UNITED STATES PATENT AND TRADEMARK OFFICE

BEFORE THE PATENT TRIAL AND APPEAL BOARD

CIRRUS LOGIC, INC. and
OMNIVISION TECHNOLOGIES, INC.,
Petitioners,
v.

GREENTHREAD, LLC,
Patent Owner.

IPR2024-00021
U.S. Patent No. 11,121,222

PATENT OWNER'S MOTION FOR ENTRY OF MODIFIED PROTECTIVE ORDER AND MOTION TO SEAL PURSUANT TO 37 C.F.R. §§ 42.14 & 42.54

Pursuant to 37 C.F.R. §§ 42.14 and 42.54 and the Board's Order Denying without Prejudice Patent Owner's Motion to Seal (Paper 48), Patent Owner, Greenthread, LLC ("Patent Owner") respectfully submits this (1) this Motion for Entry of a Modified Protective Order and (2) this Motion to Seal. First, Patent Owner moves for entry of a modified Protective Order.

Second, Patent Owner moves to seal: Patent Owner's Motion for Additional Discovery (Paper 9), Reply in Support of the Motion for Additional Discovery (Paper 13), Preliminary Response (Paper 16), Request for Director Review (Paper 33), and Response (44) in their entirety, subject to the previous filing of redacted public versions of these papers. The redacted public version of Patent Owner's Motion for Additional Discovery (Paper 9) was previously filed as Paper 39. The redacted public version of Reply in Support of the Motion for Additional Discovery (Paper 13) was previously filed as Paper 40. The redacted public version of Preliminary Response (Paper 16) was previously filed as Paper 41. The redacted public version of Request for Director Review (Paper 33) was previously filed as Paper 42. The redacted public version of Response (44) was previously filed as Paper 46.

Patent Owner further moves to seal Petitioner's Response to Patent Owner's Motion for Additional Discovery (Paper 11) and Petitioner's Reply to Patent Owner's Preliminary Response (Paper 20). The redacted public version of

Petitioner's Response to Patent Owner's Motion for Additional Discovery (Paper 11) was previously filed as Paper 37. The redacted public version of Petitioner's Reply to Patent Owner's Preliminary Response (Paper 20) was previously filed as Paper 38.

Patent Owner further moves to seal Exhibits 2011 (filed on December 22, 2023), 2016 (filed on December 22, 2023), 2022 (filed on December 22, 2023), 2028 (filed on December 22, 2023), 2034 (filed on December 22, 2023), 2037 (filed on January 12, 2024), 2038 (filed on January 12, 2024), 2044 (filed on January 24, 2024), and 2072 (filed on August 16, 2024) in their entirety, subject to the previous filing of redacted public versions of these exhibits.

The redacted public versions of Exhibits 2011, 2016, 2022, 2028, 2034, 2037, 2038, and 2044 were previously filed on July 29, 2024. The redacted public version of Exhibit 2072 was previously filed on August 22, 2024.

Patent Owner has conferred with Petitioner Cirrus Logic, Inc., and Cirrus Logic stated it "does not oppose." Patent Owner has also conferred with Petitioner OmniVision Technologies, Inc. and OmniVision stated it "concurs with Cirrus."

Patent Owner will not be renewing its motions to seal Exhibits 2032, 2047, and 2050.

I. GOOD CAUSE EXISTS

The Office Trial Practice Guide (TPG) states that "a document or thing will be made publicly available, unless a party files a motion to seal that is then granted by the Board." Office Trial Practice Guide (Nov. 2019) at 19; *see also* 35 U.S.C. §316(a)(7). "The document or thing will be protected on receipt of the motion and remain so, pending the outcome of the decision on motion." *Id.* The TPG states that "protective orders may be issued for good cause by the Board to protect a party from disclosing confidential information." *Id.* at 20 (citing C.F.R. § 42.54).

Here, there is good cause for sealing Patent Owner's Motion for Additional Discovery (Paper 9), Reply in Support of the Motion for Additional Discovery (Paper 13), Preliminary Response (Paper 16), Request for Director Review (Paper 33), and Response (44); Petitioner's Response to Patent Owner's Motion for Additional Discovery (Paper 11) and Petitioner's Reply to Patent Owner's Preliminary Response (Paper 20); and Exhibits 2011, 2016, 2022, 2028, 2034, 2037, 2038, 2044, and 2072 because Patent Owner is under confidentiality obligations regarding licensing information referenced therein, including information related to the identities of certain licensees. Patent Owner itself does not desire to maintain the confidentiality of the information, and believes that some of it may be public. Nevertheless, Patent Owner requests to seal the information to avoid potential

disputes with the parties to whom Greenthread owes confidentiality obligations, who have specifically requested that Greenthread maintain the confidentiality.

