THE FACEBOOK VS. CONNECTU

MARK ZUCKERBERG

APRIL 25, 2006

[THE WITNESS is Mark Zuckerberg; MR. GUY is an attorney for Facebook; MR. MOSKO is an attorney for ConnectU; Endnotes: Sources.]

1 Q. Yes.
2 A. I don’t think so. I mean I may – like reporters from the newspaper may have asked me. I don’t know if you count that but not like the administration.
3 Q. No. I’m talking about somebody with the administration?
4 A. That’s what I figured but I just wanted to make sure.
5 Q. Is it your understanding that you can return to Harvard at any future time?
6 A. Yes.
7 Q. And that would be without having to apply to Harvard to get reinstated?
8 A. That’s my understanding.
9 MR. GUY: Objection, vague. Answer if you can.
10 THE WITNESS: It’s my understanding that you can take indefinite leaves at Harvard and then return whenever you like.
11 BY MR. MOSKO.
12 Q. Now, physically, what state were you in when you conceived of the idea for TheFacebook?
13 A. When like the original idea came to me?
14 Q. Yes

1 A. I don’t know. I was probably at Harvard.
2 Q. Well, if you began writing code for it sometime in January, did you have the original idea for TheFacebook sometime in the fall – sometime in 2003?
3 A. I don’t know. I mean it was like a lot of stuff in Facebook was combined from Course Match and thing likes that that was written in 2003.
4 Q. Okay, and did your – did the idea that you originally had with respect to TheFacebook, did it change in any way to the point, up until the point in time when it launched on February 4th?
5 A. Sorry. I don’t understand.
6 Q. Well, you have the idea of Facebook at sometime perhaps 2003; is that right?
7 A. Maybe, yeah.
8 Q. And was there a difference between the initial idea and the form in which it took when it launched in 2004, February 2004?
9 A. Yeah. Of course.
10 Q. What changes occurred between the initial idea and the launch in 2004?
11 A. Probably a lot of little ones.
12 Q. As you sit here today can you tell me what they are?
13 A. No.
14 Q. Did you share your idea with anyone about TheFacebook in 2003 when you apparently had? MR. GUY: Objection, vague and ambiguous.
15 THE WITNESS: I don’t remember and I also never said that I had the idea in 2003. Really, unsure of like when the moment was that it crystallized and I said I’m going to make Facebook.
16 BY MR. MOSKO:
17 Q. All right. Whenever that was did you share your ideas with anyone?
18 MR. GUY: Again, vague and ambiguous.
19 THE WITNESS: I must have eventually told Eduardo, right?
20 BY MR. MOSKO:
21 Q. When you initially had the idea whenever it was, did you tell Eduardo both idea?
22 MR. GUY: Still vague and ambiguous, calls for speculation. Answer if you can.
23 THE WITNESS: By initially, do you mean like within seconds or like within what period of time or – I’m just like not sure I understand.
24 BY MR. MOSKO:
25 Q. Can you tell me how much time passed between when you initially had the idea and when you told Eduardo?
26

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Q. Has somebody done this on your behalf?
A. I think so.
Q. Would someone have done this on your behalf, if you recall?
MR. GUY: Objection, calls for speculation.
Answer if you know.
THE WITNESS: I believe the same person does mine as does Dustin's.
BY MR. MOSKO:
Q. And who is that person, please?
A. I don’t know.
Q. Who engaged this person for the purpose of filling out tax returns?
MR. GUY: Objection, vague as to time.
Calls for speculation.
THE WITNESS: I don’t know.
BY MR. MOSKO:
Q. Do you know if Dustin did?
BY MR. MOSKO: Same objection.
THE WITNESS: I think he did.
BY MR. MOSKO:
Q. Prior to your work with TheFacebook, do you know if anyone was ever engaged for the purpose of completing a tax return on your behalf?
A. I don’t know.

