terminology that

24 11:23:42 you're familiar with, "DMCA takedown request"?

25 11:23:46 A. Yes.

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2 11:23:46 Q. And I think I know what the answer to this is

3 11:23:50 based on the colloquy we've had so far, but I just want

4 11:23:54 to confirm. If YouTube received a DMCA takedown request

5 11:23:59 from a copyright owner, and that takedown request did

6 11:24:04 not go through the password protected portion of the

7 11:24:08 YouTube website that partners could use to check the box

8 11:24:15 and say add this to YTU -- in other words, if it were a

9 11:24:21 traditional DMCA takedown request, such as a letter or

10 11:24:26 an e-mail requesting that a video be removed from

11 11:24:28 YouTube's service, would the video that the content

12 11:24:34 owner requested be removed, be fingerprinted and added

13 11:24:38 to the YTU partition?

14 11:24:42 MR. WILLEN: Objection to the form.

15 11:24:43 THE WITNESS: I think the -- the -- if you

16 11:24:48 examine the level of information that comes in on a DMCA

17 11:24:53 takedown request, it does not include any information

18 11:24:58 about the -- the quantity of the video that is being

19 11:25:05 objected to. It simply just -- it says I have a right

20 11:25:09 at some level to request a takedown of this, and I --

21 11:25:16 and I am doing so.

22 11:25:18 So that does not give YouTube sufficient

23 11:25:20 information to be able to diligently understand whether

24 11:25:26 that user upload is -- meets the criteria for it being

25 11:25:39 included in fingerprint database.

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2 11:25:42 So as we -- the example we discussed was if

3 11:25:45 it's -- if you're making your claim of copyright

4 11:25:49 infringement based on a very short segment of content in

5 11:25:53 that video, and your DMCA notice simply says take this

6 11:25:58 video down, with no additional information, then we are

7 11:26:02 not in a position to be able to use that content as a

8 11:26:07 reference file for future matching.

9 11:26:09 BY MR. PLATZER:

10 11:26:13 Q. So is the answer no? It's -- DMCA notices are

11 11:26:18 not added to the YTU partition?

12 11:26:22 MR. WILLEN: Objection to the form. The

13 11:26:23 answer is what the answer was.

14 11:26:31 THE WITNESS: So as -- as a matter of course,

15 11:26:34 they are not added automatically to the fingerprint

16 11:26:38 database.

17 11:26:43 The -- the criteria being was it reviewed, and

18 11:26:47 do we have a statement from that right holder that --

19 11:26:53 that they are claiming the entirety of that piece of

20 11:26:56 content, as opposed to any portion thereof.

21 11:26:59 BY MR. PLATZER:

22 11:27:06 Q. Has YouTube ever added -- removed videos to

23 11:27:12 the YTU partition based on a DMCA notice in the absence

24 11:27:19 of partner use of the password protected copyright

25 11:27:26 console?

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2 11:27:28 MR. WILLEN: Objection to form.

3 11:27:39 THE WITNESS: I think that we had conducted

4 11:27:41 some -- some limited experiments in this realm to --

5 11:27:48 to -- to see to what extent it would create reliable

6 11:27:55 results, and the results were negative.

7 11:27:58 BY MR. PLATZER:

8 11:28:01 Q. And to be clear, the experiments you're

9 11:28:05 referring to are limited experiments with fingerprinting

10 11:28:09 videos that were subject to a takedown notice, and then

11 11:28:15 blocking matches to those fingerprints going forward?

12 11:28:18 MR. WILLEN: Objection to the form.

13 11:28:20 THE WITNESS: So the experiments were taking

14 11:28:22 some -- some segments of DMCA notices, creating

15 11:28:28 fingerprints, and -- to -- to -- to block future

16 11:28:34 subsequent uploads, but, you know, the direct experience

17 11:28:39 was that the -- that it was highly inaccurate.

18 11:28:42 And -- and, you know, would we -- you know,

19 11:28:47 as -- as previously stated, there are many rights

20 11:28:52 holders in this equation, and -- and every user that

21 11:28:56 uploads to the site with their -- with wholly created

22 11:29:05 videos, you know, not using content from -- from

23 11:29:08 anywhere else, like when I take a video of my kids, I

24 11:29:13 am -- I'm also protected by copyright, and so we must

25 11:29:18 balance the rights of all parties in this equation.

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2 11:29:21 BY MR. PLATZER:

3 11:29:26 Q. When did these experiments take place?

4 11:29:28 A. In the -- in the summer of 2009. It had

5 11:29:36 always been supposed before that that this would not --

6 11:29:40 that this would lead to poor results, but we decided to

7 11:29:46 test it and, indeed, it led to poor results.

8 11:29:50 Q. So prior to the summer of 2009, YouTube had

9 11:29:53 not tested fingerprinting videos subject to takedown

10 11:30:01 notices?

11 11:30:02 MR. WILLEN: Objection to form.

12 11:30:03 THE WITNESS: To videos subject to takedown

13 11:30:05 notices where no request -- where no review and

14 11:30:10 subsequent request by a rights holder for it to be

15 11:30:14 included in the fingerprinting database was made.

16 11:30:17 So to be clear, we did create a lot of

17 11:30:21 fingerprints subsequent to DMCA takedowns where the

18 11:30:26 rights holder expressly asked us to also create a

19 11:30:29 fingerprint.

20 11:30:29 BY MR. PLATZER:

21 11:30:37 Q. Was the experiment in the summer of 2009 using

22 11:30:40 Audible Magic technology?

23 11:30:42 A. It was with Google technology.

24 11:31:02 Q. The portion of the YouTube website to which

25 11:31:07 partners could access the check box that requested

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2 11:31:10 the -- a claimed video be fingerprinted, do you have a

3 11:31:14 term that you like to refer to that console as?

4 11:31:19 MR. WILLEN: Objection. Vague as to time.

5 11:31:23 THE WITNESS: Um --

6 11:31:23 BY MR. PLATZER:

7 11:31:24 Q. Again, I'm trying to establish a common

8 11:31:28 vocabulary in order to discuss that interface.

9 11:31:31 A. Today we refer to that interface as CMS, which

10 11:31:35 would -- means content management system.

11 11:31:41 THE REPORTER: I'm sorry. ". . . which

12 11:31:41 means. . . ."

13 11:31:42 THE WITNESS: Content management system.

14 11:31:45 In earlier incarnations of that tool set it

15 11:31:50 had been called "CYC" or "claim your content."

16 11:31:52 BY MR. PLATZER:

17 11:31:53 Q. Okay.

18 11:31:57 A. We just had to discover a more prosaic

19 11:32:02 descriptive name.

20 11:32:07 Q. Other than the experiment that you described

21 11:32:09 in the summer of 2009, had YouTube ever fingerprinted

22 11:32:14 videos that were subject to a DMCA takedown notice that

23 11:32:19 was not received through CYC or CMS?

24 11:32:26 MR. WILLEN: Objection to the form.

25 11:32:37 THE WITNESS: Certainly CMS was the standard

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2 12:22:06 let me take a moment.

3 12:25:11 Okay. I remember at the time being very

4 12:25:15 confused by the -- the financial model underlying these

5 12:25:18 two proposals, and I'm still confused now, reading them.

6 12:25:24 So I hope I won't have to speak to the economics

7 12:25:28 outlined, but I familiarized myself with the document.

8 12:25:34 Q. Were you yourself involved in the discussions

9 12:25:36 with Audible Magic about the two proposed service

10 12:25:41 enhancements?

11 12:25:43 A. Clearly my name figures in this e-mail

12 12:25:47 exchange.

13 12:25:48 Q. Well, beyond this e-mail, did you talk to

14 12:25:51 anyone at Audible Magic about these proposed service

15 12:25:55 enhancements?

16 12:25:56 A. Yes, I was involved in verbal discussions

17 12:25:59 beyond this -- this e-mail exchange.

18 12:26:02 Q. Did YouTube ever make a counteroffer on price?

19 12:26:08 MR. WILLEN: Objection to the form.

20 12:26:10 THE WITNESS: I -- I -- I don't recall if

21 12:26:14 we -- if we countered on price or not. Sorry. I just

22 12:26:20 don't remember.

23 12:26:21 Doesn't seem to be included in this e-mail

24 12:26:24 thread. When it came to the commercial negotiations --

25 12:26:28 I just want to -- I should probably clarify that Chris

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2 12:26:32 Maxcy was the business development person responsible
3 12:26:36 for the commercial side of this, and my responsibility
4 12:26:38 was in driving forward the product design and the --
5 12:26:43 more the implementation side of things.

6 12:26:48 BY MR. PLATZER:

7 12:26:48 Q. Okay. So if I'm characterizing your testimony
8 12:26:52 earlier correctly, the two things about this proposal
9 12:26:56 that YouTube found disagreeable [REDACTED]

10 12:27:00 [REDACTED] Is that a fair
11 12:27:04 characterization?

12 12:27:07 A. So my characterization would be that, based on
13 12:27:12 volumes at the time, it looked like the immediate price
14 12:27:16 increase would be [REDACTED]. If you look at the way the
15 12:27:20 numbers are structured, it also includes [REDACTED]

16 12:27:26 [REDACTED]
17 12:27:30 [REDACTED]

18 12:27:33 So as a starting point, it was [REDACTED]. But it

19 12:27:36 [REDACTED]
20 12:27:44 [REDACTED]
21 12:27:49 [REDACTED]
22 12:27:53 [REDACTED]
23 12:27:56 [REDACTED]
24 12:27:59 [REDACTED]

25 12:28:02 And the other side was, on the -- on the

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2 12:28:05 service level, they -- they were simply [REDACTED]

3 12:28:08 [REDACTED].

4 12:28:12 So it was an o [REDACTED]

5 12:28:17 [REDACTED]

6 12:28:21 [REDACTED].

7 12:28:23 Q. Did YouTube counter on [REDACTED]

8 12:28:25 [REDACTED]?

9 12:28:26 [REDACTED]

10 12:28:32 [REDACTED]

11 12:28:37 [REDACTED]

12 12:28:40 [REDACTED]

13 12:28:43 [REDACTED]

14 12:28:46 There was some discussion around the numbers.

15 12:28:48 I -- I don't know what -- what your definition is of

16 12:28:51 "counter." So there was a discussion. If -- if a

17 12:28:54 discussion is a counter, then, yes, there was a counter.

18 12:28:58 If you mean by "a counter" did we send back

19 12:29:01 a -- a red-lined version of their proposal with -- with

20 12:29:06 other -- you know, with -- with different numbers or a

21 12:29:10 different structure or do it in a formal way, that I'm

22 12:29:15 not aware of.

23 12:29:16 Q. Okay. What is your understanding of the

24 12:29:19 service that Audible Magic was proposing to provide to

25 12:29:22 the Long Form Video Proposal?

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2 12:29:34 A. My understanding was that they would enable a

3 12:29:40 [REDACTED]

4 12:29:45 [REDACTED]

5 12:29:54 [REDACTED]

6 12:29:57 Q. And was the purpose of that proposal to have

7 12:30:01 [REDACTED]

8 12:30:04 MR. WILLEN: Objection to the form. When you

9 12:30:09 say "the purpose of that proposal," I'm not sure what

10 12:30:13 that even means. "Purpose" from whose perspective?

11 12:30:17 BY MR. PLATZER:

12 12:30:17 Q. Well, if you'd turn to page 1388, paragraph 2,

13 12:30:28 take a look at paragraph 2 on page 1388.

14 12:30:46 [REDACTED]

15 12:30:48 [REDACTED]

16 12:30:48 [REDACTED]

17 12:30:53 [REDACTED]

18 12:30:56 [REDACTED]

19 12:31:00 [REDACTED]

20 12:31:05 [REDACTED]

21 12:31:07 [REDACTED]

22 12:31:07 [REDACTED]

23 12:31:08 [REDACTED]

24 12:31:11 [REDACTED]

25 12:31:15 [REDACTED]

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12:31:18 [REDACTED]

12:31:20 You wrote this language in paragraph 2; right?

12:31:23 A. Yes.

12:31:25 Q. So what -- was Audible Magic responding to an
12:31:35 inquiry by you for a service which would grant [REDACTED]

12:31:39 [REDACTED]

12:31:43 A. I -- I think the way I described it in the --
12:31:47 in -- in the paragraph is -- is -- is pretty clear, that

12:31:51 [REDACTED]
12:31:58 [REDACTED]

12:32:00 I'd also like to add that concurrently with
12:32:03 this communication that -- that Google was already well
12:32:11 underway building its own audio and video fingerprinting
12:32:16 service, and that that system was already contemplated
12:32:22 to do exactly this.

12:32:25 So that was another component of the decision
12:32:30 process, was simply that this type of functionality
12:32:37 would be arriving in -- in the coming months, and so
12:32:42 that there were other means to accomplish this goal.

12:32:54 Q. And YouTube ultimately didn't reach an
12:32:57 agreement with Audible Magic on the Long Form Video
12:32:59 Proposal --

12:32:59 MR. WILLEN: Objection --

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2 12:32:59 BY MR. PLATZER:

3 12:33:01 Q. -- correct?

4 12:33:02 MR. WILLEN: Objection to the form.

5 12:33:06 THE WITNESS: The proposal that's in front of

6 12:33:07 me right now did not result in a -- in a change of our

7 12:33:15 service. I think it's worth noting, though, that we did

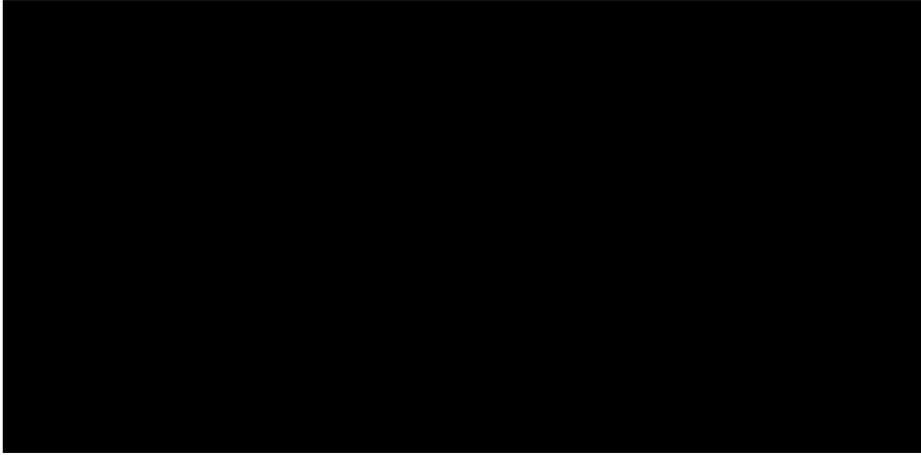
8 12:33:22 agree to a -- an upgrade to the original service

9 12:33:30 agreement in -- in 2008.

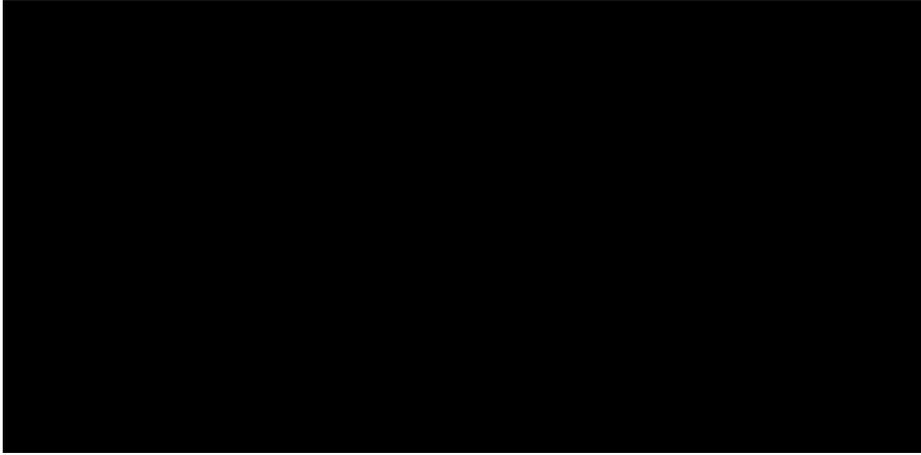
10 12:33:34 BY MR. PLATZER:

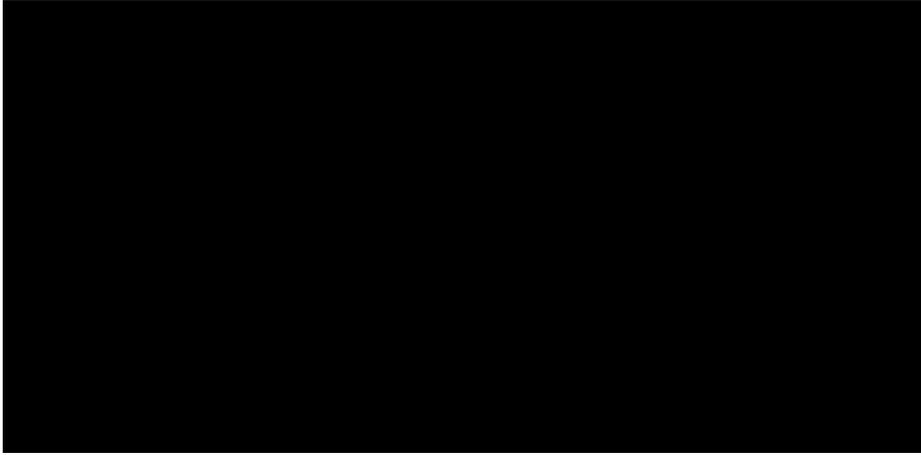
11 12:33:35 Q. And that upgrade was to 

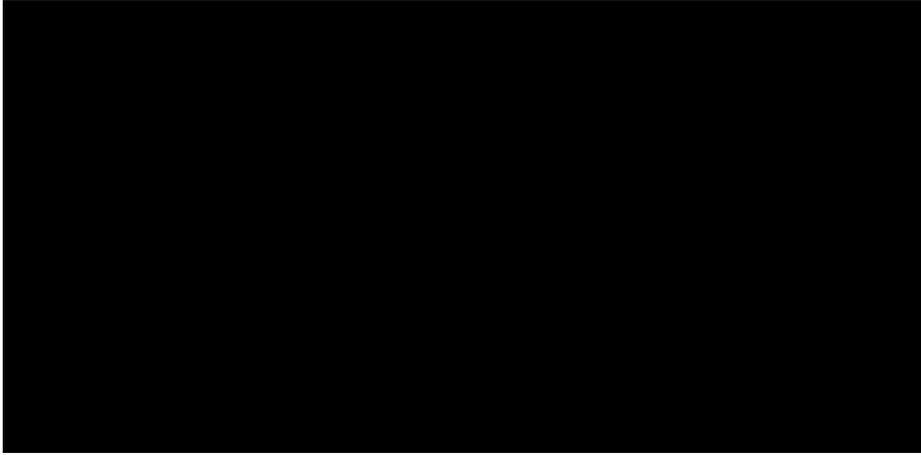
12 12:33:39 ?