II. PROTECTIVE ORDER

Patent Owner respectfully requests entry of the modified Protective Order attached hereto as Appendix A, with Appendix B as a redlined version. It is respectfully requested that this Protective Order govern the materials in this proceeding. Should the Board enter this modified Protective Order, Patent Owner designates Papers 9, 11, 13, 16, 20, 33, and 44, and Exhibits 2011, 2016, 2028, 2037, 2038, and 2044 in their entirety as "PROTECTIVE ORDER MATERIAL."

Patent Owner further designates Exhibits 2022, 2034, and 2072 in their entirety as "PROTECTIVE ORDER MATERIAL/OUTSIDE ATTORNEYS' EYES ONLY." Exhibit 2022, 2034, and 2072 for which Patent Owner seeks to restrict access under an "PROTECTIVE ORDER MATERIAL/OUTSIDE ATTORNEYS' EYES ONLY" designation are documents that contain highly competitively sensitive information related to licensing, such as information related to the identities of certain licensees and the licenses to which they agreed, that should only be accessible to persons that qualify under Paragraph 4 of the modified Protective Order.

III. CONCLUSION

For at least the foregoing reasons, Patent Owner respectfully requests entry of the modified Protective Order. Patent Owner further respectfully requests that the Board seal Patent Owner's Motion for Additional Discovery (Paper 9), Reply in Support of the Motion for Additional Discovery (Paper 13), Preliminary Response (Paper 16), Request for Director Review (Paper 33), and Response (44), Petitioner's Response to Patent Owner's Motion for Additional Discovery (Paper 11) and Petitioner's Reply to Patent Owner's Preliminary Response (Paper 20) in their entirety, subject to the previous filing of redacted public versions of those papers. Patent Owner further respectfully requests that the Board seal exhibits 2011, 2016, 2022, 2028, 2034, 2037, 2038, 2044, and 2072 in their entirety, subject to the previous filing of redacted public versions of those exhibits.

Dated: September 27, 2024

Respectfully submitted,

/Alan Whitehurst/

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Counsel for Patent Owner

CERTIFICATION OF SERVICE

The undersigned hereby certifies that a copy of this **MOTION FOR ENTRY OF MODIFIED PROTECTIVE ORDER AND MOTION TO SEAL PURSUANT TO 37 C.F.R. §§ 42.14 & 42.54** has been served on Petitioner electronically via email on the following counsel of record for Petitioner:

Scott Weidenfeller, sweidenfeller@cov.com
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Dated: September 27, 2024 By: */Alan Whitehurst/*
Alan Whitehurst, Reg. No. 43,263

APPENDIX A

PROTECTIVE ORDER

The following Protective Order will govern the filing and treatment of confidential information in the proceeding:

Protective Order

This protective order governs the treatment and filing of confidential information, including documents and testimony.

1. Confidential information shall be clearly marked "PROTECTIVE ORDER MATERIAL." Such materials shall be referred to as the "Confidential" category of materials. An additional category of confidentiality, encompassing materials even more sensitive than materials in the "Confidential" category, is the "Outside Attorneys' Eyes Only" category. The "Outside Attorneys' Eyes Only" category applies to any materials, such as licensing materials of a first party and other materials, whose disclosure to in-house counsel or personnel of an opposing party would create a substantial risk of serious harm to the first party. Materials shall be in the "Outside Attorneys' Eyes Only" category, and shall be handled according to the rules applicable to this higher-sensitivity category, if the materials are marked "PROTECTIVE ORDER MATERIAL / OUTSIDE ATTORNEYS' EYES ONLY."

2. Access to confidential information (unless the confidential information is in the "Outside Attorneys' Eyes Only" category) is limited to the following individuals who have executed the acknowledgment appended to this order:

(A) Party Representatives. Representatives of record for a party in the proceeding.

(B) Experts. Retained experts of a party in the proceeding who further certify in the Acknowledgement that they are not a competitor to any party, or a consultant for, or employed by, such a competitor with respect to the subject matter of the proceeding.

(C) In-house counsel. In-house counsel of a party.

