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Attorneys for Defendants OpenTV Inc. and Nagra USA, Inc.

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION**

CISCO SYSTEMS, INC.
CISCO TECHNOLOGY, INC.
NDS AMERICAS INC.
SCIENTIFIC ATLANTA LLC

Plaintiffs,

v.

OPENTV INC.
NAGRA USA, INC.,

Defendants.

Civil Case No. 5:13-cv-0282-EJD

**DECLARATION OF MARK
BEARIAULT
IN SUPPORT OF DEFENDANTS'
MOTION TO DISMISS**

**MOT. DATE: April 1, 2013
HRG. DATE: July 5, 2013
TIME: 9:00 a.m.
COURTROOM: 4, 5th Floor
JUDGE: Hon. Edward J. Davila**

REDACTED PUBLIC VERSION

DECLARATION OF MARK BEARIAULT**IN SUPPORT OF OPENTV'S MOTION TO DISMISS**

I, Mark Beariault, declare under penalty of perjury that:

1. I am General Counsel and Director of Group Legal Affairs for Kudelski SA ("the Kudelski Group"). I have personal knowledge of the matters stated herein and, if called upon, could competently testify thereto.

2. [REDACTED]

3. The Kudelski Group, of which Defendants OpenTV and Nagra USA are subsidiaries, is a Swiss technology company whose business includes providing hardware and software for use in digital television systems. For example, OpenTV develops and sells set-top box operating system software ("middleware") primarily for cable and satellite television providers worldwide. Kudelski's NAGRA subsidiaries provide technology relating to conditional access systems ("CAS"), which perform security-related functions, primarily for cable and satellite television providers around the world. Kudelski companies also own patents relating to delivery of content over the Internet ("Over The Top" or "OTT"), a technology relevant to the Netflix suit Cisco also cites in the Complaint.

1 4. Kudelski's annual revenues from these digital television businesses in 2011
2 totaled approximately 662 million Swiss francs, or approximately \$702 million at current
3 exchange rates. Attached hereto as Exhibit A is a true and correct copy of the 2011 Annual
4 Report of the Kudelski Group.

5 5. Because the Kudelski Group companies, including OpenTV,¹ supply
6 technology products and services to satellite and cable television providers, the Kudelski
7 companies regularly engage in product-related business discussions with customers, for example
8 negotiating product sales and license agreements or performing professional services and
9 maintenance relating to its products.

10 6. Sky Italia is one such customer; it is an Italian digital satellite television
11 provider that has used OpenTV's middleware product since approximately 2004.

12 7. [REDACTED]
13 [REDACTED]
14 [REDACTED]
15 [REDACTED]
16 [REDACTED]
17 [REDACTED]
18 [REDACTED]
19 [REDACTED]
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26 _____
27 ¹ I will hereafter refer to the Kudelski companies collectively as "OpenTV" for purposes of this
28 declaration.

[illegible]

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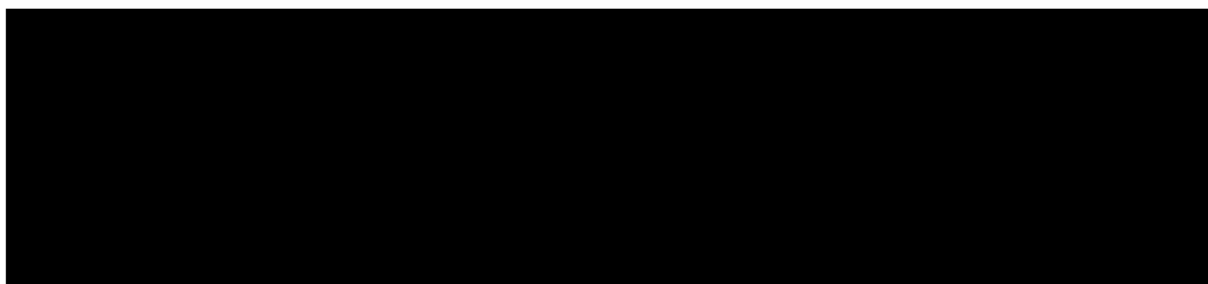
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I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge and belief.

Executed on March 28, 2013, in Cheseaux, Switzerland.


Mark Beariault