Q. Do you know if a tax return at any time has been filed in any of the United States for you during the past four years?
A. Yes.
Q. What year to the best of your knowledge is the first year in a tax return was filed on your behalf?
MR GUY: Objection, vague and ambiguous, calls for speculation.
THE WITNESS: I don’t know.
BY MR. MOSKO:
Q. Was it after you started with Facebook?
MR. GUY: Same objections.
THE WITNESS: I don’t know. I don’t think so.
MR. MOSKO:
Q. Do you recall what state your first tax return was filed in?
MR. GUY: Same objection.
THE WITNESS: No.
BY MR. MOSKO:
Q. I believe you told me the cofounders -- well, let me just ask this question. Who do you believe the cofounders of Facebook were?
A. Eduardo was there pretty much immediately.
Q. And what does that mean?
A. He helped me finance it originally.
Q. How far along was Facebook before Eduardo came along?
A. In terms of what?
Q. In terms of its design, it's conception?
MR. GUY: Objection, vague and ambiguous.
calls for speculation. Answer if you can.
THE WITNESS: I already thought I was going to make it, and then -- we didn't have a company at that time formally.
BY MR. MOSKO:
Q. Had you begun writing -- strike that.
Were you the initial code writer of the initial code for Facebook?
A. Yes
Q. Was there anybody else who assisted in writing the initial code for Facebook?
A. No.
Q. Did Eduardo join you in your efforts before you started writing code for Facebook?
MR. GUY: I'm sorry, can I have the question read back.
BY MR. MOSKO:
Q. Did Eduardo join your efforts with respect to The Facebook web site before you started writing code for it?
A. I don't remember. But I mean that depends on your definition of joined efforts.
Q. Well, what was Eduardo's initial responsibilities or duties?
A. To I guess --
MR. GUY: I'm sorry. Wait for the objections. Objection, assumes facts, calls for speculation. Answer if you can.
THE WITNESS: I mean I think it was to help set up the company initially and get financed and help figure out some of the business stuff.
BY MR. MOSKO:
Q. Did he have any involvement in the site's content?
MR. GUY: Objection, vague. Answer if you can.
THE WITNESS: What do you mean?
BY MR. MOSKO:
Q. Did Eduardo have any involvement in deciding what was actually going to go on the site?
MR. GUY: Same objection.
THE WITNESS: At what point?
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1 for speculation, vague and ambiguous. Answer if you can.
2 THE WITNESS: I don't know exactly. I had problem sets and other stuff going on then. My finals. So I mean the amount of time that I had would have been capped by that. I think it was somewhere between a week and two weeks or so.
3 BY MR. MOSKO:
4 Q. So you wrote the code for Facebook in a period of one to two weeks before it was launched; is that right?
5 A. The original version, I think so.
6 Q. And when you say "problem sets," what do you mean?
7 A. Assignments for classes.
8 Q. What kind of load did you have at Harvard during the fall semester of 2003?
9 MR. GUY: Objection, vague. Answer if you can.
10 THE WITNESS: What do you mean?
11 BY MR. MOSKO:
12 Q. Was it full load? Were you taking classes, a sufficient number of classes and units to qualify as a full student at Harvard during the fall of 2003?
13 A. Yes.
14 Q. Same question with respect to the spring of 2004.
15 A. Yes.
16 Q. So in January you began writing code for a February 4th launch; correct?
17 MR. GUY: Objection, misstates -- mischaracterizes his prior testimony. Vague and ambiguous. Answer if you can.
18 THE WITNESS: You're asking me if I began in January?
19 BY MR. MOSKO:
20 Q. Yes
21 A. And if it launched on February 4th?
22 Q. Yes
23 A. I think both of those are true.
24 Q. And it took you somewhere between one and two weeks to write the initial code that you launched with; correct?
25 A. Yeah, I believe so.
26 Q. And Eduardo during that time was doing what for you while you were writing code?
27 A. I'm not sure he was doing much during that time. I think he may have been beginning to think about how he would potentially monetize the site or

