

**UNITED STATES PATENT AND TRADEMARK
OFFICE**

**BEFORE THE PATENT TRIAL AND APPEAL
BOARD**

RØDE MICROPHONES, LLC AND
FREEDMAN ELECTRONICS PTY LTD,
Petitioner,

v.

ZAXCOM, INC.,
Patent Owner.

Case IPR2025-00231

Patent 7,929,902

DECLARATION OF DAMIEN WILSON

I, Damien Wilson, declare as follows:

1. I am of over the age of eighteen, and am competent to make this declaration on behalf of Petitioners, Freedman Electronics Pty Ltd. (“Freedman”) and RØDE Microphones, LLC (“RØDE”) (together, “Petitioners”). I reside in Sydney, New South Wales, Australia. I provide this declaration based upon my personal knowledge.

2. I am Chief Executive Officer and a Director on the Board of Freedman, a corporation organized under Australian law, located at 107 Carnarvon Street Silverwater, NSW 2128 Australia.

3. RØDE is a Delaware corporation located at 2745 N. Raymond Ave., Signal Hill, CA 90809-1028. RØDE is a wholly-owned, direct subsidiary of Freedman. I am also Chief Executive Officer of RØDE.

4. I joined Freedman in 2007 as a Marketing Manager, followed by promotion to Global Sales and Marketing Director. I was General Manager of RØDE Microphones, LLC in the United States until 2013. I became CEO of Freedman in 2016.

5. In my position as CEO of Freedman, I oversee all aspects of the worldwide RØDE-branded audio product business, including product research and development, manufacturing, marketing and sales, distribution, legal, and administrative matters. Freedman manufactures its RØDE-brand products at our Australia facility at Silverwater in Sydney, and distributes them worldwide, including through a network of distributors and their dealers in countries around the globe, and through RØDE Microphones, LLC in the U.S.

6. As Freedman CEO, I also have supervisory responsibility for other corporations in the Freedman Group.¹ These entities include Freedman Sound Corp. (formerly Transom Loud Holdings Corp., which wholly owns Loud Audio LLC doing business as Mackie, maker of Mackie-brand live audio equipment), Aphexoz LLC (Aphex-brand audio processing, recording and performance equipment), SoundField (microphones), and—as of an acquisition in early May 2025—Lectrosonics, Inc. (“Lectrosonics”), a New Mexico-based manufacturer of professional wireless audio systems.

¹ The Freedman Group is the term that encompasses Freedman and its controlled entities. The Freedman Group is not a separately incorporated legal entity.

7. As Freedman CEO, I was personally involved, along with Freedman founder and Director Peter Freedman, in negotiating the acquisition of Lectrosonics.

8. The Lectrosonics acquisition grew out of discussions between Freedman and Lectrosonics that started in June 2024. Freedman was interested in exploring the possibility of a product development partnership with Lectrosonics to [REDACTED]

[REDACTED]. Toward that end, I authorized Freedman Technology Director Pieter Schillebeeckx to reach out to Lectrosonics. I understand that the Petitioners have produced the early introductory emails between me, Mr. Schillebeeckx, and Lectrosonics Executive Vice President for Product Design & Distribution Karl Winkler (which I address below). Ex. 2030. Mr. Schillebeeckx and Mr. Winkler executed a first nondisclosure agreement between Freedman and Lectrosonics on July 8/9, 2024. Ex. 2031.

9. On or about August 21, 2024, we learned that Lectrosonics was actively engaged in seeking an acquirer. Lectrosonics' representative sent me a confidential information memorandum in late November 2024. Ex. 2032, Ex. 2033.

10. After a visit to Lectrosonics on December 7, 2024 by myself and Peter Freedman, owner of Freedman which also wholly owns subsidiary RØDE, to consider a possible acquisition, and after further discussions, on January 20, 2025, Freedman and Lectrosonics jointly executed a letter of intent to negotiate an acquisition of Lectrosonics, with a proposed price identified in the letter. Ex. 2034. The parties signed a second nondisclosure agreement on February 4, 2025. Ex. 2035.

