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Rasier-CA LLC, Rasier-PA LLC, Rasier-DC LLC,  
15 Rasier-NY LLC, Uber-USA LLC

16 UNITED STATES DISTRICT COURT  
17 NORTHERN DISTRICT OF CALIFORNIA  
18 SAN FRANCISCO DIVISION

19 SC Innovations, Inc.,

20 Plaintiff,

21 v.

22 Uber Technologies, Inc; Rasier LLC; Rasier-  
CA LLC; Rasier-PA LLC; Rasier-DC LLC;  
23 Rasier-NY LLC; Uber-USA LLC,

24 Defendants.  
25

CASE NO. 3:18-CV-07440-JCS

**DECLARATION OF SALLE YOO IN  
SUPPORT OF DEFENDANTS' MOTION TO  
DISQUALIFY QUINN EMANUEL  
URQUHART & SULLIVAN, LLP**

**Hearing:**

Date: April 12, 2019  
Time: 9:30 a.m.  
Place: Courtroom G, 450 Golden Gate  
Avenue, San Francisco, CA  
Judge: Hon. Joseph C. Spero

1 I, Salle Yoo, declare as follows:

2 1. I am an attorney duly licensed to practice in the state of California. I make this  
3 declaration in support of Defendants' Motion to Disqualify Quinn Emanuel Urquhart & Sullivan,  
4 LLP ("Quinn Emanuel"). I have personal knowledge of the facts set forth herein and if called and  
5 sworn as a witness I could and would competently testify thereto. By making this declaration, I do  
6 not intend to waive any applicable privileges that may be asserted by Uber Technologies, Inc.  
7 ("Uber"), and its affiliates, or by any current or former counsel to Uber, including the attorney-client  
8 and work-product privileges.

9 **Background**

10 2. I am the former Chief Legal Officer, General Counsel, and Corporate Secretary of  
11 Uber. I was employed by Uber from July 2012 until December 2017. Immediately prior to my  
12 employment at Uber, I was a partner at Davis Wright Tremaine LLP.

13 3. While at Uber, my responsibilities included supervising Uber's legal department and  
14 advising the company on legal matters. From time to time, Uber's legal department selected and  
15 retained outside counsel to represent Uber in civil litigation and to advise Uber on various legal  
16 matters. At times, I worked directly with outside law firms and their attorneys on their work on  
17 behalf of Uber.

18 4. I understand that Uber is moving to disqualify Quinn Emanuel from representing  
19 Plaintiff, SC Innovations, Inc. ("SCI"), in this lawsuit. I have reviewed SCI's Complaint and have  
20 been informed of the arguments made by Uber in support of its motion to disqualify.

21 **Quinn Emanuel's Work for Uber**

22 5. To my knowledge, the very first lawsuit naming Uber as a defendant was filed in or  
23 around October 2012. A group of taxicab operators sued Uber in the U.S. District Court for the  
24 Northern District of Illinois, alleging, *inter alia*, that Uber's business conduct in Chicago violated  
25 state unfair competition laws. The case was *Yellow Group LLC, et al. v. Uber Technologies, Inc.*,  
26 No. 1:12-CV-07967 ("*Yellow Group*").

27 6. In October 2012, I was Uber's sole in-house lawyer. With the filing of the *Yellow*  
28 *Group* case, I anticipated that similar unfair competition lawsuits may be filed in other jurisdictions.

1 Uber retained Quinn Emanuel to advise and represent Uber in the *Yellow Group* lawsuit because,  
2 among other reasons, the firm had a national presence, could defend potentially similar cases filed  
3 elsewhere in the United States, and could work with Uber to develop a consistent nationwide strategy  
4 for litigation involving competition issues. As part of its work for Uber, I anticipated that Quinn  
5 Emmanuel would provide advice on compliance with state and federal antitrust and unfair  
6 competition laws. I viewed Quinn Emanuel as an important strategic partner to Uber in advising on  
7 these matters and anticipated that the firm's work for Uber would grow over time.

8 7. Quinn Emanuel represented Uber from 2012 through 2016, first as Uber's primary  
9 outside litigation counsel and later as a member of the Company's "Preferred Counsel" program.  
10 Over those four years, the firm advised Uber on many of the Company's most sensitive and high-  
11 profile litigation matters and legal issues.

12 8. Specifically, Uber sought strategic antitrust compliance advice related to Uber's  
13 business model and conduct from Quinn Emanuel attorneys, including John Quinn.

14 9. I am informed that Uber's records reflect that Quinn Emanuel represented Uber in  
15 approximately 16 U.S. lawsuits that alleged violations of antitrust and unfair competition laws, as  
16 well as a litigation matter in Germany. In addition to these representations, Quinn Emanuel sought to  
17 represent Uber in other civil litigation matters involving issues relating to competition. The  
18 communications between Uber's legal team and the Quinn Emanuel attorneys spanned numerous  
19 emails, telephone calls, videoconferences, and even frequent in-person visits by Quinn Emanuel  
20 attorneys to Uber's corporate headquarters in San Francisco.

21 10. One recurring allegation in competition lawsuits filed against Uber was that Uber's  
22 business model and rapid expansion caused injury to competing service providers, like taxicab  
23 drivers and operators. Quinn Emanuel worked closely with Uber's in-house attorneys and business  
24 people to develop legal strategies to defeat cases making these allegations. That effort involved  
25 analysis of competitors and the competitive landscape in various geographic areas, market conditions,  
26 pricing, confidential business strategies, and confidential data. For example, during the course of the  
27 *Yellow Group* litigation, Quinn Emanuel partner Stephen Swedlow was consulted on proposed  
28 pricing changes to a certain Uber product in Chicago.