1 how to set it up as a corporation.
2 BY MR. MOSKO:
3 Q. What about Dustin, what was he doing for you during that time you were writing code
4 February 4th launch?
5 MR. GUY: Objection, same objections regarding assume ifs, calls for speculation.
6 Answer if you can.
7 THE WITNESS: He wasn't working with me at that time.
8 BY MR. MOSKO:
9 Q. Was Chris working for you at the time during the writing of the initial code?
10 A. No.
11 Q. We're talking about Chris Hughes?
12 A. Yeah.
13 Q. Prior to February 4th, 2004, when the site launched, had you discussed with Eduardo any arrangement or idea of how the site would be owned?
14 A. What do you mean?
15 Q. As to who owned the web site?
16 A. Yeah. We both did.
17 Q. And what discussions had you had with him prior to February 4th, 2004?
18 A. I guess we had an internal agreement over

who did what.
2 Q. And did you have any informal agreement as to what percentage of the web site you would own, as opposed to what percentage of the web site he would own?
3 MR. GUY: Objection.
4 BY MR. MOSKO:
5 Q. And again, prior to February 4th, 2004?
6 MR. GUY: Objection, mischaracterizes his testimony. Answer if you can.
7 THE WITNESS: Yes, but I don't think the ownership was over the web site as much as the business or the company.
8 BY MR. MOSKO:
9 Q. So you're talking about you would take care of certain duties and he would take care of different duties?
10 A. What do you mean?
11 MR. GUY: Objection, vague, yeah.
12 BY MR. MOSKO:
13 Q. Well, your response was -- previous response was I don't think the ownership was over the web site as much as the business of the company.
14 What did you mean by that?
15 A. I mean the web site is part of -- like an
MR. GUY: Yes, in terms of whether you had such a discussion.

MR. MOSKO: That's not the question. He's already admitted to he had that discussion. My questions is how much did you and Eduardo agree would be your share?

MR. GUY: The objection is that assumes facts, calls for speculation.

MR. MOSKO: Okay.

BY MR. MOSKO:

Q. You can answer the question.

MR. GUY: And the question is, you know -- he'd ask you to lay a foundation. You're assuming --

THE WITNESS: The reason why I'm asking is you're instructing me not to talk about percentage ownership. It was two-thirds, one-third, mean to him.

MR. MOSKO:

Q. So you would own two-thirds of this company you expected to set up and Eduardo would own the other third?

A. Yes

Q. And that discussion occurred prior to the February 4th launch. Is that correct?

A. I believe so.

Q. Was there any specific discussion as to the form of the company that's what form the company would take?

A. I don't remember.

Q. Did you discuss it being a partnership?

A. I don't remember.

Q. Did you discuss it being a corporation?

A. I don't remember.

Q. Did you discuss it being some kind of other entity that would hold the interest of The Facebook?

A. I don't remember.

Q. What prompted this discussion between you and Eduardo about percentage ownership?

A. We were starting a company. It seemed like we should talk about that.

Q. Did you discuss this with Eduardo on more than one occasion? And I'm talking about prior to February 4th, 2004.

A. I don't remember.

Q. Other than talking about who would own the company and in what percentage. Do you have any other recollection of any discussion with Eduardo?
about how this entity would be set up?
  A. I don't remember the specifics of that.
  Q. Did you have any discussion with anyone
  besides Eduardo about how the ownership interest of
  TheFacebook would be held?
  MR. GUY: Objection, vague as to time.
  BY MR. MOSKO:
  Q. Prior to February 4th, 2004,
  A. I don't understand who else I would have
  spoken with.
  Q. That's my question. Did you talk to
  somebody else besides Eduardo prior to February 4th,
  2004, about the form of interest that each of you
  would take in Facebook?
  A. I don't think so.
  Q. When Dustin entered the picture with
  respect to Facebook what were his initial
  responsibilities?
  A. Launching more schools.
  Q. Anything else?
  A. Not immediately.
  Q. And how soon after the February 4th launch
  did Dustin get involved?
  A. I don't know the exact date.
  Q. Approximately.

