

1 A It's pretty impossible to identify because it's basically
2 a series of blank documents.

3 Q Well, this document bears your signature on the last page,
4 correct?

5 A Yes.

6 Q And on the first page it says that it's an agreement,
7 correct?

8 A It does say it's an agreement.

9 Q It does say that. And it says it's an agreement made as
10 of July 29 of 2004, correct?

11 A Yes.

12 Q And that date July 29, 2004, that's your handwriting,
13 correct?

14 A Yes.

15 Q And then under that and then it says by in between
16 TheFaceBook Inc., a Delaware Corporation, herein (the company)
17 and Mark Zuckerberg, correct?

18 A Yes.

19 Q And that handwriting that says Mark Zuckerberg that's your
20 handwriting, correct?

21 A Yes.

22 Q All right. So would it be correct to say that even though
23 most of the information has been redacted from this document by
24 your counsel, that this is an agreement between TheFaceBook
25 Inc. and you dated July 29th of 2004?

1 A Yes.

2 Q Now, let's look at the last page of this document. You
3 signed this document for TheFaceBook Inc. as CEO, correct?

4 A Yes.

5 Q And then you also signed it under the agreed to and
6 accepted section, correct?

7 A Yes.

8 Q And is that your handwriting providing the Westbrook
9 Avenue address on this page?

10 A Yes.

11 Q So this document - and you didn't live on Westbrook Avenue
12 on July 29th of 2004, correct?

13 A Yes.

14 Q I'm correct, you did not, you lived--

15 A That's correct.

16 Q --on Jennifer Way on July 29th of 2004, correct?

17 A Yeah, that's where I was--

18 Q Okay.

19 A --at that time.

20 Q So sometime after you moved to Westbrook Avenue you signed
21 this document, you filled in the Westbrook Avenue address and
22 you backdated it to July 29th of 2004, correct?

23 A I would assume so.

24 Q Why did you do that?

25 A I don't know.

1 Q When you signed this document did you say to anyone, I
2 don't think I should use this Westbrook Avenue address?

3 A I don't know. I don't know what this document was.

4 Q Well, do you recall signing any document that you
5 backdated to July 29th of 2004?

6 A I don't remember. I sign a lot of things.

7 Q Well, you filled in the date though, correct?

8 A Yes.

9 Q When you filled in that date you knew it wasn't July 29th
10 of 2004, right, because you were living at Westbrook Avenue,
11 right?

12 A I assume so, yes.

13 Q Okay. So did you say is it right for me, is it okay for
14 me to backdate this document?

15 A I don't know. I probably did.

16 Q But you don't recall?

17 A I don't even know what this is.

18 Q Well, do you recall ever signing a document in the fall of
19 2004 and saying to whoever was asking you to sign it, I don't
20 know if I should backdate this document or not?

21 A I don't remember specifically.

22 Q Do you ever recall in the fall of 2004 signing a FaceBook
23 document and filling in an address for a place that you didn't
24 live when you signed the document?

25 A I don't really remember specifically, no.

1 MR. HORNICK: I'd like to move this Exhibit 16 into
2 evidence.

3 MR. GUY: No objection.

4 THE COURT: All right, it's admitted.

5 (Plaintiff's Exhibit No. 16, admitted)

6 BY MR. HORNICK:

7 Q Mr. Zuckerberg, we're handing you a set of similar
8 documents which have been marked as Exhibits 19(a) through (k).
9 These are documents which we discussed during your deposition,
10 and I'll just take you through them one at time. You can feel
11 free to look through them all before we get started.

12 (Pause)

13 A I'll just look at them as we go along, okay.

14 BY MR. HORNICK:

15 Q Now, one last question about Exhibit 16 before we move
16 onto these documents. The date that you backdated that
17 document to, July 29th of 2004, that was also the date that
18 TheFaceBook Inc. incorporated, correct?

19 A Yes.

20 Q Now, let's look at first Exhibit 19(a). Can you tell the
21 Court what this document is?

22 A No. It's another agreement.

23 Q Can you be more specific?

24 A No, it's completely redacted.

25 Q All right. It says at the top of the first page

1 TheFaceBook Inc. agreement, correct?

2 A Yes.

3 Q And it says that this agreement is made as of October 7,
4 2004 by in between TheFaceBook Inc. and Mark Zuckerberg,
5 correct?

6 A Yes.

7 Q All right. So am I correct to say that this is a FaceBook
8 Inc. agreement between the company and you?

9 A I assume so, yeah.

10 Q All right. And it's dated actually, made as of October 7th
11 of 2004, correct?

12 A Yes.

13 Q And it bears your signature on the last page, correct?

14 A Yes.

15 Q And looking at the last page you provided the Westbrook
16 Avenue address when you signed this document, correct?

17 A Yes.

18 Q And that's your handwriting with, showing the Westbrook
19 Avenue address?

20 A Yes.

21 Q And whoever prepared this document also provided the
22 Westbrook Avenue address under your name, correct?

23 A Well, there are two places.

24 Q Where it's placed in--

25 MR. GUY: Objection.

1 BY MR. HORNICK:

2 Q --on the lower part of the page.

3 MR. GUY: Your Honor, allow him to finish his answer.

4 A I mean, I was just going to say there are two places.

5 Like one it looks like it was typed 819 La Jennifer Way first

6 and then at the bottom it says Westbrook.

7 BY MR. HORNICK:

8 Q Well, I was referring to the one toward the bottom where
9 it's typed in because we already talked about the one where you
10 wrote, used your own handwriting. So I'm asking about the one
11 toward the bottom of the page where it says Westbrook Avenue
12 and it's typed there. Whoever prepared this document typed
13 that in, correct?

14 A Yeah, I assume so.

15 Q Okay. And do you know who prepared this document?

16 A No.

17 Q No. Let's look at the next one, which is Exhibit 19(b).
18 Can you tell the Court what this document is?

19 A No. I mean, it's another agreement between - I don't even
20 know if this is between TheFaceBook and me because it doesn't
21 even say that.

22 Q So this is a FaceBook Inc. agreement between TheFaceBook
23 Inc. and somebody, correct?

24 A I'd assume so, yeah.

25 Q The other party has been redacted from the agreement; is

- 1 that right?
- 2 A It looks like it.
- 3 Q It's made as of October 7th of 2004, correct?
- 4 A Yes.
- 5 Q And it bears your signature on the last page, correct?
- 6 A Yes.
- 7 Q Now someone when they prepared this document they typed in
- 8 the La Jennifer Way address, correct?
- 9 A Yes.
- 10 Q You don't know who that was, correct?
- 11 A That's correct.
- 12 Q And did you cross out that address?
- 13 A I don't know.
- 14 Q Let's look at the next one, which is Exhibit 19(c). Can
- 15 you tell the Court what this document is?
- 16 A It looks like it's a FaceBook agreement between
- 17 TheFaceBook and me.
- 18 Q Made as of when?
- 19 A The 31st of October.
- 20 Q And you signed this agreement, correct?
- 21 A Yes.
- 22 Q Looking at page 7406 whoever prepared this document at the
- 23 top they typed in the Jennifer Way address. Do you see that?
- 24 A Yes.
- 25 Q Did you cross that out?

1 A I don't know.

2 Q Okay.

3 A And at the bottom of this page under where it says Mark
4 Zuckerberg and your signature, someone's typed in the Westbrook
5 Avenue address, correct?

6 A Yes.

7 Q And when you signed this address, I'm sorry, when you
8 signed this document, did you point out to anyone that they
9 shouldn't be using the Westbrook Avenue address?

10 A I don't know. I don't even know what this document is.

11 THE COURT: Excuse me, where is the Westbrook Avenue
12 address?

13 MR. HORNICK: The Westbrook Avenue address - would
14 you like the witness to answer or?

15 THE COURT: No, no, I mean I thought you said it was
16 on the exhibit. Is it not on the exhibit?

17 MR. HORNICK: Oh I'm sorry. I'm - right there, Your
18 Honor.

19 THE COURT: Oh, thank you. That helps.

20 BY MR. HORNICK:

21 Q Let's look next at Exhibit 19(d). Now this document was
22 all that was produced to us. Can you tell us what this
23 document is?

24 A No. This one doesn't even look like it has an agreement.

25 Q Well, this document is a - it identified TheFaceBook Inc.,

1 correct?

2 A Yes.

3 Q And you signed your signature under the name TheFaceBook
4 Inc. as CEO, correct?

5 A Yes.

6 Q And that's your handwriting filling in your name and CEO,
7 correct?

8 A Yes.

9 Q And then under that whoever prepared this document has
10 identified the Westbrook Avenue address, correct?

11 A Yes.

12 Q And when you signed this document did you tell whoever
13 prepared it that they shouldn't use the Westbrook Avenue
14 address?