11. In or about the end of January 2025, an electronic data room was set up for the purpose of Freedman's representatives conducting due diligence of Lectrosonics toward the anticipated acquisition. The data room did not include any documents relating to Zaxcom's concluded patent litigation or inter partes review (IPR) proceedings with Lectrosonics. Nor did Lectrosonics provide any such documentation or information outside the data room, with the sole exception (after execution of the January 20, 2025 letter of intent for the Lectrosonics acquisition and the execution of nondisclosure agreements on July 9, 2024 and February 4, 2025) of the document that Lectrosonics provided in or about the end of February 2025/early March 2025, as described below in paragraph 19.

12. The first communication between Freedman and Lectrosonics was in June 2024 between Mr. Schillebeeckx and Mr. Winkler, regarding Freedman's

interest in potentially engaging in a product development partnership [REDACTED]

[REDACTED]. On June 19, 2024, Mr. Schillebeeckx emailed Mr. Winkler and me to introduce us. Ex. 2030 at IPR2025-00231-0000836. Mr. Schillebeeckx noted to Mr. Winkler that “you were asking some questions with regards Zaxcom which I couldn’t answer” and said that I was eager to connect. Ex. 2030 at IPR2025-00231-0000836. Mr. Schillebeeckx told me that in addition to the technology partnership idea he had discussed with Mr. Winkler, Mr. Winkler, who was aware from public sources of Zaxcom’s pending patent infringement suit against Petitioners in Delaware, had some general questions about the litigation that Mr. Schillebeeckx, who was not involved in the litigation, could not answer. Mr. Winkler and I exchanged emails between June 19 and June 25, 2025, to set up a call, including one on June 25, 2025 where I said “Talk in a few mins.” Ex. 2030 at IPR2025-00231-0000834. Mr. Winkler followed up with a screenshot of an internet messageboard discussion about the Zaxcom litigation against Petitioners, stating it was “For the discussion.” Ex. 2030 at IPR2025-00231-0000834. Despite these efforts, we did not end up connecting on a call to discuss Zaxcom.

13. Freedman's acquisition of Lectrosonics closed on May 9, 2025, with the execution of the Securities Purchase Agreement between RØDE Microphones, LLC, and Lectrosonics. Ex. 2036.

14. As a result of the transaction, RØDE became the 100% owner of all Lectrosonics shares. As RØDE was wholly owned by Freedman, Lectrosonics became an indirect, wholly-owned subsidiary of Freedman. Lectrosonics' financial results will be consolidated into the results of its parent, RØDE, whose results will further be consolidated into the results of Freedman.

15. As the press release announcing the transaction stated, "Lectrosonics will continue to operate from its existing facilities in New Mexico, with the current management team remaining in place to ensure continuity and preserve the brand's unique identity and customer relationships." Ex. 2038. Lectrosonics' officers before and after the transaction were and are:

<u>PRE-ACQUISITION</u>		<u>POST-ACQUISITION</u>	
<u>Name</u>	<u>Title</u>	<u>Name</u>	<u>Title</u>
Wesley Herron	President	Wesley Herron	President
Karl Winkler	EVP product design and distribution	Karl Winkler	EVP, product design and distribution
Robert Cunnings	VP, IT, quality assurance, logistics	Robert Cunnings	VP, IT, quality assurance, logistics
David Thomas	VP, engineering	David Thomas	VP, engineering
Christine A. Butler	Secretary	Damien Wilson	Secretary and Treasurer

Ex. 1043 (response to interrogatory 16 p. 19). Lectrosonics' board members before and after the transaction were and are:

<u>PRE-ACQUISITION</u>		<u>POST-ACQUISITION</u>	
Wesley Herron	Director	Wesley Herron	Director
John Gordon Moore	Director	John Gordon Moore	Director
Christine A. Butler	Director	Peter Freedman	Director
Lawrence E. Fisher	Director	Damien Wilson	Director
Leonard L. Layba	Director	Joe Hockey	Director
Curtis Porter	Director		

Ex. 1043 (response to interrogatory 16 p. 20). No one from Lectrosonics has become an officer or board director (or board manager, in the case of RØDE, which has a Board of Managers instead of a Board of Directors) of RØDE or Freedman.