A. Probably sometime around or after the
middle of February. What I can tell you is that we
launched the first set of schools after Harvard by
the end of February, so it was definitely sometimes
before that.
Q. Harvard was the only school that you
launched Facebook is that right?
MR. GUY: Objection. Go ahead and answer
it.
THE WITNESS: Originally.
BY MR. MOSKO:
Q. And then at the end of February you added
additional schools; is that right?
A. Yes, we started.
Q. And it was Dustin’s responsibility to
engage the new schools for the purpose of joining
the website; is that right?
MR. GUY: Objection, assumes facts, calls
for speculation, answer if you can.
THE WITNESS: That was not really what was
involved in launching a school.
Q. Explain to me what was suppose –
A. It was mostly like getting the information
that we needed to launch that school. It didn’t
have anything to do with the school’s admission.
Q. What information did you need to launch a
school?
A. The house list for that school.
Q. What does that mean?
A. The list of houses that people could live
at that school or list of dormitories and some
other information about the school.
Q. For example?
A. The e-mail domain from that school. So
like one of the schools that we launched then was
Yale. If in fact that people at Yale have a
yale.edu, you know, addresses was important. When
people signed up with the e-mail address we would
know they were from Yale and we could put them in
the Yale network.
BY MR. MOSKO:
Q. Anything else besides school list or
e-mail address list?
A. I think there were some other things but
it has changed as time has gone on. I don’t
remember exactly what was there.
Q. What was Dustin’s responsibility
initially? You initially told me it was adding more
schools, I believe?
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1 to be a third owner of a company you expected would
2 eventually owned the website; correct?
3 A. Yes
4 Q. At some point was – did you consider
5 adding Dustin as an owner?
6 A. Yes, but after he started.
7 Q. Okay. So was that sometime in February?
8 A. Yeah
9 Q. Did you reach an agreement or an
10 arrangement among yourselves, that is, between or
11 among you. Dustin and Eduardo as to what Dustin’s
12 interest would be?
13 A. Yes
14 Q. Do you recall when you reached that
15 arrangement?
16 A. No.
17 Q. Was it sometime in February?
18 MR. GUY: Objection, call for speculation.
19 Answer if you can.
20 THE WITNESS: I think so but I’m not sure.
21 BY MR. MOSKO:
22 Q. What was that arrangement?
23 A. So we changed the ownership percentages of
24 that. I own 65 percent. Eduardo owned 30 and
25 Dustin owned 5.