15 A I don't know.

16 Q Let's look at Exhibit 19(e). Can you tell this Court what
17 this document is?

18 A It looks like a FaceBook agreement between the FaceBook
19 and something.

20 Q The other parties from this agreement have been redacted,
21 correct?

22 A Yes.

23 Q But the document's made as of September 7th of 2004,
24 correct?

25 A What, sir, did you say? October 7th?

1 Q I'm sorry, I might have misspoken. This document was
2 made as of October 7th of 2004, correct?

3 A Yes.

4 Q And you signed this document on the last page, correct?

5 A Yes.

6 Q And whoever prepared this document used the Westbrook
7 Avenue address, correct?

8 A Yes.

9 Q Did you tell whoever prepared this document that they
10 should not have used that address?

11 A I don't know.

12 Q Let's look at the next document. Can you tell the Court
13 what this document is? This is 19(f).

14 A It looks like another agreement between FaceBook and some
15 unlisted parties.

16 Q The other parties have been redacted from the document,
17 correct?

18 A Sure.

19 Q But it was made as of - it's a FaceBook Inc. agreement
20 made as of October 7th of 2004, correct?

21 A Yes.

22 Q And you signed this document as well, correct?

23 A Yes.

24 Q On the last page. And underneath your signature whoever
25 prepared this document has provided the Westbrook address,

1 correct?

2 A Yes.

3 Q And when you signed this document did you tell whoever
4 prepared it that they shouldn't have used this address?

5 A I don't know.

6 Q Let's look at Exhibit 19(g). Can you tell the Court what
7 this document is?

8 A It's labeled FaceBook agreement between FaceBook and then
9 there is some redacted stuff and then my name.

10 Q So this is an agreement between TheFaceBook Inc. and you
11 and possibly some other people who have been redacted, correct?

12 A Yes.

13 Q Okay. And it was made as of October 31st of 2004, correct?

14 A Yes.

15 Q And you signed this agreement on page TFB-7555, correct?

16 A Yes.

17 Q And you signed it in two places there, correct?

18 A Yes.

19 Q And under both of the places where you signed it whoever
20 prepared this document provided the Westbrook Avenue address,
21 correct?

22 A Yes.

23 Q And when you signed this document did you tell whoever
24 prepared it that they should not have used that address?

25 A I don't know.

1 Q Let's look at Exhibit 19(h). Can you tell the Court what
2 this document is?

3 A It's a FaceBook agreement between the company and some
4 unlisted party.

5 Q It's made as of October 31st of 2004, correct?

6 A Yes.

7 Q And you signed this agreement on page 7565, correct?

8 A Yes.

9 Q Under your signature someone who prepared this document
10 had provided the Jennifer way address. Do you see that?

11 A Yes.

12 Q Were you the one who crossed that address out?

13 A I don't know.

14 Q Well, when you signed this document were you then living
15 at Westbrook Avenue?

16 A I have no idea.

17 Q This document was made effective or made as of October 31st
18 of 2004, correct?

19 A That's what it says.

20 Q Yeah. So as of October 31st of 2004 you were living at
21 Westbrook Avenue, correct?

22 A Yeah, as of that date I was.

23 Q Let's look at the next document, which is Exhibit 19(i).
24 Can you tell the Court what this document is?

25 A It's another FaceBook agreement between FaceBook and some

1 parties made as of October 31, 2004?

2 Q And you signed this document on page 7576, correct?

3 A Yes.

4 Q And whoever prepared this document had filled in the
5 Jennifer Way address, correct?

6 A Yes.

7 Q Did you cross that out?

8 A I don't know.

9 Q As of October 31st of 2004, you were living at Westbrook
10 Avenue, correct?

11 A Yes.

12 Q Let's look at Exhibit 19(j). Can you tell the Court what
13 this document is?

14 A It appears to be a FaceBook agreement. I don't know what
15 it is.

16 Q Well, it says at the top TheFaceBook Inc., correct?

17 A Yes.

18 Q And it says it's an agreement, correct?

19 A Yes.

20 Q And then it says TheFaceBook Inc., a Delaware corporation
21 (TheFaceBook) or any of its current or future subsidiaries,
22 affiliates, successors and assigns, collectively the company.
23 Do you see that?

24 A Yes.

25 Q So would it be correct to say that this is an agreement

1 between TheFaceBook Inc. and somebody whose been redacted,
2 correct?

3 A I don't know, probably.

4 Q You signed this document on page 7619 as the CEO of
5 TheFaceBook Inc., correct?

6 A Yes.

7 Q And you also signed it as an employee, Mark Zuckerberg, an
8 individual, correct?

9 A Yes.

10 Q And you signed it on October 15th of 2004, correct?

11 A Yes.

12 Q That's your handwriting filling in the date?

13 A Yes.

14 Q And then under that, under both signatures whoever
15 prepared this document used the Westbrook Avenue address,
16 correct?

17 A Yes.

18 Q When you signed this document, did you tell whoever
19 prepared this document that they shouldn't have used that
20 address?

21 A I don't know.

22 Q Last one is Exhibit 19(k). Can you tell the Court what
23 this document is?

24 A It's another FaceBook agreement.

25 Q It doesn't say on the first page when it was made as of,

1 does it?

2 A No.

3 Q But on the last page you signed it, right?

4 A Yes.

5 Q You wrote in your name, Mark Zuckerberg, under your
6 signature, correct?

7 A Yes.

8 Q And you filled in the date of October 15th of 2004,
9 correct?

10 A Yes.

11 Q And whoever prepared this document filled in the Westbrook
12 Avenue address under your name, correct?

13 A Yes.

14 Q And when you signed it, did you tell whoever prepared this
15 document that they shouldn't use that address?

16 A I don't know.

17 MR. HORNICK: I'd like to move Exhibits 19(a) through
18 (k) into evidence.

19 THE COURT: Any objection?

20 MR. HORNICK: No, Your Honor.

21 THE COURT: They're admitted.

22 (Plaintiff's Exhibit 19(a) through (k), admitted)

23 (Pause)

24 BY MR. HORNICK:

25 Q Mr. Zuckerberg, you've been handed what has been marked as

1 Exhibit 18, which was also Exhibit 18 during your June 8, 2006
2 deposition. Can you tell the Court what this document is?

3 A It looks like a W-4 form.

4 Q W-4 form for you?

5 A Yes.

6 Q W-4 form for you for 2003?

7 A Yeah, that's what it says.

8 Q Now, that's your signature that appears on this document,
9 correct?

10 A Yes.

11 Q And the date next to your signature is - can you tell the
12 Court what it is?

13 A September 27th I think.

14 Q What year?

15 A It maybe September 29th of 2004.

16 Q So it's either September 27th or September 29th of 2004,
17 correct?

18 A Yeah.

19 Q And where your name is filled in, Mark E. Zuckerberg,
20 that's your handwriting, correct?

21 A Yes.

22 Q And under that address that you provided is the Westbrook
23 address in Los Altos, California, correct?

24 A Yes.

25 Q That's your handwriting, correct?

1 A Yes.

2 Q Can you tell the Court why you filled out a 2003 W-4 form
3 with that address when you were living at Harvard at that time?

4 A When I was living at Harvard at what time?

5 Q This is a 2003 Employee Withholding Allowance certificate
6 in--

7 THE COURT: Your question's a little ambiguous. You
8 said when you signed it when you were at Harvard. You've got
9 to rephrase it.

10 MR. HORNICK: I'll rephrase the question.

11 BY MR. HORNICK:

12 Q You were at Harvard during the 2002-2003 academic year,
13 correct?

14 A Yeah.

15 Q And you were at Harvard during the 2003-2004 academic
16 year, correct?

17 A 2003, yes.

18 Q Yes. All right, so, but you filled out an employee
19 withholding allowance certificate for the year 2003 providing
20 Westbrook Avenue address. Can you explain that?

21 A Not really.

22 Q But that is your signature that appears on this document,
23 correct?

24 A Yes.

25 Q Did you intend that this actually be your Employee

1 Withholding Allowance Certificate for the year 2004?

2 A I don't know.

3 Q Well, you couldn't possibly have filled this out until
4 sometime after September 14th of 2004, correct?

5 A I guess not.

6 Q Yeah, it has the Westbrook Avenue address on. You said
7 before--

8 A Yeah, yeah--

9 Q --you didn't know Westbrook Avenue existed until after
10 that date, correct?

11 A That's true.

12 Q All right. So it's sometime after September 14th of 2004
13 that you filled out this form?

14 A Sure.

15 MR. HORNICK: I'd like to move Exhibit 18 into
16 evidence.

17 THE COURT: Any objection?

18 MR. GUY: None, Your Honor.

19 THE COURT: Admitted.

20 (Plaintiff's Exhibit No. 18, admitted)

21 BY MR. HORNICK:

22 Q Let's go back to Exhibit 10 which you should have before
23 you.

24 (Pause)

25 THE WITNESS: Which one is that?

1 MR. HORNICK: Oh, I have another one. I'm sorry.

2 THE WITNESS: These?

3 MR. HORNICK: The Court can have this other copy.

4 THE COURT: Okay.

5 BY MR. HORNICK:

6 Q And you should have Exhibit 10 before you. And let's turn
7 to pages 71 through 83. Can you tell the Court what this
8 document is?

9 A It's labeled the Second Amended and Restated Certificate
10 of Incorporation of TheFaceBook Inc.

11 MR. GUY: Your Honor, if I may impose an objection
12 here. We're, now well into 2005. There should be some
13 timeframe for bracketing testimony related to citizenship on
14 September 2, 2004.