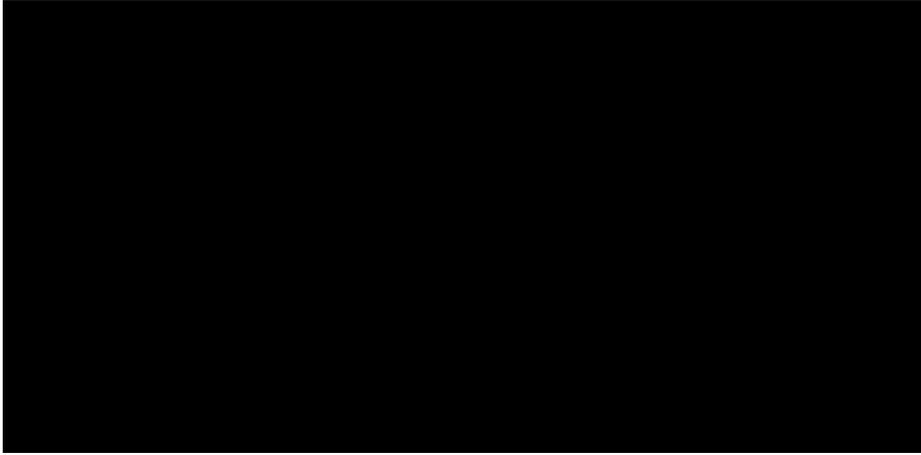
13 12:33:40 

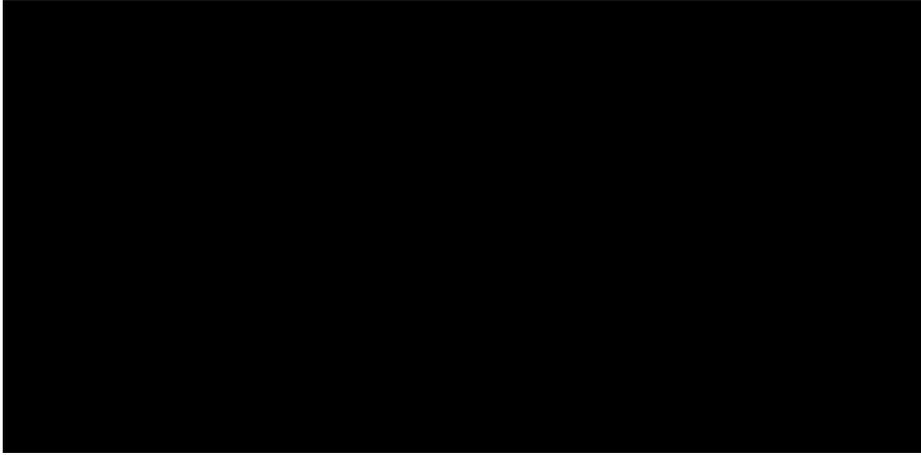
14 12:33:45 

15 12:33:52 

16 12:33:57 

17 12:34:01 

18 12:34:08 

19 12:34:14 

20 12:34:18 Q. Okay. But the -- the upgrade that you agreed

21 12:34:22 to with Audible Magic in 2008, that didn't include Type

22 12:34:25 3 look-ups; right?

23 12:34:27 A. It was a different form of -- of upgrade, but

24 12:34:31 we did upgrade our service with them.

25 12:34:33 Q. An upgrade to service levels, not an upgrade

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2 13:26:52 MR. WILLEN: I don't know if he was entirely
3 13:26:54 listening to the question, because he was distracted
4 13:26:57 based on --

5 13:26:59 THE WITNESS: He -- he put his mouse in a
6 13:27:01 puddle. I was worried again.

7 13:27:04 MR. WILLEN: Have the question again.

8 13:27:05 BY MR. PLATZER:

9 13:27:06 Q. Was it YouTube's view that Audible Magic
10 13:27:06 technology had a high accuracy rate?

11 13:27:09 A. Yes. That is correct. And it's a matter of
12 13:27:17 tuning as well. So, you know, I think, as you seek to
13 13:27:19 get higher recall, you put more pressure on your
14 13:27:22 accuracy. So you start -- so it's a -- you know, it --
15 13:27:26 it's a -- it's a balance point in any system, which I
16 13:27:29 think would also be true of a human.

17 13:27:32 You know, as a human, if you're trying to
18 13:27:35 respond to a -- you know, to something where you're
19 13:27:38 scanning through your memory, you can either be
20 13:27:41 extremely conservative and very accurate, or you can dig
21 13:27:45 a little deeper and make more suppositions and take more
22 13:27:49 guesses, and you'll bring back more information, but
23 13:27:52 your accuracy rate will suffer.

24 13:27:54 Q. Did YouTube tune Audible Magic's
25 13:28:01 fingerprinting technology to minimize false positives?

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2 13:28:08 MR. WILLEN: Objection to the form.

3 13:28:09 THE WITNESS: Audible Magic did not surface

4 13:28:09 any methods for us to tune that balance point. They

5 13:28:09 tuned it that way.

6 13:28:11 BY MR. PLATZER:

7 13:28:12 Q. Okay. And did -- is the sentiment that's

8 13:28:15 expressed on the page we're looking at on this exhibit

9 13:28:20 that Audible Magic had high accuracy, was that YouTube's

10 13:28:25 view for the use of Audible Magic to identify television

11 13:28:29 content as well?

12 13:28:30 MR. WILLEN: Objection to the form. Vague as

13 13:28:34 to time.

14 13:28:39 THE WITNESS: This bullet doesn't speak to

15 13:28:41 that, and I don't think that -- I think it's not -- you

16 13:28:44 know, the level of specificity here is, in general, the

17 13:28:49 Audible Magic service has produced accurate results.

18 13:28:56 BY MR. PLATZER:

19 13:28:57 Q. Well, independently of this document -- I'm

20 13:28:59 asking you in your capacity as a corporate

21 13:29:02 representative for YouTube -- was -- was it YouTube's

22 13:29:06 belief that Audible Magic was accurate for identifying

23 13:29:08 television content?

24 13:29:10 MR. WILLEN: Objection. Vague as to time.

25 13:29:16 THE WITNESS: I think there -- that there

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2 13:29:18 is -- there is an im- -- an important caveat in the --

3 13:29:24 any -- in the ability of the Audible Magic system to

4 13:29:34 provide reliable claim information around television,

5 13:29:40 and the -- the -- the nub of that, the -- the -- the --

6 13:29:43 the key issue, is that every -- you know, I think

7 13:29:51 probably 99 percent of movies have a sound track with

8 13:29:55 music in them, and certainly music also permeates

9 13:29:59 television.

10 13:30:00 And so, not as a technical matter, but as a

11 13:30:04 policy matter or as an ownership issue -- and earlier we

12 13:30:08 had talked about there really being two sides to a

13 13:30:11 fingerprinting system. So one is the raw fingerprinting

14 13:30:15 and its ability to match and the assets -- you know, and

15 13:30:17 getting -- getting hold of media files, turning those

16 13:30:21 into fingerprints, and then matching based on those.

17 13:30:23 But there's an equally important second aspect to these

18 13:30:27 systems, which is the metadata, the ownership, scoped by

19 13:30:32 territory, and the policy information that goes with

20 13:30:34 that.

21 13:30:35 So as you start to take in fingerprints

22 13:30:38 from -- from television and from movies, what we found

23 13:30:46 is that, not as a technical matter, but as a -- as that

24 13:30:50 sort of secondary policy, metadata, really identifying

25 13:30:54 the right owners and who should -- who has standing to

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2 13:30:58 talk about whether this thing should be up or not -- if

3 13:31:02 you're looking purely at the audio side, you end up

4 13:31:05 getting significant numbers of errors based on the music

5 13:31:08 content being embedded in movies and TV.

6 13:31:20 So, you know, you asked me about false

7 13:31:23 positives coming in from -- from Audible Magic. We --

8 13:31:28 you know, as a -- as a purely technical matter, no false

9 13:31:34 positives. As a policy and ownership matter, movies and

10 13:31:39 TV, if you're just matching on the audio channel,

11 13:31:46 created significant inaccuracies.

12 13:31:48 BY MR. PLATZER:

13 13:31:49 Q. Did YouTube ever consider adding a layer of

14 13:31:52 human review following the Audible Magic matches in

15 13:31:55 order to ameliorate that problem?

16 13:32:00 MR. WILLEN: Objection to the form. It's

17 13:32:00 outside the scope of this notice, but if you have a

18 13:32:03 personal understanding, you can reference that.

19 13:32:09 THE WITNESS: So to be clear, if we were to --

20 13:32:20 let's just say, hypothetically, if we were to sit down

21 13:32:23 and say, okay, let's review every match that comes in

22 13:32:27 from a movie or a TV asset. That still wouldn't allow

23 13:32:37 us to make that result perfect, because that -- the --

24 13:32:40 the -- either the studio, or the broadcaster might

25 13:32:44 actually have standing to make claims based on music

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2 13:32:49 that's embedded in those assets or they may not. And
3 13:32:53 the only way that we can know that is for that entity
4 13:32:57 themselves to make that representation.

5 13:33:01 We can't magically ever know who truly owns
6 13:33:05 anything. We need the owners of those things to tell us
7 13:33:09 that they have that ownership, and to -- and to specify
8 13:33:15 that to us. And I think that's precisely why the law is
9 13:33:19 written the way it is.

10 13:33:20 BY MR. PLATZER:

11 13:33:21 Q. Well, I'm not asking hypothetically how such a
12 13:33:23 system would work. I'm asking historically whether
13 13:33:26 YouTube ever actually considered implementing such a
14 13:33:29 system, "such a system" meaning a layer of human review
15 13:33:35 following Audible -- Audible Magic matches.

16 13:33:37 MR. WILLEN: So I'm going to again object.
17 13:33:39 The question about human review is outside the scope of
18 13:33:42 his notice, but if this witness has a personal
19 13:33:45 understanding of the issues related to the question, he
20 13:33:48 can answer.

21 13:33:50 MR. PLATZER: Well, Brian, no, the -- within
22 13:33:52 the scope of this notice is how YouTube used match
23 13:33:56 information from Audible Magic. I'm entitled to ask the
24 13:33:59 uses to which that information was put, and if that
25 13:34:01 information was used to flag videos for human review

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2 13:35:43 companies.

3 13:35:43 BY MR. PLATZER:

4 13:36:04 Q. Did YouTube ever experience a problem with

5 13:36:06 Audible Magic's technology as applied to TV and movie

6 13:36:13 content that the Aud- -- that Audible Magic couldn't

7 13:36:19 identify the content unless it was identified at the

8 13:36:22 beginning of the clip?

9 13:36:24 MR. WILLEN: Objection to the form, vague.

10 13:36:30 THE WITNESS: Yeah, could -- I'm -- could you

11 13:36:33 rephrase that to be a little more precise on what it is

12 13:36:36 you would like to know?

13 13:36:38 BY MR. PLATZER:

14 13:36:38 Q. Well, the -- earlier we discussed --

15 13:36:41 A. Uh-huh.

16 13:36:42 Q. -- the fact that YouTube was only having

17 13:36:44 Audible Magic query unknowns against the first sec- --

18 13:36:47 [REDACTED]. Do you recall that

19 13:36:51 conversation?

20 13:36:52 A. Yes.

21 13:36:53 Q. Did that aspect of the Audible Magic service

22 13:36:56 that it was providing to YouTube ever pose problems for

23 13:37:00 YouTube's ability to identify television or movie

24 13:37:03 content using Audible Magic's technology?

25 13:37:07 MR. WILLEN: Objection to the form. Vague as

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2 13:37:09 to "pose problems."

3 13:37:12 THE WITNESS: So -- so what sort of problems

4 13:37:14 did you -- did you -- do you have in mind, so I --

5 13:37:15 BY MR. PLATZER:

6 13:37:17 Q. False negatives.

7 13:37:18 A. False negatives? Every one of -- every system

8 13:37:24 that attempts to do automated identification will have

9 13:37:29 false negatives. This would -- the issue that you've

10 13:37:38 spoken to would contribute to -- to gaps in coverage as

11 13:37:47 a matter of logic.

12 13:37:49 Q. But historically was that a problem of which

13 13:37:53 YouTube had any specific awareness?

14 13:37:57 MR. WILLEN: Objection to the form.

15 13:38:01 THE WITNESS: I mean, I think, as we discussed

16 13:38:03 in -- in -- in the earlier documents, we were interested

17 13:38:07 in a more expansive service on those lines, and that

18 13:38:17 is -- was a key design principle in the service that we

19 13:38:22 built on Google's technology.

20 13:38:33 THE REPORTER: 7 -- 9, I mean.

21 13:38:35 MR. PLATZER: 9.

22 13:38:37 THE REPORTER: Excuse me.

23 13:38:38 (King Deposition Exhibit Number 9 was marked

24 13:38:38 for identification.)

25

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2 13:38:38 BY MR. PLATZER:

3 13:38:40 Q. The court reporter has handed you what's been

4 13:38:42 marked as King Exhibit 9. It's a July 3rd, 2007, e-mail

5 13:38:49 from David Eun to Lew Rothman, bears Bates number Google

6 13:38:56 798493 through 798495.

7 13:39:01 Have you seen the e-mail that's been marked as

8 13:39:07 King Exhibit 9 before?

9 13:39:10 MR. WILLEN: Give him a chance to flip through

10 13:39:10 that.

11 13:40:03 THE WITNESS: This rings a bell.

12 13:40:05 BY MR. PLATZER:

13 13:40:07 Q. Do you recall there being an issue in July of

14 13:40:10 2007 of the movie "Sicko" repeatedly being uploaded to

15 13:40:17 YouTube following takedown?

16 13:40:20 A. My recollection of this -- and -- and this is

17 13:40:24 not something that I have instructed myself on in

18 13:40:27 preparation for this testimony, but my recollection is

19 13:40:31 that the -- the uploads were coming directly from the

20 13:40:40 creator of the movie, whose name is oddly eluding me

21 13:40:46 right now. Um --

22 13:40:48 Q. Michael Moore?

23 13:40:49 A. Michael Moore. It's that Michael Moore and

24 13:40:51 his direct staff were the ones that were uploading it.

25 13:40:55 Q. Uh-huh.

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2 13:40:56 A. And that's why -- you know, that's why it

3 13:40:58 showed up so early. But yes, I remember that it -- they

4 13:41:03 kept doing it.

5 13:41:04 Q. And do you recall the Weinstein Company

6 13:41:08 complaining about repeated uploads to YouTube?

7 13:41:13 A. I re- -- I recall this e-mail exchange.

8 13:41:19 Q. I have a question about --

9 13:41:21 A. But it -- it does kind of get -- I remember

10 13:41:23 this as being a rather ironic exchange, in that -- that

11 13:41:27 the Weinstein Company provided funding to Michael Moore

12 13:41:34 and his production company to create this movie and then

13 13:41:38 to market it, and this was a sort of left-hand-not-

14 13:41:41 speaking-to-the-right-hand battle that we often ended up

15 13:41:44 in.

16 13:41:45 So this was not just random people uploading

17 13:41:49 this. This was the creator of the film who you would

18 13:41:53 think would be in tighter alignment with his production

19 13:41:56 company.

20 13:41:56 Q. I have a question about the exchange near the

21 13:41:58 top of the first page.

22 13:42:00 A. Uh-huh.

23 13:42:00 Q. Where the e-mail from Lew Rothman to David Eun

24 13:42:06 is saying:

25 13:42:07 "David,

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2 13:42:07 "Do you guys currently use Audible Magic's

3 13:42:09 fingerprinting technology?"

4 13:42:09 And the response from David Eun saying:

5 13:42:11 "Lew,

6 13:42:12 Yes, we are. We've found though that their

7 13:42:14 technology works better for music videos than

8 13:42:17 other types of video content."

9 13:42:20 Is it, in fact, the case that YouTube found

10 13:42:24 Audible Magic to be more effective for music than for

11 13:42:28 other kinds of video content?

12 13:42:30 MR. WILLEN: Objection to the form.

13 13:42:31 THE WITNESS: As we discussed earlier, Audible

14 13:42:33 Magic provides matching based on audio.

15 13:42:40 We're a video service. And so, if you want to

16 13:42:43 match on video, video fingerprinting is a much more

17 13:42:49 powerful technology.

18 13:42:52 So it is true that the Audible Magic solution

19 13:42:57 was helpful but imperfect for our needs, and this is

20 13:43:03 precisely why we have spent many millions of dollars

21 13:43:11 developing a world class video fingerprinting technology

22 13:43:14 to sup- -- to supplement audio fingerprinting.

23 13:43:18 BY MR. PLATZER:

24 13:43:20 Q. But, to repeat my initial question, has

25 13:43:23 YouTube, in fact, found that Audible Magic is less

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2 13:43:26 effective for video content that isn't a music video?

3 13:43:31 MR. WILLEN: Objection, asked and answered.

4 13:43:43 THE WITNESS: I think, you know, as a -- I

5 13:43:48 just appeal to your reason. If you think about the --

6 13:43:54 the -- the sound that is coming from this room, and the

7 13:43:57 sound that comes from a CD playing, the sound that comes

8 13:44:01 from a CD playing is continuous. It's very -- it's

9 13:44:07 sonically rich. It's a -- it's a very full audio signal

10 13:44:12 to work from.

11 13:44:14 So if I were to play for you right now, say a

12 13:44:19 Beatles song and ask you, what is this, you would

13 13:44:22 probably be able to tell me that's a Beatles song.

14 13:44:26 Now, if I were to play for you a snippet of

15 13:44:31 everybody's voice in this room and ask you to identify

16 13:44:34 each person from that snippet of their voice, it would

17 13:44:39 probably be harder for you to get those all right.

18 13:44:42 Q. And I understand the theoretical argument for

19 13:44:45 why it might be less effective that you're articulating

20 13:44:49 right now.

21 13:44:49 The question I'm asking is whether YouTube

22 13:44:52 actually concluded that that was empirically the case,

23 13:44:55 that Audible Magic worked less well for video that

24 13:44:58 wasn't a music video. Not why it might be the case, but

25 13:45:02 whether Google actually concluded that that was the

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2 13:45:05 case.

3 13:45:06 MR. WILLEN: Objection to the form.

4 13:45:14 THE WITNESS: We found that the results that

5 13:45:16 we got in matching videos with a musical soundbed to

6 13:45:24 them was more effective in using Audible Magic

7 13:45:31 technology, and our response to that was to turn around

8 13:45:35 and spend millions and millions of dollars, and spin up

9 13:45:40 a very large global team on building out a more

10 13:45:45 effective response.

11 13:45:45 BY MR. PLATZER:

12 13:45:46 Q. Okay. And you say you found that the results

13 13:45:48 you got in matching videos within Audible Magic showed

14 13:45:52 that videos of music are more effectively matched;

15 13:45:56 right?

16 13:45:57 MR. WILLEN: Objection. Mischaracterizes

17 13:45:58 testimony.

