

## EXHIBIT 2

UNREDACTED VERSION OF DOCUMENT SOUGHT TO BE LODGED UNDER SEAL

1 IN THE SUPERIOR COURT OF THE STATE OF CALIFORNIA

2 IN AND FOR THE COUNTY OF SAN MATEO

3

4 SIX4THREE, LLC, a Delaware  
limited liability company,

5

Plaintiff,

6 vs.

No. CIV 533328

7 FACEBOOK, INC., a Delaware  
corporation; and DOES 1  
8 through 50, inclusive,

9 Defendants.

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15 DEPOSITION OF ALI PARTOVI

16 October 10, 2017

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24 Reported by:  
Natalie Y. Botelho  
25 CSR No. 9897

1 look at Exhibit 3.

2 MR. LERNER: And just to be clear, you  
3 want this to be both Exhibit 7 to Hendrix and  
4 Exhibit 3 to this deposition?

5 MR. GODKIN: Yes. I mean...

6 MR. LERNER: All right.

7 MR. GODKIN: It's not the first time --

8 MR. LERNER: It's your record. I  
9 understand.

10 MR. GODKIN: Yeah.

11 (Pause.)

12 MR. GODKIN: Q. Have you had a moment to  
13 review Exhibit 3?

14 (Pause.)

15 THE WITNESS: Yeah.

16 MR. GODKIN: Q. If you look at the bottom  
17 of the first page of Exhibit 3, you see a URL which  
18 is facebook.com, then some additional information?

19 A. Yeah.

20 Q. Do you recall ever reading this on  
21 Facebook's website?

22 A. I can't say exactly whether I recall  
23 reading this. However, there's nothing here that I  
24 haven't -- that looks unfamiliar to me. I feel like  
25 I've seen this information in some form before.

1 Q. Did you from time to time go to Facebook's  
2 website and read what was posted on the website?

3 A. Yes.

4 Q. And do you recall going to the website  
5 from time to time to read announcements made by  
6 Facebook about its platform?

7 MR. LERNER: Vague and overbroad.

8 THE WITNESS: Yes.

9 MR. GODKIN: Q. If you focus for a moment  
10 on the second paragraph of Exhibit 3, do you see  
11 that there's a statement differentiating between  
12 applications people use on Facebook and the core of  
13 the site? Do you see that?

14 A. Yes.

15 Q. And then it goes on to say, "Applications  
16 are things like Photos, Notes, Groups and Events"?

17 A. Yes.

18 Q. Do you see that? Do you recall coming to  
19 any understanding about what Facebook meant when it  
20 was differentiating between applications and the  
21 core of its website?

22 MR. LERNER: Calls for speculation.

23 THE WITNESS: Well, yes. Between this,  
24 what you just pointed out, but also the language in  
25 the fourth paragraph says it more overtly, where it

1 says, "we've made it so that any developer can build  
2 the same applications that we can." What I  
3 understood that to mean was that Facebook's own  
4 features would -- would be built as applications  
5 using the same platform and using the same APIs that  
6 third-party applications would.

7 And there was a example unveiled at the F8  
8 event, which was the Video application, and that's  
9 in the last paragraph of this -- of this document.  
10 That was sort of a symbolic example where Facebook  
11 was unveiling a significant new feature, and it was  
12 unveiled in the form of an application that had --  
13 had no inherent advantages over third-party  
14 applications --

15 MR. GODKIN: Q. What --

16 A. -- on the platform.

17 Q. Was that concept important to your  
18 company, iLike, the concept that Facebook would be  
19 building applications using the same tools and would  
20 have no inherent advantages over third-party  
21 applications?

22 MR. LERNER: Leading, compound, and lacks  
23 foundation.

24 THE WITNESS: That was very important to  
25 us.

1 MR. GODKIN: Q. Why was that very  
2 important to you?

3 A. Because it suggested that there would be a  
4 level playing field where a third party could  
5 compete not only with other third parties, but even  
6 with Facebook's own capabilities, and could  
7 accumulate customers based on merit and not based  
8 on, you know, special advantages within the --  
9 within Facebook.

10 Q. Was that concept something you and your  
11 company were aware of back in April, when you  
12 decided to go ahead and build an app on the Facebook  
13 Platform?

14 MR. LERNER: Overbroad, calls for  
15 speculation.

16 THE WITNESS: I don't think I was. I  
17 wasn't. I don't know if others within the company  
18 were.

19 MR. GODKIN: Q. Did you become aware of  
20 that at the F8 in May of 2007?

21 MR. LERNER: Overbroad.

22 THE WITNESS: Yes.

23 MR. GODKIN: Q. And the Face -- was  
24 Facebook's demonstration of its new Video app an  
25 illustration of that concept?

1 MR. LERNER: Same objection.

2 THE WITNESS: It was.

3 MR. GODKIN: Q. Was it your understanding  
4 that Facebook was using its new Video app in order  
5 to communicate to third-party developers that there  
6 would be a level playing field out there?

7 MR. LERNER: Calls for speculation, it's  
8 overbroad, and it's leading.

9 THE WITNESS: That was my understanding.

10 MR. GODKIN: Q. And that was important to  
11 you why?

12 MR. LERNER: Misstates the testimony.

13 THE WITNESS: I've already answered that.

14 MR. GODKIN: Q. Okay. I'll withdraw  
15 that, then. Do you see in the third paragraph the  
16 term "social graph" is used?

17 A. Yes.

18 Q. Did you have an understanding of what  
19 Facebook meant when it referred to the social graph?

20 A. Yes.

21 Q. What was your understanding?

22 MR. LERNER: Calls for speculation.

23 THE WITNESS: A graph is a computer  
24 science term, where you have nodes, which you could  
25 think of as dots, and then you have connections

1 between the nodes, which you can think of as lines  
2 connecting them. And the social graph meant the  
3 interconnections between people, where each person,  
4 each human, is a node, and each friendship is a line  
5 connecting two nodes or two people.

6 MR. GODKIN: Q. And in the fourth  
7 paragraph, do you see there's a reference to  
8 "written FQL," and then in parentheses it says  
9 "Facebook Query Language"? Do you see that?

10 A. Yes.

11 Q. Do you know what that means?

12 MR. LERNER: Same objection.

13 THE WITNESS: Broadly. There were two new  
14 languages, FQL and FBML, which is Facebook Markup  
15 Language -- sorry -- Facebook Markup Language. And  
16 these were -- essentially these were both extremely  
17 similar to existing standard languages, but modified  
18 to enable specific Facebook capabilities. And FQL  
19 provided abilities for the -- for an application to  
20 get information from Facebook. So as part of the  
21 APIs that I mentioned before.

22 So as an example, if an app wanted to find  
23 out what are the favorite music of a consumer, they  
24 could submit an FQL query using the Facebook Query  
25 Language to look up that consumer's favorite music.



1 MR. GODKIN: Q. And when you're using the  
2 term "language," are you talking about a computer  
3 programming language?

4 A. Sorry. Yes.

5 Q. Okay. All right. Put that one aside.

6 Let me ask the court reporter to mark as  
7 the next exhibit another document.

8 (Whereupon Exhibit 4 was marked for  
9 identification.)

10 MR. GODKIN: Q. I've placed in front of  
11 you what we've marked as Exhibit 4, Mr. Partovi. If  
12 you could take a moment to review it.