15 THE COURT: I'll overrule the objection at this point
16 in time. He may explore the matter. That doesn't mean to say
17 that at some point I may put some limits on it but--

18 MR. HORNICK: This is the last document--

19 THE COURT: At this point you can go ahead.

20 MR. HORNICK: Well this, Exhibit 10 is the last full
21 copy of--

22 THE COURT: Okay. Now you're looking at - what's
23 the?

24 MR. HORNICK: We're looking at page 71--

25 THE COURT: Okay.

1 MR. HORNICK: --through 83 and the witness has
2 identified--

3 THE COURT: Right.

4 MR. HORNICK: --the document.

5 BY MR. HORNICK:

6 Q And now we're going to turn to page 83. And I'm asking if
7 you've signed this document?

8 A Yeah, that's my signature.

9 Q And it says this document was executed in Palo Alto,
10 California on March 31, 2005, correct?

11 A That's what it says, yeah.

12 Q Do you know if those words - is that Palo Alto wording, is
13 that your handwriting?

14 A No.

15 Q Okay. Was that on the document when you signed it?

16 A I don't know.

17 Q Let's turn to page 67 of this document. And can you tell
18 the Court what this is?

19 A It's titled the First Amended and Restated Certificate of
20 Incorporation of TheFaceBook Inc.

21 Q And you signed this document on behalf of TheFaceBook
22 Inc., correct, on page 69?

23 A Yes.

24 Q And you signed it, executed in Menlo Park, California on
25 January 7, 2005, correct?

1 A Yes.

2 (Pause)

3 BY MR. HORNICK:

4 Q You changed your residence several times since you moved
5 to California, correct?

6 A You mean where I'm staying?

7 Q I asked you if you changed your residence several times
8 since you moved to California, correct?

9 A To the extent that residence is where I'm staying, then
10 yes.

11 Q Okay. Since you moved to California, or I should say when
12 you moved to California in the summer of 2004, when you needed
13 to give a permanent address to someone you gave your parents'
14 address, correct?

15 A Yeah, my home address in New York.

16 Q I'm sorry?

17 A My home address in New York.

18 Q I'd like to refer you to - if you could pull before you
19 the big thick transcript, yes, which is Exhibit 4 and turn to
20 page 67. Remember, it's the page that's on the lower right
21 hand corner.

22 A It starts with I needed?

23 Q Yes.

24 A Okay.

25 Q Now, I asked you during your deposition, "You used your

1 parents' address as your permanent address at that time so
2 that's"--

3 A I don't see this.

4 Q At the very bottom of the page, I'm sorry, beginning on
5 line 24--

6 MR. GUY: I'm sorry, Your Honor, which transcript for
7 the record are we in?

8 MR. HORNICK: This is Exhibit 4--

9 THE WITNESS: Oh okay.

10 MR. HORNICK: This is the rough transcript of the
11 June 8, 2006 deposition, page 68, line 24.

12 BY MR. HORNICK:

13 Q And I asked you, "You used your parents' address as your
14 permanent address at that time so that things like important
15 mail would always reach you regardless where you happened to be
16 living, correct?" Do you see that?

17 A Yes.

18 Q And you answered, "Umm, I used that address because that's
19 the place I could always go back to and collect that stuff
20 because that was my home." Do you see that?

21 A Yes.

22 Q And that was your testimony on June 8th of 2006, correct?

23 A Yes.

24 Q Now you said that's the place I could always go back to,
25 right?

1 A Yeah.

2 Q You weren't actually living there in New York, correct?

3 A I mean, I wasn't staying there at the time, yeah.

4 Q You thought of that as a place you could go back to. That
5 was your parents' home, correct?

6 A Sure.

7 Q In fact you hadn't lived in your parents' house since you
8 went to Exeter in your junior year of high school, correct?

9 A Sure. I mean I haven't stayed there, yeah.

10 Q I'm sorry?

11 A I haven't stayed there, yeah, for, I mean an extended
12 period of time.

13 Q We've put before you what's been marked as Exhibit 28,
14 which is the Exhibit 26 from your June 8, 2006 deposition. And
15 I know that this document is almost illegible and it was
16 produced that way, but I'm asking you as the CEO of FaceBook
17 Inc. if you can tell the Court what this document is?

18 A It's the original agreement with Equinex, the co-location
19 facility.

20 Q Agreement between TheFaceBook Inc. and Equinex, correct?

21 A Yes.

22 Q And can you tell us what the date of this agreement is?

23 A It's kind of hard to make out, but I mean there are also a
24 few dates at the top from the faxes. So I mean--

25 Q Can you read those dates?

1 A It's August 9th or August 8th, 2004.

2 Q So is it your understanding that on or about August 8th or
3 9th of 2004 the FaceBook Inc. entered into an agreement with
4 Equinex?

5 A Yes.

6 Q And you signed this document on page 2231, correct?

7 A Yes.

8 Q And I asked you earlier, Equinex is located in California,
9 correct?

10 A Yes.

11 Q And you used on this document your parents' address,
12 correct, Dobbs Ferry, New York?

13 A Yes.

14 Q Now, when you signed this document sometime in around
15 August 9th or so of 2004, your summer sublet was about to come
16 to an end, correct?

17 A Yes.

18 Q You didn't have any other place lined up to live, correct?

19 A Yeah, not at that time.

20 Q So you used your parents' address on this document, right?

21 A I don't know if that's the exact reason.

22 Q FaceBook Inc. had no other address at that time, correct?

23 A Going forward I guess it didn't have an address.

24 Q At the time you signed this document FaceBook Inc. didn't
25 have its own address, correct?

1 MR. GUY: Asked and answered.

2 A It didn't have its own address I guess. I mean it was
3 using the La Jennifer Way address for a bunch of stuff
4 apparently.

5 Q FaceBook Inc.'s address at the time you signed this
6 agreement was where you were, correct?

7 A I mean, I'm not sure what the formal address was but sure,
8 wherever I needed to get stuff at or if I could get stuff at
9 it.

10 Q Until FaceBook Inc. got its own office FaceBook Inc. was
11 located wherever you happened to be, correct?

12 A I mean, I feel that there's probably a formal definition
13 of where the corporation is located, but where it was operating
14 was probably where I was operating to the extent that I and a
15 few people around me were the company.

16 Q Well, when did FaceBook Inc. first get its own office?

17 A I think that was in January of 2005.

18 MR. HORNICK: I'd like to move into evidence Exhibit
19 28.

20 THE COURT: Any objection?

21 MR. GUY: None, Your Honor.

22 THE COURT: Admitted.

23 (Plaintiff's Exhibit No. 28, admitted)

24 BY MR. HORNICK:

25 Q I'm putting before the witness a document that's been

1 marked as Exhibit 29, which was number 39 during your June 8,
2 2006 deposition. Can, Mr. Zuckerberg, can you tell the Court
3 what this document is?

4 A It looks like a Silicon Valley Bank account statement.

5 Q It's addressed to TheFaceBook Inc., correct?

6 A Yes.

7 Q And it's addressed to TheFaceBook Inc. at your parents'
8 address in New York, correct?

9 A Yes.

10 Q When was this account opened?

11 A I don't know.

12 Q You didn't open this account, did you?

13 A I don't think so.

14 Q Do you know who did open it?

15 A I don't know. I think it may have been Sean Parker.

16 Q Well, whoever opened this account, why did that person use
17 your parents' address when they opened a bank account for
18 TheFaceBook Inc.?

19 A I don't know.

20 MR. HORNICK: I'd like to move Exhibit 29 into
21 evidence.

22 MR. GUY: No objection, Your Honor.

23 THE COURT: It's admitted.

24 (Plaintiff's Exhibit No. 29, admitted)

25 BY MR. HORNICK:

1 Q Mr. Zuckerberg, you've been handed a document that's
2 been marked as Exhibit 31 which was Exhibit 41 during your June
3 8, 2006 deposition. Can you tell the Court what this document
4 is?

5 A It's a Silicon Valley Bank document. It's labeled company
6 billing statement.

7 Q And if you look through this document you'll see in fact
8 that's it billing statements for several months of 2004. Could
9 you confirm that, please?

10 A Sure. I see more than one in here.

11 Q And these Silicon Valley Bank statements are addressed to
12 TheFaceBook Inc., Mark Zuckerberg at the Westbrook Avenue
13 address, correct?

14 A Yes.

15 Q Can you tell us what months these statements are for?

16 A They're for different months. The first one seems to be
17 labeled January 2005. Then there seems to be another one in
18 December.

19 Q December of what?

20 A 2004, unless I'm misreading. Yeah, December 2004.

21 Q What page is that that you're referring to?

22 A 7592.

23 Q All right. Any the other months?

24 A No. I thought there was a November one here the last time
25 I looked at it but I can't find it.

1 Q Well, if you look at - I'll refer you to page--

2 THE COURT: Mr. Zuckerberg, you're mumbling again.

3 THE WITNESS: Sorry.

4 THE COURT: That last part of what your answer I
5 completely missed. Would you state distinctly what your
6 answer is, please?

7 THE WITNESS: I said that I seem to remember there
8 being a November one in here from the deposition but I don't
9 see it now.

10 THE COURT: Thank you.

11 BY MR. HORNICK:

12 Q I'll refer you to page 7596. Is this the November
13 statement that you believed was in this document?

14 A 7596? Oh, yeah, it does say that in the corner.

15 Q So sometime between the time that - do you know when the
16 Silicon Valley Bank account was opened?

17 A No.

18 Q Sometime in the summer of 2004, correct?

19 A I don't know.

20 Q Well, sometime - it's opened in the name of FaceBook Inc.,
21 correct?

22 A Apparently, yeah.

23 Q All right. So it would have been sometime after July 29th
24 of 2004 that that bank account was opened, correct?

25 A I assume so.

1 Q All right. And now here we have Silicon Valley Bank
2 statements addressed to TheFaceBook Inc., Mark Zuckerberg at
3 the Westbrook Avenue address from November of 2004, correct?