18 13:45:58 THE WITNESS: I don't have figures around

19 13:46:00 that, but that was -- so I wouldn't -- it -- it wasn't

20 13:46:07 an empirical study, but -- so I appealed to reason in my

21 13:46:14 earlier response, and I think it was that same appeal to

22 13:46:19 reason which led that conversation, as opposed to data.

23 13:46:23 BY MR. PLATZER:

24 13:46:24 Q. Okay. So YouTube didn't do a numerical

25 13:46:28 analysis --

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2 13:46:29 MR. WILLEN: Objection to the form. Vague as

3 13:46:32 to --

4 13:46:32 BY MR. PLATZER:

5 13:46:33 Q. As --

6 13:46:33 MR. WILLEN: -- "empirical analysis."

7 13:46:36 BY MR. PLATZER:

8 13:46:37 Q. -- as to whether Audible Magic was less

9 13:46:39 effective for musical content than for video content.

10 13:46:46 MR. WILLEN: Sorry. Didn't mean to interrupt

11 13:46:48 your question. I restate my objection that it's vague.

12 13:46:55 THE WITNESS: Simply put, if you want to match

13 13:46:57 video, the strongest way to do so is to actually analyze

14 13:47:04 the images.

15 13:47:06 BY MR. PLATZER:

16 13:47:07 Q. So is that a no?

17 13:47:08 MR. WILLEN: Objection. You don't have to

18 13:47:10 answer that.

19 13:47:11 THE WITNESS: It's -- it's -- both as a matter

20 13:47:17 of logic and as a -- in terms of the actual results that

21 13:47:23 we've had afterwards, the best way to identify a video

22 13:47:27 asset is to analyze the pictures.

23 13:47:30 BY MR. PLATZER:

24 13:47:32 Q. But did YouTube ever analyze actual results in

25 13:47:36 order to reach that conclusion?

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2 14:42:45 the time period immediately after it launched?

3 14:42:56 A. I -- I'd -- if recollection serves, during the

4 14:43:01 first few weeks there -- we were careful about how many

5 14:43:08 new partners we took on, because we needed to manage our

6 14:43:11 expectations.

7 14:43:15 That period was a very short period. And once

8 14:43:19 we got comfort that the system could handle load, we

9 14:43:24 quickly moved past those restrictions.

10 14:43:28 Q. When did YouTube move past those restrictions?

11 14:43:34 A. I would say it was within a month.

12 14:43:41 Q. So November of 2007?

13 14:43:42 A. Yes.

14 14:43:43 Q. Okay.

15 14:43:56 A. We wouldn't be doing anybody any favors -- if

16 14:43:59 I can offer just a little bit more, we wouldn't be doing

17 14:44:02 anybody any favors if we offered a system, got everybody

18 14:44:06 to do a lot of work, and then the system fell over and

19 14:44:09 didn't work at all.

20 14:44:10 So we -- we did have to balance our desire to

21 14:44:14 do everything immediately with the desire to provide a

22 14:44:20 reliable service to people that were putting effort in

23 14:44:25 from the other side. We didn't want to waste people's

24 14:44:30 time.

25 14:44:31 Q. I know we discussed earlier the circumstances

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2 14:44:33 under which YouTube would use the YT -- the YTU

3 14:44:39 partition of the Audible Magic database with respect to

4 14:44:42 videos that had been taken down.

5 14:44:44 A. Uh-huh.

6 14:44:45 Q. I'd like to ask a similar set of questions

7 14:44:48 about Google's own fingerprinting technology. Since

8 14:44:52 implementation of Google's own fingerprinting

9 14:44:56 technology --

10 14:44:57 A. Uh-huh.

11 14:44:58 Q. -- are there any circumstances in which a

12 14:45:01 video that is removed pursuant to a takedown notice is

13 14:45:08 fingerprinted and blocked going forward?

14 14:45:13 A. As previously discussed, we switched over,

15 14:45:20 once we had the Google technology in place, when we --

16 14:45:26 we -- we switched over the back end so that when a user

17 14:45:32 of the CMS system flagged a video and said, please

18 14:45:41 create a reference off of this, we did so using the

19 14:45:44 Google technology. So really all my former testimony

20 14:45:47 around that issue is -- would -- would remain the same

21 14:45:53 regardless of which technical back end we were using.

22 14:45:58 Q. YouTube didn't stop doing that at some point

23 14:46:00 in time?

24 14:46:02 MR. WILLEN: Objection to the form.

25 14:46:04 THE WITNESS: That is a service that we still

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2 14:46:06 offer today.

3 14:46:13 BY MR. PLATZER:

4 14:46:13 Q. At what point did the back end switch over?

5 14:46:18 MR. WILLEN: Objection to the form.

6 14:46:22 THE WITNESS: I don't -- I don't recall the

7 14:46:25 precise date at which the back end switched over.

8 14:46:37 THE REPORTER: This is number 13.

9 14:46:39 (King Deposition Exhibit Number 13 was marked

10 14:46:39 for identification.)

11 14:46:39 BY MR. PLATZER:

12 14:46:40 Q. Do you remember what year the back end

13 14:46:42 switched over?

14 14:46:43 A. I would -- I would -- I would say 2008.

15 14:46:53 Q. The court reporter has handed you what's been

16 14:46:56 marked as King 13. It's a document bearing the title

17 14:46:59 "Video Fingerprinting Requirements." The Bates number

18 14:47:03 is Google 2832600 through 2832616.

19 14:47:13 A. Okay. It's a very long document.

20 14:47:16 Q. Do you recognize this as a wiki from Google's

21 14:47:20 system?

22 14:47:23 A. I believe it was a Google doc, but --

23 14:47:28 Q. Oh, a way -- the check box?

24 14:47:31 A. Uh-huh.

25 14:47:32 Q. I have a question here for you. The fourth

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2 14:47:35 grouping of lines from the bottom on the very first

3 14:47:39 page, it says:

4 14:47:40 "We will" -- and then in asterisks "*not*

5 14:47:42 generate ref fingerprint upon claiming by

6 14:47:45 partner of UGC video through desc search," and

7 14:47:49 then in paren, "(Dave: Confirm this

8 14:47:52 statement.)"

9 14:47:53 Following that there's the initials "DK." It says:

10 14:47:56 "This is correct."

11 14:47:57 A. Uh-huh.

12 14:47:57 Q. And then:

13 14:47:57 "The reason we will no longer allow this

14 14:48:00 feature is because we are going to open up CYC

15 14:48:03 to non-partners who we do not think we can

16 14:48:03 trust to review the content carefully enough.

17 14:48:05 CYC should have the same level of

18 14:48:05 functionality for partners and non-partners."

19 14:48:09 A. Uh-huh.

20 14:48:11 Q. Does this refresh your recollection as to

21 14:48:14 whether Google today still generates reference

22 14:48:17 fingerprints from videos that are removed pursuant to a

23 14:48:20 takedown notice?

24 14:48:22 MR. WILLEN: Objection to the form.

25 14:48:23 Mischaracterizes prior testimony.

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2 14:53:44 Q. Can you name them?

3 14:53:51 A. All those were under NDA. Did that not apply

4 14:53:55 in this case?

5 14:53:56 MR. WILLEN: If you know the answer to the

6 14:53:57 question you can answer it. Obviously this whole

7 14:54:00 transcript will be designated as highly confidential,

8 14:54:02 and certain portions of it will probably be designated

9 14:54:06 as restricted.

10 14:54:08 THE WITNESS: Okay. Well, one example would

11 14:54:10 be [REDACTED]

12 14:54:12 BY MR. PLATZER:

13 14:54:12 Q. Any other examples?

14 14:54:14 A. That's one that comes to mind, but there

15 14:54:16 are -- there are certainly, I -- like I said, I didn't

16 14:54:19 review the names. I'm just recalling one from -- you

17 14:54:25 know, from three years ago. I --

18 14:54:28 Q. Have --

19 14:54:28 A. At this point we have 1200 partners on the

20 14:54:30 system. It gets muddled in my mind exactly who did what

21 14:54:35 when.

22 14:54:35 Q. I'm asking for your personal recollection as

23 14:54:37 David King.

24 14:54:38 A. As personal recollection, I can -- the one

25 14:54:39 that I can remember categorically as using Audible Magic

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2 14:54:43 for audio fingerprinting in a block only capacity, one

3 14:54:50 example would be [REDACTED]

4 14:54:52 Q. And [REDACTED] Clarify. What is that?

5 14:54:56 A. [REDACTED]. You can imagine that I

6 14:54:59 took their demands quite seriously.

7 14:55:10 MR. PLATZER: I think we're going to take a

8 14:55:11 very quick break and see if we have anything further.

9 14:55:15 MR. WILLEN: Okay.

10 14:55:16 THE VIDEOGRAPHER: We are now going off the

11 14:55:17 record. The time is 2:55 p.m.

12 15:03:47 (Short break.)

13 15:03:49 THE VIDEOGRAPHER: We are now on the record.

14 15:03:50 The time is 3:04 p.m.

15 15:03:53 BY MR. PLATZER:

16 15:03:55 Q. Sir, a quick authentication question about the

17 15:03:58 last document we were looking at, King Exhibit 13. Have

18 15:04:03 you seen this document before?

19 15:04:06 A. Yes, I have seen this document before.

20 15:04:10 I also wanted to offer just -- and -- and a

21 15:04:16 few more names of block only partners if you -- if you

22 15:04:18 would -- if you would like me to.

23 15:04:20 Q. Please.

24 15:04:21 A. So others we -- we scanned some of the -- some

25 15:04:26 of the names of -- of users of the system, and so others

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 15:04:30 that I know were block only included companies like [REDACTED],

3 15:04:33 [REDACTED]

4 15:04:41 [REDACTED]

5 15:04:45 [REDACTED]. So those are a few other names. They're

6 15:04:48 -- that is, once again, not an exhaustive list.

7 15:04:53 I'd also like to add that for -- there were

8 15:04:55 many partners of the system that you might not consider

9 15:04:58 block only partners but that, in fact, used the

10 15:05:04 fingerprinting system only for blocking.

11 15:05:07 So they used YouTube as a distribution

12 15:05:11 mechanism for their content, but when it came to their

13 15:05:16 handling of user files or matches in the user-generated

14 15:05:22 side of the house, they -- their decision was always to

15 15:05:28 block. So these lines aren't quite as crisp as -- as,

16 15:05:32 you know, as one might suppose.

17 15:05:37 Q. And those block only partners that you

18 15:05:40 testified to, did they block using the YTB partition?

19 15:05:51 A. They blocked using the YTB and the YTU

20 15:05:56 partitions.

21 15:05:58 Q. And were these partners who used the Audible

22 15:06:01 Magic technology in 2007?

23 15:06:04 A. Yes. I thought your question was bounded to

24 15:06:11 early 2007.

25 15:06:12 Q. Yes.

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 15:06:13 A. I was speaking specifically to early 2007.

3 15:06:16 Q. It was. Thank you for that clarification.

4 15:06:32 Direct your attention back to King Exhibit 13.

5 15:06:34 You mentioned that you did recognize the document. Can

6 15:06:37 you please explain where you recognize it from?

7 15:06:47 A. It -- it, you know, I don't want to read the

8 15:06:51 whole thing, because that will take too long. Right?

9 15:06:55 Can we agree on that?

10 15:06:56 Q. Yes.

11 15:06:57 A. So just on the surface of it, this would be

12 15:07:01 sort of our ongoing dialogue between the various

13 15:07:08 engineers involved in the system and -- and product

14 15:07:11 people involved in the system, in working through the

15 15:07:13 details of how we should implement the system.

16 15:07:18 Q. And --

17 15:07:18 A. "The system" being video fingerprinting

18 15:07:21 specifically.

19 15:07:22 Q. Do you recall the time frame of this document?

20 15:07:28 A. So I can -- you know, it has one date that

21 15:07:32 appears right here on this front page, which is

22 15:07:35 June 13th. And so, you know, going back to this

23 15:07:40 timeline, like another consistency you'll see between

24 15:07:43 this and this, is on June 13th we did video

25 15:07:47 fingerprinting trials with about ten partners. And in

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 15:07:50 here you'll see, you know, beta testing video, but we

3 15:07:54 were already, in June of '07, doing a -- a form of beta

4 15:08:02 testing with -- with trial partners.

5 15:08:05 Q. Okay. You believe that this document is from

6 15:08:07 around the summer of 2007?

7 15:08:09 A. Yes.

8 15:08:10 Q. Okay. And just a follow-up question on the

9 15:08:20 additional block only partners that you just listed.

10 15:08:25 Were the ones that you mentioned block only partners who

11 15:08:30 used YouTube for distribution of their own content?

12 15:08:35 A. No. So the -- I was working under what I

13 15:08:40 understood to be your definition of a block only

14 15:08:44 partner. A -- a company which did no licensing of

15 15:08:50 content to YouTube that was purely interested in

16 15:08:53 availing themselves of copyright services and blocking

17 15:08:59 content.

18 15:09:00 Q. Okay. And are -- are any of those companies

19 15:09:05 U.S. companies?

20 15:09:07 MR. WILLEN: Objection to form. Calls for --

21 15:09:12 THE WITNESS: So if we --

22 15:09:12 MR. WILLEN: Hold on.

23 15:09:14 THE REPORTER: "Calls for" --

24 15:09:16 MR. WILLEN: Calls for a legal conclusion.

25 15:09:17 It's -- it's certainly outside the scope of the 30(b)6

1 DAVID KING SAN FRANCISCO, CA JANUARY 13, 2010

2 15:09:21 topic.

3 15:09:24 THE WITNESS: Should I -- should I answer?

4 15:09:30 MR. PLATZER: This seems to fall quite

5 15:09:33 squarely within the categories of companies who used

6 15:09:35 Audible Magic for blocking.

7 15:09:37 MR. WILLEN: You're asking him whether

8 15:09:38 specific companies are or are not U.S. companies. I

9 15:09:41 don't know how that's within the scope of the topic. If

10 15:09:44 he has a personal understanding about where these

11 15:09:46 companies do business, he can answer the question.

12 15:09:48 THE WITNESS: My personal understanding,

13 15:09:49 without actually researching the question, if we just

14 15:09:56 kind of take them one by one, is that 

15 15:10:02

16 15:10:08

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Schapiro Exhibit 134

UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

VIACOM INTERNATIONAL, INC., COMEDY)
 PARTNERS, COUNTRY MUSIC)
 TELEVISION, INC., PARAMOUNT)
 PICTURES CORPORATION, and BLACK)
 ENTERTAINMENT TELEVISION, LLC,)
)
 Plaintiffs,)
)
 vs.) NO. 07-CV-2203
)
 YOUTUBE, INC., YOUTUBE, LLC,)
 and GOOGLE, INC.,)
)
 Defendants.)
 _____)

THE FOOTBALL ASSOCIATION PREMIER)
 LEAGUE LIMITED, BOURNE CO., et al.,)
 on behalf of themselves and all)
 others similarly situated,)
)
 Plaintiffs,)
 vs.) NO. 07-CV-3582
)
 YOUTUBE, INC., YOUTUBE, LLC, and)
 GOOGLE, INC.,)
)
 Defendants.)
 _____)

VIDEOTAPED DEPOSITION OF ERIC SCHMIDT
SAN FRANCISCO, CALIFORNIA
WEDNESDAY, MAY 6, 2009

JOB NO. 16802

MAY 6, 2009

9:14 a.m.

VIDEOTAPED DEPOSITION OF ERIC SCHMIDT,
held at the offices of WILSON, SONSINI,
GOODRICH & ROSATI, 601 California Avenue,
Palo Alto, California, pursuant to notice,
before ANDREA M. IGNACIO HOWARD, CLR, CCRR, RPR,
CSR License No. 9830.

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A P P E A R A N C E S :

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SCHMIDT, ERIC

A P P E A R A N C E S (Continued.)

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(650) 214-4879

KEN REESER, Videographer.

---oOo---

1 SCHMIDT, ERIC

2 09:21:06 documents? Where are your documents, sir?

3 09:21:09 MR. MANCINI: Objection to form.

4 09:21:16 THE WITNESS: I produced the documents that

5 09:21:17 were required by the protective order.

6 09:21:19 MR. BASKIN: Q. And that yielded 19

7 09:21:21 documents between June 2006 and February 2007?

8 09:21:25 MR. MANCINI: Objection; lacks foundation;

9 09:21:26 mischaracterizes the document.

10 09:21:28 THE WITNESS: Ask your question.

11 09:21:32 MR. BASKIN: Q. That is the question.

12 09:21:34 A Yes.

13 09:21:34 Q Okay. And then there are some months that

14 09:21:49 you produced, at least five months by my count, which

15 09:21:55 there were no custodial documents produced by you.

16 09:21:58 I assume you were working during those

17 09:22:01 months; were you not?

18 09:22:01 A Absolutely.

19 09:22:02 Q And is it plausible, knowing your practice,

20 09:22:06 that you generated no documents during the course of

21 09:22:11 those five months that were relevant to this

22 09:22:13 litigation?

23 09:22:14 MR. MANCINI: Objection; calls for a legal

24 09:22:16 conclusion; calls for speculation.

25 09:22:17 THE WITNESS: Again, I'd be speculating as to

1 SCHMIDT, ERIC

2 09:22:22 the causes, but the numbers are the numbers.

3 09:22:24 MR. BASKIN: Q. So as I understand it, it is

4 09:22:36 fair for the jury in this case to conclude that you

5 09:22:41 had nine custodial documents over the nine-month

6 09:22:44 period from June 2006 to February 2007?

7 09:22:46 MR. MANCINI: Objection; mischaracterization

8 09:22:49 of a document which I've already objected to, and

9 09:22:51 objection to the reference to somehow a jury being

10 09:22:54 present in this room.

11 09:22:56 THE WITNESS: I can't speak for a jury.

12 09:22:58 MR. BASKIN: Q. Now, by the way, under the

13 09:23:06 Google system, as you know it, are all your e-mails

14 09:23:10 preserved?

15 09:23:11 MR. MANCINI: Objection to form.

16 09:23:12 THE WITNESS: You need to ask a more precise

17 09:23:15 question.

18 09:23:16 MR. BASKIN: Q. I know you may be testing my

19 09:23:19 limits here.

20 09:23:21 A I'm an engineer. I'd like to give you an

21 09:23:22 exactly truthful answer.

22 09:23:25 Q Okay. Assuming that you had to go back to

23 09:23:30 look to see if there were more than 19 custodial

24 09:23:33 documents over the course of nine months, including

25 09:23:38 your e-mails, would it be possible for Google to find

1 SCHMIDT, ERIC

2 09:23:42 those documents?

3 09:23:43 MR. MANCINI: Objection; lacks foundation.

4 09:23:44 THE WITNESS: Over what period?

5 09:23:45 MR. BASKIN: Q. June 2006, let's -- to

6 09:23:50 February 2007.

7 09:23:50 A No.

8 09:23:50 MR. MANCINI: Same objection.

9 09:23:52 THE WITNESS: I'm sorry.

10 09:23:53 The answer is no.

11 09:23:54 MR. BASKIN: Q. And from February 2007 until

12 09:24:03 April 2008, do you -- what about the e-mails

13 09:24:07 associated with that time period? Could Google

14 09:24:10 retrieve those e-mails and locate them if asked?

