Susan D. Fahringer, Bar No. 21567
SFahringer@perkinscoie.com
Nicola C. Menaldo, *pro hac vice*
NMenaldo@perkinscoie.com
Erin K. Earl, *pro hac vice*
EEarl@perkinscoie.com
Anna M. Thompson, *pro hac vice*
AnnaThompson@perkinscoie.com
PERKINS COIE LLP
1201 Third Avenue, Suite 4900
Seattle, WA 98101-3099
Telephone: 206.359.8000
Facsimile: 206.359.9000

Gabriella Gallego, Bar No. 324226
GGallego@perkinscoie.com
PERKINS COIE LLP
3150 Porter Drive
Palo Alto, CA 94304-1212
Telephone: 650.838.4300
Facsimile: 650.838.4350

Hayden M. Schottlaender, *pro hac vice*
HSchottlaender@perkinscoie.com
PERKINS COIE LLP
500 N. Akard Street, Suite 3300
Dallas, TX 75201-3347
Telephone: 214.965.7700
Facsimile: 214.965.7799

Attorneys for Defendant
Thomson Reuters Corporation

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN FRANCISCO DIVISION

CAT BROOKS and RASHEED SHABAZZ, individually and on behalf of all others similarly situated,

Plaintiffs,

v.

THOMSON REUTERS CORPORATION,

Defendant.

Case No. 3:21-cv-01418-EMC

DECLARATION OF KEVIN APPOLD IN SUPPORT OF THOMSON REUTERS' ADMINISTRATIVE MOTION TO FILE UNDER SEAL CONFIDENTIAL INFORMATION

I, Kevin Appold, declare as follows:

1. I am Vice President, Product, US Public Records at West Publishing Corporation, the wholly owned subsidiary of Thomson Reuters Corporation that owns and operates the CLEAR platform. For purposes of this declaration, I will refer to West and Thomson Reuters Corporation collectively as "Thomson Reuters." I have been employed by Thomson Reuters for more than 27 years. I manage a team responsible for continued development and operation of the CLEAR platform, and I have led the Product Management team responsible for the integration and ongoing design of CLEAR since Thomson Reuters acquired CLEAR in 2008. I submit this declaration in support of Thomson Reuters' Administrative Motion to File Under Seal Confidential Information. I make this declaration based upon personal knowledge and if called upon to do so I could and would testify competently to the facts set forth herein.

2. Certain information about CLEAR customers is not publicly known and would cause harm to Thomson Reuters if publicly disclosed. For example, this includes the identities of most CLEAR customers; the names of the employees of CLEAR customers who use the platform and the names of individuals who were the subject of searches performed by CLEAR customers; the specific use case of a given customer; the number of CLEAR customers, both generally and as between different categories of customers (e.g., the proportion of government versus non-government customers); and information about potential CLEAR customer contracts—including the value or percentage of contracts Thomson Reuters declined due to credentialing and compliance procedures used to prevent misuse and ensure security of CLEAR. The public disclosure of customer information like this would harm Thomson Reuters because CLEAR competitors could then access the information and use it to, for example, learn about how Thomson Reuters has positioned CLEAR in the marketplace and/or target CLEAR customers for their own products. Public disclosure could also harm Thomson Reuters by damaging its relationship with its customer(s), especially if the customer(s) expect information about them to be kept confidential, and especially given the fact that the customer(s) are not the subject of this litigation and may therefore object to being identified in court filings in this litigation. Finally,

certain information could be taken out of context to give a misleading or inaccurate picture of CLEAR and related business practices.

3. Detailed information regarding credentialing and compliance procedures in place to prevent misuse and ensure security of CLEAR, including the forms and documentation used; the number and types of requests, investigations, and reviews handled by the Thomson Reuters credentialing and/or compliance teams; and how those procedures have changed over time, is not publicly known. The public disclosure of this information would harm Thomson Reuters, including because it could make credentialing and compliance procedures less effective, and/or because CLEAR competitors could leverage the detailed information for their own competitive purposes. Additionally, certain information could be taken out of context to give a misleading or inaccurate picture of CLEAR and related business practices.

4. The records and reports accessible through CLEAR are not available to the general public, including CLEAR competitors, and are instead only available to the specific, credentialed and authorized CLEAR customer(s) who certified a permissible use to view this information. Public disclosure of these documents would harm Thomson Reuters by undermining the limits that it imposes on customer(s) use of CLEAR records and reports. It would also undermine Thomson Reuters' competitive position in the marketplace by making the records and reports accessible to CLEAR competitors.

5. Detailed information related to the content and form of CLEAR reports, including information about the layout, categories of content, and design of reports generated through CLEAR, is not available to the general public, including CLEAR competitors, and is instead ordinarily only available to credentialed and authorized CLEAR customer(s) who certified a permissible use to access the record or report. Public disclosure of this information would harm Thomson Reuters because CLEAR competitors could leverage the detailed information for their own competitive purposes. And the information could be taken out of context to give a misleading or inaccurate picture of CLEAR and related business practices.

6. Documents that compile information about CLEAR features, functionality, content, and data sources, and which are for internal use or for *limited* distribution (e.g., to

credentialed and authorized CLEAR customers) should not be publicly disclosed. Public disclosure of such documents would harm Thomson Reuters because CLEAR competitors could leverage the compilation of information for their own competitive purposes. Additionally, especially given that many of these documents are often targeted to specific audiences or to describe specific use cases, the information could be taken out of context to give a misleading or inaccurate picture of CLEAR and related business practices.

7. Thomson Reuters' internal training documents, which may describe Thomson Reuters' market strategy, business strategies related to customer communications, and the processes that Thomson Reuters puts in place to prevent misuse and ensure security of CLEAR, are not publicly available. Public disclosure of these documents would harm Thomson Reuters because CLEAR competitors could leverage the detailed collection of information for their own competitive purposes. It could also undermine the effectiveness of various strategies and processes. Additionally, especially given that these documents are often targeted to *specific* circumstances and/or audiences, the information could be taken out of context to give a misleading or inaccurate picture of CLEAR and related business practices.

8. The public disclosure of financial information related to the CLEAR platform (e.g., revenue, profits, and costs) that is not already public (e.g, in annual reports) would harm Thomson Reuters because CLEAR competitors could leverage the detailed information for their own competitive purposes. And the information could be taken out of context to give a misleading or inaccurate picture of CLEAR and related business practices.

9. Detailed information regarding the technical processes of CLEAR, such as the function and names of internal databases, is not publicly known. Public disclosure of this information would harm Thomson Reuters, including because it could undermine Thomson Reuters' security practices, and because competitors may also be able to leverage technical information for their own competitive purposes.

10. Public disclosure of the estimates provided by Plaintiffs' experts in this case regarding CLEAR finances and/or regarding the proportion of information accessible through CLEAR attributable to California and/or the portion of revenue, profits, costs, etc. that are

purportedly attributable to California would harm Thomson Reuters. Some of these estimates may reveal confidential information about CLEAR finances and the makeup of CLEAR data. And the estimates are inaccurate, or at least grossly misleading, and could therefore result in a misleading or inaccurate picture of CLEAR and related business practices.

11. The identities of third-party licensors of records and/or data accessible through CLEAR, and the types of records and/or data that each third-party licensor provides, in most cases are not publicly known. The public disclosure of this information would harm Thomson Reuters because CLEAR competitors could then access the information and use it to, for example, target CLEAR data licensors for their own products.

[signature on following page]

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

Executed on January 20, 2023, in Dakota, MN.

Kevin Appold

Kevin Appold