13 A. Mm-hmm.

14 Q. It's entitled "F8 Event and Facebook  
15 Platform FAQ" at the top. Do you see that?

16 A. Mm-hmm.

17 Q. You need to say "yes" or "no."

18 A. Yes.

19 Q. Have you seen this document before?

20 A. This does not look familiar to me.

21 Q. Do you see in the very first paragraph,  
22 under the heading "What is F8," and then it says,  
23 "F8 was an event held at the San Francisco Design  
24 Center on May 24th --

25 A. Yes.

1 Q. -- 2007, during which Mark Zuckerberg  
2 unveiled the next evolution of Facebook Platform."  
3 And it talks about a Hackathon, as well.

4 A. Yeah.

5 Q. Does this refresh your recollection that  
6 the F8 in 2007 took place on May 24, 2007 --

7 A. Yes.

8 Q. -- at the San Francisco Design Center?

9 MR. LERNER: Asked and answered. He's  
10 already testified this document's not familiar.

11 THE WITNESS: So on the third paragraph, I  
12 might have seen this, because this is the --  
13 "opportunity to build a business" at the end is a  
14 thing that I remember pointing out to you  
15 specifically was important to me.

16 MR. GODKIN: Q. All right. And so you're  
17 referring to the third paragraph that's entitled  
18 "What is Facebook Platform," correct?

19 A. Yes.

20 Q. And in that paragraph, it also refers  
21 to -- this is in the last sentence -- "deep  
22 integration into the Facebook website."

23 A. Yes.

24 Q. Does that refresh your recollection as to  
25 whether you read this document before?

1 A. That one, not as much. "Opportunity to  
2 build a business" is something that I remember  
3 reading. And I think I remember Mark Zuckerberg  
4 saying it on stage, as well. And it wasn't in this  
5 document, so therefore, maybe I read it here.

6 Q. When you say "it wasn't in this document,"  
7 are you referring --

8 A. It wasn't in Exhibit 3.

9 Q. Exhibit 3. Okay. And if you refer down  
10 to -- down towards the bottom of the first page,  
11 there's a section called "Why did Facebook launch  
12 Facebook Platform?" Do you see that?

13 A. Yeah.

14 Q. And it says, "Our engineers have created  
15 great applications for Facebook, but we recognize  
16 that third-party developers can help us make  
17 Facebook an even more powerful social utility." Do  
18 you see that?

19 A. Yeah.

20 Q. Does reading that refresh your  
21 recollection as to whether or not you heard  
22 Mr. Zuckerberg or someone else talk about  
23 third-party developers making Facebook a more  
24 powerful social utility?

25 MR. LERNER: Asked and answered, and

1 mischaracterizes the testimony.

2 THE WITNESS: The term "more powerful  
3 social utility" doesn't ring a bell.

4 MR. GODKIN: Q. Okay. And then the last  
5 sentence of this paragraph states, "Developers also  
6 benefit from Facebook Platform as it gives them the  
7 potential to broadly distribute their applications  
8 and even build new business opportunities." Do you  
9 see that?

10 A. Yes.

11 Q. Does that refresh your recollection as to  
12 whether you recall Mr. Zuckerberg or someone else  
13 talking about Facebook Platform and providing new  
14 business opportunities to developers?

15 MR. LERNER: Same objections, and  
16 mischaracterizes the prior testimony.

17 THE WITNESS: That language I definitely  
18 recall hearing from Facebook, but I don't recall  
19 whether it was in this document or from Zuckerberg  
20 on stage or various other Facebook communications.  
21 But to broadly distribute applications and build new  
22 business and opportunities were definitely things  
23 that Facebook in multiple different ways was touting  
24 as the benefits of the platform for developers.

25 MR. GODKIN: Q. And was that one of the

1 things that you considered in deciding to go ahead  
2 and build an application on the Facebook Platform?

3 MR. LERNER: Asked and answered, and it's  
4 vague as to time.

5 THE WITNESS: I think we saw that as  
6 marketing. The things I said earlier were more  
7 critical to us, namely the ability to communicate  
8 with customers and build lasting customer  
9 relationships.

10 MR. GODKIN: Q. Then if you turn to the  
11 third page of Exhibit 4, at the top there's a  
12 section entitled "How will Facebook deal with  
13 applications that compete with one another or even  
14 compete with Facebook-built applications?" Can you  
15 read that section quickly.

16 (Pause.)

17 THE WITNESS: Yeah.

18 MR. GODKIN: Q. Do you recall reading  
19 this paragraph before?

20 MR. LERNER: Asked and answered.

21 THE WITNESS: I don't recall reading it in  
22 this document, but I recall it being an explicit  
23 promise from Facebook that applications from  
24 third-party developers would have a level playing  
25 field with applications built by Facebook, and that

1 third-party applications and Facebook's native  
2 applications would compete for consumer attention  
3 based on merit. Those are things I said, you know,  
4 ten minutes earlier.

5 MR. GODKIN: Q. Right.

6 A. So I recall those things being explicit  
7 promises, but I don't recall whether I saw them in  
8 this document itself.

9 Q. Do you recall whether Mr. Zuckerberg made  
10 that point when he gave his speech at the F8 in  
11 2007?

12 MR. LERNER: Asked and answered --

13 THE WITNESS: I don't remember that.

14 MR. LERNER: -- for about the tenth time.

15 MR. GODKIN: Q. Did anybody else other  
16 than Mr. Zuckerberg make speeches at the F8?

17 MR. LERNER: That's --

18 MR. GODKIN: Q. -- in 2007?

19 MR. LERNER: -- also asked and answered  
20 multiple times.

21 THE WITNESS: I don't remember. I think I  
22 said "probably."

23 MR. GODKIN: Q. Right.

24 A. It's just very hazy.

25 Q. Well, to the extent that it's possible

1 And I believe Facebook themselves was amongst the  
2 different groups that we borrowed machines from.  
3 Although I wasn't the one doing that, so my memory  
4 of that is a bit hazy.

5 Q. How many -- do you recall how many users  
6 of the Facebook app iLike had at its peak?

7 MR. LERNER: Vague and overbroad.

8 THE WITNESS: It's an estimate. I would  
9 say 25 million, but that could be significantly off.  
10 It could be -- it could be 20 or it could be 30.

11 MR. GODKIN: Q. Somewhere between 20 and  
12 30?

13 A. It was in the tens of millions.

14 Q. And do you recall approximately when the  
15 peak was achieved time-wise?

16 A. 2009.

17 Q. So at the bottom of page -- you see  
18 there's some page numbers, page 3 of 14, at the  
19 bottom?

20 A. Yeah.

21 Q. On page 3 of 14, you answered a question  
22 by stating that you pushed and pushed with Facebook  
23 asking for some sort of exclusive relationship. Do  
24 you see that?

25 A. Yeah.

1 Q. And what was the -- what sort of exclusive  
2 relationship were you pushing for?

3 A. So we had hoped to have a partnership with  
4 Facebook where we'd have a contractual commercial  
5 relationship with them. And, you know -- and one  
6 where we would be the exclusive provider of music,  
7 music-related features on Facebook.

