

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.)

HIGHLY CONFIDENTIAL
VIDEOTAPED DEPOSITION OF OMID KORDESTANI
SAN FRANCISCO, CALIFORNIA
THURSDAY, FEBRUARY 12, 2009

BY: ANDREA M. IGNACIO HOWARD, CSR, RPR, CCRR, CLR
JOB NO. 16382



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2 10:38:09 Q So if an advertiser wants to understand how
3 10:38:11 to advertise on Google, this explains the process;
4 10:38:15 isn't that right?

5 10:38:16 A Yes.

6 10:38:16 Q And there's -- in addition to AdWords, if you
7 10:38:32 go to the last page of this document, there is
8 10:38:35 something called "AdSense"; is that correct?

9 10:38:38 A Yes.

10 10:38:39 Q And how does AdSense differ from AdWords?

11 10:38:45 A AdSense is the program that website owners or
12 10:38:50 publishers who want to have Google advertisers appear
13 10:38:55 on their website use, so they earn money by using our
14 10:38:59 system to have our ads appear on their site.

15 10:39:03 Q And does Google earn revenue from
16 10:39:06 contextualized -- contextualized ads on third-party
17 10:39:12 sites?

18 10:39:12 MR. MANCINI: Objection to form.

19 10:39:13 THE WITNESS: Yes.

20 10:39:14 MS. KOHLMANN: Okay.

21 10:39:14 Q And how -- how exactly does AdSense work?
22 10:39:16 Can you describe the process to me?

23 10:39:18 A It's basically a website identifies an area
24 10:39:27 on their website where they like to have ads appear,
25 10:39:30 and ads are either targeted based on keywords, if they

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2 10:39:33 have a search page, or if they have content on their
3 10:39:38 page, we have a system that identifies relevant ads to
4 10:39:42 the content on that page.

5 10:39:44 Q So, for example, if you go to the last page
6 10:39:46 of this Exhibit 2 that I've put in front of you, in
7 10:39:54 the middle of page it says, "AdSense for content
8 10:39:57 automatically crawls the content of your pages and
9 10:40:00 delivers text and image ads that are relevant to your
10 10:40:01 audience and your site content."

11 10:40:03 A Yes.

12 10:40:03 Q Is that what you were describing, it crawls
13 10:40:06 the content?

14 10:40:09 A Yes.

15 10:40:09 Q And what are the factors that go into an
16 10:40:21 AdSense for content determination about which ads to
17 10:40:25 display on a particular site?

18 10:40:27 MR. MANCINI: Objection to form.

19 10:40:28 THE WITNESS: What -- what do you mean by
20 10:40:34 that? What is the question?

21 10:40:35 MS. KOHLMANN: Q. So how -- what -- if I
22 10:40:39 understood your testimony, and I understand the last
23 10:40:42 page of Exhibit 2, there is a crawl of the content
24 10:40:46 which then generates an ad; correct?

25 10:40:51 A Is it --

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11:36:07 to Google.

11:36:07 Do you recall seeing any documents where

11:36:09 "Yellow" would refer to YouTube and "Green" to

11:36:13 Google --

11:36:13 MR. MANCINI: Objection.

11:36:13 MS. KOHLMANN: Q. -- in the context of the

11:36:14 acquisition by Google of YouTube?

11:36:17 MR. MANCINI: Objection to form.

11:36:18 THE WITNESS: I don't recall the documents,

11:36:20 but I remember the keywords.

11:36:22 MS. KOHLMANN: Okay.

11:36:24 Q So turning to page nine, which is "Key

11:36:28 Yellow," that is revenue -- that is YouTube revenue

11:36:31 assumptions. You see the -- there's a column of "Key

11:36:38 Variable"; do you see that?

11:36:41 A Yes.

11:36:41 Q All the way on the right.

11:36:43 And those variables include "Videos Viewed,"

11:36:47 "Pages Viewed," "Premium Video," High Value

11:36:50 Non-Premium Video," Run of Site Ads," and Sponsored

11:36:54 Ads"; do you see that?

11:36:55 A Uh-huh.

11:36:56 Q And under "Premium Video," do you see -- next

11:36:59 to "Premium Video" there is a column

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2 11:37:05 "Description/2007E Traffic Assumptions"; do you see
3 11:37:09 that?

4 11:37:11 A Where is that? Sorry.

5 11:37:13 Q The -- the -- the second column next to "Key
6 11:37:15 Variable."

7 11:37:16 A Yes.

8 11:37:16 Q You see that?

9 11:37:17 And under -- for the "Key Variable Premium
10 11:37:23 Video," you see where it says "60 percent of total
11 11:37:26 video streams on Yellow website are 'Premium'?"

12 11:37:29 A Yes.

13 11:37:29 Q What's your understanding of "Premium"?

14 11:37:33 MR. MANCINI: Objection to form.

15 11:37:34 THE WITNESS: I'm not sure what they were
16 11:37:36 using in this term. I've heard the use of "Premium"
17 11:37:40 before.

18 11:37:40 MS. KOHLMANN: Q. What's your understanding
19 11:37:41 of "Premium"?

20 11:37:43 A Professional content.

21 11:37:44 Q And just -- do you have any reason to believe
22 11:37:52 that that number is incorrect?

23 11:37:54 MR. MANCINI: Objection; lacks foundation.

24 11:37:57 THE WITNESS: I -- I have no idea where --
25 11:37:59 about that --