

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF VIRGINIA  
NORFOLK DIVISION

I/P ENGINE, INC.

Plaintiff,

v.

Civil Action No. 2:11-cv-512

AOL, INC., *et al.*,

Defendants.

**DECLARATION OF DANIELLE ROMAIN IN SUPPORT OF DEFENDANTS' MOTION  
TO SEAL**

I, Danielle Romain, declare as follows:

1. I am Manager of Planning - Product P&Ls at Google Inc. ("Google") where I have been employed since August 27, 2007. As part of my duties at Google, I am responsible for financial reporting, resource planning, and analytics for certain products at Google.
2. I am providing this declaration to describe the extraordinarily sensitive and valuable nature of Google's confidential financial information. This declaration is based on my personal knowledge.
3. I understand that Google produced extensive confidential financial information in this litigation in response to Plaintiff's requests, including worldwide and U.S. financial information related to the overall revenues of Google AdWords, AdSense for Search, and

AdSense for Mobile Search. This information included revenues, costs, and margins for the accused products. I understand that this confidential financial information was discussed in depositions, as well as in the parties' expert reports.

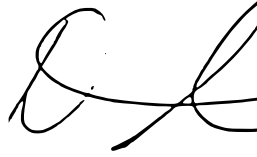
4. While Google makes some financial information available to the public in its public financial statements, Google does not provide publically the detailed breakdowns of product-based financial information as it has been produced in this litigation.
5. A lack of Court protection of the aforementioned information would severely harm Google because the information could be used by Google's competitors adversely to Google. For example, knowledge of Google's margin information and the amounts that Google provides to its publishers under its AdSense system could provide competitors with an advantage for those competitors in negotiating with third party publishers. Additionally, information regarding Google's confidential financial information by product would provide insight to competitors regarding how Google's changes to its accused products and systems impact Google's revenues and costs for those systems. Google's confidential financial information would also provide its competitors with insight into Google's profitability, and thus allow competitors to adjust their own financial strategy to undercut Google in the marketplace.
6. Only by keeping the information regarding Google's revenue in the strictest of confidence can Google protect itself from adverse exploitation of its financial information by its competitors.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge.

Executed this twentieth day of September, 2012 in Mountain View, California.

I declare under penalty of perjury of the laws of the United States that the foregoing is true and correct.

Dated: September 20, 2012

A handwritten signature in black ink, appearing to be 'DR' with a stylized flourish.

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Danielle Romain

DATED: September 24, 2012

/s/ Stephen E. Noona

Stephen E. Noona  
Virginia State Bar No. 25367  
KAUFMAN & CANOLES, P.C.  
150 West Main Street, Suite 2100  
Norfolk, VA 23510  
Telephone: (757) 624.3000  
Facsimile: (757) 624.3169  
senoona@kaufcan.com

David Bilsker  
David A. Perlson  
QUINN EMANUEL URQUHART &  
SULLIVAN, LLP  
50 California Street, 22nd Floor  
San Francisco, California 94111  
Telephone: (415) 875-6600  
Facsimile: (415) 875-6700  
davidbilsker@quinnemanuel.com  
davidperlson@quinnemanuel.com

*Counsel for Google Inc., Target Corporation,  
IAC Search & Media, Inc., and  
Gannett Co., Inc.*

By: /s/ Stephen E. Noona

Stephen E. Noona  
Virginia State Bar No. 25367  
KAUFMAN & CANOLES, P.C.  
150 W. Main Street, Suite 2100  
Norfolk, VA 23510  
Telephone: (757) 624-3000  
Facsimile: (757) 624-3169

Robert L. Burns  
FINNEGAN, HENDERSON, FARABOW, GARRETT &  
DUNNER, LLP  
Two Freedom Square  
11955 Freedom Drive  
Reston, VA 20190  
Telephone: (571) 203-2700  
Facsimile: (202) 408-4400

Cortney S. Alexander  
FINNEGAN, HENDERSON, FARABOW, GARRETT &  
DUNNER, LLP  
3500 SunTrust Plaza  
303 Peachtree Street, NE  
Atlanta, GA 94111  
Telephone: (404) 653-6400  
Facsimile: (415) 653-6444  
*Counsel for Defendant AOL, Inc.*

**CERTIFICATE OF SERVICE**

I hereby certify that on September 24, 2012, I will electronically file the foregoing with the Clerk of Court using the CM/ECF system, which will send a notification of such filing (NEF) to the following:

Jeffrey K. Sherwood  
Kenneth W. Brothers  
DICKSTEIN SHAPIRO LLP  
1825 Eye Street NW  
Washington, DC 20006  
Telephone: (202) 420-2200  
Facsimile: (202) 420-2201  
sherwoodj@dicksteinshapiro.com  
brothersk@dicksteinshapiro.com

Donald C. Schultz  
W. Ryan Snow  
Steven Stancliff  
CRENSHAW, WARE & MARTIN, P.L.C.  
150 West Main Street, Suite 1500  
Norfolk, VA 23510  
Telephone: (757) 623-3000  
Facsimile: (757) 623-5735  
dschultz@cwm-law.com  
wrsnow@cwm-law.com  
sstancliff@cwm-law.com

*Counsel for Plaintiff, I/P Engine, Inc.*

/s/ Stephen E. Noona

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Stephen E. Noona

Virginia State Bar No. 25367

KAUFMAN & CANOLES, P.C.

150 West Main Street, Suite 2100

Norfolk, VA 23510

Telephone: (757) 624.3000

Facsimile: (757) 624.3169

senoona@kaufcan.com