8 Q. And what did Facebook respond?

9 A. I mean, this is what I remember, is they  
10 weren't interested in doing any exclusive -- or  
11 even -- or contractual relationship, and -- and  
12 instead wanted us to build -- build an app on the  
13 platform.

14 Q. And at the top, on page 4 of 14, you  
15 answered the question by saying that, "They  
16 repeatedly said they won't do an exclusive  
17 relationship, but would rather create a level  
18 playing field where we could compete with other  
19 third parties." Do you see that?

20 A. Yeah.

21 Q. And by "they," do you recall any  
22 individual people who you were talking to Facebook  
23 about this potential exclusive relationship?

24 A. I was speaking to Allison Rosenthal.

25 Q. Do you know what her job was within



1 Facebook?

2 A. I don't remember the title, but it was  
3 business development. Maybe director of business  
4 development or manager of business development. I  
5 believe she had a specific focus on music, music  
6 services or the music category, but I don't remember  
7 for sure.

8 Q. Do you happen to know whether she still  
9 works for Facebook?

10 A. I don't think she does.

11 Q. Is she somebody that you've stayed in  
12 touch with over the years?

13 A. Minimally.

14 Q. Do you happen to know where she works  
15 today?

16 A. I should, but I've forgotten.

17 Q. And the phrase "level playing field"  
18 appears in that sentence, as well. Is that  
19 something that Allison Rosenthal said to you?

20 A. I don't recall.

21 Q. Do you remember anybody else at Facebook  
22 using the phrase "level playing field"?

23 A. Matt Cohler.

24 Q. Can you spell his last name?

25 A. C-O-H-L-E-R.

1 Q. What was his title at the time he had that  
2 conversation with you?

3 A. I think chief product officer, but I  
4 might -- I might be mistaken on that, as well.

5 Q. And do you recall how many times you spoke  
6 with Matt Cohler about this topic of a level playing  
7 field?

8 A. I --

9 MR. LERNER: Mischaracterizes the  
10 testimony.

11 THE WITNESS: The only conversation that I  
12 remember clearly was at F8, at the F8 conference. I  
13 remember him saying that the Video app that Facebook  
14 had built using their own platform was -- was not  
15 just a one-off. It was that -- it was indicated  
16 that henceforth Facebook's new capabilities and  
17 features would be built on the platform using the  
18 same -- you know, on the same level playing field as  
19 third-party apps.

20 So, for example, I remember him suggesting  
21 that if a third party built a better video app than  
22 Facebook's own Video app, the third party could  
23 conceivably have -- reach more consumers than  
24 Facebook's own Video app.

25 MR. GODKIN: Q. Was what -- was this a

1 speech that he was making in front of the group?

2 A. No. This was a one-on-one conversation.

3 Q. With you?

4 A. Yes.

5 Q. With anybody else besides the two of you,  
6 Mr. Cohler and yourself?

7 A. I think my brother, Hadi, was there, but I  
8 don't remember for sure.

9 Q. Did Mr. Cohler -- do you recall, was he  
10 involved in making a presentation to the F8 on the  
11 subject of this Video app Facebook had built?

12 A. I don't remember.

13 Q. All right. Other than Mr. Cohler and  
14 Allison Rosenthal, do you recall anybody else from  
15 Facebook talking with you about this concept of a  
16 level playing field?

17 MR. LERNER: Mischaracterizes the  
18 testimony.

19 THE WITNESS: I don't. Sorry. This fell  
20 off. I don't.

21 MR. GODKIN: Q. So at the bottom of  
22 page -- on page 4 of 14, the interview asks you,  
23 "What made iLike think that Facebook Platform would  
24 be a big deal?" Do you see that?

25 A. Yes.

1 and efficiencies and capabilities that it -- that it  
2 offered to developers, would be superior to ordinary  
3 web development, would be the preferred place for  
4 people to build websites and services rather than  
5 just on the open web.

6 Q. Okay. And then on the page 12 of 14, at  
7 the bottom of the page, you respond to the question  
8 by stating, "What I'd say is that anybody who is  
9 currently involved in building a consumer-facing  
10 website should be thinking about whether they should  
11 be building a Facebook app instead." Why did you  
12 think that?

13 A. I don't see it. This is on page 12?

14 Q. At the very bottom of the page.

15 A. Ah.

16 Q. You're asked a question, and then you  
17 respond --

18 A. Right.

19 Q. -- "what I'd say." Do you see that?

20 A. Yes.

21 Q. So why did you make that statement?

22 A. Because I believed that the -- all the  
23 benefits that one could have of building a website  
24 could be enjoyed within a Facebook app, and plus  
25 additional benefits that were not available for a

1 stand-alone website, such as access to the various  
2 APIs that Facebook provided and access to the social  
3 graph.

4 Q. And so do I understand correctly that you  
5 were basically saying you thought, given these  
6 additional features, the Facebook Platform was a  
7 better place to build a website than an ordinary  
8 website, correct?

9 MR. LERNER: Leading, mischaracterizes the  
10 testimony.

11 THE WITNESS: I -- I remember thinking it  
12 was a better place to build a service or to build a  
13 business than on a stand-alone website.

14 MR. GODKIN: Q. In addition to the  
15 Facebook Platform, are you aware of any -- anything  
16 else that Facebook did in the 2007 to 2009 time  
17 frame that encouraged third-party app developers to  
18 build businesses on Facebook?

19 MR. LERNER: Overbroad, calls for  
20 speculation.

21 THE WITNESS: Am I aware of anything else  
22 Facebook did that encouraged -- I mean, in addition  
23 to Facebook Platform, a lot of things that they did,  
24 I would say, fall under the umbrella of the term  
25 "Facebook Platform," but in case you don't count it

1 under that, there was a different set of APIs called  
2 Facebook Connect, which I can't remember whether it  
3 officially was considered part of Facebook Platform  
4 or separate, but these were capabilities for apps  
5 that -- sorry -- for websites that were not housed  
6 within Facebook, nevertheless to have access to some  
7 of the same services and data and comparable APIs as  
8 if -- compared to apps that were housed within  
9 Facebook.

10 And so essentially the benefits of  
11 building an app entirely within Facebook, some of  
12 those benefits were now offered to websites that  
13 were not housed within Facebook, but could connect  
14 to Facebook from the outside, so to speak.

15 MR. GODKIN: Q. Did iLike take advantage  
16 of Facebook Connect on the iLike website portion of  
17 its business?

18 A. No, we did not.

19 Q. Are you aware of any other companies that  
20 you were involved with or consulting with at the  
21 time who took advantage of Facebook Connect?

22 A. I don't remember specifically.

23 Q. Are you familiar with something called  
24 Facebook Fund?

25 A. Ah, yes.

1 MR. LERNER: Just -- just so it's clear  
2 for the record, we're going to designate this  
3 portion of the transcript "Confidential." And  
4 Mr. Partovi, at a break we'll ask you to sign the  
5 undertaking that's attached to the protective order  
6 in this case, which relates to documents marked  
7 "Confidential" that are shown to people. So we  
8 can -- with that understanding, we can go ahead with  
9 this document.

10 THE WITNESS: Okay.

11 MR. GODKIN: Q. So you have Exhibit 6 in  
12 front of you. If you'd just turn to the last page  
13 of the exhibit, which is an e-mail from you to Adam  
14 D'Angelo, cc: your brother, Hadi Partovi, on  
15 August 7th, 2007. Do you have that in front of you?