15 09:24:14 MR. MANCINI: Objection to form.

16 09:24:15 Did you mean April 2008?

17 09:24:17 MR. BASKIN: Huh? Well, let me phrase it

18 09:24:20 differently. Let me phrase it differently.

19 09:24:22 Q During the entire period from 2001 until well

20 09:24:29 under 2008, by our count you produced 791 custodial

21 09:24:33 documents. That covers about seven or eight years.

22 09:24:39 If Google had to go back and retrieve your

23 09:24:44 e-mails for, let's say, the period 2005, are those

24 09:24:49 retrievable, as far as you know, sir?

25 09:24:51 MR. MANCINI: Same objection to the use of

SCHMIDT, ERIC

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09:29:58 A Yeah.

09:29:58 Q -- I thought you said that for 30 years it's
09:30:01 been your practice not to preserve or to delete
09:30:05 e-mails?

09:30:05 MR. MANCINI: Objection to form; objection to
09:30:07 the characterization of the testimony.

09:30:09 MR. BASKIN: Q. Is that accurate?

09:30:10 A Again, I'll answer the question previously
09:30:14 asked, which was it has been my practice to not keep
09:30:16 my e-mails.

09:30:17 Q And is this on some sort of automatic system
09:30:20 where they are deleted in the ordinary course over
09:30:24 some ordinary period of time?

09:30:25 MR. MANCINI: Objection to form; objection,
09:30:26 lacks foundation.

09:30:27 THE WITNESS: Depending on the e-mail system
09:30:29 and the company and so forth, the answer would vary.

09:30:32 MR. BASKIN: Okay.

09:30:32 Q Well, let's take Google in 2005. What was
09:30:41 your practice then as to the length of time in which
09:30:44 you preserved your e-mails before they were deleted?

09:30:47 MR. MANCINI: Objection to form.

09:30:48 THE WITNESS: It was my practice to delete or
09:30:52 otherwise cause the e-mails that I had read to go away

1 SCHMIDT, ERIC

2 09:30:56 as quickly as possible.

3 09:30:57 MR. BASKIN: Q. Within days?

4 09:31:01 A Yes.

5 09:31:01 Q And I assume that practice carried over to

6 09:31:11 2006 and 2007 and 2008?

7 09:31:13 MR. MANCINI: Objection; lacks foundation.

8 09:31:14 THE WITNESS: In -- again, without the

9 09:31:21 specific dates, in principle, yes.

10 09:31:24 MR. BASKIN: Q. Now, when the lawsuit was

11 09:31:28 filed in February 2007, did anyone instruct you that

12 09:31:36 you should preserve your e-mails relevant to the

13 09:31:41 litigation?

14 09:31:44 Excuse me. As of -- excuse me. As of the

15 09:31:47 filing of this complaint, which is March of 2007, did

16 09:31:50 anyone instruct you to preserve your e-mails that

17 09:31:53 might be relevant to this litigation?

18 09:31:54 MR. MANCINI: Objection to the extent it

19 09:31:55 calls for a privileged communication.

20 09:31:58 THE WITNESS: I want to be careful not to

21 09:32:04 discuss a legal conversation that I had.

22 09:32:08 You used a precise month. A -- a clear -- a

23 09:32:14 clear and precise answer would be that I did change my

24 09:32:16 practice after this lawsuit was filed and I was

25 09:32:20 notified.

1 SCHMIDT, ERIC

2 09:32:21 MR. BASKIN: Q. But if I'm reading our chart

3 09:32:23 right, for example, in the following month, April, you

4 09:32:26 had zero custodial documents you've produced.

5 09:32:28 Is that -- were you preserving e-mails during

6 09:32:33 the month of April?

7 09:32:35 MR. MANCINI: Objection; same objection to

8 09:32:36 the use of this document.

9 09:32:37 THE WITNESS: Again, ignoring the document,

10 09:32:39 which I have not seen and have no comment on, after I

11 09:32:44 was notified of the protective order, I changed my

12 09:32:46 policy.

13 09:32:46 MR. BASKIN: Q. And were you notified -- do

14 09:32:51 you recall if you were notified of the protective

15 09:32:53 order prior to, let's say, June 2007?

16 09:32:59 A I don't remember --

17 09:32:59 MR. MANCINI: Objection to form.

18 09:33:00 THE WITNESS: Sorry.

19 09:33:01 I don't remember the precise date.

20 09:33:02 MR. BASKIN: Now -- excuse me. I'm getting a

21 09:33:15 note. Good question.

22 09:33:21 Q How did you effectuate the change of this

23 09:33:23 policy? What did you do?

24 09:33:24 MR. MANCINI: Objection to form.

25 09:33:26 THE WITNESS: Okay. I understood the

1 SCHMIDT, ERIC

2 09:33:31 protective order, and if there were any e-mails that

3 09:33:36 were covered by the protective order, I did not delete

4 09:33:39 or otherwise cause them to go away.

5 09:33:43 MR. BASKIN: Q. So you made the judgment

6 09:33:45 yourself whether it was covered by the protective

7 09:33:48 order?

8 09:33:48 MR. MANCINI: Objection; lacks foundation;

9 09:33:49 mischaracterizes testimony.

10 09:33:50 THE WITNESS: I would need to discuss a legal

11 09:33:52 conversation to answer your question.

12 09:34:02 It may be helpful to say that we ultimately

13 09:34:06 made the system more automatic to make this

14 09:34:09 operation -- we operationalized it. That may help

15 09:34:15 your -- the confusion over the numbers that you have

16 09:34:17 in the chart.

17 09:34:21 MR. BASKIN: Excuse me one second.

18 09:34:43 Q Now, when you made the -- the assessment what

19 09:35:08 was, in your mind, relevant to the protective order

20 09:35:10 and the -- and the lawsuit, did you actually look at

21 09:35:15 the document request in this case?

22 09:35:16 MR. MANCINI: Objection; mischaracterizes

23 09:35:18 testimony.

24 09:35:19 THE WITNESS: Again, in order to answer your

25 09:35:23 question, I would have to discuss a conversation we

1 SCHMIDT, ERIC

2 09:35:24 had with our lawyers.

3 09:35:26 MR. BASKIN: Q. But all I asked was, did

4 09:35:28 you -- and with your own eyes, did you actually see

5 09:35:30 the document request in this case?

6 09:35:32 MR. MANCINI: Objection to form.

7 09:35:35 THE WITNESS: I believe I did.

8 09:35:36 MR. BASKIN: Q. And as you sit here today,

9 09:35:45 sir, does it seem realistic to you that the number of

10 09:35:59 custodial documents produced -- rep -- stated -- set

11 09:36:05 forth on Schmidt Exhibit 1 is the complete set of

12 09:36:09 documents that corresponds to the document request?

13 09:36:12 MR. MANCINI: Again, objection to the use of

14 09:36:14 this document and objection because it lacks

15 09:36:16 foundation.

16 09:36:16 THE WITNESS: The answer is yes.

17 09:36:18 MR. BASKIN: Okay.

18 09:36:21 Q Now -- now, the board -- the Google board

19 09:36:40 authorized the acquisition of YouTube in -- in and

20 09:36:43 around October 2006; is that right, sir?

21 09:36:46 A That's roughly correct, yes.

22 09:36:47 Q And am I right that basically the acquisition

23 09:36:49 closed in and around November?

24 09:36:52 A That's roughly correct, yes.

25 09:36:53 Q Now, prior to October 2006, did you know

1 SCHMIDT, ERIC

2 10:06:27 of any errors in it.

3 10:06:28 MR. BASKIN: Q. Now, if you'd turn to the

4 10:06:45 page 12 of the board book that's Bates stamped -- it

5 10:06:59 has Bates stamp numbers 3573. Could you take a look

6 10:07:02 at that for a second, sir?

7 10:07:03 A I do see it, yes.

8 10:07:05 Q And just take a look at that for a second,

9 10:07:11 and just tell me whether you can -- whether you read

10 10:07:13 this page as containing a discounted cash flow

11 10:07:18 analysis by CSFB with respect to YouTube.

12 10:07:24 MR. MANCINI: Objection to the

13 10:07:25 characterization of the document; the document speaks

14 10:07:27 for itself; and objection to form.

15 10:07:31 THE WITNESS: I don't recall this page, so I

16 10:07:34 would be speculating as to what it really is trying to

17 10:07:38 convey. I do see that it's their calculation about

18 10:07:43 revenue and YouTube and discounted cash flows under

19 10:07:46 some assumption.

20 10:07:46 MR. BASKIN: Q. And you see, I take it, on

21 10:07:48 the face of page 12 of Schmidt Exhibit 2 that their

22 10:07:53 base case valuation for YouTube was [REDACTED]

23 10:07:59 Do you see that?

24 10:08:01 MR. MANCINI: Objection to the

25 10:08:01 characterization of the document.

1 SCHMIDT, ERIC

2 10:08:03 THE WITNESS: I -- I read that as I see the

3 10:08:08 document, yes.

4 10:08:09 MR. BASKIN: Q. Well, in the course of the

5 10:08:10 discussions with the board on October 9th, 2006, was

6 10:08:19 there a discussion of valuation of YouTube?

7 10:08:23 A Yes.

8 10:08:23 Q And do you recall whether there was an

9 10:08:28 alternative valuation provided by management, for

10 10:08:33 instance, CSFB's --

11 10:08:35 MR. MANCINI: Objection to form.

12 10:08:36 MR. BASKIN: Q. -- determination of

13 10:08:39 valuation?

14 10:08:39 MR. MANCINI: Objection to form.

15 10:08:40 MR. BASKIN: That was a lousy question, so

16 10:08:41 let me rephrase it.

17 10:08:42 Q Do you recall whether management had a

18 10:08:43 valuation independent of what CSFB was communicating

19 10:08:50 to the board?

20 10:08:50 MR. MANCINI: Objection to form.

21 10:08:51 THE WITNESS: Yes.

22 10:08:51 MR. BASKIN: Q. And what was management's

23 10:08:53 valuation?

24 10:08:54 A [REDACTED]

25 10:08:57 Q And how was that communicated to the board,

SCHMIDT, ERIC

1
2 10:08:59 sir?
3 10:08:59 A I told them.
4 10:09:00 Q So why don't you tell us what you remember
5 10:09:02 telling the board in connection with the valuation?
6 10:09:04 A I believed YouTube was worth somewhere around
7 10:09:08 [REDACTED].
8 10:09:09 Q And you communicated that to the Board of
9 10:09:11 Directors of YouTube --
10 10:09:11 A I did.
11 10:09:13 Q -- of Google?
12 10:09:14 A I did.
13 10:09:14 Q And was that -- what methodology did you use
14 10:09:17 to come up with that number?
15 10:09:20 MR. MANCINI: Objection to form.
16 10:09:21 THE WITNESS: My judgment.
17 10:09:22 MR. BASKIN: Q. Was it based on cash flow
18 10:09:24 analysis? Comparable companies? What -- what were
19 10:09:26 you using as the basis for your judgment?
20 10:09:29 MR. MANCINI: Objection to form.
21 10:09:30 THE WITNESS: It's just my judgment. I've
22 10:09:34 done this a long time.
23 10:09:35 MR. BASKIN: Q. So you orally communicated
24 10:09:38 to your board, during the course of the board meeting,
25 10:09:44 that you thought a more correct valuation for YouTube

1 SCHMIDT, ERIC

2 10:09:50 was [REDACTED]; is that what you said, sir?

3 10:09:57 MR. MANCINI: Objection to the

4 10:09:57 characterization of the testimony.

5 10:09:58 THE WITNESS: Again, to help you along, I

6 10:10:02 believed that they were worth [REDACTED]

7 10:10:06 MR. BASKIN: Q. And am I correct that you

8 10:10:07 were asking your board to approve an acquisition price

9 10:10:11 of \$1.65 billion; correct?

10 10:10:15 A I did.

11 10:10:15 MR. MANCINI: Objection to form.

12 10:10:16 MR. BASKIN: Q. And although I'm not very

13 10:10:17 good at math, but I think that would be [REDACTED]

14 10:10:20 [REDACTED] than you thought the company was,

15 10:10:23 in fact, worth?

16 10:10:24 MR. MANCINI: Objection to form; and

17 10:10:25 objection to the mischaracterization of the testimony.

18 10:10:28 THE WITNESS: That is correct.

19 10:10:28 MR. BASKIN: Q. And you communicated that to

20 10:10:30 your board in and around October 9th, 2006?

21 10:10:32 MR. MANCINI: Objection to form.

22 10:10:33 THE WITNESS: I did.

23 10:10:34 MR. BASKIN: Q. And was a discussion among

24 10:10:36 the board to the effect that the CEO's valuation was a

25 10:10:42 [REDACTED] than the proposed purchase price?

1 SCHMIDT, ERIC

2 10:10:45 MR. MANCINI: Objection to form.

3 10:10:46 THE WITNESS: I don't remember the exact

4 10:10:48 board conversation, but I explained the -- I explained

5 10:10:52 my reasoning to them, absolutely.

6 10:10:54 MR. BASKIN: Okay.

7 10:10:54 Q And as best you can recall, can you tell us

8 10:10:57 what reasoning you explained?

9 10:10:58 A Sure.

10 10:10:59 This is a company with very little revenue,

11 10:11:06 growing quickly with user adoption, growing much

12 10:11:11 faster than Google Video, which was the product that

13 10:11:15 Google had. And they had indicated to us that they

14 10:11:20 would be sold, and we believed that there would be a

15 10:11:25 competing offer that, because of who Google was, pay

16 10:11:29 much more than they were worth.

17 10:11:33 In the deal dynamics, the price, remember, is

18 10:11:38 not set by my judgment or by a financial model or a

19 10:11:41 discounted cash flow. It's set by what people are

20 10:11:45 willing to pay.

21 10:11:46 And we ultimately concluded that 1.65 billion

22 10:11:50 included a premium for moving quickly and making sure

23 10:11:55 that we could participate in the user success of

24 10:11:59 YouTube.

25 10:12:01 Q And that was the analysis that you

1 SCHMIDT, ERIC

2 10:12:04 communicated to your board in and around October 9,

3 10:12:07 2006?

4 10:12:07 A That is correct.

5 10:12:08 Q So in effect you were, in your mind, paying a

6 10:12:12 [REDACTED] to keep YouTube out of the hand

7 10:12:17 of [REDACTED]; is that --

8 10:12:18 MR. MANCINI: Objection to the

9 10:12:19 characterization of the testimony; lacks foundation.

10 10:12:21 THE WITNESS: Again, I didn't say keep it out

11 10:12:23 of [REDACTED]. What I said was that my -- you asked me a

12 10:12:28 question, my value, how did I value it, and I gave you

13 10:12:31 my answer.

14 10:12:32 But the way to think about it is sometimes

15 10:12:36 things are not -- what my value is, maybe their -- the

16 10:12:38 market prices are different from what I value it at.

17 10:12:41 MR. BASKIN: Q. And so what I was asking was

18 10:12:44 whether, in your mind, were you paying a

19 10:12:49 [REDACTED] to YouTube's founders as a way

20 10:12:55 of keeping YouTube out of the hands of [REDACTED]?

21 10:12:57 MR. MANCINI: Same objections. Objection;

22 10:12:59 lacks foundation.

23 10:13:00 THE WITNESS: No.

24 10:13:02 MR. BASKIN: Q. Meaning, not [REDACTED], or [REDACTED]

25 10:13:05 was not exclusively the other acquirer you were

SCHMIDT, ERIC

1
2 10:13:09 worried about?
3 10:13:09 MR. MANCINI: Objection to form; and lacks
4 10:13:11 foundation.
5 10:13:11 THE WITNESS: You inserted [REDACTED] into the
6 10:13:13 conversation. I have not said [REDACTED]
7 10:13:18 It was clear to me that it was important that
8 10:13:22 the phenomena of user-contributed video be a part of
9 10:13:27 the Google portfolio, and that we should be willing to
10 10:13:32 pay market value as defined by market and not
11 10:13:34 necessarily by me.
12 10:13:36 And through the negotiation process we came
13 10:13:38 to the conclusion of 1.65 billion, and I reluctantly
14 10:13:43 told the board that this was a good deal for Google.
15 10:13:49 MR. BASKIN: Q. And by the way, as part of
16 10:13:58 your thinking, were the YouTube founders, in fact,
17 10:14:13 communicating to the Google team that [REDACTED] was a
18 10:14:19 competing bidder for YouTube?
19 10:14:21 MR. MANCINI: Objection; lacks foundation;
20 10:14:23 objection to form.
21 10:14:24 THE WITNESS: I don't recall the -- the
22 10:14:29 specific buildup to the 1.65 billion. But in a
23 10:14:34 negotiation, you are worried about the other potential
24 10:14:40 buyers, and we were certainly worried about our
25 10:14:43 competitors, and -- and it's a judgment call how much

1 SCHMIDT, ERIC

2 10:14:52 are you willing to pay for a unique asset.

3 10:14:57 I can't help answer it more than to say that.

4 10:15:01 I don't recall the specific of here, this might

5 10:15:04 happen, that might happen. We certainly discussed all

6 10:15:07 of those things.

7 10:15:08 MR. BASKIN: Q. You don't recall discussing

8 10:15:09 [REDACTED] as a possible acquirer?

9 10:15:11 MR. MANCINI: Objection; asked and answered.

10 10:15:13 THE WITNESS: Again, I'm sure we talked about

11 10:15:18 competitors possibly -- possibly buying them. I don't

12 10:15:22 recall the specifics of companies or price.

13 10:15:29 MR. BASKIN: Q. And did you ever come to

14 10:15:31 learn that, in negotiations with your team, that

15 10:15:36 Mr. Hurley had inflated [REDACTED]'s bid for YouTube by

16 10:15:42 several hundred million dollars?

17 10:15:43 MR. MANCINI: Objection; lacks foundation;

18 10:15:45 objection to form.

19 10:15:46 THE WITNESS: No.

20 10:15:47 MR. BASKIN: Q. And as you sit here today,

21 10:15:50 have you ever heard that, sir?

22 10:15:51 MR. MANCINI: Same objections.

23 10:15:53 THE WITNESS: No.

24 10:15:54 MR. BASKIN: Q. Now, when you recommended to

25 10:16:10 the board that it pay \$1.65 billion for a company that

1 SCHMIDT, ERIC

2 10:16:21 you yourself believed was worth around [REDACTED]

3 10:16:24 [REDACTED], did you do so on the assumption that in

4 10:16:29 the future you would, in fact, realize profit from the

5 10:16:36 acquisition?

6 10:16:37 MR. MANCINI: Objection; lacks foundation and

7 10:16:39 mischaracterizes testimony.

8 10:16:40 [REDACTED]

9 10:16:44 [REDACTED]

10 10:16:48 [REDACTED]

11 10:16:56 MR. BASKIN: Q. So, for example, if you look

12 10:16:58 back at Schmidt 2, and in particular page eight

13 10:17:17 thereof, which is the Bates stamp 3569, does this page

14 10:17:40 set forth the rationale for Google's purchase of

15 10:17:45 YouTube in and around October 9th, 2006?

