UNITED STATES PATENT AND TRADEMARK OFFICE

BEFORE THE PATENT TRIAL AND APPEAL BOARD

CSC SERVICEWORKS, INC.,
Petitioner,

v.

PAYRANGE, INC.,
Patent Owner.

IPR2023-01186
U.S. Patent No. 8,856,045

**DECLARATION OF CHRIS MAXIE
IN SUPPORT OF PETITIONER'S REPLY
TO PATENT OWNER'S PRELIMINARY RESPONSE**

1. I, Chris Maxie, am the current General Counsel and Corporate Secretary of CSC ServiceWorks, Inc. ("CSC"). I have held this position with CSC since July 2017.

2. I am over the age of 18 years of age and competent to make this declaration. If called to testify as a witness, I could and would testify truthfully under oath to each of the statements in this declaration. I make each statement below based on my personal knowledge or after investigation of the relevant information.

3. I am making this declaration on behalf of CSC in the matter of the *Inter Partes* Review of U.S. Patent No. 8,846,045 ("the '045 patent") to Patel *et al*.

4. To date, neither Kiosoft Technologies, LLC ("Kiosoft"), nor TechTrex, Inc. ("TechTrex") have indemnified CSC or agreed to indemnify CSC with regard to any of PayRange, Inc.'s ("PayRange") claims of patent infringement against CSC, including in connection with the lawsuit brought by PayRange against CSC in Delaware where PayRange accuses CSC of infringing the '045 patent. *PayRange Inc. v. CSC ServiceWorks, Inc.*, Case No. 1-23-cv-00278 (D. Del. 2023) ("the Delaware Suit"). CSC retained its own counsel to represent its own interests in the Delaware Suit.

5. While the testimony is not clear, the "indemnification" discussed by Charles Lee, president of Kiosoft and TechTrex, during his July 27, 2021 testimony cited on pages 8-9 of Patent Owner's Preliminary Response is likely referring to

Kiosoft/TechTrex's agreement to indemnify CSC for the expenses associated with providing third-party discovery PayRange sought from CSC via subpoena in connection with PayRange's separate lawsuit against Kiosoft. *PayRange Inc. v. Kiosoft Technologies, LLC et al.*, Case No. 1:20-cv-20970 (S.D. Fla. 2020). PayRange had not filed a lawsuit against CSC claiming infringement of any PayRange patents at the time of Mr. Lee's July 27, 2021 testimony. In response to this subpoena, CSC retained its own counsel to represent CSC in the third-party discovery process. Kiosoft/TechTrex merely agreed to indemnify CSC for attorneys' fees associated with CSC's compliance with its obligations under this subpoena.

6. CSC again retained its own counsel and independently filed its IPR petitions against U.S. Patent Nos. 10,438,208; 10,891,608; 11,481,772; and 8,856,045. Neither Kiosoft nor TechTrex requested that CSC file IPR petitions challenging these patents.

7. CSC did not consult or coordinate with Kiosoft or TechTrex with regard to the strategy, preparation, and/or filing of any IPR petition filed against any patent owned by PayRange.

8. To date, neither Kiosoft nor TechTrex has funded, directed or controlled, or otherwise agreed to fund, direct, or control, any aspect of CSC's filing of the IPR petitions referenced in paragraph 6.

9. CSC has used Kiosoft and/or TechTrex as a vendor to develop one of the two accused products in the Delaware Suit. CSC's relationship with Kiosoft and TechTrex is a standard customer-vendor relationship for only one of the accused products in the Delaware Suit. PayRange accuses another product in the Delaware Suit that was developed by another vendor. To the best of my knowledge, neither Kiosoft nor TechTrex had any role in developing this second accused product.

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

Dated: November 30, 2023

Chris Maxie