Q. Did you prepare any writings memorializing
these rates so to who were to own the company that
would hold Facebook?
MR. GUY: Objection, vague and ambiguous
answer if you can.
THE WITNESS: I don’t think so. I think
that there are written records but mostly as a
byproduct, not as like to formally memorialize it.
BY MR. MOSKO:
Q. When do you recall the first written
record?
A. I don’t
Q. Was it sometime in February?
MR. GUY: Objection, calls for speculation.
THE WITNESS: I don’t know.
BY MR. MOSKO:
Q. Did anyone else become an owner of this
entity that would hold Facebook?
MR. GUY: Objection, vague, calls for
speculation.
THE WITNESS: At what time?
BY MR. MOSKO:
Q. Prior to the end of the school year in
2004.
MR. GUY: Same objection.
THE WITNESS: Chris Hughes.
BY MR. MOSKO:
Q. Okay. And when did Chris get involved?
A. I think slightly after Dustin.
Q. What were Chris’ responsibilities?
A. He was Spokesperson.
Q. That’s what you told me before. Did he
hold any other initial responsibilities when he
joined you and Dustin and Eduardo?
A. I don’t think so.
Q. Was there ever any arrangement as to what
his ownership interest would be?
A. I think so. I’m not sure exactly what it
was, though.
Q. Give me your best recollection.
A. I think that at the time we had negotiated
both a percentage ownership and some revenue share
agreement and I’m not sure if he had a percentage
ownership or just a revenue share. So I’m really
not sure.
Q. His responsibilities never changed, that
is, he was the original spokesperson and stayed the
spokesperson, is that correct?
A. His title hasn’t changed.
Q. And has his job responsibilities?
Q. Yes.
A. I don’t think so. I mean I may – like reporters from the newspaper may have asked me. I don’t know if you count that but not like the administration.
Q. No. I’m talking about somebody with the administration?
A. That’s what I figured but I just wanted to make sure.
Q. Is it your understanding that you can return to Harvard at any future time?
A. Yes.
Q. And that would be without having to apply to Harvard to get reinstated?
A. That’s my understanding.
MR. GUY: Objection, vague. Answer if you can.
THE WITNESS: It’s my understanding that you can take indefinite leaves at Harvard and then return whenever you like.
BY MR. MOSKO.
Q. Now, physically, what state were you in when you conceived of the idea for TheFacebook?
A. When like the original idea came to me?
Q. Yes
A. I don’t know. I was probably at Harvard.
Q. Well, if you began writing code for it sometime in January, did you have the original idea for TheFacebook sometime in the fall – sometime in 2003?
A. I don’t know. I mean it was like a lot of stuff in Facebook was combined from Course Match and thing likes that that was written in 2003.
Q. Okay, and did your – did the idea that you originally had with respect to TheFacebook, did it change in any way to the point, up until the point in time when it launched on February 4th?
A. Sorry. I don’t understand.
Q. Well, you have the idea of Facebook at sometime perhaps 2003; is that right?
A. Maybe, yeah.
Q. And was there a difference between the initial idea and the form in which it took when it launched in 2004, February 2004?
A. Yeah. Of course.
Q. What changes occurred between the initial idea and the launch in 2004?
A. Probably a lot of little ones.
Q. As you sit here today can you tell me what they are?
Q. Do you know where Arie Hasit is today?
A. I think he’s in Israel.
Q. Has he completed his studies at Harvard, if you know?
A. Yes.
Q. Who else were Joe Green’s roommates?
A. He had one other, Joey Seisols.
Q. Can you spell that?
A. I don’t know if I can. I didn’t have much to do with him. I could try to spell it if you want.
Q. Give us your best shot, please.
A. S-e-i-s-o-o-l-s.
Q. And you don’t know where Joey Seisols is today, do you?
A. No, but I think he graduated.
Q. Now, you were the one who wrote the initial code that was used to launch the web site on February 4th 2004; is that right?
A. Yes.
Q. Do you know how many lines of code you wrote?
A. No. sorry.
Q. Approximately?
MR. GUY: It calls for speculation.

THE WITNESS: Yeah.
BY MR. MOSKO:
Q. And your testimony earlier was that it took you approximately one to two weeks to write that code; is that correct?
A. I think so. I mean it was definitely like on and off.
Q. Did you – before actually starting to write the code did you prepare any diagrams or outlines or other precode writings?
A. I don’t remember. I mean sometimes I put stuff on the white board but if I did, then I don’t have that anymore.
Q. You had a white board in your dorm room; is that right?
A. Yeah.
Q. Did you debug the code before you launched it on February 4th?
MR. GUY: Objection, vague and ambiguous, calls for speculation. Answer if you can.
THE WITNESS: Somewhat.
BY MR. MOSKO:
Q. Well, what tests if you recall did you run on the code before it launched on February 4th of 2004?