16 10:17:47 MR. MANCINI: So objection. And just to be

17 10:17:49 clear, the document speaks for itself. The document

18 10:17:52 is a Credit Suisse document.

19 10:17:54 THE WITNESS: The answer to your question is

20 10:17:55 no.

21 10:17:57 MR. BASKIN: Q. And did you tell your board

22 10:17:58 that you disagreed with the position of the investment

23 10:18:01 banker?

24 10:18:01 MR. MANCINI: Objection; lacks foundation;

25 10:18:03 and objection to form.

1 SCHMIDT, ERIC

2 10:25:29 valuation -- strike that.

3 10:25:32 Apart from your -- strike that.

4 10:25:34 Apart from the [REDACTED] million figure that

5 10:25:40 you communicated to your board, was the only other

6 10:25:42 acquisition valuation put before them CSFB's?

7 10:25:48 MR. MANCINI: Objection; mischaracterizes the

8 10:25:50 testimony; and objection to form.

9 10:25:51 THE WITNESS: There were many numbers given

10 10:25:53 to the board that included my initial view, which I

11 10:26:01 reported to you, this CSFB number, and also the board

12 10:26:05 was told about various other potential values.

13 10:26:11 MR. BASKIN: Q. And who told that to the

14 10:26:12 board, sir?

15 10:26:14 A It would have been the deal team, which would

16 10:26:16 be David Drummond.

17 10:26:17 Q And what potential valuations do you recall

18 10:26:20 Mr. Drummond communicating to the board?

19 10:26:21 A I don't recall.

20 10:26:21 MR. MANCINI: Objection to form.

21 10:26:22 THE WITNESS: I don't recall the specific

22 10:26:23 numbers.

23 10:26:23 But as you previously identified, the CSFB

24 10:26:26 people had a number that was [REDACTED] or something

25 10:26:29 like that. So there were many numbers presented.

1 SCHMIDT, ERIC

2 10:26:34 MR. BASKIN: Q. And do you recall whether

3 10:26:36 Mr. Drummond's various numbers were reduced to writing

4 10:26:42 for the board or were they only communicated orally?

5 10:26:44 MR. MANCINI: Objection to form; objection to

6 10:26:46 the characterization of the testimony.

7 10:26:46 THE WITNESS: I have no recollection of how

8 10:26:48 they were communicated, but certainly verbally at a

9 10:26:53 minimum.

10 10:26:54 MR. BASKIN: Q. Now, you are aware, I

11 10:26:56 assume, that the acquisition agreement contains an

12 10:27:03 indemnification provision relating to copyright

13 10:27:06 lawsuits?

14 10:27:06 MR. MANCINI: Objection; lacks foundation.

15 10:27:08 THE WITNESS: I am aware of what I'm going to

16 10:27:14 call a holdback. I don't know the details of exactly

17 10:27:19 the terms of the holdback, but it is my understanding

18 10:27:22 that it includes areas of copyright.

19 10:27:25 MR. BASKIN: Q. And was that discussed by

20 10:27:29 the board in and around October 9, 2006?

21 10:27:32 A Yes.

22 10:27:32 MR. MANCINI: Objection to form.

23 10:27:33 THE WITNESS: Yes.

24 10:27:33 MR. BASKIN: Q. And do you remember that

25 10:27:34 discussion, sir?

1 SCHMIDT, ERIC

2 10:27:35 MR. MANCINI: Objection to form.

3 10:27:36 THE WITNESS: No.

4 10:27:39 MR. BASKIN: Q. Was it a factor in your

5 10:27:45 mind, in recommending the transaction, that there was

6 10:27:47 a holdback provision to protect Google in the event of

7 10:27:52 copyright infringement lawsuits?

8 10:27:53 MR. MANCINI: Objection to form; and

9 10:27:54 objection to the extent it seeks communications from

10 10:27:58 counsel, to which I instruct the witness not to

11 10:28:00 answer.

12 10:28:00 THE WITNESS: It is common for us to have a

13 10:28:02 holdback, and this holdback was -- sorry. Let me say

14 10:28:10 it more concretely.

15 10:28:11 It is -- when we do -- we do loss of

16 10:28:15 acquisitions, it is common to have a holdback for

17 10:28:17 legal issues, surprises and what have you.

18 10:28:23 My judgment was this holdback was sort of in

19 10:28:26 the ballpark, and that's the level of conversation

20 10:28:28 that I recall.

21 10:28:29 MR. BASKIN: Q. Now, give me one second,

22 10:28:50 sir. I want to collect my thoughts, because we may be

23 10:28:52 able to jump ahead a little bit.

24 10:28:55 A Sure.

25 10:29:02 THE WITNESS: May I give this back to you?

1 SCHMIDT, ERIC

2 10:29:04 MR. MANCINI: Yes.

3 10:29:34 MR. BASKIN: Q. Sir, if I wanted to --

4 10:29:38 strike that.

5 10:29:39 Is -- is -- are you aware of any e-mail or

6 10:29:46 memorandum that set forth your position that YouTube

7 10:29:57 was worth [REDACTED] and not \$1.65 billion?

8 10:30:03 MR. MANCINI: Objection to form; objection,

9 10:30:05 lacks foundation.

10 10:30:07 THE WITNESS: I'm not -- there may be --

11 10:30:10 there may be one. The reason I remember the [REDACTED]

12 10:30:17 is that in our first conversations about the value,

13 10:30:22 that was sort of where my judgment came to. So I may

14 10:30:26 have written that in an e-mail.

15 10:30:27 MR. BASKIN: Q. And would that be one of the

16 10:30:29 e-mails that were not preserved in and around

17 10:30:34 October/November 2006?

18 10:30:34 MR. MANCINI: Objection; lacks foundation.

19 10:30:39 THE WITNESS: Again, be -- because such an

20 10:30:42 e-mail would have gone to somebody who did preserve

21 10:30:45 all their e-mails for 30 years, it -- if there were

22 10:30:48 such an e-mail, it would have shown up.

23 10:30:50 MR. BASKIN: Q. And have you seen that

24 10:30:52 e-mail with your own eyes?

25 10:30:54 MR. MANCINI: Objection; calls for

1 SCHMIDT, ERIC

2 10:39:17 MR. MANCINI: Same objections.

3 10:39:19 THE WITNESS: Again, I recall complaints

4 10:39:27 about YouTube having different policies, but not

5 10:39:31 specific in the way you asked your question.

6 10:39:36 MR. BASKIN: Q. Well, did you ever read an

7 10:39:39 internal Google document in which a Google executive

8 10:39:44 criticized YouTube because of the way it dealt with

9 10:39:47 copyright issues?

10 10:39:47 MR. MANCINI: Objection; lacks foundation;

11 10:39:50 calls for a legal conclusion; and objection to form.

12 10:39:52 THE WITNESS: I may have. I don't -- I don't

13 10:39:55 recall specifics.

14 10:39:56 MR. BASKIN: Q. Do you remember being told

15 10:40:12 by a senior Google executive that a large part of

16 10:40:20 YouTube's traffic is from pirated content?

17 10:40:24 MR. MANCINI: Objection; lacks foundation;

18 10:40:26 objection to form.

19 10:40:29 THE WITNESS: No specific recollection, no.

20 10:40:34 MR. BASKIN: Let me hand you what we will

21 10:40:36 mark as Schmidt 7. It was Drummond 17, I believe, and

22 10:40:47 Eun -- is that the way you pronounce it, E-U-N, Eun,

23 10:40:50 Eun 12?

24 10:40:51 THE WITNESS: Eun.

25 10:40:51 ///

1 SCHMIDT, ERIC

2 10:40:51 (Document marked Schmidt Exhibit 7

3 10:40:51 for identification.)

4 10:40:51 MR. BASKIN: Q. Who is Mr. Eun, Mr. Schmidt?

5 10:40:52 A I assume you're referring to David Eun at UM?

6 10:40:58 Q Correct.

7 10:41:02 Who is he?

8 10:41:03 A An executive that we hired from Time Warner

9 10:41:05 who was doing media -- media partnerships. He -- he

10 10:41:13 became Jennifer Feikin's boss.

11 10:41:17 Q Was he, in the pecking order of things,

12 10:41:19 basically the senior executive dealing with

13 10:41:23 partnerships with content providers?

14 10:41:25 MR. MANCINI: Objection to form.

15 10:41:26 THE WITNESS: As I recall in the org chart,

16 10:41:31 he did content or media partnerships reporting, I

17 10:41:38 think, to Omid Kordestani, who was responsible for

18 10:41:41 overall partnerships.

19 10:41:43 MR. BASKIN: Okay. Fair enough.

20 10:41:44 Q Now, let me hand -- hand you Exhibit 7.

21 10:42:06 A Okay.

22 10:42:12 Q And Mister --

23 10:42:13 A What would -- what would you like me to focus

24 10:42:16 on?

25 10:42:16 Q Well, first, would it be fair to say that you

1 SCHMIDT, ERIC

2 10:42:24 sent this e-mail and the chain that follows it --

3 10:42:30 strike that.

4 10:42:30 Is it fair to say the Eric Schmidt from whom

5 10:42:34 this e-mail was sent is you?

6 10:42:35 A That is correct.

7 10:42:36 Q And Mr. Kordestani, the cc, is the gentleman

8 10:42:40 you referred to a few seconds ago as Mr. Eun's direct

9 10:42:45 report; correct?

10 10:42:46 A That is correct.

11 10:42:46 Q And going down to Mr. Eun's e-mail, that

12 10:42:55 e-mail was sent to you in and around May 12th, 2006;

13 10:42:59 right, sir?

14 10:43:00 A Yes.

15 10:43:00 Q And that e-mail was sent to you prior to

16 10:43:02 something called the Video GPS; correct?

17 10:43:08 A That's correct.

18 10:43:08 Q And am I correct that GPS is a -- basically,

19 10:43:16 a quarterly review of product lines within Google that

20 10:43:16 you --

21 10:43:23 A No.

22 10:43:23 MR. MANCINI: Objection; lacks foundation.

23 10:43:24 THE WITNESS: No.

24 10:43:24 MR. BASKIN: Q. What was the Video GPS then?

25 10:43:27 A Well, GPS stands for Google product strategy,

1 SCHMIDT, ERIC

2 10:43:30 and it's a series of meetings that occur on typically

3 10:43:35 Tuesdays on a rotating basis. And Video GPS would

4 10:43:39 have been a review of the video -- Google Video

5 10:43:43 product of some kind.

6 10:43:47 And I would read this as -- I read -- I read

7 10:43:52 this e-mail as he's briefing me ahead of the meeting.

8 10:44:00 Q And I take it you did in fact attend the

9 10:44:05 Video GPS, to your recollection?

10 10:44:06 A I normally attend them.

11 10:44:08 Q And in addition to you, would the executive

12 10:44:11 management committee of the company attend GPS

13 10:44:16 meetings?

14 10:44:16 MR. MANCINI: Objection; lacks foundation.

15 10:44:18 THE WITNESS: Approximately half of the

16 10:44:19 executives -- senior executives do, yes.

17 10:44:21 MR. BASKIN: Q. So would Mr. Kordestani have

18 10:44:23 attended in the ordinary course?

19 10:44:25 A Normally not.

20 10:44:27 Q Since this fell within his jurisdiction, is

21 10:44:30 it likely he attended?

22 10:44:31 MR. MANCINI: Objection to form.

23 10:44:34 THE WITNESS: He would have to tell you, but

24 10:44:37 it's again un -- I would be speculating to know -- to

25 10:44:39 know that. Again, normally Omid is not in the

1 SCHMIDT, ERIC

2 10:44:42 meetings. Normally I am in the meetings.

3 10:44:43 MR. BASKIN: Q. What about Mr. Brin?

4 10:44:46 MR. MANCINI: Objection; lacks foundation.

5 10:44:48 THE WITNESS: Some percentage of the time.

6 10:44:51 MR. BASKIN: Q. Do you recall if Mr. Brin

7 10:44:53 attended --

8 10:44:54 A I do --

9 10:44:54 Q -- the Video GPS?

10 10:44:56 A -- I do not. I do not.

11 10:44:57 Q And what about Mr. Page?

12 10:45:02 A Again, no recollection.

13 10:45:03 Q In the ordinary course, does he tend to

14 10:45:08 attend Video GPS meetings?

15 10:45:09 MR. MANCINI: Objection to form.

16 10:45:13 THE WITNESS: Larry more than Sergey. But

17 10:45:17 their meetings -- the GPS's are built around me, so

18 10:45:20 the normal course of business, I'm there and the

19 10:45:23 others may or may not be there.

20 10:45:26 MR. BASKIN: Okay.

21 10:45:28 Q Now, you said -- I think you said that you

22 10:45:30 read Mr. Eun's -- am I pronouncing that right, by the

23 10:45:35 way?

24 10:45:36 A That's correct.

25 10:45:37 Q So it's E-U-N.

1 SCHMIDT, ERIC

2 10:45:38 You read Mr. Eun's e-mail as preparatory to

3 10:45:42 the Video GPS; correct?

4 10:45:45 A That is correct.

5 10:45:46 Q Now, he tells you that -- strike that.

6 10:46:00 Do you read this e-mail as focusing on the

7 10:46:03 issue of how to beat YouTube?

8 10:46:05 MR. MANCINI: Objection to the

9 10:46:06 characterization of the document.

10 10:46:07 THE WITNESS: Well, I haven't read the whole

11 10:46:12 e-mail, but it starts by saying, "We are preparing in

12 10:46:18 preparation for the GPS how we beat YouTube in the

13 10:46:23 short term and how we win over time."

14 10:46:25 So that would be consistent with your

15 10:46:25 assertion.

16 10:46:27 MR. BASKIN: Q. And do you recall that one

17 10:46:28 of the topics being discussed as a way of beating

18 10:46:32 YouTube was whether Google Video should relax

19 10:46:36 enforcement of our copyright policies in an effort to

20 10:46:41 stimulate traffic growth?

21 10:46:43 MR. MANCINI: Objection to the

22 10:46:43 characterization of the document.

23 10:46:45 THE WITNESS: You would have to point me to a

24 10:46:47 paragraph or a sentence here.

25 10:46:49 MR. BASKIN: Q. Well, first, do you -- do

1 SCHMIDT, ERIC

2 10:46:51 you recall this e-mail?

3 10:46:52 A I do not.

4 10:46:52 Q Have you seen this e-mail prior to today, to

5 10:46:55 the best of your recollection?

6 10:46:57 A I think --

7 10:46:58 MR. MANCINI: Objection.

8 10:46:58 THE WITNESS: Go ahead.

9 10:46:59 MR. MANCINI: Objection to the extent it

10 10:47:01 seeks communications with counsel.

11 10:47:02 MR. BASKIN: Okay. Fair enough.

12 10:47:03 Q Now, so let's go to the e-mail, sir, at the

13 10:47:05 bottom. You see it says -- the paragraph that reads

14 10:47:11 as follows, let me point it out to you, "there is a

15 10:47:17 chance of pursuing short-term goals with such

16 10:47:21 zealously that we develop blind spots that could

17 10:47:25 hurt us later. For example, there was heated debate

18 10:47:31 about whether we should relax enforcement of our

19 10:47:34 copyright policies in an effort to stimulate traffic

20 10:47:38 growth, despite the inevitable damage it would cause

21 10:47:43 to relationships with content owners."

22 10:47:48 Do you see that, sir?

23 10:47:50 A I do see that paragraph.

24 10:47:51 Q Do you remember reading that paragraph in and

25 10:47:53 around May 2006?

1 SCHMIDT, ERIC

2 10:47:55 MR. MANCINI: Objection; lacks foundation.

3 10:47:56 THE WITNESS: As I indicated, I do not recall

4 10:47:58 the e-mail.

5 10:47:58 MR. BASKIN: Q. Do you recall being party to

6 10:48:00 a discussion as to whether Google Video should relax

7 10:48:04 its copyright policies --

8 10:48:05 MR. MANCINI: Objection to the extent it

9 10:48:06 seeks a leading conclusion.

10 10:48:06 MR. BASKIN: Excuse me. Excuse me. Let me

11 10:48:08 finish. Then you may register your objection.

12 10:48:11 Q Do you recall whether -- strike that.

13 10:48:17 Do you recall being involved in discussions

14 10:48:20 in and around May 2006 on the topic of whether Google

15 10:48:29 Video should relax enforcement of its copyright

16 10:48:31 policies in an effort to stimulate traffic growth?

17 10:48:34 MR. MANCINI: Objection to form; and

18 10:48:35 objection to the extent it seeks communications with

19 10:48:37 counsel, to which I instruct the witness not to

20 10:48:39 answer.

21 10:48:39 THE WITNESS: I only have a vague

22 10:48:43 recollection of their -- as I testified previously, I

23 10:48:48 have only a vague recollection of us talking about the

24 10:48:51 difference between their policies, "their" being

25 10:48:55 YouTube's and ours.

1 SCHMIDT, ERIC

2 10:48:57 MR. BASKIN: Q. So you do not have a

3 10:48:58 recollection of being party to a discussion about

4 10:49:01 whether Google Video should relax its policies to

5 10:49:03 comport with YouTube's?

6 10:49:05 MR. MANCINI: Same objections.

7 10:49:07 THE WITNESS: And again, I have no specific

8 10:49:08 recollection in that area.

9 10:49:11 MR. BASKIN: Q. Now, in the next paragraph,

10 10:49:16 Mr. Eun says, "I think we should beat YouTube - and

11 10:49:25 all competitors - but not at all costs. A large part

12 10:49:31 of their traffic is from pirated content."

13 10:49:34 Do you see that, sir?

14 10:49:35 A I see that.

15 10:49:36 Q Does -- do you recall reading that sentence

16 10:49:38 in and around May of 2006?

17 10:49:39 MR. MANCINI: Objection; lacks foundation.

18 10:49:40 THE WITNESS: As I previously said, I don't

19 10:49:43 recall this e-mail and, therefore, I don't recall this

20 10:49:44 sentence.

21 10:49:45 MR. BASKIN: Q. Do you recall a conversation

22 10:49:46 with Mr. Eun on the topic that a large part of

23 10:49:54 YouTube's traffic is from pirated content?

24 10:49:57 MR. MANCINI: Objection to form; lacks

25 10:49:59 foundation.

1 SCHMIDT, ERIC

2 10:49:59 THE WITNESS: I do not.

3 10:50:00 MR. BASKIN: Q. Do you recall any such

4 10:50:01 discussion among the -- in the EMC meetings?

5 10:50:04 MR. MANCINI: Objection; lacks foundation;

6 10:50:06 objection to form.

7 10:50:08 THE WITNESS: I'm assuming you mean EMG,

8 10:50:10 which was the Executive Management Group, and I have

9 10:50:14 no such recollection.

10 10:50:15 MR. BASKIN: Q. Do you recall ever

11 10:50:16 discussing the concept that a large part of YouTube's

12 10:50:19 traffic is from pirated content with Mr. Page?