16 A. Yes.

17 Q. Was Adam D'Angelo a Facebook employee at  
18 the time?

19 A. Yes.

20 Q. And what was the reason that you -- strike  
21 that.

22 It looks like you say, "Thanks for your  
23 time yesterday." Did you have a meeting with him or  
24 a phone call? Do you remember?

25 A. I think I met with him.

1 Q. Do you recall what the nature of his job  
2 was at Facebook?

3 MR. LERNER: Calls for speculation.

4 THE WITNESS: I think he was the chief  
5 technical officer.

6 MR. GODKIN: Q. And do you recall the  
7 reason that you met with him?

8 A. You know, this particular e-mail, the  
9 particular date, I don't recall specifically, but he  
10 and I met on more than one occasion, and I can't  
11 remember whether I would already have said I was  
12 friends with him beforehand or became friends  
13 through the process, but I currently consider him a  
14 friend.

15 And during this period -- this was summer  
16 of 2007 -- I made frequent visits to the Facebook  
17 office to talk about things impacting our app in  
18 particular and the platform in general. So this  
19 must have been one of those meetings.

20 Q. When you say "frequent visits to  
21 Facebook," about how many times did you visit  
22 Facebook in 2007?

23 A. In all of 2007? Ten times. I don't  
24 remember. It could have been five times. You know,  
25 between visits and phone calls and e-mails, there



1 was a lot of communication, so I can't remember the  
2 number of times.

3 Q. In addition to the visit that prompted  
4 this e-mail, do you recall some of the other reasons  
5 why you went to Facebook to meet with them in 2007?

6 A. For a period of time, we were very, very  
7 excited about what the Facebook Platform could do,  
8 not only for our business, but also for the web in  
9 general. So at one point we visited basically to  
10 give gifts to Facebook's employees. So we printed  
11 hundreds of T-shirts and gave them -- T-shirts with  
12 the iLike logo on them, and handed them out at  
13 Facebook to -- you know, for free to their  
14 employees. So that was one visit I recall.

15 And I remember, you know, a lot of  
16 Facebook employees contacting me afterwards saying,  
17 "Thanks for the free T-shirt." So -- and there  
18 might have been some subsequent visits, you know, to  
19 give T-shirts to people who had been missed.

20 So, for example, Facebook Co-founder  
21 Dustin Moskovitz contacted me saying could he get a  
22 second T-shirt for his girlfriend. So it was a very  
23 friendly relationship between the companies and  
24 between me and the people at Facebook.

25 At the same time, we were also very

1 frustrated that the decisions they were making  
2 around the enforcement of their terms, or rather,  
3 the lack of enforcement of their terms, were making  
4 it a unhealthy environment for consumers, first and  
5 foremost, but therefore, also an unhealthy  
6 environment for businesses that were trying to cater  
7 to those consumers on the platform.

8 And so we were trying to convince Facebook  
9 to enforce its own terms and to prevent the -- some  
10 of the abusive behaviors that other third-party apps  
11 were conducting on the platform.

12 Q. What types of abusive behavior are you  
13 referring to?

14 A. So the terms of service at the time said  
15 that apps were not allowed to deceive or mislead  
16 users, they were not allowed to spam users, meaning  
17 to send unsolicited messages to users, and also that  
18 they were not allowed to violate third-party  
19 copyrights. And different apps were doing all --  
20 you know, all three of those things. The most  
21 common was what I would say was deceptive spamming,  
22 where an app would, without a user's permission,  
23 send notifications to that user's friends telling  
24 them that the user has invited them to use the app.

25 Q. And this document that's in front of you,

1 Exhibit 6, is a reference to deceptive apps, and it  
2 also uses the term "spammy apps." Do you see that?

3 A. Yep.

4 MR. LERNER: Leading.

5 MR. GODKIN: Q. Is that what you're  
6 referring to by these abusive behavior by others?

7 MR. LERNER: Mischaracterizes the  
8 document.

9 THE WITNESS: Yes. This is -- these are  
10 some examples. This was in August, and other types  
11 of abusive behaviors happened earlier, and others  
12 happened later, but these are -- this is, you know,  
13 characteristic.

14 MR. GODKIN: Q. Did -- and -- strike  
15 that.

16 Was iLike engaging in deceptive spamming  
17 or that kind of behavior that you were concerned  
18 about?

19 A. No. We -- we always viewed it as -- our  
20 relationship with the consumer as one that was a  
21 branded relationship, and it was important for our  
22 own brand not to do something that would be  
23 perceived as reflecting negatively on the iLike  
24 brand.

25 And so -- so even though it resided within

1 Facebook, we were trying to create a branded  
2 relationship, as I said, where it was a relationship  
3 between the consumer and iLike, and so we wanted to  
4 build trust. And so for that reason, we never did  
5 anything that was not with the permission of the  
6 consumer. And we held ourselves, I guess, to our  
7 own bar, regardless of what the terms or conditions  
8 of Facebook were.

9 Q. And so your meeting with Adam D'Angelo was  
10 concerning this issue of deceptive or spammy apps,  
11 correct?

12 MR. LERNER: Leading, mischaracterizes the  
13 testimony.

14 THE WITNESS: I think it was one of the  
15 topics. And I would say I met with Adam, as well as  
16 many other people at Facebook over a period of  
17 months to talk about, as I already said earlier,  
18 abusive behavior by other third-party apps. Dave  
19 Morin was another person I met with frequently. And  
20 then Dave was replaced by Chamath, and then Chamath  
21 was replaced by Ben Ling, and then Ben Ling was  
22 replaced by, I think, Josh Elman.

23 So there was a -- this was all in the  
24 course of, I think, one year. There was a revolving  
25 door of representatives that we would speak to and

1 voice our concerns and, you know, listen to what  
2 they had to offer or say. So this meeting was just  
3 one of -- one of many. It's hard for me to remember  
4 exactly the subject of this meeting.

5 MR. GODKIN: Q. Sure. But in addition to  
6 this issue regarding deceptive apps, spammy apps,  
7 what were some of the other issues that you went to  
8 meet with Facebook about?

9 MR. LERNER: Mischaracterizes the  
10 testimony.

11 THE WITNESS: The -- we would also meet  
12 with them from time to time to tell them about what  
13 features we were anticipating creating. I forgot to  
14 add Owen Van Natta as another person I met with.

15 MR. GODKIN: Q. Can you spell his last  
16 name?

17 A. V-A-N, space, N-A-T-T-A. He was the COO  
18 at the time. He was the predecessor to Sheryl  
19 Sandberg.

20 So we also from time to time had meetings  
21 where we would voluntarily present to them what our  
22 plans were for future features we were going to add.  
23 And I think we would also suggest to them ways that  
24 we could help Facebook generate more revenue or  
25 suggestions for what features we hoped that they

1 would create, or features -- new APIs that we hoped  
2 that they would build for -- for the platform.

3 Q. How did Facebook respond to this e-mail,  
4 which is Exhibit 6, on the -- you know, on the topic  
5 of deceptive apps and spammy apps?