(D) Support Personnel. Administrative assistants, clerical staff, court reporters and other support personnel of the foregoing persons who are reasonably necessary to assist those persons in the proceeding shall not be required to sign an Acknowledgement, but shall be informed of the terms and requirements of the Protective Order by the person they are supporting who receives confidential information.

(E) The Office. Employees and representatives of the United States Patent and Trademark Office who have a need for access to the confidential information shall have such access without the requirement to sign an Acknowledgement. Such employees and representatives shall include the

Director, members of the Board and their clerical staff, other support personnel, court reporters, and other persons acting on behalf of the Office.

3. Employees (e.g., corporate officers), consultants, or other persons performing work for a party, other than those persons identified above in section 2(A)–(D), shall be extended access to confidential information in the "Confidential" category only upon agreement of the parties or by order of the Board upon a motion brought by the party seeking to disclose confidential information to that person and after signing the Acknowledgment. The party opposing disclosure to that person shall have the burden of proving that such person should be restricted from access to confidential information.

4. Access to confidential information in the "Outside Attorneys' Eyes Only" category is limited to the following individuals who have executed the acknowledgment appended to this order:

(A) Party Representatives. Representatives of record for a party in the proceeding.

(B) Experts. Retained experts of a party in the proceeding who further certify in the Acknowledgement that they are not a competitor to any party, or a consultant for, or employed by, such a competitor with respect to the subject matter of the proceeding.

(C) Support Personnel. Administrative assistants, clerical staff, court reporters and other support personnel of the foregoing persons who are reasonably necessary to assist those persons in the proceeding shall not be required to sign an Acknowledgement, but shall be informed of the terms and requirements of the Protective Order by the person they are supporting who receives confidential information.

(D) The Office. Employees and representatives of the United States Patent and Trademark Office who have a need for access to the confidential information shall have such access without the requirement to sign an Acknowledgement. Such employees and representatives shall include the Director, members of the Board and their clerical staff, other support personnel, court reporters, and other persons acting on behalf of the Office.

5. Employees (e.g., corporate officers), consultants, or other persons performing work for a party, other than those persons identified above in section 4(A)–(C), shall be extended access to confidential information in the "Outside Attorneys' Eyes Only" category only upon agreement of the parties or by order of the Board upon a motion brought by the party seeking to disclose confidential information to that person and after signing the Acknowledgment. The party opposing disclosure to that person shall have the burden of proving that such person should be restricted from access to confidential information.

6. Persons receiving confidential information, whether in the "Confidential" category or the "Outside Attorneys' Eyes Only" category, shall use reasonable efforts to maintain the confidentiality of the information, including:

(A) Maintaining such information in a secure location to which persons not authorized to receive the information shall not have access;

(B) Otherwise using reasonable efforts to maintain the confidentiality of the information, which efforts shall be no less rigorous than those the recipient uses to maintain the confidentiality of information not received from the disclosing party;

(C) Ensuring that support personnel of the recipient who have access to the confidential information understand and abide by the obligation to maintain the confidentiality of information received that is designated as confidential; and

(D) Limiting the copying of confidential information to a reasonable number of copies needed for conduct of the proceeding and maintaining a record of the locations of such copies.

7. Persons receiving confidential information, whether in the "Confidential" category or the "Outside Attorneys' Eyes Only" category, shall use the following procedures to maintain the confidentiality of the information:

A) Documents and Information Filed With the Board.

(i) A party may file documents or information with the Board along with a Motion to Seal. The Motion to Seal should provide a non-confidential description of the nature of the confidential information that is under seal, and set forth the reasons why the information is confidential and should not be made available to the public. A party may challenge the confidentiality of the information by opposing the Motion to Seal. The documents or information shall remain under seal unless the Board determines that some or all of it does not qualify for confidential treatment.

(ii) Where confidentiality is alleged as to some but not all of the information submitted to the Board, the submitting party shall file confidential and non-confidential versions of its submission, together with a Motion to Seal the confidential version setting forth the reasons why the information redacted from the non-confidential version is confidential and should not be made available to the public. A party may challenge the confidentiality of the information by opposing the Motion to Seal. The non-confidential version of the submission shall clearly indicate the locations of information that has been redacted. The confidential version of the submission shall be filed under seal. The redacted information shall remain under seal unless the Board determines that some or all of the redacted information does not qualify for confidential treatment.