13 10:50:24 MR. MANCINI: Objection to form. Objection;

14 10:50:26 lacks foundation.

15 10:50:27 THE WITNESS: Again, same answer, no

16 10:50:29 recollection.

17 10:50:29 MR. BASKIN: Q. And the same answer with

18 10:50:31 respect to Mr. Brin, I take it?

19 10:50:33 THE WITNESS: That --

20 10:50:33 MR. MANCINI: Same objections.

21 10:50:34 THE WITNESS: -- that is correct.

22 10:50:35 MR. BASKIN: Q. Now, in the course of this

23 10:50:36 same e-mail, Mr. Eun says in the next sentence, "When

24 10:50:44 we compare our traffic numbers to theirs, we should

25 10:50:48 acknowledge that we are comparing our 'legal traffic'

1 SCHMIDT, ERIC

2 10:50:55 to their mix of traffic from legal and illegal

3 10:50:58 content."

4 10:50:59 Do you see that, sir?

5 10:51:01 A Uh-huh. I do.

6 10:51:01 Q I take it you have no recollection of reading

7 10:51:04 that sentence in and around May of 2006?

8 10:51:05 MR. MANCINI: Objection; lacks foundation.

9 10:51:07 THE WITNESS: Again, I previously answered I

10 10:51:11 don't recall any -- any -- since I don't recall the

11 10:51:12 e-mail, I also don't recall any of the specific

12 10:51:13 sentences in the e-mail.

13 10:51:14 MR. BASKIN: Q. And the same answers that

14 10:51:15 you don't recall conversations with Mr. Eun, or among

15 10:51:18 the EMG, or with Mr. Page, or with Mr. Brin with

16 10:51:21 respect to that -- that communication; correct?

17 10:51:23 MR. MANCINI: Same objections as prior.

18 10:51:25 THE WITNESS: That is correct.

19 10:51:26 MR. BASKIN: Q. Now, he then proceeds to

20 10:51:32 say, "One senior media executive told me they are

21 10:51:37 monitoring YouTube very closely and refer to them as a

22 10:51:41 video Grokster."

23 10:51:42 Do you see that?

24 10:51:42 A I do.

25 10:51:43 Q Now, you knew what was meant by Grokster at

1 SCHMIDT, ERIC

2 10:51:48 the time; correct?

3 10:51:48 MR. MANCINI: Objection; lacks foundation.

4 10:51:50 Objection to form.

5 10:51:55 THE WITNESS: Not really.

6 10:51:59 MR. BASKIN: Q. You were not aware, in May

7 10:52:00 of 2006, that Grokster was a company that the Supreme

8 10:52:07 Court of the United States had concluded had engaged

9 10:52:12 in illegal copyright violation practices?

10 10:52:15 MR. MANCINI: Objection; lacks foundation;

11 10:52:16 and objection to form.

12 10:52:17 THE WITNESS: I was not aware. If what you

13 10:52:20 said is true, I was not aware of that. He may have

14 10:52:26 meant -- I would be guessing what he meant.

15 10:52:29 MR. MANCINI: So I don't want the witness to

16 10:52:31 speculate.

17 10:52:31 THE WITNESS: So...

18 10:52:33 MR. BASKIN: Q. Now, I take the same answers

19 10:52:34 as my -- as the earlier questions. You've never

20 10:52:37 discussed this with --

21 10:52:38 A Sure.

22 10:52:38 Q -- any human being that you can recall?

23 10:52:41 A Right.

24 10:52:41 Q And you don't recall discussing it with

25 10:52:43 Mr. Eun; correct?

1 SCHMIDT, ERIC

2 10:52:44 MR. MANCINI: Same objections as prior.

3 10:52:45 THE WITNESS: That is correct. You -- go

4 10:52:47 ahead.

5 10:52:47 MR. BASKIN: Now, you're moaning. Do you

6 10:52:59 want a break? Should we go off the record for five,

7 10:53:04 ten minutes?

8 10:53:05 MR. MANCINI: Sure.

9 10:53:06 THE VIDEOGRAPHER: This is the end of

10 10:53:09 videotape and DVD number one in the deposition of Eric

11 10:53:13 Schmidt on May 6th, 2009. The time is 10:53 a.m.

12 10:53:20 We're off the record.

13 10:53:33 (Recess taken.)

14 11:10:12 THE VIDEOGRAPHER: This is the beginning of

15 11:10:13 DVD number two in the continuing deposition of Eric

16 11:10:17 Schmidt on May 6th, 2009. The time is 11:09 a.m.

17 11:10:25 We're back on the record.

18 11:10:27 MR. BASKIN: Q. Mr. Schmidt, Schmidt 7, the

19 11:10:38 memo from Mr. Eun to you, is May of 2006, and then

20 11:10:46 five months later, by my count, you bought YouTube.

21 11:10:51 You don't recall discussing the Eun memo with

22 11:10:54 anyone, not with Mr. Kordestani or anyone else?

23 11:10:58 MR. MANCINI: Objection; lacks foundation;

24 11:11:00 asked and answered.

25 11:11:00 MR. BASKIN: Q. Is that correct?

1 SCHMIDT, ERIC

2 11:11:01 A Well, as I previously said, I don't recall

3 11:11:03 this memo at all.

4 11:11:04 Q Okay. Do you recall what you were shown by

5 11:11:13 the Google Video executives at the Video GPS held

6 11:11:16 after this memo was sent to you?

7 11:11:18 MR. MANCINI: Objection; lacks foundation;

8 11:11:20 objection to form.

9 11:11:20 THE WITNESS: I do not.

10 11:11:21 MR. BASKIN: Q. Is it common at GPS meetings

11 11:11:28 for a deck of materials to be circulated to you?

12 11:11:34 A In general terms, there's usually some form

13 11:11:38 of a presentation.

14 11:11:43 Q And in this case, this "some form of a

15 11:11:45 presentation" would have been made by Google Video

16 11:11:47 executives who were actually competing with YouTube at

17 11:11:49 the time; correct?

18 11:11:52 MR. MANCINI: Objection; lacks foundation;

19 11:11:55 objection to form.

20 11:11:56 THE WITNESS: As a general statement, the

21 11:11:58 Video GPS would have had such a presentation.

22 11:12:00 MR. BASKIN: Now, let me show you what was

23 11:12:02 previously marked as Drummond 18, and we will mark it

24 11:12:16 as Schmidt 8.

25 11:12:17 ///

1 SCHMIDT, ERIC

2 11:12:17 (Document marked Schmidt Exhibit 8

3 11:12:27 for identification.)

4 11:12:27 MS. KOHLMANN: 8.

5 11:12:37 MR. MANCINI: Watch your soda when you reach.

6 11:12:39 MR. BASKIN: We may not have enough, guys.

7 11:12:44 You may have to share. Oh, okay. Here's another one.

8 11:13:06 Q Now, I note, sir, that you are not -- on the

9 11:13:09 cover page you are not a recipient of this, but you'll

10 11:13:15 see the cover page says that this is the final content

11 11:13:21 team pages for Video GPS; do you see that, sir?

12 11:13:25 A I do see that, yes.

13 11:13:26 Q And is this the form in which you would

14 11:13:29 expect a deck to be communicated to you at GPS

15 11:13:32 meetings?

16 11:13:32 MR. MANCINI: Objection to form; lacks

17 11:13:34 foundation.

18 11:13:34 THE WITNESS: In general terms, yes.

19 11:13:38 MR. BASKIN: Okay.

20 11:13:40 Q And can you identify for us specifically

21 11:13:45 whether Schmidt Exhibit 8 was seen by you in and

22 11:13:56 around May of 2006?

23 11:13:58 A I don't recall specifically.

24 11:13:59 Q You don't recall the document specifically?

25 11:14:01 A No.

SCHMIDT, ERIC

1
2 11:14:02 Q Now, I just want to walk you through some
3 11:14:07 features of the documents, see if this flags your
4 11:14:11 memory about having certain information communicated
5 11:14:13 to you by the Google Video team.
6 11:14:18 Turn, for example -- and I think we're going
7 11:14:23 to have to use Bates stamps here, but if you see
8 11:14:26 there's a 496620.
9 11:14:29 A Okay. I do.
10 11:14:40 Q And if you read 496620, do you have any
11 11:14:50 recollection of seeing that page prior to today?
12 11:14:52 MR. MANCINI: Objection; lacks foundation.
13 11:14:55 I just want to note that this document from
14 11:14:57 its obvious gaps clearly appears to be a draft; and
15 11:15:00 objection to form.
16 11:15:02 THE WITNESS: I have no recollection of this
17 11:15:05 document, and I also have no recollection of this
18 11:15:07 specific page.
19 11:15:08 MR. BASKIN: Q. So I take it that you have
20 11:15:12 no -- do you have a recollection -- strike that.
21 11:15:15 Do you have a recollection of the Google
22 11:15:20 Video team communicating to you in May of 2006 that,
23 11:15:29 "Premium content owners acknowledge YouTube can
24 11:15:34 provide some level of promotion, but mainly perceive
25 11:15:39 YouTube as trafficking mostly illegal content. It's a

1 SCHMIDT, ERIC

2 11:15:45 video Grokster."

3 11:15:47 Do you see that, sir?

4 11:15:48 MR. MANCINI: Object; objection to form and

5 11:15:49 lacks foundation.

6 11:15:51 MR. BASKIN: Q. Do you recall the Google

7 11:15:55 Video team communicating to you in May of 2006 that

8 11:16:00 sentence, sir?

9 11:16:01 MR. MANCINI: Same objections.

10 11:16:01 THE WITNESS: I do not.

11 11:16:03 MR. BASKIN: Q. Do you recall -- if we turn

12 11:16:11 to the page Bates stamped 627, do you see a page

13 11:16:27 that's called "How do we win" on the top of it?

14 11:16:31 A I do.

15 11:16:31 Q And do you see a section three bold sentences

16 11:16:38 down that says, "Google Video can be best partner to

17 11:16:43 content owners."

18 11:16:44 Do you see that, sir?

19 11:16:45 A I do.

20 11:16:46 MR. MANCINI: Objection; the document speaks

21 11:16:48 for itself.

22 11:16:49 THE WITNESS: I do see that.

23 11:16:50 MR. BASKIN: Q. And do you see the Google

24 11:16:53 Video team communicating to you that, "Google Video

25 11:16:58 should respect copyrights of premium content owners

1 SCHMIDT, ERIC

2 11:17:03 (we should beat YouTube by improving features and user

3 11:17:09 experience, not being a rogue enabler of content

4 11:17:15 theft)."

5 11:17:16 Do you see that, sir?

6 11:17:16 MR. MANCINI: Objection; lacks foundation;

7 11:17:17 and continue the objection on the use of this document

8 11:17:19 which appears to be an obvious draft.

9 11:17:21 THE WITNESS: You said communicate to me.

10 11:17:26 It's not obvious to me that this was -- as I

11 11:17:29 indicated, I have no recollection of this document, so

12 11:17:32 I don't know that I am the target for this document.

13 11:17:34 But I see the sentence that you quoted,

14 11:17:37 absolutely.

15 11:17:37 MR. BASKIN: Q. Well, do you remember the

16 11:17:42 Google Video team expressing the sentiment set forth

17 11:17:46 in the -- in that sentence --

18 11:17:47 MR. MANCINI: Objection; lacks foundation.

19 11:17:48 MR. BASKIN: -- found -- found on Schmidt 8?

20 11:17:51 THE WITNESS: As I indicated, I don't recall.

21 11:17:53 MR. MANCINI: Same objections.

22 11:17:55 THE WITNESS: I'm sorry.

23 11:17:57 MR. BASKIN: How about --

24 11:17:58 THE WITNESS: I forget about the --

25 11:17:58 MR. BASKIN: Q. Let's turn to 6333 of the

SCHMIDT, ERIC

1
2 11:18:03 last Bates stamp numbers, and are you on a page that
3 11:18:29 says, "How is Google Video doing?"
4 11:18:33 A I am.
5 11:18:33 Q Do you recall seeing that page, sir, prior to
6 11:18:35 today?
7 11:18:35 A Again, you can ask me on every page. I don't
8 11:18:37 recall the document and, therefore, I don't recall any
9 11:18:40 of the specific pages. I, therefore, do not recall
10 11:18:43 this page.
11 11:18:46 Q And do you recall the Google Video team
12 11:18:49 saying to you during the course of the GPS session
13 11:18:56 that, "YouTube's content is all free, and much of it
14 11:19:03 is highly sought-after pirated clips"?
15 11:19:09 MR. MANCINI: Objection.
16 11:19:09 MR. BASKIN: Close quote.
17 11:19:10 MR. MANCINI: Objection; lacks foundation;
18 11:19:11 and same objections -- continuing objections to the
19 11:19:13 use of this document.
20 11:19:15 MR. BASKIN: Q. Do you remember, sir?
21 11:19:16 A No recollection.
22 11:19:17 Q And let me do one more and see if this jars
23 11:19:21 your recollection.
24 11:19:22 A Okay.
25 11:19:27 Q If you turn to Bates stamp 637, being the

1 SCHMIDT, ERIC

2 11:19:39 Bates stamp number, there's a page, "Important points

3 11:19:56 to make somewhere in the deck"; do you have that page,

4 11:20:00 sir?

5 11:20:00 A I do.

6 11:20:01 Q Do you recall the Google Video team

7 11:20:02 communicating to you during the course of the GPS

8 11:20:08 that, "YouTube's business model is completely

9 11:20:11 sustained by pirated content. They are at the mercy

10 11:20:17 of companies not responding with DMCA requests."

11 11:20:24 MR. MANCINI: Objection.

12 11:20:24 MR. BASKIN: Q. Do you see that, sir?

13 11:20:25 MR. MANCINI: Objection; lacks foundation;

14 11:20:26 and continuing objection to the fact that this is

15 11:20:28 obviously a draft document, as made evident by the

16 11:20:32 title of this slide.

17 11:20:33 MR. BASKIN: Q. Do you recall, sir, having

18 11:20:35 that fact communicated to you by the Google Video team

19 11:20:37 during the course of the GPS?

20 11:20:38 MR. MANCINI: Same objections.

21 11:20:39 THE WITNESS: No recollection.

22 11:20:42 MR. BASKIN: Q. Now, I take it that you do

23 11:21:02 not recall having discussions with the Executive

24 11:21:23 Management Group -- is it group or committee?

25 11:21:26 A Group, EMG.

1 SCHMIDT, ERIC

2 11:21:27 Q That you not -- I take it you do not recall

3 11:21:32 discussing with the EMG the points set forth on

4 11:21:39 Schmidt 8 that we've -- I referred you to a few

5 11:21:42 minutes ago?

6 11:21:43 MR. MANCINI: Same objections.

7 11:21:44 THE WITNESS: I'm sorry. Which? Are you

8 11:21:45 talking about the whole document?

9 11:21:47 MR. BASKIN: Q. No. The -- the four or five

10 11:21:49 references to YouTube being, you know, wholly

11 11:21:53 sustained by pirated content --

12 11:21:56 A Yes, I see it, yes.

13 11:21:56 Q -- being a rogue enabler --

14 11:21:58 A Sure.

15 11:21:59 Q -- of copyright violations, being a video

16 11:22:02 Grokster.

17 11:22:02 Were any of those sentiments communicated by

18 11:22:05 you or discussed by you with members of the EMG?

19 11:22:08 MR. MANCINI: Same objections as prior; and

20 11:22:09 objection to the characterization of the contents of

21 11:22:12 this document.

22 11:22:12 THE WITNESS: Again, I have no recollection

23 11:22:13 of that.

24 11:22:14 MR. BASKIN: Q. No recollection of

25 11:22:16 discussing it with Mr. Brin?

SCHMIDT, ERIC

1
2 11:22:18 A That is correct.
3 11:22:19 Q Mr. Page?
4 11:22:20 A That is correct.
5 11:22:20 Q Mr. Kordestani?
6 11:22:21 A That is correct.
7 11:22:24 Q Now --
8 11:22:25 MR. MANCINI: I also want to object to the
9 11:22:27 extent that Mr. Drummond, I believe, is on EMG. And
10 11:22:31 if communications took place with him, I instruct the
11 11:22:33 witness not to answer on the grounds of privilege.
12 11:22:36 MR. BASKIN: Q. Even if you don't remember
13 11:22:41 this particular document, sir, do you remember a
14 11:22:45 similar discussion of YouTube's practices at the GPS?
15 11:22:49 MR. MANCINI: Same objections.
16 11:22:52 THE WITNESS: Well, unfortunately, I don't
17 11:22:55 recall the GPS. Therefore, I don't recall what
18 11:22:59 happened at the GPS, and I don't recall the specific
19 11:23:01 discussion at the GPS.
20 11:23:02 MR. BASKIN: Q. Now, how about between May
21 11:23:27 of 2006 and October 2006, when you bought YouTube? Do
22 11:23:34 you recall having discussions of these various points
23 11:23:40 made by the Video GPS folks to the EMG?
24 11:23:46 MR. MANCINI: Same objections; and object on
25 11:23:49 the basis that it lacks foundation and may call for a

1 SCHMIDT, ERIC

2 11:23:52 communication with counsel.

3 11:23:53 THE WITNESS: Again, no -- no recollection.

4 11:23:56 MR. BASKIN: Q. And no recollect -- I'm

5 11:23:57 sorry?

6 11:23:59 A No recollection of anything specific.

7 11:24:00 Q And no recollection of discussing it with

8 11:24:03 Mr. Brin; correct?

9 11:24:04 A That is correct.

10 11:24:04 MR. MANCINI: Same objections.

11 11:24:05 MR. BASKIN: Q. Or Mr. Page; correct?

12 11:24:07 A That's correct.

13 11:24:07 MR. MANCINI: Lacks foundation.

14 11:24:08 MR. BASKIN: Q. Or Mr. Kordestani; correct?

15 11:24:10 MR. MANCINI: Lacks foundation.

16 11:24:11 THE WITNESS: That is correct.

17 11:24:13 MR. BASKIN: Q. Now, am I right, sir, that

18 11:24:22 two months after the -- after the Eun memo and after

19 11:24:29 the GPS meeting, the Video GPS meeting, you instructed

20 11:24:36 Mr. Drummond to try to buy 100 percent of YouTube?

21 11:24:40 MR. MANCINI: Objection; mischaracterizes

22 11:24:42 testimony; lacks foundation.

23 11:24:48 THE WITNESS: Sorry.

24 11:24:49 MR. BASKIN: Q. Well, let me do it a

25 11:24:50 different way.

1 SCHMIDT, ERIC

2 11:27:30 characterization of the document; lacks foundation.

3 11:27:32 THE WITNESS: Well, it's materially false

4 11:27:36 that that's -- what you said is true because he voted

5 11:27:39 for the acquisition.

6 11:27:40 MR. BASKIN: Q. I'm asking at any time, did

7 11:27:42 he oppose it?

8 11:27:44 MR. MANCINI: Same objections.

9 11:27:45 THE WITNESS: This e-mail implies that he

10 11:27:48 did, that he was opposed to it as of July or whatever.