6 MR. LERNER: Vague and overbroad as to  
7 Facebook.

8 THE WITNESS: So I think -- I mean,  
9 reading this e-mail, I can read it back to you, but  
10 I can tell you what I recall from that period was,  
11 broadly speaking, there were many apps that  
12 flagrantly violated Facebook's terms of service.  
13 And when I say "flagrantly," it was visible to the  
14 public, it was documented in articles written by,  
15 you know, mainstream publications, and these  
16 violations were, you know, public knowledge.

17 And we encouraged Facebook to enforce its  
18 terms, including its, you know, explicit right to  
19 disable those apps. And we encouraged them to do so  
20 as a deterrent to send a message to everybody else  
21 to -- you know, to non-abusive developers that, you  
22 know, abuses won't be tolerated and that abuses  
23 would be punished.

24 Facebook, generally speaking, chose a  
25 different path, and Facebook, rather than employing

1 a deterrent, meaning rather than subjectively  
2 picking -- you know, rather than identifying  
3 individual abusers by hand and disabling those  
4 abusers, Facebook instead chose to try to develop  
5 algorithms to detect abuse and block it, or more  
6 kind of bluntly disabling entirely the APIs which  
7 were most frequently targeted by abusers.

8 So if a certain notification API or  
9 request API had been exploited by, you know, enough  
10 abusers, that API might be modified or disabled  
11 altogether, ostensibly to prevent further abuse.

12 MR. GODKIN: Q. Was iLike -- was the  
13 iLike Facebook app affected by Facebook's actions  
14 with regard to disabling or modifying APIs?

15 MR. LERNER: Vague and overbroad.

16 THE WITNESS: Yes, it was. It was  
17 significantly harmed.

18 MR. GODKIN: Q. Explain to me how it  
19 was --

20 A. So the --

21 Q. Let me finish the question, just so the  
22 record's clear. Explain how iLike -- the iLike  
23 Facebook app was significantly harmed by actions  
24 taken by Facebook.

25 MR. LERNER: Lacks foundation.





1 communication channel in abusive ways, you know,  
2 sending unsolicited messages. Our app used it, for  
3 example, to notify you that there's a Tom Petty  
4 concert in your zip code next month. And when we  
5 lost that ability to notify you of that, that  
6 significantly reduced our value proposition to the  
7 consumer and also our ability to make money.

8 MR. GODKIN: Q. So what change did  
9 Facebook make, as best you can recall, that  
10 interfered with your ability to communicate with  
11 your customers?

12 MR. LERNER: Lacks foundation.

13 THE WITNESS: So the time of this e-mail  
14 is just one point in this process. I would say over  
15 the period of a year, the term Facebook used was  
16 "deprecating." "Deprecate" means to -- basically to  
17 retire certain features or to reduce features or to  
18 eliminate them altogether. And so over time,  
19 Facebook deprecated various APIs that we used to  
20 either communicate with our own customers or to  
21 allow those -- allow our customers to communicate  
22 with their friends about us.

23 So they -- while I don't remember the  
24 names of the specific APIs, I think there was a  
25 notification API with actually several sub- --

1 subtypes of notifications, direct app-to-user  
2 notifications or user-to-friend notifications, and  
3 those notification APIs were one example of how we  
4 communicated with consumers.

5           There was the News Feed API and there was  
6 a Request API, and over time, all of these APIs were  
7 deprecated. And so what started out as a very open  
8 range of offerings to enable us to communicate with  
9 our own customers and to enable our customers to  
10 evangelize our services to their friends was  
11 significantly restricted.

12           And several of those APIs were directly  
13 linked to our revenue, and so our ability to make  
14 money was gradually reduced and pinched because of  
15 the deprecation of these APIs.

16           MR. GODKIN: Q. Do you recall the time  
17 frame over which these APIs were deprecated?

18 A.           I think around the time of this e-mail is  
19 when it began. So I think for the first -- June,  
20 July, August -- for the first three months or so was  
21 a period of a lot of abusive behavior by third-party  
22 apps and not a lot of response by Facebook. And  
23 then from August of 2007 to August of 2008 is -- and  
24 into -- actually, into 2009. I'd say there was a  
25 two-year period where Facebook was generally

1 deprecating APIs.

2 Q. Did you have communications with Facebook  
3 about your concerns as a result of deprecating the  
4 APIs?

5 A. We did. I don't remember whether it was  
6 myself or my twin brother or a different individual  
7 at iLike. You know, we would often huddle between  
8 us on our side and discuss, and then we would choose  
9 who should send what message to whom about it. And,  
10 you know -- and raise the issue and ask for, you  
11 know, them to change their mind or things like this.

12 We would sometimes get advanced notice  
13 that an API was going to be deprecated, and so we  
14 would e-mail them protesting and saying, "Please  
15 don't do this," or, "There's a different way to  
16 accomplish your goal," and so on.

17 Q. Do you recall the names of anybody at  
18 Facebook that you communicated with to express your  
19 concerns about deprecating APIs?

20 A. Besides the ones I mentioned, Ari  
21 Steinberg. It's a maybe. I don't know for sure  
22 whether I communicated with him on that topic.  
23 There was a woman who reported to Ben Ling, whose  
24 name I'm forgetting right now. No one else jumps to  
25 mind right now.

1 Q. Did you communicate with Mr. Zuckerberg  
2 about this?

3 MR. LERNER: Asked and answered.

4 THE WITNESS: Matt Cohler I mentioned. So  
5 it's possible. We held a meeting with Mark  
6 Zuckerberg and Chamath in fall of 2007, and the main  
7 topic of the meeting wasn't the deprecation of APIs.  
8 It was Facebook's plan to create their own music  
9 services and their own pages for artists, both of  
10 which were functionality that our app provided. And  
11 we were -- we had been made aware in confidence that  
12 Facebook intended to offer the same features, but  
13 not on a level playing field via the platform,  
14 rather as part of the Facebook core, so to speak.

15 And so the main topic was us expressing  
16 our frustration that Facebook was essentially  
17 rendering a lot of our functionality into a sort of  
18 second-class status, and, you know, less effective  
19 than Facebook's proposed new features, and that it  
20 was no longer a level playing field.

21 But it's quite possible that at the same  
22 time we had -- we might have in the same meeting  
23 discussed the deprecation of features. I don't -- I  
24 don't remember how much API deprecation had happened  
25 by then, so -- so that's why I don't remember

1 whether we discussed it at the time.

2 MR. GODKIN: Q. What did Mr. Zuckerberg  
3 say during that meeting?

4 MR. LERNER: Asked and answered.

5 THE WITNESS: I remember him saying that  
6 they had already built these features and  
7 wouldn't -- wouldn't reconsider changing them.

8 So one specific feature was enabling  
9 artists to have their own profiles that included  
10 music and to play back music. And that was a key  
11 thing that we had enabled. And likewise, the  
12 ability for consumers to then add a song to their  
13 profile from -- you know, to share with their  
14 friends.

15 And Facebook had built their own music  
16 player, not as an app, but as -- you know, as a core  
17 feature. And so this was in contrast to the Video  
18 app that they had said, "From now on we'll build our  
19 own new features on" -- "on our own platform." Now  
20 the music -- this new music player app was -- was  
21 not built on a platform. It was automatically  
22 available to all users without an installation  
23 process.

24 And so we were asking Facebook to consider  
25 not releasing its own music player, and essentially

1 to shelve that technology or to release it as a  
2 stand-alone app on a level playing field with our  
3 music player. And I remember him saying that they  
4 wouldn't consider doing that.