4 A Yeah.

5 Q All right. So sometime between July 29th of 2004 when the
6 account was opened and November of 2004 somebody changed the
7 address on this statement, on this account from your parents'
8 address to the Westbrook Avenue address, correct?

9 A I guess, yeah.

10 Q Did you do that?

11 A I don't remember if I did.

12 Q Do you know who did?

13 A No.

14 MR. HORNICK: I'd like to move Exhibit 31 into
15 evidence.

16 THE COURT: Any objection?

17 MR. GUY: No objection.

18 THE COURT: I'm sorry?

19 MR. GUY: No objection, Your Honor.

20 THE COURT: All right, admitted.

21 (Plaintiff's Exhibit 31, admitted)

22 BY MR. HORNICK:

23 Q Mr. Zuckerberg, you've been handed Exhibit 30 which, it's
24 a document marked as Exhibit 30, which was Exhibit 40 during
25 your June 8, 2006 deposition. Can you tell the Court what it

1 is?

2 A It's a Silicon Valley Bank labeled Certificate of Deposit
3 Authorization form.

4 Q And it's made out in the name of TheFaceBook Inc.,
5 correct?

6 A Yes.

7 Q And the address that's provided there is Los Altos,
8 correct?

9 A Yes.

10 Q That phone number 914, what's that phone number?

11 A Westchester.

12 Q Westchester what?

13 A I'm sorry, that's my phone number. 914 is the Westchester
14 area code.

15 Q And that's your cell phone, correct?

16 A Yes.

17 Q Yes. And you signed this Certificate of Deposit
18 Authorization Form for Silicon Valley Bank, correct?

19 A Yes.

20 Q And you signed it as CEO of FaceBook Inc., correct?

21 A Yes.

22 Q And when did you sign it?

23 A The date is October 15, 2004.

24 Q Did you write in this address Westbrook Avenue?

25 A No.

1 Q Who did?

2 A I don't know.

3 Q When you signed this document did you object to whoever
4 prepared this document having provided the Westbrook Avenue
5 address?

6 A I don't know.

7 MR. HORNICK: I'd like to move Exhibit 30 into
8 evidence.

9 THE COURT: Any objection?

10 MR. GUY: None, Your Honor.

11 THE COURT: Admitted.

12 (Plaintiff's Exhibit No. 30, admitted)

13 BY MR. HORNICK:

14 Q Mr. Zuckerberg, you've been handed a document marked as
15 Exhibit 27 which was Exhibit 25 during your June 8, 2006
16 deposition. Can you tell the Court what it is?

17 A It looks like an invoice from Savvy, which was a co-lo
18 facility for us.

19 Q That was your co-location facility before Equinex,
20 correct?

21 A Yes, one of them.

22 Q And this invoice is addressed to TheFaceBook, correct?

23 A Yes.

24 Q It's not addressed to TheFaceBook Inc., correct?

25 A That's correct.

1 Q And the address that's provided under TheFaceBook is
2 Dobbs Ferry, New York, your parents' address, correct?

3 A Yes.

4 Q When did TheFaceBook first enter into a relationship with
5 Savvy?

6 A I don't remember the exact date.

7 Q It was sometime in March or April of 2004, correct?

8 A Yeah, around that timeframe.

9 Q While you were still at Harvard, correct?

10 A Yes.

11 Q Before you decided to go to California for the summer,
12 correct?

13 A Yes.

14 Q And when you went to California for the summer you didn't
15 tell Savvy that you moved to California, correct?

16 A I don't think I did. I'm not sure.

17 Q In fact at the time you moved to California you were
18 thinking of transferring your co-location facility from Savvy
19 to Equinex, correct?

20 A Wait, sorry, could you repeat that?

21 Q At the time that you went or I should say when you went to
22 California in the summer of 2004, you were thinking of moving
23 your co-location facility from Savvy to Equinex, correct?

24 A I don't think that's true. I think that, I mean, we've
25 had a few different co-lo's, sir. First it was Managed and the

1 Equinex. Sorry, first Managed, then Savvy, and then Equinex
2 and then we've had after that too. I mean, each move was for a
3 reason not just because we randomly felt like moving. So I
4 mean manage.com provided a certain kind of service where you
5 could rent the servers for \$85 a month. So that made a lot of
6 sense when we were at Harvard and we were just starting and
7 didn't have money. And then Savvy provided a better service, a
8 faster Internet connection, but it was very expensive and they
9 kept our servers and managed them for us. Equinex was just a
10 co-location facility, so it was just a place where you put the
11 servers. So by the time that we were talking about launching
12 more schools, moving to a facility like that, and then having
13 someone who we hired by ourselves manage the servers, so I mean
14 at first it was ourselves and then it was somebody who we hired
15 to stay there and manage the stuff started to make more sense,
16 and that's just how larger operations run. So I mean I don't
17 think that we actually thought about moving to Equinex until we
18 thought about the capacity that we were going to need going
19 forward.

20 Q Which was when?

21 A Probably sometime during the summer, but I don't think it
22 was when we were moving out there.

23 Q All right.

24 A Because I know that I hadn't heard of Equinex until like
25 at least sometime into the summer.

1 Q So when you say the summer, you mean the summer of 2004,
2 correct?

3 A Yes.

4 Q Okay. Now this particular invoice is dated August 1st of
5 2004, correct?

6 A August 1st, yes.

7 Q Now, as of August 1st of 2004, you were only about a month
8 away from your summer sublet ending, correct?

9 A Yes.

10 Q And you didn't have any other address lined up that you
11 could have provided for Savvy for The FaceBook Inc., correct?

12 A I guess not at that time, yeah.

13 MR. HORNICK: I'd like to move Exhibit 27 into
14 evidence.

15 THE COURT: Any objection?

16 MR. GUY: No, Your Honor.

17 THE COURT: Admitted.

18 (Plaintiff's Exhibit No. 27, admitted)

19 BY MR. HORNICK:

20 Q Mr. Zuckerberg, you're aware that you are obligated to
21 file tax returns for your annual income, correct?

22 A You asked me this during my deposition and I said yes
23 because it sounded like you were kind of asserting it. I'm not
24 actually sure if you have to file tax returns, but I know you
25 have to pay taxes.

1 Q Do you know how you would pay taxes without filing a tax
2 return?

3 A Yeah, you could just get your taxes withheld from you,
4 from your paycheck from wherever you're employed, right?

5 Q All right. So after your taxes are withheld from wherever
6 you're employed, is it your understanding that in after that
7 year has ended you would have to file a tax return and you
8 would either get a refund or you would have to pay more if you
9 hadn't withheld enough during that work year?

10 MR. GUY: Objection, compound, Your Honor.
11 Ambiguous, I'm not sure what he's asking.

12 THE WITNESS: Yeah, could you restate that?

13 THE COURT: If you want, I'll say as a matter of law
14 that anyone with a certain degree of income, whether it's
15 withheld or not has to file an income tax return, if that will
16 help you. I'll take judicial notice of that.

17 MR. HORNICK: Thank you, Your Honor.

18 BY MR. HORNICK:

19 Q Did you have taxable income for the year 2004,
20 Mr. Zuckerberg?

21 A Yeah.

22 Q Did you personally prepare a federal or state tax return
23 for the year 2004?

24 A No.

25 Q Did anyone do that for you?

1 A Did anyone prepare one?

2 Q Did anyone prepare a federal tax return for you for the
3 year 2004?

4 A I'm not sure. I think my father had his accountant do
5 that stuff for me generally.

6 Q Did your father's accountant prepare a federal tax return
7 for you for the year 2004?

8 A I'm not sure. I know he prepared a tax return.

9 Q What do you mean a tax return?

10 A I mean, I saw it at the deposition.

11 Q Well, I'm asking you if anyone prepared a tax return for
12 you for the year 2004?

13 A So, I'm saying that, yes, it's my understanding that a tax
14 return was prepared for me by my father's accountant.

15 Q Okay.

16 A Did anyone file a federal tax return for you for the year
17 2004?

18 A No.

19 Q Do you know why?

20 A No.

21 Q Did you file a tax return in any state for the year 2004?

22 A It's my understanding that I haven't yet.

23 THE COURT: That you haven't what?

24 THE WITNESS: That I haven't yet.

25 THE COURT: You haven't yet.

1 BY MR. HORNICK:

2 Q Do you know why you haven't filed a state tax return for
3 the year 2004?

4 A No.

5 Q Do you know if you or someone on your behalf has obtained
6 an extension of time for you to file a federal tax return for
7 the year 2004 where that extension of time is still good today?

8 A I don't think so.

9 Q Do you know if anyone, whether you or someone on your
10 behalf, has obtained an extension of time for you to file a
11 state tax return for the year 2004 where that extension of time
12 is still good today?

13 A Again, I'm not sure but I don't think so.

14 Q But you believe you - strike that.

15 Mr. Zuckerberg, we've placed before a document bearing -
16 that's been marked as Exhibit 21, which was Exhibit 19 during
17 your deposition. Can you tell us what it is?