(B) Documents and Information Exchanged Among the Parties. Documents (including deposition transcripts) and other information designated as confidential that are disclosed to another party during discovery or other proceedings before the Board shall be clearly marked as "PROTECTIVE ORDER MATERIAL" or "PROTECTIVE ORDER MATERIAL / OUTSIDE ATTORNEYS' EYES ONLY" and shall be produced in a manner that maintains its confidentiality.

6. Within 60 days after the final disposition of this action, including the exhaustion of all appeals and motions, each party receiving confidential information, whether in the "Confidential" category or the "Outside Attorneys' Eyes Only" category, must return, or certify the destruction of, all copies of the confidential information to the producing party.

(k) Standard Acknowledgement of Protective Order. The following form may be used to acknowledge a protective order and gain access to information covered by the protective order:

Standard Acknowledgment for Access to Protective Order Material

I _____, affirm that I have read the Protective Order; that I will abide by its terms; that I will use the confidential information only in connection with this proceeding and for no other purpose; that I will only allow access to support staff who are reasonably necessary to assist me in this proceeding; that prior to any disclosure to such support staff I informed or will inform them of the requirements of the Protective Order; that I am personally responsible for the requirements of the terms of the Protective Order and I agree to submit to the jurisdiction of the Office and the United States District Court for the Eastern District of Virginia for purposes of enforcing the terms of the Protective Order and providing remedies for its breach.

By: _____

Dated:

APPENDIX B

~~DEFAULT~~ PROTECTIVE ORDER

The following ~~Default~~ Protective Order will govern the filing and treatment of confidential information in the proceeding:

~~Default~~ Protective Order

This protective order governs the treatment and filing of confidential information, including documents and testimony.

1. Confidential information shall be clearly marked "PROTECTIVE ORDER MATERIAL." Such materials shall be referred to as the "Confidential" category of materials. An additional category of confidentiality, encompassing materials even more sensitive than materials in the "Confidential" category, is the "Outside Attorneys' Eyes Only" category. The "Outside Attorneys' Eyes Only" category applies to any materials, such as licensing materials of a first party and other materials, whose disclosure to in-house counsel or personnel of an opposing party would create a substantial risk of serious harm to the first party. Materials shall be in the "Outside Attorneys' Eyes Only" category, and shall be handled according to the rules applicable to this higher-sensitivity category, if the materials are marked "PROTECTIVE ORDER MATERIAL / OUTSIDE ATTORNEYS' EYES ONLY."

2. Access to confidential information (unless the confidential information is in the "Outside Attorneys' Eyes Only" category) is limited to the following individuals who have executed the acknowledgment appended to this order:

(A) Parties. ~~Persons who are owners of a patent involved in the proceeding and other persons who are named parties to the proceeding. (B)~~

Party Representatives. Representatives of record for a party in the proceeding.

(~~C~~B) Experts. Retained experts of a party in the proceeding who further certify in the Acknowledgement that they are not a competitor to any party, or a consultant for, or employed by, such a competitor with respect to the subject matter of the proceeding~~.(D) In-house counsel. In-house counsel of a party~~.

~~(E~~(C) In-house counsel. In-house counsel of a party.

(D) Support Personnel. Administrative assistants, clerical staff, court reporters and other support personnel of the foregoing persons who are reasonably necessary to assist those persons in the proceeding shall not be required to sign an Acknowledgement, but shall be informed of the terms and requirements of the Protective Order by the person they are supporting who receives confidential information.

(~~F~~E) The Office. Employees and representatives of the United States Patent and Trademark Office who have a need for access to the confidential

information shall have such access without the requirement to sign an Acknowledgement. Such employees and representatives shall include the Director, members of the Board and their clerical staff, other support personnel, court reporters, and other persons acting on behalf of the Office.

3. Employees (e.g., corporate officers), consultants, or other persons performing work for a party, other than those persons identified above in ~~(d)(2)(A)–(E), shall be extended access to confidential information~~section 2(A)–(D), shall be extended access to confidential information in the "Confidential" category only upon agreement of the parties or by order of the Board upon a motion brought by the party seeking to disclose confidential information to that person and after signing the Acknowledgment. The party opposing disclosure to that person shall have the burden of proving that such person should be restricted from access to confidential information.

4. Access to confidential information in the "Outside Attorneys' Eyes Only" category is limited to the following individuals who have executed the acknowledgment appended to this order:

(A) Party Representatives. Representatives of record for a party in the proceeding.