11 11:27:51 MR. BASKIN: Q. But you have no recollection

12 11:27:52 of it?

13 11:27:53 A No.

14 11:27:53 Q Now, do you recall at the GPS whether

15 11:28:03 Mr. Brin expressly addressed the issue of whether

16 11:28:12 Google Video should compete with YouTube by relaxing

17 11:28:17 its copyright enforcement policies?

18 11:28:19 MR. MANCINI: Objection; lacks foundation;

19 11:28:20 and objection, calls for legal conclusions.

20 11:28:21 THE WITNESS: I have no recollection of

21 11:28:23 Sergey's views. I don't recall the GPS meeting. I

22 11:28:28 don't recall whether he was there, and I don't recall

23 11:28:30 his views.

24 11:28:30 MR. BASKIN: Q. Do you know the phrase

25 11:28:35 "something is not Googley"? Does that mean something

1 SCHMIDT, ERIC

2 11:28:39 to you?

3 11:28:40 THE WITNESS: Well, I --

4 11:28:40 MR. MANCINI: Objection to form.

5 11:28:41 THE WITNESS: -- I've certainly heard it,

6 11:28:44 yeah.

7 11:28:44 MR. BASKIN: Q. And that means, in normal

8 11:28:45 language, it's not the right thing to do, or it's not

9 11:28:49 right, or something like that? Is that what "not

10 11:28:51 Googley" means to you?

11 11:28:52 MR. MANCINI: Objection; lacks foundation.

12 11:28:53 THE WITNESS: It's not a precise phrase.

13 11:28:55 It's used by people who want to criticize some other

14 11:28:58 activity.

15 11:29:01 MR. BASKIN: Q. And do you specifically

16 11:29:04 recall whether, at the Video GPS meeting in and around

17 11:29:13 May 2006, whether Mr. Brin made the statement that,

18 11:29:21 "Competing against YouTube by relaxing copyright

19 11:29:27 enforcement practices is not a Googley thing to do"?

20 11:29:32 MR. MANCINI: Again, objection; lacks

21 11:29:34 foundation; and objection to form; and objection to

22 11:29:35 the extent it seeks a legal conclusion.

23 11:29:37 THE WITNESS: I have no recollection of -- of

24 11:29:41 such an assertion.

25 11:29:42 MR. BASKIN: Q. Now, do you recall when the

1 SCHMIDT, ERIC

2 11:30:06 EMG -- strike that.

3 11:30:11 I take it the EMG was in agreement that

4 11:30:16 Google should in fact purchase YouTube?

5 11:30:19 A At what point?

6 11:30:22 Q Prior to submitting it to the board.

7 11:30:25 A Yes. As of -- as -- as of the submission to

8 11:30:27 the board, the management team had agreed to promote

9 11:30:30 it to the board.

10 11:30:31 Q And do you recall -- recall ever having a

11 11:30:34 discussion among the management team of Google

12 11:30:42 concerning the various statements about YouTube being

13 11:30:47 a video Grokster or a rogue enabler of copyright

14 11:30:52 violations or being sustained by pirated clips?

15 11:30:57 Do you recall those topics being discussed by

16 11:30:59 the EMG?

17 11:31:00 MR. MANCINI: Objection to form; and

18 11:31:02 objection to the extent it seeks a legal conclusion

19 11:31:05 and communications with counsel, to which I instruct

20 11:31:07 the witness not to answer.

21 11:31:08 THE WITNESS: No recollection.

22 11:31:13 MR. BASKIN: Q. Never discussed it, as far

23 11:31:15 as you recall?

24 11:31:15 MR. MANCINI: Same objections.

25 11:31:16 THE WITNESS: Again, as I previously

1 SCHMIDT, ERIC

2 11:38:21 A The subsequent piece of work, "a piece of

3 11:38:24 crap. /FC," that is the signature of Mr. Frank Cousak.

4 11:38:30 Q I see. Got it.

5 11:38:31 A Okay. Shall I continue with the other

6 11:38:34 e-mail? If you -- maybe I should just for

7 11:38:38 completeness --

8 11:38:38 Q Yeah, just --

9 11:38:38 A -- since you brought it up.

10 11:38:38 Q Okay.

11 11:38:42 A You'll notice that this is even more nested.

12 11:38:45 Do you see the two carets that is ">>23 the Digital

13 11:38:52 Millennium" --

14 11:38:52 Q Right.

15 11:38:52 A -- I wrote that one line.

16 11:38:55 The single carets, those little paren --

17 11:38:58 those little, again, greater than, greater than, "The

18 11:39:00 DMCA" --

19 11:39:01 Q Right.

20 11:39:02 A -- that was written by Chanmen Tang.

21 11:39:07 Q I see.

22 11:39:09 A Then the person who wrote a -- and

23 11:39:11 misspelled, unfortunately -- "an possibly even more

24 11:39:15 evil law which hasn't been yet passed is SSCA," that

25 11:39:18 was written by Lawrence Gonzalez.

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SCHMIDT, ERIC

11:39:23 If you look below it, you see the little
11:39:26 caret? It says "from." Then, "It would be a civil
11:39:29 offense to create," that's from the Wire.com website.

11:39:33 Q I see. Okay.

11:39:35 A So to be incredibly precise on these e-mails,
11:39:41 the only words that I wrote were "the Digital
11:39:44 Millennium Copyright Act."

11:39:47 Q I see. Got it. Okay.

11:39:54 Now, when Google purchased YouTube, did you
11:40:08 instruct Mr. Hurley and Mr. Chen that their primary
11:40:14 goal, at least immediate goal, was to grow the user
11:40:19 base and reach one billion views per day?

11:40:23 MR. MANCINI: Objection; lacks foundation.

11:40:24 THE WITNESS: I don't recall the very
11:40:26 specific goal.

11:40:27 MR. BASKIN: Q. Does it sound like generally
11:40:31 something you said to them, that their -- that their
11:40:35 primary objective should be to grow the user base?

11:40:38 A Our -- our policy from acquisition was to
11:40:40 grow the user base. That is correct.

11:40:43 Q And --

11:40:44 A I don't recall the specific numbers.

11:40:46 Q You don't recall that they should grow it to
11:40:48 playbacks of one billion a day?

1 SCHMIDT, ERIC

2 11:40:51 A I don't recall any specific numbers.

3 11:40:52 Q And in late February or early March of 2008,

4 11:41:16 did you shift your thinking and instruct Mr. Hurley

5 11:41:25 that he should now be rapidly redirecting his efforts

6 11:41:29 from user growth to monetization?

7 11:41:33 MR. MANCINI: Objection; lacks foundation;

8 11:41:34 and objection to form.

9 11:41:35 THE WITNESS: Remind me of the dates again.

10 11:41:37 MR. BASKIN: Q. Something in the vicinity of

11 11:41:41 late February, early March 2008.

12 11:41:44 A That's roughly correct.

13 11:41:47 Q And was this an actual meeting you had with

14 11:41:49 Mr. Hurley where you told him to redirect his efforts?

15 11:41:53 A I don't recall saying "redirect."

16 11:41:56 What I recall was to add revenue as a goal.

17 11:42:04 Q And let me show you, for example, what we'll

18 11:42:09 mark as Schmidt 12.

19 11:42:14 (Document marked Schmidt Exhibit 12

20 11:42:19 for identification.)

21 11:42:19 MR. BASKIN: This was marked during the

22 11:42:20 Hurley deposition as well, but I don't recall the

23 11:42:22 number.

24 11:42:56 Q You'll see, sir, that you are not a recipient

25 11:43:01 of this e-mail, and -- and no reason to believe you

1 SCHMIDT, ERIC

2 11:43:04 saw it, but it references in the second paragraph --

3 11:43:10 strike that.

4 11:43:10 You'll see Mr. Hurley is communicating to

5 11:43:13 some of his team, I think, and it says, "As you may

6 11:43:16 know, three weeks ago Eric" -- I assume that's you?

7 11:43:21 A I suppose.

8 11:43:22 Q -- "shifted his thinking on YouTube's focus.

9 11:43:26 So since that time, we have rapidly been redirecting

10 11:43:32 our efforts and resources from user growth to

11 11:43:34 monetization."

12 11:43:36 Do you see that?

13 11:43:36 MR. MANCINI: Objection to the use of a

14 11:43:39 document to which the witness is not copied.

15 11:43:40 THE WITNESS: I see the sentence, yes.

16 11:43:41 MR. BASKIN: Q. And does Mr. Hurley

17 11:43:46 accurately reflect the conversation you had with him

18 11:43:49 three weeks before March 14th, 2008?

19 11:43:51 MR. MANCINI: Same objection; and lacks

20 11:43:53 foundation.

21 11:43:53 THE WITNESS: As I indicated before, it is my

22 11:43:55 recollection that I told him to add revenue, not to

23 11:44:01 redirect.

24 11:44:01 MR. BASKIN: Okay.

25 11:44:03 Q And what -- what occurred during this time

1 SCHMIDT, ERIC

2 11:44:10 period that caused you to shift your thinking, as

3 11:44:17 Mr. Hurley refers to in an e-mail?

4 11:44:19 MR. MANCINI: Objection; lacks foundation;

5 11:44:20 and objection to form.

6 11:44:21 THE WITNESS: The -- at this point, we have

7 11:44:29 owned YouTube for a year and a half, and their revenue

8 11:44:35 performance had been poor, and I felt that they should

9 11:44:44 spend more time on it.

10 11:44:46 MR. BASKIN: Okay.

11 11:44:47 THE WITNESS: That's my recollection.

12 11:44:48 MR. BASKIN: Okay.

13 11:45:03 Q Did you discuss with Mr. Hurley, in the

14 11:45:05 course of that conversation, any steps that YouTube

15 11:45:10 should take in and around March of 2008 to achieve

16 11:45:18 greater monetization?

17 11:45:20 MR. MANCINI: Objection; lacks foundation;

18 11:45:21 and objection to form.

19 11:45:22 THE WITNESS: We -- we made an explicit

20 11:45:27 decision upon the acquisition of YouTube to operate it

21 11:45:30 quite independently. So I'm not -- I recall no such

22 11:45:37 direction from me to him on details.

23 11:45:43 MR. BASKIN: Okay.

24 11:45:44 Q What was the reason why you decided to

25 11:46:00 operate YouTube independently?

1 SCHMIDT, ERIC

2 11:46:05 A In my experience as an executive, when you

3 11:46:08 have strong founders, it's very important that they

4 11:46:12 feel that they have control over their company after

5 11:46:17 it's acquired.

6 11:46:19 Because of the location, which was San Bruno,

7 11:46:23 and because we thought the founders were very

8 11:46:27 talented, we made an explicit decision to not fold

9 11:46:30 YouTube's business operations into Google's.

10 11:46:34 In particular, to keep separate brand,

11 11:46:37 separate business activities, separate deals and

12 11:46:39 partnerships, because we thought that would create

13 11:46:42 more choices, more differentiation and fundamentally

14 11:46:47 retain the founders.

15 11:46:56 Q Okay. Now, are you familiar with a company

16 11:47:11 called Audio Magic? Have you ever heard that name

17 11:47:18 before?

18 11:47:18 MR. MANCINI: Objection to form.

19 11:47:21 MR. BASKIN: Q. I'm sorry. Sorry. My

20 11:47:24 mistake. Withdrawn.

21 11:47:26 A That's all right. I --

22 11:47:27 Q Withdrawn.

23 11:47:28 A Sorry.

24 11:47:28 Q How about Audible Magic?

25 11:47:30 A I have heard their name.

1 SCHMIDT, ERIC

2 11:47:31 Q Okay. Now, as you sit here today, do you

3 11:47:40 know whether in 19 -- in 2006, before the acquisition

4 11:47:46 of YouTube by Google, whether Google had entered into

5 11:47:50 a license agreement with Audible Magic to provide

6 11:47:57 fingerprint technology?

7 11:47:58 MR. MANCINI: Objection; lacks foundation;

8 11:48:00 and objection to form.

9 11:48:03 THE WITNESS: This is a question about

10 11:48:05 Google, not YouTube?

11 11:48:05 MR. BASKIN: Q. Question about YouTube, not

12 11:48:08 Google.

13 11:48:08 A You may --

14 11:48:08 Q So let me rephrase it again.

15 11:48:10 A Okay. Try it again.

16 11:48:11 MR. MANCINI: Please.

17 11:48:12 MR. BASKIN: Q. Do you know whether, before

18 11:48:13 Google acquired YouTube --

19 11:48:16 A Ah, okay.

20 11:48:16 Q -- did YouTube enter into a contract with

21 11:48:19 Audible Magic whereby Audible Magic was going to

22 11:48:22 provide fingerprint technology to YouTube?

23 11:48:26 MR. MANCINI: Objection to form; and lacks

24 11:48:26 foundation.

25 11:48:28 THE WITNESS: No recollection.

1 SCHMIDT, ERIC

2 11:48:32 MR. BASKIN: Q. Do you -- do you have a

3 11:48:33 recollection that YouTube had engaged a fingerprint

4 11:48:37 technology vendor prior to your acquisition?

5 11:48:39 MR. MANCINI: Same objections.

6 11:48:40 THE WITNESS: Only in very general terms.

7 11:48:42 MR. BASKIN: Q. Meaning you generally heard

8 11:48:45 that?

9 11:48:46 A When I say "general terms," I mean at some

10 11:48:49 point I'm sure somebody told me something like that,

11 11:48:52 but the specifics of the company, the details and so

12 11:48:56 forth, I don't recall.

13 11:48:57 Q I assume you never saw the license agreement

14 11:48:59 between YouTube and Audible Magic?

15 11:49:02 MR. MANCINI: Objection; lacks foundation;

16 11:49:04 objection to form.

17 11:49:05 THE WITNESS: If there is one, I have not

18 11:49:06 seen it.

19 11:49:07 MR. BASKIN: Okay.

20 11:49:08 Q And I assume you have -- no one discussed

21 11:49:11 with you the cost of the license, what it was

22 11:49:13 costing -- what it would cost YouTube to utilize

23 11:49:16 Audible Magic's fingerprint technologies?

24 11:49:19 MR. MANCINI: Objection; lacks foundation;

25 11:49:20 and objection to form.

1 SCHMIDT, ERIC

2 11:49:21 THE WITNESS: Yeah. Again, no rec -- no

3 11:49:23 recollection, no knowledge in that area.

4 11:49:25 MR. BASKIN: Q. Now, after Google's

5 11:49:40 acquisition of YouTube in late 2006 and then into

6 11:49:46 2007, were you aware that Google and YouTube were

7 11:49:57 carrying out large -- were carrying out negotiations

8 11:50:00 with large media companies to see if revenue-sharing

9 11:50:09 agreements could be reached with them?

10 11:50:10 MR. MANCINI: Objection to form.

11 11:50:11 THE WITNESS: I'm sorry. I -- which -- which

12 11:50:13 dates and which companies? So --

13 11:50:16 MR. BASKIN: Q. Well, I can be specific.

14 11:50:18 A Yeah.

15 11:50:18 Q But after the acquisition --

16 11:50:20 A So after acquisition?

17 11:50:20 Q Yes.

18 11:50:21 A So Google and YouTube are together.

19 11:50:22 Q Right.

20 11:50:22 A Okay.

21 11:50:24 Q Were you being generally kept abreast of

22 11:50:28 negotiations between YouTube and the major media

23 11:50:31 companies regarding revenue-sharing agreements?

24 11:50:32 MR. MANCINI: Objection to form.

25 11:50:33 THE WITNESS: Yes, in general terms.

1 SCHMIDT, ERIC

2 11:50:34 MR. BASKIN: Q. And was this a topic that

3 11:50:36 was discussed with the board from time to time?

4 11:50:39 MR. MANCINI: Objection to form.

5 11:50:41 THE WITNESS: I have no recollection of the

6 11:50:43 board.

7 11:50:43 MR. BASKIN: Q. What about the EMG --

8 11:50:48 MR. MANCINI: Objection to form.

9 11:50:49 MR. BASKIN: Q. -- with respect to the

10 11:50:50 management group?

11 11:50:52 MR. MANCINI: And objection to the extent it

12 11:50:53 seeks a privileged communication.

13 11:50:55 THE WITNESS: Yes.

14 11:50:57 MR. BASKIN: Q. And how frequently was the

15 11:50:59 status of negotiations with large media companies

16 11:51:02 discussed at the EMG?

17 11:51:03 MR. MANCINI: Objection to form; and

18 11:51:04 objection to the extent it seeks privileged

19 11:51:07 communications.

20 11:51:07 THE WITNESS: No specific period, and not --

21 11:51:16 not very frequently, so...

22 11:51:18 MR. BASKIN: Q. But with respect to the five

23 11:51:21 or six largest media companies, did you make it your

24 11:51:26 practice to stay abreast of the status of negotiations

25 11:51:28 with them?

1 SCHMIDT, ERIC

2 11:51:29 MR. MANCINI: Objection to form.

3 11:51:30 THE WITNESS: You'll have to define what

4 11:51:37 "staying abreast" means for me to understand your

5 11:51:39 question.

6 11:51:39 MR. BASKIN: Q. Well, was the -- Mr. Eun's

7 11:51:42 team and Mr. Kordestani, were they regularly advising

8 11:51:49 you regarding the status of negotiations with the

9 11:51:51 large media companies?

10 11:51:54 A I would use the word "periodic" and say that

11 11:51:58 I was periodically advised.

12 11:52:00 Q And was there actually a phenomenon or an

13 11:52:03 event called the Deal Review?

14 11:52:08 MR. MANCINI: Objection to form.

15 11:52:08 THE WITNESS: That is correct.

16 11:52:09 MR. BASKIN: Q. And were you a participant

17 11:52:10 in the Deal Review?

18 11:52:12 A Sometimes.

19 11:52:12 Q And in the course of the Deal Review, was --

20 11:52:20 strike that.

21 11:52:22 Who were -- who were -- who were the

22 11:52:22 participants on the Deal Review?

23 11:52:25 A Well, at the time, Deal Reviews were owned by

24 11:52:28 Omid, so he was -- he would have always been there;

25 11:52:35 and then depending on schedule, I may or may not have

1 SCHMIDT, ERIC

2 11:52:37 been there.

3 11:52:37 Q And what about other members of the EMG?

4 11:52:41 Would they be in attendance?

5 11:52:44 A Some of them. It would -- it would be -- the

6 11:52:46 rule is they're all invited, so...

7 11:52:49 Q And did Mr. Brin attend the reviews from time

8 11:52:54 to time?

9 11:52:54 MR. MANCINI: Objection to form; vague,

10 11:52:57 "reviews."

11 11:52:58 MR. BASKIN: Okay.

12 11:52:58 Q Did Mr. Brin attend the business review

13 11:53:03 meetings from time to time?

14 11:53:04 MR. MANCINI: Objection to form.

15 11:53:05 THE WITNESS: Again, periodically each of

16 11:53:08 them, which would include Sergey Brin, Larry Page,

17 11:53:13 Omid Kordestani, the people you've named before.