A. I tried to make sure that it worked in as many cases as I could test that you could register for an account, that you could build your profile, that you could search, and those were the important things.
Q. What did the original February 4th, 2004, web site allow a user to do? Register, build a profile, search, anything else?
A. Set your privacy settings so you could determine who would get to see what on the site.
Q. At some point after the code launched – strike that.
A. Sorry, at some point after it launched?
Q. Yes.
Q. At any point after it launched?
Q. Let’s say within the first couple of months after it launched?
A. So Dustin originally came on to set up databases and launch schools. That’s part of it. Soon after that he started helping out with fixing some bugs and things, developing new things.
Q. Anybody else besides Dustin involved in writing codes or fixing things is the first several months, let’s say three or four months after it launched on February 4th, 2004?
A. I don’t think so.
Q. Did you spend any out-of-pocket money in order to – prior to the launch of the code on February 4th, 2004?
MR. GUY: Objection, vague. Answer if you can.
THE WITNESS: What do you mean by out-of-pocket?
BY MR. MOSKO:
Q. Did it cost you anything to launch your web site?
MR. GUY: Same objection.
THE WITNESS: We were renting servers that cost around $85 a month, I think.
BY MR. MOSKO:
Q. And that’s – you had to rent the servers in order to launch the web site; is that right?
A. Yes.
Q. From whom were you renting the servers?
A. Managed.com
Q. Did you enter into a written agreement with managed.com for the services?
A. I believe so but it was a form agreement.
Q. You said a form agreement?
A. I mean you just basically went to their web site and ordered rental servers there and then they sent you the password and user name to log into those servers. It wasn't like I negotiated with anyone there.
Q. Had you used managed prior to your use of it with Facebook?
A. I don't think so.
Q. Who actually filled out these forms off managed.com?
MR. GUY: Objection, vague. Answer if you can.
MR. MOSKO:
Q. And then what do you give them, a credit card for the $85 a month?
A. Yeah.
Q. Did you run the web site for the first couple of months by yourself?
MR. GUY: Objection, vague. Answer if you can.
MR. MOSKO:
Q. Are you just making sure that it got done.
Q. So Dustin has access to the code that was running the sight during that time frame; is that correct?
A. Yes.
Q. The last question with respect to the rearchitecting the sight prior to your leaving school in May, who had responsibility for doing that?
A. I --
MR. GUY: Same objection. Answer if you can.
THE WITNESS: I typically did that just because I was more experienced at doing stuff like that.
MR. MOSKO:
Q. And then you also referenced taking care of the servers. What did you mean by that?
A. Different things break.
Q. And who was responsible for that between the time it launched and the time you left school in May?
MR. GUY: Objection, assumes facts. Answer if you can.
THE WITNESS: We tried to keep the site running as much as possible so that it wasn't -- I guess
I had the responsibility.

Q. Did anybody else have access to the code besides you and Dustin prior in May, the end of May 2004?

A. I may have given access to some people who were going to work over the summer on it before that. I may have also given access to a friend or two to help fix things randomly but they weren’t employed.

Q. Do you recall actually giving access to friends to Facebook code prior to the end of May 2004?

A. I’m not sure during that time frame.

Q. What arrangements did you make to the end of May 2004 regarding how the site would be operated during the summer?

A. What do you mean?

Q. Well, you’re response earlier was I may have given access to some people who were going to work over the summer on it.

Do you have any specific recollection of doing that?

A. So we had --

MR. GUY: Objection, vague. Go ahead.

summer we went from about 30 schools to I think over 100 but I’m not sure of the exact number off the top of my head. So we had a lot of stuff to configure.

I knew Steve is good with operating system level stuff, so he helped us configure with Linux on a lot of the new machines and that kind of stuff. I think Steve also wrote the group speech on the site, which is there now. Eric did a handful of things as well.

Q. Can you tell me again what Steve wrote, please? I didn’t understand what you said.

A. I mean they each wrote a branch of things and they didn’t have just one task. Steve is good at very low level system stuff, so he’s pretty skilled with operating systems and he helped us configure Linux and a bunch of the servers and hardware we purchased when we were out there. He also wrote the groups functionality on the site.

Q. Physically, where were they located when they performed these responsibilities?

A. In California with us over the summer.

Q. When did you discuss with Erik and Steve the idea of joining you in California?

A. Sometime during the previous school year, so the spring of ’04.

Q. When did you make the decision to go to California?

A. Probably around the time frame. I actually think it was before we got interns.

Q. Before you got the interns you made the decision to go to California?

A. For the summer, just to spend the summer in California.

Q. Was your decision to go to California made say, before the reading period in Harvard?

A. I really don’t remember but I mean — I don’t remember.

Q. You also made reference to your girlfriend. Who is that?

A. Priscilla Chan.

Q. Spell her name for me, please.

A. C-h-a-n.

Q. How long has Priscilla Chan been your girlfriend?

A. I started dating her I think sometime in November of ‘03.

Q. And where is she located today?

A. She’s at Harvard.

Q. Did she have access to the code that ran the web site prior to the end of May 2004?
Endnotes

Sources:


EXHIBIT R
Attention: BESSIE
Fax: 585-593-6780

COMMUNITY BANK, N.A.
113 North Main St.
Wellsville, NY 14895

Bessie Jones
8/13/10