5 MR. GODKIN: Q. Did you -- were you of  
6 the view that Facebook was not abiding by the  
7 promises it had made when it released the Facebook  
8 Platform to have a level playing field with  
9 third-party app developers?

10 MR. LERNER: Lacks foundation, and calls  
11 for a legal conclusion as to "promises."

12 THE WITNESS: I felt that Cohler had --  
13 Matt Cohler had explicitly promised that, going  
14 forward, Facebook's own features would be built on  
15 the same platform that third-party apps would. And  
16 I felt that that promise was not upheld in more ways  
17 than one, but one example was this music player.

18 MR. GODKIN: Q. What other examples in  
19 addition to the music player?

20 A. Well, the salient one is the Video app  
21 itself. In 2007, the ability to post a video on  
22 Facebook or to share it to your friends required  
23 installing a separate Video app as if it's a  
24 third-party app, just that happened to be made by  
25 Facebook. And at one point they made the Video app

1 automatically available to everybody without a  
2 installation required, and basically it became part  
3 of Facebook's core as opposed to part -- as opposed  
4 to an app on the platform. And so it was no longer  
5 limited to the APIs that were available to platform  
6 apps. It was -- had its own direct access.

7           So that's -- you know, that was the  
8 specific salient example that they put forward at  
9 the time. And then -- so this promise that their  
10 own future development would be limited to the  
11 platform was partly articulated by using Video, as  
12 an example. And then Video itself changed, and it  
13 was no longer a part of the platform.

14 Q.           Can you think of any other examples of  
15 things that Facebook did that were inconsistent with  
16 representations that had been made at the F8 in  
17 2007?

18           MR. LERNER: Vague, overbroad, lacks  
19 foundation, and leading.

20           THE WITNESS: I could think of other  
21 examples where features that a third party had built  
22 on the platform were then built into Facebook's  
23 core, and therefore not on a -- not competing on a  
24 level playing field with Facebook's own features.

25           MR. GODKIN: Q. What features can you

1 think of?

2 A. So, actually, it's mentioned here.  
3 SuperWall and Advanced Wall, and there was another  
4 one called FunWall. Those were third-party apps,  
5 all variations of a multimedia wall.

6 And when I say "wall," in context,  
7 Facebook in 2007 allowed any user to post a comment  
8 on another user's profile, and that was called "on  
9 their wall." So I can write on your wall, meaning I  
10 could write text on your wall. "Your wall" meant  
11 your profile, and it was limited to text.

12 And these third-party features -- these  
13 third-party apps enabled multimedia, meaning I could  
14 write not only text, but add photos and video. And  
15 so if you installed the FunWall or SuperWall or  
16 Advanced Wall app, now your friends could post video  
17 on your wall or they could post graphics on your  
18 wall.

19 And these capabilities were not available  
20 within Facebook's own profiles. Today they are, and  
21 they don't require installing any -- any app.

22 Q. Can you think of any other examples of  
23 things that Facebook did that were inconsistent with  
24 representations that had been made at the F8 in  
25 2007?



1 MR. LERNER: Lacks foundation,  
2 mischaracterizes the testimony, and it's leading.

3 THE WITNESS: I mean, let me -- --  
4 building a music player and artist pages that  
5 competed with iLike's own music player and iLike's  
6 artist pages, I think I already mentioned that.

7 But this language from this Q and A, which  
8 Exhibit 4, was language that -- although I don't  
9 recall reading it in this Q and A, was language that  
10 I recall hearing, perhaps in this Q and A, but  
11 hearing in communication from Facebook, that said  
12 that applications from third-party developers are on  
13 a level playing field with applications built by  
14 Facebook.

15 So having a music player and a -- and  
16 artist pages that were not on a level playing field  
17 was a breach of what I would say was that promise.  
18 And -- you know, and what that enabled was for  
19 Facebook to go to artists and say, "You should put  
20 your music on our Facebook," you know, "Facebook's  
21 official music pages rather than on the iLike pages,  
22 because ours are," you know, "superior and theirs  
23 are," you know, "inferior."

24 While I wasn't there for Facebook -- I  
25 wasn't there to witness Facebook saying those

1 things, it put them in a position to say things like  
2 that. And we would hear back from various artists,  
3 artists who told us that they had heard that kind of  
4 a thing from Facebook, and that Facebook was telling  
5 them to, you know, essentially migrate their  
6 presence from iLike onto Facebook's own pages  
7 because it was going to be superior. So that is not  
8 a level playing field.

9 And then another thing that was a feature  
10 of our application was the -- we had a button that  
11 was present all over our application that was called  
12 the "iLike" button, and you could click that button  
13 to designate that you liked a song or an artist or a  
14 concert. And then it would be inserted into the  
15 News Feed so that your friends could see, you know,  
16 Dave has iLiked this concert or this artist.

17 And Facebook later built a similar feature  
18 with a button called "Like." And the Facebook  
19 feature did not require an app to be installed. It  
20 was built into the Facebook core rather than on the  
21 platform. And I would say, again, that was an  
22 example of not being a level playing field. It was  
23 much easier for consumers to discover these native  
24 "Like" buttons that were part of the Facebook core  
25 vis-a-vis the "iLike" buttons that required an app

1 to be installed.

2 MR. LERNER: And I'm just going to object  
3 to all the hearsay.

4 MR. GODKIN: Q. Do you know approximately  
5 when Facebook added its own "Like" button?

6 MR. LERNER: Mischaracterizes the  
7 testimony, and lacks foundation.

8 THE WITNESS: I would -- I would have to  
9 consult -- I'd have to do a search. I remember  
10 clearly when we found out that it was happening. It  
11 was no small deal for us. I just don't remember  
12 whether it was early -- mid 2008 or late 2008 or  
13 2009.

14 MR. GODKIN: Q. Was it before or after  
15 you sold the company to MySpace?

16 A. I think it was before, but even that's a  
17 hazy memory.

18 Q. Did you communicate with Facebook once you  
19 found out that they had added their own "Like"  
20 button?

21 A. They communicated with us in advance that  
22 it was coming. It was from Dan Rose to my brother.  
23 I don't remember how or if we communicated back.

24 Q. What was the impact on your company,  
25 iLike, by all of these changes that Facebook was

1 making, including deprecating APIs, as you testified  
2 about, the "Like" button, and the other examples?

3 MR. LERNER: Vague.

4 MR. GODKIN: Q. How did that affect your  
5 company?

6 MR. LERNER: Vague and overbroad, and it's  
7 asked and answered.

8 THE WITNESS: It became clear to us that  
9 there was no way to maintain the business we had  
10 built on our Facebook app, and so it became clear to  
11 us that whatever business we had in our Facebook app  
12 was short-lived, and that we should re- -- reorient  
13 ourselves to the parts of our business that were  
14 elsewhere that were unrelated to Facebook.

15 And this was a dire situation for us  
16 because most of our business at this point was on  
17 our Facebook app. So essentially the most  
18 significant part of our business, we realized, was  
19 unlikely to last very long. And that's because most  
20 of the things we relied on, both for consumer  
21 engagement and for revenue, had either disappeared  
22 or were on their way to being deprecated.