18 A It looks like a Form 1040 for, like an income tax return
19 for 2004.

20 Q For you, correct?

21 A Yes.

22 Q It gives your Sherman Avenue address, correct?

23 A Yes.

24 Q You didn't move into Sherman Avenue until January of 2005,
25 correct?

1 A Yes.

2 Q Do you know who prepared this document?

3 A I think it says on the next page, Alan Gilman.

4 Q Do you know who that is?

5 A I don't personally, but I think it's my father's
6 accountant.

7 Q Do you know what a 1040 U.S. Individual Income Tax Return
8 is?

9 A No.

10 Q Do you know if this is what you file with the federal
11 government when you file a tax return?

12 A I don't.

13 Q Do you see at the top it says extension granted to
14 8/15/05?

15 A Are we on the first page?

16 Q First page, I'm sorry.

17 A Yes.

18 Q I asked you before if you know if anyone obtained an
19 extension that's good today. Do you know if anyone obtained an
20 extension of time - strike the question.

21 Did you or anyone on your behalf obtain an extension of
22 time to file a U.S. federal income tax return that would give
23 you an extension after August 15th of 2005?

24 A I don't think so.

25 Q Do you know why?

1 A No.

2 Q I asked you all these questions during your June 8th
3 deposition, correct?

4 A You asked a bunch of these questions.

5 Q Uh-huh. Did you make any effort between then and now to
6 find out if anybody had filed a tax return for you for the year
7 2004, federal tax return?

8 A I think at this point someone has taken care of filing it
9 for me, but I don't, I mean my understanding at this point is
10 that it has not been taken care of.

11 Q I asked you if between June 8th of 2006 and today you made
12 any effort to find out if anyone filed a tax return on your
13 behalf?

14 A I mean, it's my understanding that that hasn't been done
15 so, no.

16 Q That wasn't my question. I asked you if between June 8th
17 of 2006 and today you made any effort to find out if a federal
18 tax return was filed on your behalf for the year 2004.

19 A I mean, my understanding was already no, so, no, I did
20 make effort.

21 Q So you're saying your understanding was that on June 8th it
22 hadn't been filed, correct?

23 A Yeah.

24 Q But you didn't make any efforts between June 8th and today
25 to find out why it hadn't been filed, whether it had been

1 filed, if it was going to be filed, correct?

2 A No, that's not true. I said that someone is working on
3 getting it filed.

4 Q Who?

5 A My assistant and my accountant.

6 Q Who's your accountant?

7 A I don't know his full name, Tom, Ben something.

8 Q He's located in California, correct?

9 A Yes.

10 Q And your assistant is located in California, correct?

11 A Yes.

12 MR. HORNICK: I'd like to enter Exhibit 21 into
13 evidence.

14 THE COURT: Any objection?

15 MR. GUY: No objection, Your Honor.

16 THE COURT: Admitted.

17 (Plaintiff's Exhibit No. 21, admitted)

18 MR. HORNICK: I'd like to hand the witness a document
19 that was produced to us yesterday by your counsel. So it's not
20 on the exhibit list.

21 BY MR. HORNICK:

22 Q Mr. Zuckerberg, can you tell us what this document is?

23 A I think it's the same version, I'm sorry, it's the same
24 document but un-redacted.

25 Q Un-redacted. So this is an un-redacted version of a tax

1 return that was prepared for you by someone for the year
2 2004, correct?

3 A Yes.

4 Q And it still hasn't been - so this isn't a copy of a tax
5 return that's been filed, correct?

6 A I don't think so.

7 Q Okay. Now this tax return shows that you had online seven
8 of the first page, it shows that you had \$19,783 wages,
9 salaries, tips, et cetera in 2004, correct?

10 A Yeah, that's what it says.

11 Q Now, if you turn to page 20, that's 20 at the top of the
12 page, which is I should state for the record that this is,
13 bears production numbers TFB-7636 through 49.

14 (Pause)

15 MR. HORNICK: I understand that this is the same
16 Bates numbers as the document we just previously marked but
17 it's un-redacted.

18 BY MR. HORNICK:

19 Q All right. So at the top of page 20, I'm sorry, on page
20 20 there is a place there that says employee's name. Do you
21 see that? Toward the top on the left.

22 A We're on page 20? Ah, employer's name?

23 Q Oh, I'm sorry, employer's name?

24 A Yes.

25 Q And under that it says FaceBook. Do you see that?

- 1 A Yes.
- 2 Q And it says amount paid \$19,333, correct?
- 3 A Yes.
- 4 Q And under that it says Harvard. Do you see that?
- 5 A Yes.
- 6 Q And under amount paid it says \$450, correct?
- 7 A Yes.
- 8 Q And the total there is \$19,783, correct?
- 9 A Yes.
- 10 Q And that's the same amount that appeared on line seven on
11 the first page of this document, correct?
- 12 A Yeah.
- 13 Q So you had \$19,333 of income from FaceBook for the year
14 2004, correct?
- 15 A That's what it says, yeah.
- 16 Q And you earned all that income in California, correct?
- 17 A I don't know. I mean I assume I wasn't back paid or
18 anything and that would mean that, yes.
- 19 Q You assume you weren't what?
- 20 A Back paid or anything.
- 21 Q What do you mean by back paid?
- 22 A Like - after at some point in some of the documents that
23 you showed that was when I formally started as an employee.
24 But I mean I'd been working since the beginning of the year on
25 it, right, so I mean I assume that there was no back pay. And

1 if everything was being paid going forward then it would have
2 all been in California.

3 Q Okay. So before - from the time that you started
4 FaceBook.com website to the time it was incorporated, July 29th
5 of 2004, did you pay yourself a salary?

6 A Well, we had no money so that would have just been me
7 transferring money to myself so I'm assuming no.

8 Q So did you, Mark Zuckerberg, have any income from
9 FaceBook.com before it was incorporated?

10 A Sorry, sir, are you asking whether I physically received
11 money from FaceBook before that or whether I was like paid for
12 work done before that?

13 Q Did you physically receive any money from FaceBook.com
14 prior to July 29th of 2004?

15 A No.

16 Q All right. So all of the income that you received
17 relating to FaceBook for the year 2004 you received after
18 FaceBook Inc. incorporated, correct?

19 A Yes.

20 Q All right. And for the entire time that FaceBook Inc. has
21 been incorporated it has been located in California, correct?

22 A I mean, it depends on what you mean by located. I mean,
23 it's a Delaware company.

24 Q But it's principal place of business has always been in
25 California, correct?

1 A I guess since we got that document to do business in
2 California. I mean, I have been in California since it's been
3 incorporated if that's what you're asking.

4 Q FaceBook Inc. has never had a place of business in any
5 state other than California, correct - strike the question.

6 During the year 2004 FaceBook Inc. never had a place of
7 business in any state other than California, correct?

8 A Yeah, I don't think we got offices in other states until
9 after that.

10 Q Let's turn to page 30. Now, this page says taxable year
11 2004, correct?

12 A Yes.

13 Q And then it says California W-2 attachment, correct?

14 A Yes.

15 Q And it has your name under that, right?

16 A Yes.

17 Q It's your understanding that - strike that question.

18 Let's turn to the next page, 31. This has a heading capital
19 loss carry over, correct?

20 A Yes.

21 Q It says for the year 2004, correct?

22 A Yes.

23 Q In the upper left hand corner it says California, correct?

24 A Yes.

25 Q And then it has your name, Mark Zuckerberg, correct?

1 A Yes.

2 Q And then, it shows some figures or some figures in the
3 right hand corner, top right hand column, correct?

4 A Sure.

5 MR. HORNICK: I would like to move this document into
6 evidence.

7 THE COURT: What's your next exhibit number?

8 MR. HORNICK: Can we make it 37, Your Honor?

9 THE COURT: All right. Any objection?

10 MR. GUY: None, Your Honor.

11 THE COURT: That will be 37 in evidence, and if you'd
12 hand it to the clerk, please.

13 (Plaintiff's Exhibit No. 37, admitted)

14 BY MR. HORNICK:

15 Q Mr. Zuckerberg, these documents that were produced to us
16 yesterday you've produced un-redacted version of your, of the
17 drafts un-filed 2004 federal tax return. Why is it that you
18 didn't produce an un-redacted copy of the 2004 California tax
19 return?

20 A I don't know.

21 Q Do you know if your assistant is in the process of
22 preparing for you a California tax return for the year 2004?

23 THE COURT: Excuse me a second. This Exhibit 37, you
24 just want the one page?

25 MR. HORNICK: No, Your Honor.

1 THE COURT: Oh, I'm sorry. Okay. Thank you. I'm
2 sorry, I didn't have that. You may answer the question,
3 Mr. Zuckerberg.

4 A I don't know specifically.

5 BY MR. HORNICK:

6 Q All right, so you don't know specifically. Do you have a
7 general idea?

8 A So the question was if she is preparing or having someone
9 prepare for me a California tax return?

10 Q For the year 2004?

11 A I mean, I assume if that's what needs to be done that's
12 what's happening.

13 Q I may have asked you this earlier but did you file a state
14 tax return in California for the year 2004?

15 A I assume no. I don't think so.

16 Q Mr. Zuckerberg, you've been handed a document that's been
17 marked Exhibit 22, which was Exhibit 20 during your June 8, 2006
18 deposition. Can you tell the Court what it is?

19 A It's labeled California Resident Income Tax Return 2004.

20 Q It has your name on it, correct?

21 A Yes.

22 Q With the Sherman Avenue address, correct?

23 A Yes.

24 Q You didn't move to Sherman Avenue until January of 2005,
25 correct?

1 A Yes.

2 Q You were living, when you were living in California in
3 2004, it was either on Jennifer way or Westbrook Avenue,
4 correct?