18 11:53:16 MR. BASKIN: Q. And did these -- did these

19 11:53:18 business reviews occur weekly?

20 11:53:21 A They're scheduled on Mondays. Yes.

21 11:53:23 Q And did you make a point of trying to attend

22 11:53:28 most of the weekly meetings, if you could?

23 11:53:33 A In the pantheon of -- in the pantheon of --

24 11:53:39 in the cacophony of Google, it's in the middle of the

25 11:53:42 meetings that I attempt to attend as opposed to the

1 SCHMIDT, ERIC

2 12:19:08 MR. BASKIN: Q. The majority was related to

3 12:19:10 the monetary terms?

4 12:19:12 A Absolutely.

5 12:19:12 MR. MANCINI: And objection to the extent it

6 12:19:14 seeks communications with counsel.

7 12:19:16 MR. BASKIN: Q. And -- but as you sit here

8 12:19:20 today, do you have a -- any recollection of the topic

9 12:19:26 of making readily available fingerprint technology or

10 12:19:30 metadata search technology available to these media

11 12:19:34 companies being discussed?

12 12:19:35 MR. MANCINI: Again, objection to the extent

13 12:19:37 it seeks privileged communications, to which the

14 12:19:40 witness is instructed not to answer.

15 12:19:41 THE WITNESS: As I previously discussed, we

16 12:19:44 developed a product which encompassed those

17 12:19:47 technologies called Claim Your Content, and we did

18 12:19:50 review that, and we viewed that as a very positive

19 12:19:55 outcome for the media companies. And so we did

20 12:19:58 discuss CYC, as we knew -- as we knew it with them.

21 12:20:03 MR. BASKIN: Q. Now, in 2006 and 2007, sir,

22 12:20:19 was it Google policy that fingerprint technologies

23 12:20:29 would only be made available to companies who entered

24 12:20:31 into revenue-sharing deals with Google?

25 12:20:33 MR. MANCINI: Objection; lacks foundation.

1 SCHMIDT, ERIC

2 12:20:35 THE WITNESS: To my recollection, it was not

3 12:20:39 the policy that you just said.

4 12:20:41 MR. BASKIN: Q. It was -- your recollection

5 12:20:45 is you were prepared to use fingerprint technologies

6 12:20:47 in '06 and '07 in connection with media companies that

7 12:20:53 did not enter into revenue-sharing agreements?

8 12:20:55 MR. MANCINI: Objection to form.

9 12:20:55 THE WITNESS: I'm sorry. Maybe I got the

10 12:20:57 dates confused. Your question was in '06 and '07,

11 12:21:01 prior to YouTube?

12 12:21:02 MR. BASKIN: Q. No. Let me start over

13 12:21:04 again.

14 12:21:04 A Okay.

15 12:21:04 Q We've got to get the dates pretty clear.

16 12:21:07 A Yes.

17 12:21:07 Q Let's start with the block of time from the

18 12:21:09 end of '06, 2006, when -- after you acquired YouTube.

19 12:21:19 A Okay.

20 12:21:19 Q Was it Google policy that fingerprint

21 12:21:28 technologies would only be made available to media

22 12:21:34 companies who entered into revenue-sharing deals with

23 12:21:37 YouTube?

24 12:21:38 MR. MANCINI: Objection; lacks foundation;

25 12:21:39 and objection to form.

1 SCHMIDT, ERIC

2 12:21:40 THE WITNESS: The policy as you stated is

3 12:21:45 not -- was not our policy.

4 12:21:46 MR. BASKIN: Q. You actually recall a

5 12:21:48 meeting -- and -- a meeting or gathering where it was

6 12:21:53 agreed upon this was not the policy?

7 12:21:55 MR. MANCINI: Objection; lacks foundation.

8 12:21:57 THE WITNESS: Yes.

9 12:21:57 MR. BASKIN: Q. Tell me about that meeting

10 12:21:58 or meetings.

11 12:22:00 MR. MANCINI: And objection to the extent it

12 12:22:01 seeks legal communications with counsel, to which the

13 12:22:03 witness is instructed not to answer.

14 12:22:05 THE WITNESS: I -- I don't recall this

15 12:22:07 specific meeting, but I do remember that I made the

16 12:22:10 decision.

17 12:22:10 MR. BASKIN: Q. And it was your decision

18 12:22:11 that in the end of 2006, that YouTube would make

19 12:22:19 fingerprint technologies available to media companies

20 12:22:23 even if they did not enter into a revenue-sharing

21 12:22:28 agreement?

22 12:22:28 MR. MANCINI: Objection to form.

23 12:22:29 THE WITNESS: Again, as part of our CYC

24 12:22:33 strategy, we agreed at my direction that the CYC

25 12:22:36 tools, which include the ones you described, would be

1 SCHMIDT, ERIC

2 12:22:39 available to media companies independent of whether

3 12:22:42 they did a deal with us.

4 12:22:43 MR. BASKIN: Q. And when did you make that

5 12:22:44 decision, Mr. Schmidt?

6 12:22:47 A Certainly around the time of the acquisition,

7 12:22:50 if not before.

8 12:22:52 Q You mean before November 2000 --

9 12:22:56 A Yeah.

10 12:22:56 Q -- October 2006?

11 12:22:58 A Yeah, in that time period.

12 12:22:59 Q And did you communicate that to people at

13 12:23:01 YouTube?

14 12:23:01 A I did.

15 12:23:01 Q With whom did you communicate with?

16 12:23:06 A It would -- this would almost certainly

17 12:23:07 require a legal --

18 12:23:10 MR. MANCINI: Yes. To the extent it seeks

19 12:23:12 communications with counsel, I instruct the witness

20 12:23:14 not to answer.

21 12:23:14 THE WITNESS: Right.

22 12:23:15 MR. BASKIN: Q. And it was your

23 12:23:18 understanding that people were following your

24 12:23:20 policies, Mr. Schmidt?

25 12:23:23 A Yes.

SCHMIDT, ERIC

1
2 12:23:23 Q Now, to whom did you communicate this policy,
3 12:23:41 Mr. Schmidt?
4 12:23:43 A Within Google or outside of Google?
5 12:23:46 Q Well, let's start within Google.
6 12:23:49 A The executives of the company.
7 12:23:51 Q The executives of Google and YouTube?
8 12:23:56 A Again, without -- without talking about the
9 12:23:58 lawyers, the non-lawyers would certainly have heard it
10 12:24:02 from me directly.
11 12:24:03 Q They would have heard directly from you in
12 12:24:06 meetings with you that they should make --
13 12:24:08 A Yeah.
14 12:24:08 Q -- these tools available --
15 12:24:10 A Uh-huh.
16 12:24:10 Q -- to media companies even in the absence of
17 12:24:13 a revenue-sharing agreement?
18 12:24:16 A And my, again, vague recollection is that it
19 12:24:20 was, in fact, the proposal that I was approving that
20 12:24:22 they were -- they wanted to do. So there was
21 12:24:24 agreement that we should do this.
22 12:24:26 Q And this was a proposal they -- who
23 12:24:28 communicated this proposal to you?
24 12:24:31 A I don't recall. But I remember distinctly
25 12:24:33 that this did occur, so --

1 SCHMIDT, ERIC

2 12:31:28 paragraph I just read?

3 12:31:29 A I --

4 12:31:30 MR. MANCINI: Objection.

5 12:31:30 THE WITNESS: -- I can speculate. But it's

6 12:31:32 an e-mail to himself, so I don't know what -- is this

7 12:31:34 some -- is this what he wishes? Is this what he

8 12:31:38 thought? Is this what used to be true?

9 12:31:39 MR. MANCINI: You shouldn't speculate.

10 12:31:41 THE WITNESS: Right. I don't know.

11 12:31:42 MR. BASKIN: Q. Now, then he says, "Our CYC

12 12:31:46 tools are now live as well and are only offered to

13 12:31:49 partners who enter into a revenue deal with us."

14 12:31:53 Do you see that, sir?

15 12:31:54 MR. MANCINI: Same objection; document speaks

16 12:31:55 for itself.

17 12:31:56 MR. BASKIN: Q. Do you see that sentence,

18 12:31:57 Mr. Schmidt?

19 12:31:57 A I see that sentence.

20 12:32:00 Q And do you recall discussing with Mr. Eun

21 12:32:03 what Google's policies were in connection with using

22 12:32:11 CYC tools with media companies that refuse to enter

23 12:32:16 into revenue-sharing agreements?

24 12:32:17 MR. MANCINI: Objection; lacks foundation.

25 12:32:19 THE WITNESS: No recollection of this

1 SCHMIDT, ERIC

2 12:32:22 specific conversation with David on this topic.

3 12:32:24 MR. BASKIN: Q. Do you recall, during this

4 12:32:28 time frame, this is March of '07, discussing this

5 12:32:33 topic with anyone at the EMG whether the CYC tools are

6 12:32:43 only offered to partners who enter into a revenue deal

7 12:32:46 with us?

8 12:32:46 MR. MANCINI: Objection; lacks foundation.

9 12:32:48 By the way, the document is dated February of

10 12:32:51 '07, and objection to the extent it seeks

11 12:32:53 communications with legal counsel.

12 12:32:55 THE WITNESS: Again, as I previously stated,

13 12:32:57 our policy, as I recall it and as it was discussed

14 12:33:00 during this period, was the CYC tools, which

15 12:33:03 encompassed audio and video identification, would be

16 12:33:06 available to all.

17 12:33:07 MR. BASKIN: And over what time -- strike

18 12:33:11 that.

19 12:33:12 Q Let me ask you this: In the period of 2006

20 12:33:19 or January/February/March of 2007, do you recall any

21 12:33:31 Google executive discussing with you the cost of

22 12:33:36 providing Audible Magic fingerprint technologies to

23 12:33:42 content companies who would -- who did not enter into

24 12:33:48 a revenue-sharing agreement with Google?

25 12:33:51 MR. MANCINI: Objection to form; and lacks

1 SCHMIDT, ERIC

2 12:33:53 foundation.

3 12:33:53 THE WITNESS: Again, no recollection.

4 12:33:56 MR. BASKIN: Q. As you sit here today,

5 12:33:59 Mr. Schmidt, do you have any idea what it would have

6 12:34:03 cost in 2006 and 2007 to have made available Audible

7 12:34:16 Magic fingerprint technologies to media companies even

8 12:34:22 if they decline to enter into a revenue-sharing

9 12:34:26 agreement with YouTube?

10 12:34:27 MR. MANCINI: Objection, lacks foundation;

11 12:34:28 and objection to form.

12 12:34:29 THE WITNESS: I do not know.

13 12:34:30 MR. BASKIN: Q. And am I right you don't

14 12:34:32 recall any conversation whatsoever where anyone told

15 12:34:36 you what it would cost; correct?

16 12:34:37 MR. MANCINI: Objection; lacks foundation;

17 12:34:39 and objection to form.

18 12:34:40 THE WITNESS: That is correct.

19 12:34:41 MR. BASKIN: Q. And you never asked anyone

20 12:34:42 what it would cost, did you, sir?

21 12:34:45 MR. MANCINI: Same objections.

22 12:34:46 THE WITNESS: Correct.

23 12:34:46 MR. BASKIN: Q. Now, do you recall in 2006

24 12:34:56 and again January/February/March 2007, that any

25 12:35:04 executive from Google or YouTube ever request that

1 SCHMIDT, ERIC

2 15:08:30 MS. FORSHEIT: Okay. This will be 36.

3 15:08:33 (Document marked Exhibit 36

4 15:08:57 for identification.)

5 15:08:57 THE WITNESS: Thank you.

6 15:08:59 MS. FORSHEIT: Q. And when you've had a

7 15:09:00 chance to look at the document, let me know if you

8 15:09:03 recognize it.

9 15:09:21 A I do not.

10 15:09:25 Q This appears to be an e-mail from you to a

11 15:09:27 number of people, including the EMG, an e-mail that

12 15:09:33 includes the text of a Wall Street Journal article.

13 15:09:38 Do you recall sending this e-mail?

14 15:09:40 A I do not.

15 15:09:41 Q And did you write the subject line? Did you

16 15:09:45 compose the subject line of the e-mail?

17 15:09:46 A Most likely.

18 15:09:48 Q It says, "It may be happening faster than we

19 15:09:52 think. See Saturday WSJ."

20 15:09:57 Do you know what the "it" refers to in the

21 15:09:59 subject line?

22 15:10:01 A I do not.

23 15:10:02 Q The article -- the title of the Wall Street

24 15:10:08 Journal article here, which is dated October 14th,

25 15:10:11 2006, is "Media Tightens Pressure YouTube Over

SCHMIDT, ERIC

1
2 15:10:14 Copyrights."
3 15:10:15 Does that refresh your recollection as to
4 15:10:16 what the "it" meant in your subject line?
5 15:10:20 MR. MANCINI: Objection.
6 15:10:21 THE WITNESS: As I said, I don't -- I don't
7 15:10:23 recall what the "it" means. It's probable that it's
8 15:10:26 related to the title of the article.
9 15:10:28 MS. FORSHEIT: Q. Did you come up with the
10 15:10:43 idea to pursue YouTube in the first instance?
11 15:10:49 A I did not.
12 15:10:50 Q Do you recall who did?
13 15:10:53 A I believe it was David Drummond.
14 15:10:55 Q I'm actually going to ask you to briefly look
15 15:11:05 back at a document that was marked earlier today.
16 15:11:07 A Sure.
17 15:11:08 Q If you still have Exhibit 7, which was also
18 15:11:13 Drummond Exhibit 17.
19 15:11:22 A Okay. I've got it.
20 15:11:24 Q Okay. This -- you'll recall this is an
21 15:11:32 e-mail from David Eun to you that had forwarded
22 15:11:38 another e-mail on -- and this was in advance of the
23 15:11:44 Video GPS in May of 2006.
24 15:11:50 Under the heading "Balancing short-term
25 15:11:53 versus long-term goals" in the underlying e-mail, in

1 SCHMIDT, ERIC

2 15:12:00 the second paragraph, the second sentence, Mr. Eun
3 15:12:03 states to you, "For example, there was a heated debate
4 15:12:07 about whether we should relax enforcement of our
5 15:12:09 copyright policies in an effort to stimulate traffic
6 15:12:13 growth despite the inevitable damage it would cause to
7 15:12:16 relationships with content owners."

8 15:12:18 The debate that Mr. Eun is referring to, do
9 15:12:26 you know what debate he's referencing there?

10 15:12:29 MR. MANCINI: Objection; asked and answered
11 15:12:30 previously today.

12 15:12:30 THE WITNESS: Well, as I indicated in my
13 15:12:33 private -- previous testimony, I don't recall this
14 15:12:37 e-mail. In reading the paragraph before, I would
15 15:12:41 interpret that paragraph as referring to the video
16 15:12:43 team debate.

17 15:12:45 MS. FORSHEIT: Q. A debate between the
18 15:12:47 members of the video team?

19 15:12:49 A Yes. To be precise, the Google Video team
20 15:12:52 who are the competitor of YouTube at this point in
21 15:12:55 time.

22 15:12:55 Q Right.

23 15:12:56 And you believe the reference to the debate
24 15:12:58 to be a debate among the members of the Google Video
25 15:13:02 team; is that right?

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2 15:13:03 A That would be my under -- again, in context,
3 15:13:06 reading the e-mail, that's how I would interpret the
4 15:13:08 paragraph.

5 15:13:09 Q Were you ever a part of that debate in any
6 15:13:12 way?

7 15:13:12 A No.

8 15:13:13 Q Did you ever take a position with respect to
9 15:13:16 that debate?

10 15:13:18 MR. MANCINI: Objection.

11 15:13:19 THE WITNESS: No recollection of it.

12 15:13:22 MS. FORSHEIT: Q. Did you disagree with
13 15:13:24 Mr. Eun with respect to the statements he was making
14 15:13:30 in this e-mail?

15 15:13:32 MR. MANCINI: Objection; asked and answered
16 15:13:33 earlier today.

17 15:13:34 THE WITNESS: Well, it would be, I think,
18 15:13:36 more appropriate to quote from my response to David,
19 15:13:39 which is, "While I understand your points and
20 15:13:42 generally agree, I yet -- I don't yet see a winning
21 15:13:45 strategy from any of the video camps."

22 15:13:49 So I was not referring to any specific point
23 15:13:52 by saying that, and to interpret -- my explanation of
24 15:13:58 my paragraph to him, which I can speak authoritatively
25 15:14:02 on, is "get your act together because your strategy

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2 15:14:05 doesn't make any sense." That's what I'm -- that's

3 15:14:09 what I'm communicating to him.

4 15:14:11 MS. FORSHEIT: Q. The Google Video strategy?

5 15:14:13 A Yeah. They're losing.

6 15:14:17 Q Okay.

7 15:14:22 A So I don't take a position on the details

8 15:14:24 there, so --

9 15:14:24 Q And do you recall ever telling Mr. Eun, on

10 15:14:27 any occasion, that Google Video was being

11 15:14:30 outmaneuvered by YouTube?

12 15:14:35 MR. MANCINI: Objection; lacks foundation.

13 15:14:36 THE WITNESS: Well, you can see that I say

14 15:14:40 that in this e-mail. "My issue is that the team is

15 15:14:42 reacting to others rather than driving a new strategy,

16 15:14:47 and I want to see a compelling differentiated

17 15:14:50 strategy."

18 15:14:50 That's synonymous with a "yes" to your

19 15:14:52 question.

20 15:14:54 MS. FORSHEIT: Q. Did that cause you to

21 15:15:02 re-evaluate the copyright strategy that Google Video

22 15:15:05 had adopted?

23 15:15:06 MR. MANCINI: Objection; lacks foundation;

24 15:15:08 and objection to form.

25 15:15:09 THE WITNESS: No recollection of that.

1 SCHMIDT, ERIC

2 15:15:12 MS. FORSHEIT: Q. And as head of the
3 15:15:20 company, is it your testimony today that you don't
4 15:15:22 recall any concerns at the time of the acquisition of
5 15:15:26 YouTube about the extent of copyright infringement
6 15:15:29 occurring on YouTube?

7 15:15:31 MR. MANCINI: Objection to the
8 15:15:31 characterization of the testimony and to the extent it
9 15:15:33 seeks communications with counsel. Therefore,
10 15:15:37 instruct not to answer.

11 15:15:38 THE WITNESS: I believe that's not what I
12 15:15:39 said earlier. I believe what I said was I was aware
13 15:15:43 from public reports of the general question prior to
14 15:15:48 the acquisition. And anything else would be a legally
15 15:15:53 privileged answer.

16 15:15:57 MS. FORSHEIT: I assume that since you don't
17 15:16:14 recall -- strike that.

18 15:16:17 Q I assume that since you don't know, as you
19 15:16:19 sit here today, what Premier League is, that you don't
20 15:16:22 recall ever having discussions about possibly entering
21 15:16:25 into any kind of content deal with Premier League?

22 15:16:28 MR. MANCINI: Objection; calls for
23 15:16:30 speculation.

24 15:16:30 THE WITNESS: That is correct. I don't
25 15:16:32 recall any -- I don't recall anything about such a