(B) Experts. Retained experts of a party in the proceeding who further certify in the Acknowledgement that they are not a competitor to any party,

or a consultant for, or employed by, such a competitor with respect to the subject matter of the proceeding.

(C) Support Personnel. Administrative assistants, clerical staff, court reporters and other support personnel of the foregoing persons who are reasonably necessary to assist those persons in the proceeding shall not be required to sign an Acknowledgement, but shall be informed of the terms and requirements of the Protective Order by the person they are supporting who receives confidential information.

(D) The Office. Employees and representatives of the United States Patent and Trademark Office who have a need for access to the confidential information shall have such access without the requirement to sign an Acknowledgement. Such employees and representatives shall include the Director, members of the Board and their clerical staff, other support personnel, court reporters, and other persons acting on behalf of the Office.

5. Employees (e.g., corporate officers), consultants, or other persons performing work for a party, other than those persons identified above in section 4(A)–(C), shall be extended access to confidential information in the "Outside Attorneys' Eyes Only" category only upon agreement of the parties or by order of the Board upon a motion brought by the party seeking to disclose confidential information to that person and after signing the Acknowledgment.

The party opposing disclosure to that person shall have the burden of proving that such person should be restricted from access to confidential information.4

6. Persons receiving confidential information, whether in the "Confidential" category or the "Outside Attorneys' Eyes Only" category, shall use reasonable efforts to maintain the confidentiality of the information, including:

(A) Maintaining such information in a secure location to which persons not authorized to receive the information shall not have access;

(B) Otherwise using reasonable efforts to maintain the confidentiality of the information, which efforts shall be no less rigorous than those the recipient uses to maintain the confidentiality of information not received from the disclosing party;

(C) Ensuring that support personnel of the recipient who have access to the confidential information understand and abide by the obligation to maintain the confidentiality of information received that is designated as confidential; and

(D) Limiting the copying of confidential information to a reasonable number of copies needed for conduct of the proceeding and maintaining a record of the locations of such copies.

~~5~~7.Persons receiving confidential information, whether in the "Confidential" category or the "Outside Attorneys' Eyes Only" category, shall use the following procedures to maintain the confidentiality of the information:

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(i) A party may file documents or information with the Board along with a Motion to Seal. The Motion to Seal should provide a non-confidential description of the nature of the confidential information that is under seal, and set forth the reasons why the information is confidential and should not be made available to the public. A party may challenge the confidentiality of the information by opposing the Motion to Seal. The documents or information shall remain under seal unless the Board determines that some or all of it does not qualify for confidential treatment.

(ii) Where confidentiality is alleged as to some but not all of the information submitted to the Board, the submitting party shall file confidential and non-confidential versions of its submission, together with a Motion to Seal the confidential version setting forth the reasons why the information redacted from the non-confidential version is confidential and should not be made available to the public. A party may challenge the confidentiality of the information by opposing the Motion to Seal. The non-confidential version of the submission shall clearly indicate the locations of information that has

been redacted. The confidential version of the submission shall be filed under seal. The redacted information shall remain under seal unless the Board determines that some or all of the redacted information does not qualify for confidential treatment.

(B) Documents and Information Exchanged Among the Parties. Documents (including deposition transcripts) and other information designated as confidential that are disclosed to another party during discovery or other proceedings before the Board shall be clearly marked as "PROTECTIVE ORDER MATERIAL" or "PROTECTIVE ORDER MATERIAL / OUTSIDE ATTORNEYS' EYES ONLY" and shall be produced in a manner that maintains its confidentiality.

6. Within 60 days after the final disposition of this action, including the exhaustion of all appeals and motions, each party receiving confidential information, whether in the "Confidential" category or the "Outside Attorneys' Eyes Only" category, must return, or certify the destruction of, all copies of the confidential information to the producing party.

(k) Standard Acknowledgement of Protective Order. The following form may be used to acknowledge a protective order and gain access to information covered by the protective order:

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I _____, affirm that I have read the Protective Order; that I will abide by its terms; that I will use the confidential information only in connection with this proceeding and for no other purpose; that I will only allow access to support staff who are reasonably necessary to assist me in this proceeding; that prior to any disclosure to such support staff I informed or will inform them of the requirements of the Protective Order; that I am personally responsible for the requirements of the terms of the Protective Order and I agree to submit to the jurisdiction of the Office and the United States District Court for the Eastern District of Virginia for purposes of enforcing the terms of the Protective Order and providing remedies for its breach.

By: _____

Dated: