

UNITED STATES DISTRICT COURT FOR THE WESTERN DISTRICT OF
WASHINGTON

National Products Inc. v. Pioneer Square Brands Inc.

National Products · No. 2:25-cv-00666-DGE · Decided December 17, 2025

SUMMARY

The United States District Court for the Western District of Washington rules on Plaintiff’s unopposed motion to file under seal documents related to Defendant’s motion to dismiss for improper venue. Applying the Ninth Circuit’s compelling-reasons standard and Local Civil Rule 5(g), the Court grants sealing in part and denies it in part for specified portions of deposition transcripts, employment documents, financial documents, and the opposition brief. The Court orders Plaintiff to file revised redacted versions by December 24, 2025.

CASE DETAILS

COURT	United States District Court for the Western District of Washington
WRITING FOR THE COURT	David G. Estudillo
JURISDICTION	United States District Court for the Western District of Washington
DECIDED	December 17, 2025
DOCKET	2:25-cv-00666-DGE
DISPOSITION	other
PROCEDURAL POSTURE	Plaintiff filed an unopposed motion to maintain under seal an opposition brief and exhibits relating to Defendant's motion to dismiss for improper venue. The Court ordered Defendant to show cause supporting the requested sealing and then ruled on the motion.
STANDARD OF REVIEW	The Court applied the Ninth Circuit's compelling-reasons standard for sealing judicial records and required any sealing request to be supported by a specific factual basis and narrowly tailored under Local Civil Rule 5(g)(3)(A).
PRECEDENTIAL VALUE	Unknown; unpublished district court order

TOPICS

- civil procedure
- venue
- commercial litigation
- motions to dismiss

PRACTICE AREAS

QUESTIONS PRESENTED

1. Whether Defendant established compelling reasons to overcome the strong presumption of public access to judicial records.
2. Whether the requested sealing was narrowly tailored under Local Civil Rule 5(g)(3)(A).
3. Which portions of the opposition brief and supporting exhibits should remain sealed or be disclosed.

HOLDINGS

1. A party seeking to seal judicial records must overcome the strong presumption of public access by establishing compelling reasons supported by a specific factual basis rather than hypothesis or conjecture.
2. Sealing must be limited to portions for which the movant demonstrates a compelling reason; unsupported or overbroad requests must be denied.
3. The motion to file under seal was granted in part and denied in part: specified portions of Exhibits A, E, H, the opposition brief, and Exhibits V-W and X-Z were sealed; other specified portions and Exhibit K were not sealed.

KEY QUOTATIONS

“Although ‘access to judicial records is not absolute,’ there is a ‘strong presumption in favor of access.’”
(III.A)

“Under the compelling reasons standard, ‘a court may seal records only when it finds ‘a compelling reason and articulate[s] the factual basis for its ruling, without relying on hypothesis or conjecture.’” (III.A)

FACTUAL BACKGROUND

Plaintiff sought to seal its opposition to Defendant's improper-venue motion and several deposition transcripts, employment documents, and internal financial documents. Defendant asserted that the materials contained confidential information concerning internal business operations, ownership, acquisitions, licensing, hiring practices, employee incentives, tax information, and non-party employees' employment terms and personal financial information. The Court reviewed the documents and found that some information could cause competitive or privacy harm, while other information—such as employee headcounts and boilerplate remote-work and communications policies—was not shown to warrant sealing.

PROCEDURAL HISTORY

Plaintiff moved under Local Civil Rule 5(g) to file specified documents under seal based on Defendant's confidentiality designations under a stipulated protective order. After the Court required Defendant to provide a legal and factual basis for sealing each document or justify specific redactions, Defendant responded with supporting argument and a declaration. The Court granted the motion in part and denied it in part, and ordered Plaintiff to file revised redacted versions.

DISPOSITION

other

REMAND INSTRUCTIONS

Plaintiff must file revised versions of its opposition to the motion to dismiss and the supporting declaration, with redactions conforming to the Court's order and Defendant's identified alterations, by December 24, 2025. The existing redacted versions remain on the docket but will not be considered in deciding the improper-venue motion.

CASES CITED

- *Kamakana v. City & County of Honolulu*, 447 F.3d 1172, 1178-79 (9th Cir. 2006)
- *Ctr. for Auto Safety v. Chrysler Grp., LLC*, 809 F.3d 1092, 1096-97 (9th Cir. 2016)
- *Foltz v. State Farm Mut. Auto. Ins. Co.*, 331 F.3d 1122, 1135 (9th Cir. 2003)
- *Nixon v. Warner Commc'ns, Inc.*, 435 U.S. 589, 598-99 (1978)
- *In re Apple Inc. Device Performance Litig.*, No. 5:18-MD-02827-EJD, 2019 WL 1767158, at *2 (N.D. Cal. Apr. 22, 2019)
- *Transperfect Glob., Inc. v. Motionpoint Corp.*, No. C 10-2590 CW, 2013 WL 209678, at *1 (N.D. Cal. Jan. 17, 2013)
- *Shields v. Fed'n Internationale de Natation*, Case No. 18-cv-07393-JSC, 2022 WL 425359, at *16 (N.D. Cal. Feb. 11, 2022)
- *Shields v. World Aquatics*, Nos. 23-15092; 23-15156, 2024 WL 4211477 (9th Cir. Sept. 17, 2024)
- *Lin v. Suavei, Inc.*, Case No. 3:20-cv-0862-L-AHG, 2023 WL 7501403, at *2 (S.D. Cal. Nov. 13, 2023)
- *Jones v. PGA Tour*, Case No. 22-cv-04486-BLF, 2023 WL 6545413, at *4 (N.D. Cal. Oct. 5, 2023)
- *Fordemwalt ex rel. Baseline, Inc. v. HydroPoint Data Sys., Inc.*, Case No. 1:22-cv-00395-BLW, 2023 WL 2868571, at *9 (D. Idaho Apr. 9, 2023)
- *Nat'l Prods., Inc. v. Aqua Box Prods., LLC*, Case No. C12-605 RSM, 2012 WL 12106901, at *1 (W.D. Wash. Mar. 25, 2013)
- *Selling Source, LLC v. Red River Ventures, LLC*, No. 2:09-cv-01491-JCM-GWF, 2011 WL 1630338, at *2 (D. Nev. Apr. 29, 2011)
- *Heath v. Google Inc.*, Case No. 15-cv-01824-BLF, 2017 WL 3530593, at *2-3 (N.D. Cal. Aug. 14, 2017)
- *Flextronics Int'l USA, Inc. v. Murata Mfg. Co.*, Case No. 5:19-cv-00078-EJD, 2020 WL 14032219, at *1 (N.D. Cal. Dec. 16, 2020)
- *In re Elec. Arts, Inc.*, 298 F. App'x 568, 569 (9th Cir. 2008)
- *Petitt v. Exigency Healthcare Servs., LLC*, Case No. 21-cv-07639-VKD, 2023 WL 2940181, at *1 (N.D. Cal. Mar. 10, 2023)
- *Henning v. Arya*, Case No. 2:14-cv-00979-RFB-NJK, 2023 WL 6392747, at *7 (D. Nev. Sept. 30, 2023)
- *HSBC Bank USA, Nat'l Ass'n v. Chi. Title Ins. Co.*, Case No. 2:18-cv-02162-MMD-DJA, 2023 WL 6723619, at *2 (D. Nev. Oct. 11, 2023)

- W. Air Charter, Inc. v. Schembari, Case No. EDCV 17-420 JGB (KSx), 2018 WL 10157139, at *21 (C.D. Cal. Nov. 21, 2018)
- E. W. Bank v. Shanker, Case No. 20-cv-07364-WHO, 2021 WL 4916729, at *1 (N.D. Cal. Aug. 31, 2021)
- Aevoe Corp. v. AE Tech. Co., No. 2:12-cv-00053-GMN-NJK, 2013 WL 5923426, at *2 (D. Nev. Nov. 1, 2013)
- TriQuint Semiconductor, Inc. v. Avago Techs., Ltd., No. CV 09-1531-PHX-JAT, 2011 WL 4947343, at *3 (D. Ariz. Oct. 18, 2011)
- Carlson v. Home Depot USA Inc., Case No. C20-1150 MJP, 2021 WL 3367157, at *1 (W.D. Wash. Aug. 3, 2021)
- Monster Energy Co. v. Vital Pharms., Inc., Case No. EDCV 18-1882 JGB (SHKx), 2022 WL 17222293, at *2 (C.D. Cal. Oct. 26, 2022)
- Kimera Labs Inc. v. Exocel Bio Inc., Case No. 21-cv-2137-MMA-DDL, 2024 WL 3014639, at *1 (S.D. Cal. June 14, 2024)

OPINION

National Products Inc. v. Pioneer Square Brands Inc.

PER CURIAM.

1 2 3 4 5 6 7

UNITED STATES DISTRICT COURT

8

WESTERN DISTRICT OF WASHINGTON

AT SEATTLE

9 10

NATIONAL PRODUCTS INC., CASE NO. 2:25-cv-00666-DGE

11 Plaintiff, ORDER ON MOTION TO FILE

12 v. UNDER SEAL (DKT. NO. 37)

13 PIONEER SQUARE BRANDS INC.,

14 Defendant. 15

16 I INTRODUCTION

17 This matter comes before the Court on Plaintiff’s unopposed motion to file under seal 18
pursuant to Local Civil Rule 5(g). (Dkt. No. 37.) In its motion, Plaintiff seeks to maintain under 19
seal certain unredacted documents related to Defendant’s motion to dismiss for improper venue,
20 pursuant to the terms of the Parties’ stipulated protective order. (Dkt. Nos. 37 at 2; 31 at 2.) 21
Because the documents Plaintiff sought to keep sealed contained Defendant’s allegedly 22
confidential information, Defendant confirmed it would provide a legal basis for maintaining the
23 exhibits under seal but had not done so when this matter came to the Court’s attention. (Dkt.
No. 24 1 37 at 3–4.) The Court expressed some skepticism that the entirety of the information
Defendant 2 intended to keep sealed fell under the umbrella of “confidential business information”
related to 3 Defendant’s company. (Dkt. No. 43 at 4.) Accordingly, the Court ordered Defendant to

show 4 cause explaining the basis and justification for sealing each of the documents identified and/or 5 why specific redactions in a document were necessary for the Court to consider the motion. 6 (Dkt. No. 43.) Defendant responded on November 4, 2025. (Dkt. No. 46.)

7 II BACKGROUND

8 Plaintiff seeks to maintain under seal unredacted copies of (1) Plaintiff's response in 9 opposition to Defendant's motion to dismiss for improper venue and (2) Exhibits A, E, H, K, and 10 V–Z to the declaration of Jonathan G. Tamimi in support of its opposition brief. (Dkt. No. 37 at 11 2.) Plaintiff states it takes "no position on whether the information contained in the Sealed 12 Documents warrant[s] confidential treatment." (Id. at 3.) Rather, because Defendant designated 13 certain documents and information related to its motion to dismiss as "confidential" or 14 "attorneys' eyes only," Plaintiff was required to file this motion to "comply with its obligations 15 under the Stipulated Protective Order." (Id. at 3–4.) 16 In its response to the Court's order (see Dkt. No. 43), Defendant states the information it 17 seeks to seal relates to its "internal business operations" or its' employees' "personal finance 18 information." (Dkt. No. 46 at 1.) Defendant's position is that disclosure of its business 19 information could be used by its competitors to Defendant's "disadvantages" and that disclosure 20 of personal information could be "used against that person's interests." (Id. at 1–2.) In support 21 of its arguments, Defendant offers the Declaration of Megan R. Wood, which includes copies of 22 Plaintiff's opposition brief and Exhibits A and H with "fewer redactions" as what was submitted 23 by Plaintiff in the unopposed motion. (Dkt. No. 47.) The Court considered those alterations in 24 1 its decisions regarding sealing in this order. Because Plaintiff's opposition brief references the 2 various exhibits discussed below, the Court will first determine if Defendant has identified 3 compelling reasons for sealing each exhibit, and then apply those determinations to the contents 4 of the opposition brief.

5 III DISCUSSION

6 A. Legal Standard 7 "Historically, courts have recognized a general right to inspect and copy public records 8 and documents, including judicial records and documents." See *Kamakana v. City and Cnty. of 9 Honolulu*, 447 F.3d 1172, 1178 (9th Cir. 2006) (internal quotations omitted). Although "access 10 to judicial records is not absolute," there is a "strong presumption in favor of access." Id. "The 11 presumption of access is based on the need for federal courts, although independent—indeed, 12 particularly because they are independent—to have a measure of accountability and for the 13 public to have confidence in the administration of justice." *Ctr. for Auto Safety v. Chrysler Grp., 14 LLC*, 809 F.3d 1092, 1096 (9th Cir. 2016) (internal quotations omitted). Accordingly, "a party 15 seeking to seal a judicial record then bears the burden of overcoming this strong presumption by 16 meeting the 'compelling reasons' standard." *Kamakana*, 447 F.3d at 1178 (citing *Foltz v. State 17 Farm Mut. Auto. Ins. Co.*, 331 F.3d 1122, 1135 (9th Cir. 2003)). Under the compelling reasons 18 standard, "a court may seal records only when it finds 'a compelling reason and articulate[s] the 19 factual basis for its ruling, without relying on

hypothesis or conjecture.” Ctr. for Auto Safety, 20 809 F.3d at 1096–1097 (quoting Kamakana, 447 F.3d at 1179). “What constitutes ‘compelling 21 reason’ is ‘best left to the sound discretion of the trial court.’” Id. at 1097 (quoting *Nixon v. 22 Warner Commnc’ns, Inc.*, 435 U.S. 589, 599 (1978)). 23 24 1 The Ninth Circuit has recognized that “‘compelling reasons’ . . . exist when [] ‘court files 2 might have become a vehicle for improper purposes,’ such as the use of records to gratify private 3 spite, promote public scandal, circulate libelous statements, or release trade secrets.” Kamakana, 4 447 F.3d at 1179 (quoting *Nixon*, 435 U.S. at 598). Courts in this circuit have found compelling 5 reasons for sealing documents that contain business and financial agreements. See, e.g., *In re 6 Apple Inc. Device Performance Litig.*, No. 5:18-MD-02827-EJD, 2019 WL 1767158, *2 (N.D. 7 Cal. Apr. 22, 2019) (“Courts applying the compelling reasons standard have upheld the sealing 8 of trade secrets, marketing strategies, product development plans, detailed product-specific 9 financial information, customer information, internal reports and other such materials that could 10 harm a party’s competitive standing”); *Transperfect Glob., Inc. v. Motionpoint Corp.*, No. C 10– 11 2590 CW, 2013 WL 209678, at *1 (N.D. Cal. Jan. 17, 2013) (granting motion to seal exhibits 12 that contained proprietary information about the sealing party’s internal business operations). 13 B. Exhibits 14 1. Exhibit A: Armstrong Deposition Transcript 15 The information in Scott Armstrong’s deposition that Defendant seeks to keep sealed can 16 be broken into two categories: personal information related to Armstrong’s investments and 17 financial information, and information related to Brenthaven’s¹ and Defendant’s ownership, 18 hiring practices, investments, acquisitions, and licensing. Courts have found “compelling 19 reasons to seal information about a . . . non-party’s personal finances.” *Shields v. Fed’n 20 Internationale de Natation*, Case No. 18-cv-07393-JSC, 2022 WL 425359, at *16 (N.D. Cal. 21 Feb. 11, 2022), rev’d on other grounds, *Shields v. World Aquatics*, Nos. 23-15092; 23-15156, 22 23 1 Brenthaven is a “brand [Defendant] acquired in 2017.” (See Dkt. No. 46 at 3.) It is a private company that uses similar “hiring practices” to Defendant. (Id.) 24 1 2024 WL 4211477 (9th Cir. Sept. 17, 2024). Motions to seal personal documents are often 2 related to identity and personal financial account information and the “compelling reasons” turn 3 on privacy interests and the prevention of identity theft. See *Lin v. Suavei, Inc.*, Case No.: 3:20- 4 cv-0862-L-AHG, 2023 WL 7501403, at *2 (S.D. Cal. Nov. 13, 2023). Here, Defendant desires 5 to keep the information related to Armstrong’s “personal investment strategy and assets [and] 6 financial information” confidential. (Dkt. No. 46 at 4.) On the Court’s review, this information 7 seems less pertinent to Armstrong’s personal financial privacy and more related to the events that 8 led to the formation of Defendant’s company, which nonetheless warrants sealing. See *Jones v. 9 PGA Tour*, Case No. 22-cv-04486-BLF, 2023 WL 6545413, at *4 (N.D. Cal. Oct. 5, 2023) 10 (sealing a portion of a document that contained information about the formation of LIV Golf). 11 The Court also agrees with Defendant that the information related to Armstrong’s (and a former 12 colleague’s) ownership interest in various companies should be maintained under seal. See 13 *Fordemwalt ex rel. Baseline, Inc. v. HydroPoint Data Sys., Inc.*, Case No. 1:22-cv-00395-BLW, 14

2023 WL 2868571, at *9 (D. Idaho Apr. 9, 2023) (sealing a document that includes the 15 percentage of company ownership held by third parties, because “members of the public could 16 potentially extrapolate third parties’ personal, financial information from such a document”). 17 As to the information related to Brenthaven and Defendant’s business interests, “[a] 18 privately held business’s need for confidentiality with respect to sensitive business information is 19 a compelling reason justifying sealing.” *ImprimisRx, LLC v. OSRX, Inc.*, Case No. 21-cv-01305-20 BAS-DDL, 2024 WL 1269474, at *2 (S.D. Cal. Mar. 25, 2024); see also *Nat’l Prods., Inc. v. 21 Aqua Box Prods., LLC*, Case No. C12-605 RSM, 2012 WL 12106901, at *1 (W.D. Wash. Mar. 22 25, 2013) (agreeing that a private company’s financial information is “kept strictly private in 23 order to preserve its competitive position with sellers of similar products”). Information related 24 1 to a party’s business operations, corporate structure, and how the company “works with and 2 licenses products to its customers” has been treated as proprietary business information that 3 warrants sealing. *Selling Source, LLC v. Red River Ventures, LLC*, No. 2:09-cv-01491-JCM- 4 GWF, 2011 WL 1630338, at *2 (D. Nev. Apr. 29, 2011). Courts have also sealed information 5 related to a company’s hiring process and techniques. *Heath v. Google Inc.*, Case No. 15-cv- 6 01824-BLF, 2017 WL 3530593, at *2–3 (N.D. Cal. Aug. 14, 2017). 7 Here, Defendant seeks to keep sealed information related to Brenthaven and Defendant’s 8 hiring practices, ownership, formation, and licensing. (Dkt. No. 46 at 4–5.) Defendant argues 9 revealing this information could cause it competitive harm because competitor companies could 10 use Defendant’s hiring practices, expansion or operational strategies, or royalty rates. (Id.) 11 Upon reviewing the documents, the Court generally finds compelling reasons for sealing most of 12 the information requested by Defendants because it relates to “sensitive business information.” 13 *ImprimisRx*, 2024 WL 1269474, at *2. However, the Court finds that some of the sealing 14 requests are not supported by a compelling reason or are not narrowly tailored. See LCR 15 5(g)(3)(A). The Court therefore GRANTS in part and DENIES in part the motion to seal Exhibit 16 A (Dkt. No. 40-1) as follows: 17 Portion Currently Under Seal2 Result Reasoning

18 Page 11, lines 3–13; Page 12, GRANTED Contains confidential information about line 3–Page 13, line 10; Page 16, the formation, ownership, and acquisition 19 lines 18–19. of private companies giving rise to the creation of Defendant’s company.

20 Page 13, line 20–Page 14, line GRANTED Contains confidential information about 14. Armstrong’s percentage of ownership

21 22 2 Defendant identifies the page numbers in Exhibits A, E, and H according to the deposition page numbers. (See generally Dkt. No. 46.) These numbers do not correspond to the ECF page 23 numbers. For ease of reference, the Court refers to the ECF page numbers in its rulings on the motion to seal Exhibits A, E, and H (Dkt. Nos. 40-1; 40-5; 40-8). 24 1 interest in various companies that gave rise to Defendant’s company.

2 Page 19, lines 17–22. GRANTED Contains confidential information about hiring practices of Brenthaven and the 3 financial basis for those practices. Page 32, line 10–Page

33, line DENIED The Court is uncertain how the employee 4 24. headcount of Defendant and a subsidiary entity qualifies as proprietary business 5 information; Defendant does not provide support for its contention that this 6 information could cause Defendant competitive harm if used by a competitor 7 company. Page 21, line 11–Page 22, line GRANTED Contains confidential information about 8 25; Page 23, lines 2–7; Page 33, private company ownership and percentage line 25–Page 34, line 18; Page of company ownership held by third 9 36, lines 2–6. parties. Page 23, line 8–Page 25, line 8; GRANTED Contains sensitive information related to 10 Page 30, line 23–Page 32, line 9; Defendant’s corporate structure, business Page 34, lines 1–18.3 operations and acquisitions, and related 11 strategy. Page 30, lines 10–15. GRANTED Contains information related to licensing 12 and royalties of a patent acquired by Defendant. 13 14 2. Exhibit E: Ferren Deposition Transcript 15 Defendant requests the Court seal portions of Michael Ferren’s deposition transcript that 16 relate to financial incentives, company ownership and acquisitions, product development 17 processes, and hiring practices. (See Dkt. No. 46 at 5–6.) Courts often seal information that 18 includes “product development plans” and “product-specific financial information.” Flextronics 19 Int’l USA, Inc. v. Murata Mfg. Co., Case No. 5:19-cv-00078-EJD, 2020 WL 14032219, at *1 20 (N.D. Cal. Dec. 16, 2020) (citing In re Elec. Arts, Inc., 298 F. App’x 568, 569 (9th Cir 2008) and 21 collecting cases). The Court concludes that many of the same compelling reasons related to 22 3 Defendant requests that “page 61, line 25” be maintained under seal, but does not include that 23 page in the attached exhibit. (See Dkt. No. 40-1 at 33–34.) Because the Court cannot consider Defendant’s request, it DENIES the motion to seal Dkt. No. 40-1 at “page 61, line 25.” 24 1 “sensitive business information” as in Armstrong’s deposition justify sealing portions of Ferren’s 2 deposition. ImprimisRx, 2024 WL 1269474, at *2. However, the Court finds that some of the 3 sealing requests are not supported by a compelling reason or are not narrowly tailored. See LCR 4 5(g)(3)(A). The Court therefore GRANTS in part and DENIES in part the motion to seal Exhibit 5 E (Dkt. No. 40-5) as follows: 6

Portion Currently Under Seal Result Reasoning

7 Page 6, lines 17–21; Page 20, GRANTED Contains confidential information related lines 22–25. to certain incentives Defendant provides 8 some of its employees. See Section III(B) (5) infra.

9 Page 15, lines 15–20. GRANTED Contains confidential information about private company ownership and percentage 10 of company ownership held by third parties.

11 Page 24, line 12–Page 25, line GRANTED Contains sensitive information related to 12. Defendant’s acquisition of Vault and the 12 strategic reasons underlying the acquisition.

13 Page 25, line 14–Page 26, line GRANTED Contains proprietary information related to 25. Defendant’s product development process.

14 Page 29, lines 2–20. DENIED The Court is uncertain how the employee headcount of Defendant’s company 15 qualifies as proprietary business information. Similar to the

Court's ruling 16 in Section III(B)(1) *supra*, Defendant does not provide support for its contention that 17 this information could cause Defendant competitive harm if used by a competitor 18 company. 19

3. Exhibit H: Matsumura Deposition Transcript

20 Defendant requests the Court seal portions of Marc Matsumura's deposition transcript 21 that relate to Defendant's acquisitions, ownership, hiring practices, tax and financial information, 22 and financial incentives. (Dkt. No. 46 at 6–7.) It also seeks to seal information related to the 23 terms and conditions of Matsumura's employment with Defendant. (*Id.* at 6.) Other courts have 24 1 found compelling reasons to keep tax returns and other tax information confidential. See *Petitt v.* 2 *Exigency Healthcare Servs., LLC*, Case No. 21-cv-07639-VKD, 2023 WL 2940181, at *1 (N.D. 3 Cal. Mar. 10, 2023) (sealing materials that include “extensive” confidential information, 4 including tax statements and “supporting profit/loss documentation”); *Henning v. Arya*, Case No. 5 2:14-cv-00979-RFB-NJK, 2023 WL 6392747, at *7 (D. Nev. Sept. 30, 2023) (granting motion to 6 seal company tax returns). Many of the same compelling reasons underlying the Court's rulings 7 on the motions to seal portions of Armstrong's and Ferrens's depositions apply here. However, 8 the Court finds that some of the sealing requests are not supported by a compelling reason or are 9 not narrowly tailored. See LCR 5(g)(3)(A). The Court therefore GRANTS in part and DENIES 10 in part the motion to seal Exhibit H (Dkt. No. 40-8) as follows: 11 Portion Currently Under Seal Result Reasoning

12 Page 12, line 22–Page 13, line GRANTED Contains confidential information about 24. ownership of Defendant's company and 13 percentage of company ownership held by third parties.

14 Page 15, lines 9–11. DENIED The Court is uncertain how the employee headcount of a subsidiary entity to 15 Defendant qualifies as proprietary business information; Defendant does not provide 16 support for its contention that this information could cause Defendant 17 competitive harm if used by a competitor company.

18 Page 15, lines 12–13; Page 16, GRANTED Contains confidential information related lines 4–19. to formation of subsidiary entity and the 19 company strategy underlying the formation.

20 Page 26, lines 9–25. GRANTED Contains confidential information about the terms and conditions of Matsumura's 21 employment with Defendant. See Section III(B)(4) *infra*.

22 Page 29, line 2–Page 30, line 25. GRANTED Contains confidential information related to Defendant's tax returns. 23 24

1 Page 41, lines 4–25. GRANTED Contains confidential information related to certain incentives Defendant provides 2 some of its employees. See Section III(B)(5) *infra*. 3 4 4. Exhibits K and X–Z: Internal Employment Documents 5 There are some instances where an employee handbook could contain confidential 6 information that could harm the company's

competitive standing if disclosed. See, e.g., *HSBC 7 Bank USA, Nat'l Ass'n v. Chi. Title Ins. Co.*, Case No. 2:18-cv-02162-MMD-DJA, 2023 WL 8 6723619, at *2 (D. Nev. Oct. 11, 2023) (handbook included “guidance on how to handle claims 9 properly and efficiently” that reflected the “impressions and analysis” of the defendant’s 10 counsel). Revealing sensitive information in a handbook related to “employee benefits and 11 compensation” could also prejudice the employer and harm its competitive standing. *W. Air 12 Charter, Inc. v. Schembari*, Case No. EDCV 17-420 JGB (KSx), 2018 WL 10157139, at *21 13 (C.D. Cal. Nov. 21, 2018). But here, the excerpts of the employee handbook Defendant seek to 14 keep sealed relate only to communication systems, technology, and its remote work policy. (See 15 Dkt. No. 40-11 at 4–5.) Defendant states only that Exhibit K “includes information about the 16 terms and conditions” of employment and its disclosure could harm Defendant because 17 competitors could “leverage that information to get [Defendant]’s employees to leave.” (Dkt.

18 No. 46 at 3, 7.) The Court struggles to see how revealing this sort of information would harm 19 Defendant’s competitive standing, and Defendant has not put forth a compelling reason for 20 keeping these particular boilerplate policies confidential. See *E. W. Bank v. Shanker*, Case No. 21 20-cv-07364-WHO, 2021 WL 4916729, at *1 (N.D. Cal. Aug. 31, 2021) (denying motion to seal 22 employer’s dispute resolution policy when the policy only included “common aspects” of 23 arbitration agreements and the employer did not explain how it would be harmed competitively if 24 1 the policy was disclosed). The Court thus DENIES the request to seal Exhibit K (Dkt. No. 40-2 11). 3 Courts in the Ninth Circuit have recognized that employment contracts and personnel 4 files of non-party employees should be kept under seal. *Aevoe Corp. v. AE Tech. Co.*, No. 2:12– 5 cv–00053–GMN–NJK, 2013 WL 5923426, at *2 (D. Nev. Nov. 1, 2013) (citing *TriQuint 6 Semiconductor, Inc. v. Avago Techs., Ltd.*, No. CV 09–1531–PHX–JAT, 2011 WL 4947343, at 7 *3 (D. Ariz. Oct. 18, 2011), on reconsideration, 2011 WL 5190264 (D. Ariz. Nov. 1, 2011). 8 This is because non-party employees have a “strong interest” in keeping their personnel files 9 private, and typically, the interests in privacy outweigh the public’s interest in accessing these 10 sorts of documents. *Id.* (citation omitted). Here, Defendant states Exhibits X, Y, and Z are the 11 “employment agreements” of Matsumura, Ferren, and Armstrong, and argues these exhibits 12 contain “information about the terms and conditions of [Defendant]’s employment.” (Dkt. No. 13 46 at 7.) The Court agrees that compelling reasons exists for sealing these exhibits in the 14 interests of protecting the non-party employees’ privacy and GRANTS the motion to seal as to 15 Exhibits X, Y, and Z (Dkt. Nos. 40-24; 40-25; 40-26). 16 5. Exhibits V and W: Internal Financial Documents 17 Courts have granted a motion to seal documents that contain information about the 18 employer’s “incentive programs,” the disclosure of which “could undermine [the defendant 19 company’s] ability to attract and retain employees and thus harm its competitive standing.” 20 *Carlson v. Home Depot USA Inc.*, Case No. C20-1150 MJP, 2021 WL 3367157, at *1 (W.D. 21 Wash. Aug. 3, 2021). Defendant here states Exhibits V and W “include information about 22 incentives, including financial incentives,” that Defendant provides some of its employees. (Dkt.