5 A Yes.

6 Q You don't know if this California Resident Income Tax
7 Return for the year 2004 has been filed for you, correct?

8 A I don't.

9 Q And you don't know if any California income tax return has
10 been filed for you for the year 2004, correct?

11 A I don't think one has at this point.

12 Q These tax returns Exhibit 21 and 22, the federal return
13 being 21 and the California return being 22, these were
14 provided to your counsel to give to us, correct?

15 A I assume so.

16 Q You didn't do that, correct?

17 A That's correct.

18 Q You don't even know who gave these documents to your
19 counsel to give to us, do you?

20 A I don't know specifically.

21 Q Now, I asked you all these questions about the California
22 tax return on June 8th, and my question now is between that date
23 and today, did you make any effort to find out if a California
24 tax return had been filed for you?

25 A It's my understanding that it hasn't.

1 Q Okay. And now somebody's working on that if it's
2 necessary, correct?

3 A That's my understanding, yeah.

4 Q All right. But you haven't personally made any effort to
5 make sure that if you had income in California in the year 2004
6 that someone is preparing a California return for you for that
7 year, correct?

8 A Well, my personal effort is having someone do it on my
9 behalf.

10 Q But you understand it is your personal obligation to file
11 tax returns, correct?

12 A Now I do. I mean, before I didn't think so and then you
13 cleared that up for me so, yes.

14 Q You didn't think so when you were deposed on June 8th?

15 A I didn't know. I mean, my sense at that point was that
16 you were sort of asserting that that was the case so I assumed
17 it was. Then after that I was told that that wasn't the true.
18 Now, I'm told by someone who I trust more that it is true so.

19 Q Who's that?

20 A The Judge.

21 Q Okay. I can't argue with that.

22 MR. HORNICK: I'd like to move Exhibit 22 into
23 evidence.

24 THE COURT: Any objection?

25 MR. GUY: No objection, Your Honor.

1 THE COURT: Admitted.

2 (Plaintiff's Exhibit No. 22, admitted)

3 BY MR. HORNICK:

4 Q When we touched on this earlier you went to Exeter in the
5 year 2000, correct?

6 A Yeah.

7 Q You were in high school at that time, correct?

8 A Yeah.

9 Q It was your - when you went to Exeter it was your junior
10 year of high school?

11 A Yeah - (unintelligible - #12:37:40).

12 Q How old were you when you went to Exeter?

13 A Oh, maybe 16. Was I 16?

14 Q You lived on campus at Exeter, right?

15 A Yes. Sorry, I'm still thinking about the last question. I
16 was definitely 16.

17 Q And you lived on campus while you were at Exeter, correct?

18 A Yes.

19 Q Okay. And since you went away to live at Exeter when you
20 were 16, you have visited your parents only occasionally,
21 correct?

22 A Yeah.

23 Q And you spent the summer away from them after your senior
24 in high school year, correct?

25 A Yeah.

1 Q And during your deposition you couldn't recall whether
2 you had spent the summer with your parents after your junior
3 high school year, correct?

4 A Yeah, I don't think I spent the entire summer with them,
5 the summer after my junior year.

6 Q How much of it did you spend with them the summer after
7 your junior year?

8 A I assume at least a couple of weeks.

9 Q During your deposition on June 8th you couldn't estimate
10 how many days you visited your parents during 11th grade,
11 correct?

12 A Yeah, that's correct.

13 Q And you couldn't estimate how many days you visited your
14 parents during 12th grade, correct?

15 A That's correct.

16 Q And you couldn't estimate how many days you visited your
17 parents during your first year at Harvard, correct?

18 A Yeah.

19 Q And you couldn't estimate how many days you visited your
20 parents during your second year at Harvard, correct.

21 A Yeah, but I mean just because I couldn't estimate doesn't
22 mean that I didn't visit them or that I didn't visit them with
23 any frequency. I just don't know the exact number of days.

24 Q Did you live with your parents during the summer between
25 your first and second years at Harvard?

1 A No.

2 Q And the summer after your second Harvard year you went to
3 California, correct?

4 A Yes.

5 Q You've been there ever since, correct?

6 A For the most part, yes.

7 Q Now, when you were asked during your April 25, 2006
8 deposition you could not even remember when you had made your
9 last visit to your parents. Do you remember that?

10 A I couldn't remember if I had visited them since, since
11 winter break, if I'd visited them more recently.

12 THE COURT: I'm sorry, what timeframe are you asking
13 about?

14 MR. HORNICK: The question was when he was asked
15 during his April 25, 2006 deposition--

16 THE COURT: Right.

17 MR. HORNICK: --when he last visited his parents. He
18 couldn't remember.

19 THE COURT: Last visited them as of April of 2006?

20 MR. HORNICK: Right.

21 THE COURT: Okay. Did you understand that to be the
22 question, Mr. Zuckerberg?

23 THE WITNESS: Yes. And I mean my clarification was
24 that I hadn't, I couldn't recall if I had visited them between
25 the last time that I definitely recalled visiting them for an

1 extended period of time, which was the winter break, which
2 was either, I think it was December and the beginning of
3 January 2005, 2006, if there was anything in between there. I
4 mean, I now recall that there actually was one time when I was
5 in New York and I meet them for a little while, but I mean that
6 wasn't an extended visit.

7 THE COURT: Excuse me, what winter break are you
8 referring to?

9 THE WITNESS: Oh, I mean, I guess there's no formal
10 winter break when you're not at school, anymore but that's
11 still kind of my timeframe.

12 THE COURT: All right. So, okay.

13 THE WITNESS: Sorry.

14 THE COURT: You're talking about a time when you were
15 not in school 2005-2006 where if you had been in school you
16 would have been on break, is that what you're referring to?

17 THE WITNESS: Yeah.

18 THE COURT: Okay. Thank you.

19 THE WITNESS: Yeah. I mean cause like all my friends
20 and stuff are--

21 THE COURT: I just couldn't figure out when you were
22 talking about winter break when you weren't in school that's
23 all.

24 THE WITNESS: Yeah.

25 THE COURT: You cleared that up.

1 THE WITNESS: Yeah. Well the other people I was
2 with were on winter break from school so that's kind of why I
3 was there.

4 THE COURT: Okay. Next question.

5 BY MR. HORNICK:

6 Q If you could pull before you the center of those two
7 transcripts, which is Exhibit 7. Turn to page 196, please.
8 And on April 25th of 2006 you were asked when was the last time
9 you were in Dobbs Ferry. That's your parents' address,
10 correct?

11 A Yes.

12 Q And your answer was I don't remember, correct?

13 A Wait, on 196?

14 Q Yes, line 14 you were asked--

15 A Oh, yes, yes, yes, yes, yeah.

16 Q So that was your answer, I don't remember, correct? Yes?

17 A Yeah.

18 Q But it wasn't that it was so far back that I don't
19 remember. It's that I didn't want to give misinformation
20 because I couldn't recall whether there was a time in between
21 that winter break time or the time that we're calling winter
22 break and the time of the deposition.

23 Q After you moved to California the only financial
24 assistance that your parents have provided for you is to pay
25 for your cell phone and health insurance until FaceBook started

1 paying for the health insurance, correct?

2 MR. GUY: Objection, Your Honor, could I have that
3 question back, please?

4 MR. HORNICK: Sure.

5 THE COURT: Well, we don't have a reporter here so--

6 MR. GUY: No, I apologize.

7 THE COURT: --it's a little bit difficult to do it
8 back. Why don't you repeat it, please?

9 MR. HORNICK: I'll be happy to.

10 THE COURT: All right.

11 BY MR. HORNICK:

12 Q After the time that you moved to California in the summer
13 of 2004, isn't it true that the only financial assistance that
14 your parents have provided for you is to pay for your cell
15 phone and your health insurance until FaceBook Inc. started to
16 pay for the health insurance?

17 A That sounds accurate, but I mean I also wouldn't be
18 surprised if, you know, there was something else that they paid
19 for at some point.

20 Q Can you point to anything else?

21 A Not off the top of my head, no.

22 Q The health insurance that your parents were paying for
23 that allowed you to see California doctors, correct?

24 A I think so but I'm not sure. I didn't see any California
25 doctors.

1 Q Now, when you were deposed on June 8th you were asked if
2 you are registered to vote--

3 A Uh-huh.

4 Q And you said I don't think so, correct?

5 A That's what I said, yeah.

6 Q And when you were deposed on April 25th you were asked if
7 you are registered to vote and you said you couldn't remember
8 registering; is that correct?

9 A Yep.

10 Q Now you remember, right?

11 A I still don't actually remember registering to vote, but
12 now my counsel has told me that they've found my voter
13 registration so that's somewhat convincing that I had.

14 Q You don't remember registering to vote? Do you know where
15 it is that you registered to vote?

16 A The documents say Westchester County.

17 Q Do you remember going in to any office and registering to
18 vote?

19 A Nope.

20 Q Do you know why you would have registered to vote when you
21 did register to vote?

22 A No.

23 Q Do you recall when it was that you registered to vote?

24 A I think it's dated.

25 Q Do you recall when you registered to vote?

1 A I don't remember registering to vote. I mean, I recall
2 that the date on the registration was sometime in September I
3 think of 2002.