16. Freedman's directors and managers both before and after the Lectrosonics acquisition were and are:

Peter Freedman	Director
Joseph Hockey	Director
Damien Wilson	Director

Damien Wilson	CEO
Stuart Kipreolis	Company Secretary/CFO
Richard Johnstone	Revenue manager
Pieter Schillebeeckx	Technology director

Ex. 1043 (response to interrogatory 16 p. 20). RØDE's Board of Managers both before and after the Lectrosonics acquisition were and are: Peter Freedman and Joseph Hockey.

Ex. 1043 (response to interrogatory 16 p. 21).

17. As Freedman CEO, I have ultimate management responsibility for and knowledge of this IPR proceeding, including the planning, approval, and filing on December 4, 2024 of Petitioner's petition. The decision to file Petitioners' Petition for Inter Partes Review was made by me, in consultation with Freedman's in-house counsel Chris Lee and our outside litigation and IPR counsel at Dechert LLP.

18. No one outside of Petitioners or their counsel Dechert LLP—including anyone at Lectrosonics—played any role in the preparation, drafting, strategy, prior art selection, argument selection, or filing of IPR2025-00231 or any of the other IPRs filed by Petitioners. Nor have Petitioners or their counsel entered into any written or oral agreements or understandings with Lectrosonics concerning any of

the IPRs filed by Petitioners. Neither has Lectrosonics provided any direct or indirect funding or documents for any of the IPRs filed by Petitioners. In sum, Lectrosonics has had no input, influence, direction, or control over any of the IPRs filed by Petitioners either before or after they were filed. The same is true with respect to Petitioners in the case of the IPRs filed by Lectrosonics against Zaxcom's patents. Petitioners played no role in those earlier Lectrosonics' IPRs. Nor has Lectrosonics played any role in the Delaware litigation between Zaxcom and Petitioners, other than providing Petitioners with the document discussed in the next paragraph.

19. While it did not have anything to do with IPR2025-00231 or the '902 patent, in or about end of February/early March, 2025, during a visit by me to Lectrosonics in New Mexico, Lectrosonics director, John Gordon Moore gave to James Hocking, commercial advisor from PwC Australia to Freedman and RØDE, a paper printout of a confidential, attorney-client document consisting of an annotated claim chart purporting to compare operating instructions of something called a "Joey Transcorder CTR-751/V" to certain claims of Zaxcom patent No. 9,336,307. Mr. Moore said he was giving me the document to forward to our counsel to determine whether it was relevant to the pending infringement litigation in

Delaware. I understand the document was originally prepared by Lectrosonics' outside counsel Justin R. Muehlmeier of Peacock Law P.C. Mr. Moore did not give to James Hocking anything else pertaining to the claim chart or to Zaxcom's patents, including the "Joey" operating instructions referenced in the chart. When I returned to Australia, James Hocking gave the document to me when visiting Freedman premises for a meeting and I in turn gave it to Freedman in-house counsel Chris Lee with instructions to send it to Dechert for review. This was the only document relating to the validity of a Zaxcom patent that Lectrosonics provided to Petitioners before the May 9, 2025 closing of the acquisition. I understand that to date, the Joey reference has not been used against Zaxcom's patents in the litigation, nor was it included in any of Petitioners' IPR petitions.

20. Since the dismissal of the Zaxcom v. Lectrosonics litigation in February 2023, Zaxcom has not sued Lectrosonics for patent infringement or accused Lectrosonics of infringement. Lectrosonics stopped manufacturing and selling the product that was accused in that lawsuit—the Lectrosonics PDR—back in 2019, more than five and a half years ago. Ex. 1044. At that time, the product design was already several years old, having been released in 2016. Also, the PDR was obsolete as in August 2019, the SPDR was released and in March 2020 the MTCR was released.

These products with advanced technology and features replaced the PDR. As a result, even if Lectrosonics could make and sell the PDR in the United States today, it would not do so. Lectrosonics would have no interest in resuming manufacture and sale of the PDR as it is obsolete and replaced by the SPDR and MTCR, no longer state-of-the-art or commercially competitive.

I declare under penalty of perjury under the laws of the United States of America and New South Wales, Australia, that the foregoing is true and correct.

Dated: *June, 4TH 2025*

A handwritten signature in dark ink, consisting of several loops and a horizontal line at the end, positioned above the printed name.

Damien Wilson