23 Furthermore, Facebook was competing with  
24 our own features directly. So -- and not on a level  
25 playing field. And so it was, you know, gradually

1 adding customers faster than we were, and we foresaw  
2 that it was, you know, unlikely for us to be able to  
3 retain those customers since it was not a level  
4 playing field.

5 MR. GODKIN: Q. When did you sell the  
6 business to MySpace?

7 A. Fall of 2009. I think September 2009 is  
8 when it closed.

9 Q. And what was the sale price?

10 A. I'm not sure if I'm allowed to disclose  
11 because it's confidential.

12 Q. Okay.

13 MR. LERNER: It's not.

14 MR. GODKIN: It's not confidential?

15 MR. LERNER: I can look it up on the  
16 Internet for you right now.

17 MR. GODKIN: Yeah.

18 THE WITNESS: I can tell you the public  
19 reported numbers --

20 MR. GODKIN: Q. That's fine.

21 A. -- were in the neighborhood of  
22 \$20 million.

23 Q. To your understanding, did the amount for  
24 which you were able to sell the company, was that  
25 amount affected one way or the other by all of these

1 changes that Facebook was making?

2 A. Yes.

3 Q. How?

4 A. So the biggest factor is that it -- they  
5 significantly impeded our ability to retain or  
6 attract employees. So our staff collectively was  
7 either quitting or threatening to quit, and it was  
8 very difficult for us to recruit any new staff.

9 But also, the products that we sold were  
10 disappearing. So one of our means for revenue would  
11 be to approach a touring artist, such as, to use  
12 your example, Tom Petty, although specifically, I  
13 mean, actual examples were U2, Coldplay, other major  
14 artists. And we would offer to promote their  
15 concert more aggressively than what we already did  
16 in return for cash.

17 So our app for free would notify all U2  
18 fans within a five-mile radius that "There is a U2  
19 concert coming up near you in the next two months."  
20 But if U2 would pay us extra money, we would notify  
21 all fans in a 20-mile radius or 50-mile radius to  
22 reach a larger audience of, you know, prospective  
23 concert ticket buyers. And in return for cash, we  
24 would send those notifications to those fans.

25 Our ability to do that and to collect that

1 money required us to have an ability to notify these  
2 fans, and these fans, who were our users of our app,  
3 we did have that ability to notify them until that  
4 ability was deprecated and we lost that ability to  
5 notify those fans. And so we lost the ability to do  
6 the thing that paying customers were paying us to  
7 do.

8 So our business forecasts had to be  
9 slashed because one of our most lucrative sources of  
10 revenue disappeared. So that impacted the  
11 valuation.

12 Q. Was the Facebook application -- strike  
13 that.

14 Was iLike's Facebook app still functioning  
15 at the time the company was sold to MySpace?

16 A. It was, yes.

17 Q. And you stayed with MySpace for a period  
18 of time?

19 A. Yes.

20 Q. What was your job at MySpace?

21 A. I became VP of business development at  
22 MySpace.

23 Q. And how long did you stay at MySpace?

24 A. Full-time, about six months, maybe seven  
25 months, and then I remained as a consultant maybe

1 clear, the -- I have the protective order that's in  
2 place in the case, and I believe it -- hang on. Let  
3 me just check.

4 MR. LERNER: We can go off the record to  
5 do this.

6 MR. GODKIN: It will just take me a  
7 second.

8 MR. LERNER: Let's go off the record so we  
9 can cover this.

10 MR. GODKIN: All right.

11 MR. LERNER: You need to agree.

12 MR. GODKIN: No, I think you're right. So  
13 I'm agreeing with you.

14 THE VIDEOGRAPHER: Off the record at  
15 12:35.

16 (Discussion off the record.)

17 THE VIDEOGRAPHER: Back on the record at  
18 12:35.

19 MR. GODKIN: Q. Mr. Partovi, do you know,  
20 or to your knowledge, did Facebook ever make a  
21 public announcement that third-party apps would not  
22 be on a level playing field with Facebook apps?

23 MR. LERNER: Vague and overbroad.

24 THE WITNESS: Certainly not in 2007. Did  
25 they sometime later than that do so? Nothing comes



1 to mind. What I would say is that when they  
2 announced this so-called Great Apps program, which I  
3 think might have been mid 2008, it inherently  
4 implied it's not a level playing field because there  
5 are Great Apps and then there are other apps, and  
6 that the Great Apps are somehow superior -- you  
7 know, given benefits not available to the rest.

8 So that public announcement, at least in  
9 between, you know, apps, suggested that the playing  
10 field was not level. I don't think there was any  
11 explicit statement saying that Facebook's own core  
12 features would be even a higher level of capability,  
13 although it was -- by then it was already, you know,  
14 in practice and kind of obvious.

15 MR. GODKIN: Q. Did you ever -- strike  
16 that.

17 I think you testified earlier this morning  
18 about some conversations you had with at least one  
19 person who was in corporate development for  
20 Facebook, and I can't remember the name of the  
21 person. Do you remember what you told me? Or I can  
22 look at my notes.

23 A. Dan Rose was in corporate development. I  
24 don't remember if Allison Rosenthal was. Allison  
25 Rosenthal was in business development, but -- I

1 don't understand -- I don't know what you're asking.

2 Q. Maybe I've used the wrong -- sorry, I  
3 might have used the wrong term. I meant to ask, was  
4 there somebody that you talked to or met with who  
5 was in business development at Facebook?

6 MR. LERNER: Vague and overbroad.

7 THE WITNESS: Allison Rosenthal. And that  
8 was in the pre-platform, you know, 2006, early 2007  
9 time frame. There were others. Dan Rose was a  
10 person that I did not communicate with so much. My  
11 brother had more communications with Dan Rose. And  
12 I believe he was the -- if I'm not mistaken, head of  
13 business development, but I'm not sure his official  
14 title. It might have been head of corporate  
15 development.

16 MR. GODKIN: Q. And so I'm focusing now  
17 on meetings that you personally had --

18 A. Okay.

19 Q. -- with business development people. Can  
20 you identify or do you recall any specific meetings  
21 that you had with business development people?

22 MR. LERNER: Lacks foundation.

23 THE WITNESS: There were many over the  
24 course of the years, but the -- if we're talking now  
25 about post F8, after our app had gone through this,

1    you know, period of, you know, success and then  
2    having features deprecated, we -- we were trying to  
3    sell the company. And I met with a team at Facebook  
4    that was led by Ethan Beard, and he was an ex-Google  
5    guy. I forget if he was in corporate development or  
6    business development, but, you know, he was  
7    relatively new at Facebook, if I remember correctly,  
8    and we were -- I'm sorry. Take it back. I think  
9    that -- I take it back. He was not in corporate  
10   development or business development. I think  
11   actually he had become the head of the platform  
12   team. Forgive me, because it's so long ago, and the  
13   titles I don't remember.

14               And I remember another name now. Elliot  
15   Schrage, Schrage. Schrage, Schrage. So I think in  
16   that sequence I told you before, after Josh Elman  
17   came Elliot Schrage, and then Elliot Schrage either  
18   moved to a different role or to a higher role, and  
19   then Ethan Beard came in maybe under him.

20               So in that earlier succession of people  
21   who we interacted with was Elliot and then Ethan.  
22   And Ethan, I think, was head of the platform, but we  
23   had a conversation with him relating to the  
24   possibility of Facebook acquiring the company.

25               MR. GODKIN: Q. Approximately when did

1 that conversation take place?

2 A. I think in 2009.

3 Q. And who attended? Was it a meeting or a  
4 telephone call?

5 A. It was a meeting.

6 Q. Who attended the meeting?

7 A. I don't remember the other attendees. It  
8 was -- there were more than one people.

9 Q. From --

10 A. Sorry. There were multiple people.

11 Q. From Facebook?

12 A. From Facebook. I think I might have been  
13 the only one from iLike.

14 Q. Was the meeting at Facebook's  
15 headquarters?

16 A. It was.

17 Q. And tell me everything you can remember  
18 about the discussion at that meeting.

19 A. I mean, the most salient thing I remember  
20 was that there -- Ethan said at some point, you  
21 know -- you know, that, "We," meaning Facebook,  
22 "could acquire you, but not for very much." And I  
23 remember asking, "Why not for very much?" and him  
24 saying, "Because we could just shut you down."

25 And the reason this, you know, has stuck

1 in my memory is because I took it as somewhat of a  
2 threat, and I -- I don't know whether he intended it  
3 to be conveyed as a threat or just a, you know,  
4 passing observation on his part, but I remember  
5 immediately notifying other people on my team that  
6 now Facebook has articulated this explicit threat.

7 I don't -- it had never been articulated  
8 before, that they could -- or that they would  
9 consider arbitrarily shutting us down. And, you  
10 know, when you're threatened, it only takes once.  
11 You don't forget it. So from that point on, we  
12 lived under that threat.

13 Q. Who on your team did you communicate what  
14 had been said to --

15 A. Definitely my brother, Hadi, and I'm  
16 pretty sure Nat Brown.

17 Q. Back in the 2007-'8 time frame, were you  
18 familiar with Facebook's privacy settings and  
19 controls?

20 A. I was. They've changed so many times that  
21 I don't remember right off the top of my head what  
22 they were then.

23 Q. Do you recall at that time, 2007-2008,  
24 were -- were Facebook users able to control what  
25 information was accessible to other Facebook users?

1 MR. LERNER: Overbroad and calls for  
2 speculation.

3 THE WITNESS: You know, my recollection of  
4 this is hazy, but with that giant disclaimer, what I  
5 remember is that at the time that the platform first  
6 opened up, meaning the first F8, the controls  
7 offered to consumers were not very much, and --  
8 some, but not very much.

9 And in particular, what I remember as  
10 pertains to our discussion is that third-party apps  
11 like ours could, through one user, see the data of  
12 that user's friends, as I mentioned earlier, as long  
13 as though the one who was our customer himself or  
14 herself could see those -- his friends' information.

15 So if our customer's John, and his friend  
16 is Mary, if John can see Mary's birthday, then we  
17 could also see Mary's birthday, as long as John gave  
18 us permission. At some point I think that ability  
19 was restricted, but I don't remember when or exactly  
20 what the new restriction was.

21 MR. GODKIN: Q. Now, fast-forward to like  
22 2014. In 2014, did you have anything -- any  
23 knowledge of the Facebook Platform at that time  
24 vis-a-vis any of the businesses you invested in or  
25 consulted for?

1 conference called F8, right?

2 A. Yeah.

3 Q. And your testimony was that iLike had  
4 already taken an investment from all the VC  
5 investors at least prior to F8, right?

6 A. Correct. The main investors were Khosla  
7 Ventures and a strategic investment from  
8 Ticketmaster.

9 Q. And you have testified a little bit today  
10 about what you called some promises. And I have a  
11 question for you, which is, are you testifying that  
12 anyone at Facebook actually promised you that  
13 Facebook would only develop its products after F8  
14 like other app developers as apps?

15 MR. GODKIN: Objection.

16 THE WITNESS: I don't remember whether the  
17 word "promise" was used. I remember it more in the  
18 realm of, "We will not do this," or, "We will only  
19 do that." So --

20 MR. LERNER: Q. Is it your testimony that  
21 anybody even represented to you that Facebook would  
22 never develop core products after F8?

23 MR. GODKIN: Objection.

24 THE WITNESS: So the way the FAQ here  
25 states jives with what I remember the

1 representations from Facebook executives in person,  
2 which was applications from third-party developers  
3 would be on a level playing field with applications  
4 built by Facebook.

5 MR. LERNER: Q. Do you see anything there  
6 about Facebook core products there?

7 MR. GODKIN: Objection.

8 THE WITNESS: So no, not in that FAQ. I  
9 remember Matt Cohler representing to me at F8 that  
10 Facebook's own new features would be built using the  
11 platform.

12 MR. LERNER: Q. And so your testimony is  
13 that Mr. Cohler represented to you that from that  
14 date forward, all Facebook new features would be  
15 built as apps on the platform?

16 A. More or less. You know, when you say  
17 "all," if they had made -- you know, if they had  
18 made modest changes to the other parts, we would not  
19 have been surprised, but dramatic changes, we would  
20 have been surprised and we were surprised.

21 Q. Okay. Let's back up. I just -- I want to  
22 get to not more or less, but exactly what you claim  
23 Mr. Cohler represented to you. Did Mr. Cohler  
24 represent to you that from that day forward,  
25 Facebook would never develop its own core products



1 Plaintiff's representations in this complaint, you  
2 were neither a advisor with an agreement nor  
3 yourself initially a shareholder, correct?

4 MR. GODKIN: Objection.

5 THE WITNESS: I was a shareholder at this  
6 point.

7 MR. LERNER: Q. Understood. But you only  
8 became a shareholder after your brother transferred  
9 shares to the entity that you and he share, correct?

10 A. Yes. All of that was prior to 2007,  
11 though. I think that was in 2005 or '6.

12 Q. Okay.

13 A. So at the time of this Q and A, I was a  
14 shareholder. At the time of F8, I was a  
15 shareholder. Whether I was an advisor or not is a  
16 semantic. I was -- I was helping my brother help  
17 them. He was a formal advisor, and -- you know, and  
18 I was informally.

19 Q. Okay.

20 A. You didn't ask, but I'll say that the word  
21 "induce" here is not how I would describe my role at  
22 all.

23 Q. How would you describe your role?

24 A. So what it says here was that I, as an  
25 ally -- you know, in my capacity as an ally of

1 Facebook, was committed to helping them grow their  
2 platform and to induce developers to participate.  
3 While I was a shareholder of Facebook, my main  
4 allegiance was to my own corporation, iLike, and I  
5 was committed to helping iLike build its business.  
6 To the extent that the platform on its face had  
7 benefits that everybody could see, I was touting  
8 those benefits, but not with any inducement goal in  
9 mind.

10 And, you know, it wasn't -- I would never  
11 have described it as saying I was committed to  
12 helping them -- helping Facebook grow that operating  
13 system or to induce anyone to doing anything. I was  
14 committed to helping iLike grow.

15 Q. Indeed. As you testified, you tried to  
16 get an exclusive deal, right?

17 A. That's correct. Before the platform  
18 launched, yeah.

19 Q. Right.

20 A. Which is, frankly, what any company would  
21 do.

22 Q. Right. You understand there were risks in  
23 depending on Facebook, correct?

24 A. Did I understand at the time? Yes.

25 Q. And you understood very well by, for