4 Q And you've never voted correct?

5 A That's my understanding but apparently my memory sucks.

6 Q No, no, no, no, no. Okay. All right. What year did you
7 become eligible to vote?

8 A I did know I think that's when you're 18.

9 Q Okay. What year were you 18?

10 A I guess that would be 2002.

11 Q Do you recall voting in the last presidential election?

12 A I don't think so.

13 Q Do you know who you would have voted for if you had voted?

14 A That's--

15 MR. GUY: Your Honor, objection.

16 BY MR. HORNICK:

17 Q You don't have to tell me who. I asked you if you know
18 who you would have voted for if you had voted.

19 THE COURT: You may answer that yes or no.

20 A Yeah.

21 BY MR. HORNICK:

22 Q Do you recall voting for that person?

23 A I don't recall voting for that person.

24 Q You don't recall ever voting for anybody in any election,
25 right?

1 A Yeah, that's correct.

2 MR. HORNICK: I have no further questions, Your
3 Honor.

4 THE COURT: All right. We'll have examination by
5 counsel for the defendant.

6 MR. GUY: Your Honor, may I approach and conduct the
7 examination next to the--

8 THE COURT: Sure.

9 MR. GUY: Your Honor, we have a binder of all of the
10 exhibits and if I may just hand that up to your clerk.

11 THE COURT: Sure.

12 UNIDENTIFIED: Your Honor, may I also provide it to
13 the witness?

14 THE COURT: Sure.

15 CROSS EXAMINATION

16 BY MR. GUY:

17 Q Now Mr. Zuckerberg, you've been answering a number of
18 questions here. Let me take you back very quickly. Where were
19 you born?

20 A White Plains.

21 Q In what state?

22 A New York.

23 Q And have you ever lived outside of the United States?

24 A No.

25 Q Where did you go to elementary school?

1 A Concord Road school in Ardsley.

2 Q All right. And what state is that in?

3 A That's in New York. Ardsley's the town right next to
4 Dobbs Ferry.

5 Q And what address did you grow up at in Duxbury, New York.

6 A The same one, 2 Russell Place, Dobbs Ferry.

7 Q Did you live there your entire childhood?

8 A Yeah.

9 Q And where did you go to high school initially?

10 A I went to two high schools. First, I went to Ardsley High
11 School for the first two years. And then I went to Philips
12 Exeter.

13 Q All right. When you went to Philips Exeter, what state is
14 that in?

15 A That's in New Hampshire.

16 Q Did you ever live there except as a student?

17 A No.

18 Q Were you always a student when you were living in New
19 Hampshire?

20 A Yeah. I mean there may have been like a day before
21 registration or something but for the most part, yes, I was a
22 student.

23 Q All right. How old are you right now?

24 A I'm 22.

25 Q All right. And September 2, 2004 how old were you?

1 A 20.

2 Q Now, did you ever consider Philips Exeter to be your
3 permanent home or residence?

4 A No, I was only there for two years.

5 Q And what was your intention upon graduation from Philips
6 Exeter?

7 A I was going to go to college.

8 Q You were not going to remain in New Hampshire, were you?

9 A I mean, unless I went to college in New Hampshire, then
10 no.

11 Q And when did you graduate from Exeter?

12 A Spring of 2002.

13 Q And where did you go to college, I believe you already
14 established that?

15 A I went to Harvard for a couple of years.

16 Q Did you ever consider Harvard to be your permanent home?

17 A No.

18 Q Did you ever consider it to be your permanent residence?

19 A No. I mean I was only there for a short period of time.
20 And I mean I was only going to be there for a little while
21 until I graduated and went somewhere else.

22 Q From the time you first attended Harvard until the time
23 you left, did you ever have any intention to remain in
24 Massachusetts indefinitely after you graduated from Harvard?

25 A No. I mean, I don't know where I would have gone, but I

1 assume the intent, the intent after college is to get a job
2 somewhere or go to more school somewhere.

3 Q Now, you had a number of jobs while you were at Harvard,
4 is that correct, in addition to going to school?

5 A Yeah.

6 Q And could you describe those for me?

7 A Sure. So I mean the main one was I did some programming
8 at the David Rockefeller Center for Latin American studies. I
9 helped them develop their website and some internal programs.
10 I also worked I guess for part of the summer between my
11 freshman and sophomore years at a lab in the Harvard Biology
12 labs just doing some programming for them. I guess during that
13 time I also in addition to just projects that I made on my own,
14 I did some contract work for people, well one thing in
15 specific, and I guess like as far as jobs go at the end of my
16 freshman year I stayed at Harvard for a few days to get housing
17 in between the end of the school year and when I could move
18 into my summer apartment at the business school, and in order
19 to get housing for that week I had to like do some random tasks
20 at some alumni reunion.

21 Q All right. What timeframe is this you're talking about?

22 A This would be during the two years that I was at Harvard.

23 Q 2002 to 2004?

24 A Yeah, fall 2002 to spring of 2004.

25 Q All right. Describe for me your background in as a

1 computer programmer?

2 A Where do you want me to start?

3 Q Well, go back, when did you first have an interest in
4 computer programming?

5 A Well, I mean I first got a computer when I was in sixth
6 grade I think. So, I mean right after I got that I started
7 just playing around with, and I mean it was within a year that
8 I wanted to start learning how to program, so I bought a book
9 initially, tried programming. It was too hard for me so I
10 quit. Then I don't know, I guess like a little while after
11 that I started learning other languages and just making random
12 things. By the time that I went to Exeter I guess I made some,
13 some like more complicated things. So I mean I made--

14 Q Were you programming at that time?

15 A Yeah.

16 Q Can you describe that for the Court?

17 A Describe?

18 Q The kind of programming you were doing--

19 A I mean a lot of the stuff that I--

20 Q --when you 16 or 17 years old?

21 A A lot of the stuff that I made I just made for myself,
22 like little tools and stuff to get things done quicker.

23 Q I'd make games for myself that I thought were fun, just
24 like dorky things. But like the first major thing that I did
25 was for my senior project at Exeter I developed with one of my

1 friends an MP3 player, which is a music player that could
2 observe the person who was using the player and learn their
3 listening habits, and then if the person asked it could
4 construct a stream of songs for them based on what they liked
5 playing and what they liked listening to around what stuff and
6 just play stuff for the person that the person liked.

7 Q Can you describe for the Court what an MP3 is?

8 A It's just like music on your computer.

9 Q All right. Was there any commercial interest in this
10 program you developed? By the way what did you call that
11 program?

12 A Synapse.

13 Q Synapse.

14 MR. HORNICK: Your Honor, objection as to relevance
15 to this whole line?

16 THE COURT: Well, I assume he's leading up to
17 something so I'll let him go forward.

18 MR. GUY: Thank you, Your Honor.

19 BY MR. GUY:

20 Q What sort of programming did you do for Synapse, I'm sorry
21 - was there any commercial interest in the Synapse program?

22 A Sure, I mean some companies approached us.

23 Q Can you name any that came to you?

24 A Yeah. I mean, there was Winamp, which was owned by AOL
25 and Microsoft.

1 Q They were actually interested in your software that you
2 had designed?

3 A Yeah.

4 Q And this is software you designed when you were still at
5 Exeter in high school, is that correct.

6 A Yeah, and then afterwards too I kept on working on it.

7 Q All right. And you continued your programming at Harvard;
8 is that correct.

9 A Yeah.

10 Q Now, in 2004 can you describe for me how you started
11 FaceBook?

12 A What do you mean?

13 Q Well, how did it begin?

14 A Well, I mean, I made a bunch of stuff while I was at
15 Harvard that was mostly just to get information out to people
16 around you. So I mean and like understand their environment
17 better, so I mean earlier in my sophomore year I had made this
18 program Course Match which would tell you who was in your
19 classes and what classes the people in your classes were likely
20 to take and sort of like recommend stuff to you like that.

21 Q Was that for the Harvard student body the--

22 A I mean, I just made it for myself because I thought it
23 would be interesting, but then I let other people use it and it
24 was kind of cool. I guess FaceBook just kind of continued with
25 that. There's a need at Harvard at the time for a FaceBook and

1 online directory for students and I made it.

2 Q All right. Did you also develop before FaceBook a program
3 called FaceMatch?

4 A Yeah.

5 Q Okay. Can you describe that for us briefly?

6 A It was somewhat of a joke, but I mean basically what it
7 was is it took all of Harvard's students I.D. pictures, and it
8 would, and it basically like allowed the student body
9 population to rank all the photos according to the
10 attractiveness of the people in the photos by using the chess
11 ranking algorithm for taking two players and which had
12 different ranks and assigned new ranks based on who won a
13 match. So I mean, it would show two at a time and then you can
14 click on one and that person would be more attractive.

15 Q And this was pictures of the undergraduate student body at
16 Harvard; is that correct?

17 A Yeah.

18 Q Did you get in any trouble for doing that?

19 A Yeah.

20 Q Okay. Were you placed on probation for doing that?

21 A Yeah.

22 Q And how did this lead into the FaceBook? How did it
23 relate to your development or creation of the FaceBook?

24 A I mean, it was just kind of continuing along with the
25 Internet developing stuff about people around in the community.

1 But I mean one thing in particular is that - the thing that,
2 one of the things that I got in trouble for was supposed
3 violation of privacy because I didn't have the right to use
4 peoples photos without them. Part of the editorial around the
5 school after that and in *The Crimson*, the school's newspaper,
6 was that there should be an online FaceBook and that's what
7 this highlighted, but it really needed to ensure that people
8 had control over their own privacy and could control who saw
9 what they put up. So I mean, I basically took that article
10 that they wrote and made a site with those exact privacy
11 controls and that was FaceBook.

12 Q All right. And when was FaceBook launched?

13 A February 4, 2004.

14 Q All right. And can you describe for me the way in which
15 the student body at Harvard accepted FaceBook?

16 A I mean a lot of people started using it pretty quickly. I
17 think within couple of weeks there were more than 4,000 people
18 using it.

19 Q Did that surprise you?

20 A It was more than I expected, yeah.

21 Q Now, what does it take to put a website together so that
22 as many as a thousand people can use it?

23 A I mean, there are just a bunch of different things you do.

24 Q Okay. I mean can you run it off of a computer in your
25 dorm room.

1 A I mean it depends on what it's doing.

2 Q Well, in the case of the FaceBook, what did you need in
3 order to make that website accessible to the student body at
4 Harvard?

5 A So I mean first you need to program it, right the code.
6 Then you needed to get a server to run it off of, or multiple
7 servers depending on the scale at which you're running it, and
8 that gets into the co-location stuff that I was answering
9 before.

10 Q Okay.

11 A Originally, we just went with the servicemange.com
12 because they let us rent servers on a month-to-month basis.
13 The original price was \$85 a month and we only needed one. So
14 it was relatively cheap to run the service, and they'd do what
15 was called management of the servers, so if the server crashed
16 they'd reboot it. They'd make sure that it had an Internet
17 connection. Stuff that normally if you're just in a standard
18 co-location facility you'd have to make sure that stuff was
19 working by yourself. So I mean today we have a bunch of people
20 at the company who just focus on making sure that the servers
21 are running correctly. But we didn't use manage.com back then
22 to monitor that server for us that all that I'd have to worry
23 about would be programming.

24 Q All right. Let me take you to a date in February in 2004
25 when TheFaceBook was launched. At that time did you have any

1 intention to go to California for any reason?

2 A No.

3 Q All right. And the last day of school of the spring term
4 I believe was May 28th of 2004?

5 A Yeah, that was the date that the last final exam was.

6 Q Okay. And by that time did you have an intent to go to
7 California for the summer?

8 A Yes.

9 Q Okay. So what changed between February of 2004 and May of
10 2004 to change your mind?

11 A What made me want to go to California?

12 Q Yes.

13 A I guess I just hadn't really thought about it. I mean,
14 like I wasn't sure what I was going to do during the summer,
15 and I mean I think at some point I started looking for some job
16 over the summer, but then it occurred to me that I should just
17 run FaceBook because that was the best thing that I was working
18 on and it was, it was just an interesting thing to do. It was
19 growing. I mean, by that time--

20 Q When is--

21 A --after we launched FaceBook at Harvard and we had about
22 like I think it was like 4,000 people or so in the first couple
23 of weeks, then all these people from other schools had started
24 writing into us and asking that we launch it at their schools.
25 So for the rest of that spring term we spent of it just trying

1 to launch as many schools as possible, and by the end we had
2 up to I think 29 or 28 schools.

3 Q This was by what timeframe?

4 A I mean, this was by the time that I left Harvard for the
5 end of the spring term.

6 Q So what was the goal of going to California for the
7 summer?

8 A I mean, it was really just like a place to hang out for
9 the summer but there were a few reasons why I went. I mean,
10 one was that Andrew McCollum was going separately. He had an
11 internship at EA sports so he was just going to be out there
12 and I wanted to hang out with him. Another is that I had
13 another friend who had another internship too.

14 Q Did you have any intention to expand the FaceBook to other
15 schools over the summer?

16 A Yeah, I mean that's primarily what we worked on over the
17 summer. But I mean--

18 Q All right. Can you describe for me I believe there's
19 testimony that you've given that your summer sublet was at La
20 Jennifer way in Palo Alto; is that right?

21 A Yeah.

22 Q Describe for me what it was like being at the summer
23 sublet over the summer of 2004?

24 A What do you mean?

25 Q Well, what was it like working there? What was it like

1 being there? Just tell me.

2 A It was fun.

3 Q Okay. All right. What did you do everyday?

4 A Woke up, walked from my bedroom to the living room and
5 programmed.

6 Q Okay. What time did you wake up in the morning?

7 A It probably wasn't the morning.

8 Q Okay. How late did you stay up programming?

9 A I don't know, like it's quiet at night.

10 Q Okay.

11 A You can get work done.

12 Q Did you work all night sometimes?

13 A Yeah. I mean although, I guess that's relative when
14 you're on shifted hours like that.

15 Q Okay. And who else was living in the La Jennifer Way
16 address? First of all we'll start with who were the other
17 sub-lessees?

18 A So I mean the people listed in the lease were myself,
19 Dustin, Eric Shultank, Steven Dawson Haggerty and Andrew
20 McCollum. And then my friend Adam D'Angelo also came and lived
21 there. And we met Sean, he crashed there for a while.

22 Q Were all of these people, were they all students?

23 A Everyone except for Sean.

24 Q All right. And had all of these students had they
25 attended school at least two years?

1 A No. Eric Shultank and Steven Dawson Haggerty had been
2 freshmen before they came out.

3 Q Okay. Did you ever refer to them as interns?

4 A Yes.

5 Q Okay. Were they interns for your FaceBook.com website?

6 A That's just what we called them. Yeah, I mean they worked
7 on it over the summer.

8 Q All right. Can you describe how they worked on the
9 FaceBook over the summer?

10 A Probably very similar to how we worked.

11 Q Same hours?

12 A Yeah. Eric like to work earlier in the morning, but I
13 don't know--

14 Q Okay. Were you all doing programming?

15 A Yeah. Well, I mean when you say they all, you're
16 referring to those two guys, right?

17 Q Yes. And were the others, Dustin and Andrew, were they
18 also doing programming?

19 A Well, yeah, but I mean Dustin was working on the site and
20 Andrew has his internship at EA and then he was also doing some
21 stuff on the side. Adam was doing some random projects and
22 helped out with FaceBook stuff sometimes.

23 Q And when you went to the La Jennifer Way address in Palo
24 Alto when you first arrived there, did you bring any of your
25 belongings with you?

1 A Like one bag.

2 Q Okay. How did you get it there?

3 THE COURT: I'm sorry, I didn't hear your answer?

4 THE WITNESS: I said one bag.

5 THE COURT: One bag, thank you.

6 THE WITNESS: Yeah.

7 BY MR. GUY:

8 Q And how did you get there?

9 A I took a plane.

10 Q Okay. Did you ever, during the summer of 2004, did you
11 ever have any of your belongings shipped out to you?

12 A No.

13 Q Did you ever have any furniture shipped out to you from
14 home--

15 A No.

16 Q --or from school?

17 A I mean, it was a furnished place so no.

18 Q Okay. And it was your understanding that it was only a
19 summer sublet when you first began to rent there; isn't that
20 right?

21 A Yes.

22 Q What was your intention in terms of staying in California
23 as of the time that you first arrived at the Jennifer Way
24 address in the summer of 2004?

25 A Well, I mean I wasn't really even thinking about it. I

1 mean, the intention was just to go back to Harvard at the end
2 of the summer. This was a cool place to spend the summer, my
3 friends were there, this is Silicon Valley, sort of a mythical
4 place for start-up. I thought that that would be interesting.
5 It was interesting, but I mean the plan wasn't to settle there
6 at all. I mean, in the term before that we'd run the operation
7 from Harvard, our servers had been elsewhere and Dustin and I
8 were just in our room doing a bunch of the coding. So I mean
9 we knew that was possible and I mean the intent was even though
10 we were setting up a bunch of stuff in California, I mean
11 before it had been set up in New York but we were still in
12 Boston, so we figured we can go back to school and still run it
13 from there, but the one thing that changed as the summer went
14 on is the scale of the operation got slightly bigger. So like
15 at the end of spring term we were around 28, 29, 30 schools. I
16 think it was maybe around 150 or 200,000 users, and I think
17 that by the end of the summer we were ready to launch at more
18 than 100 schools. And we knew that we could go back to school
19 and run it at that point, but like we didn't fully get to focus
20 on our school work in the spring term, and we figured it would
21 just kind of be a waste to split our attention and Harvard has
22 this awesome policy where they just let you take as much time
23 off as you want whenever you want it.

24 Q Do you recall anybody at Harvard ever describing that
25 policy to you?

1 A Well, it was sort of something people at Harvard know,
2 but I mean the best example was like at some point Bill Gates
3 came and gave a speech to some of the people in the CS
4 department where he was like, I encourage all of you guys to
5 take some time off and do something at some point because the
6 great thing about Harvard is they let you take as much time off
7 as you want. You know, if Microsoft ever falls through, I'm
8 going back to Harvard.

9 Q And Bill Gates said that?

10 A Yeah.

11 Q And you were in the CS department at Harvard at that time?

12 A Yeah, I was concentrating in computer science.

13 THE COURT: All right, we're going to take a lunch
14 break. We're going to reconvene in this case at two. I'll be
15 reconvening for criminal matters at 1:30. You can leave your
16 stuff on the table, if you just sort of push it to the front so
17 that the criminal attorneys just have a little space. All
18 right, 2:00.

19 THE CLERK: All rise.

20 (Recess)

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22 //

23 //

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