23 No. 46 at 7.) The concern, according to Defendant, is that disclosing this information could
24 1 cause competitive harm because competitors could attempt to persuade employees to leave by
2 offering “purportedly better incentives.” (Id. at 3.) On the Court’s review, Exhibits V and W 3
appear to contain information related to technology benefits and reimbursements provided to 4
various employees. (See Dkt. Nos. 40-22; 40-23.) While these documents do not contain the 5 type
of compensation-type data that is often at issue in similar motions to seal, see *Monster 6 Energy*
Co. v. Vital Pharms., Inc., Case No. EDCV 18-1882 JGB (SHKx), 2022 WL 17222293, 7 at *2
(C.D. Cal. Oct. 26, 2022) (discussing motions to seal employee salary and benefits data and 8
collecting cases), the Court concludes that the information could hurt Defendant’s competitive 9
standing by allowing competitors to know what kind of technology benefits and reimbursements
10 Defendant offers employees. Further, these documents are minimally referenced in Plaintiff’s
11 opposition brief; therefore, their exclusion does not appear to deprive the public of an ability to
12 understand the overarching issues presented in the motion to dismiss and related briefing. See
13 *Carlson*, 2021 WL 3367157, at *1. The Court GRANTS the motion to seal Exhibits V and W
14 (Dkt. Nos. 40-22; 40-23). 15 C. Plaintiff’s Opposition Brief 16 Defendant states various parts
of Plaintiff’s opposition brief include “confidential 17 business information,” including financial
incentives that Defendant provides certain employees, 18 hiring practices and terms of
employment, the acquisition of another company, and Defendant’s 19 ownership. (Dkt. No. 46 at
3.) “[S]ources of business information that might harm a litigant’s 20 competitive standing’ often
warrant protection under seal.” *Kimera Labs Inc. v. Exocel Bio Inc.*, 21 Case No.: 21-cv-2137-
MMA-DDL, 2024 WL 3014639, at *1 (S.D. Cal. June 14, 2024) (citation 22 omitted). The Court
agrees that there is a compelling reason to justify sealing most of the 23 information contained in
Plaintiff’s opposition brief. Based on the foregoing rulings, the Court 24 1 GRANTS in part and
DENIES in part the motion to seal Plaintiff’s opposition brief (Dkt. No. 2 39): 3 Portion Currently
Under Seal4 Result Reasoning

4 Page 2, lines 15–16; Page 15, GRANTED Contains confidential information related
lines 11–18; Page 24, lines 26– to certain incentives Defendant provides 5 27. some of its
employees. Page 2, lines 16–17; Page 10, GRANTED Contains confidential information related 6
lines 11–19; Page 15, lines 22– to Defendant’s corporate structure,
26. business operations and acquisitions, hiring
7 practices, the financial basis for those practices, and related strategy.
8 Page 13, lines 6–8; Page 23, DENIED The Court is uncertain how the employee
lines 13–15 and lines 23–25; headcount of Defendant’s company or
9 Page 9, line 5. precursor company qualifies as proprietary
business information. Defendant does not 10 provide support for its contention that this
information could cause Defendant 11 competitive harm if used by a competitor company.
12 Page 2, lines 17–18; Page 16, DENIED The Court is uncertain how revealing
lines 9–10; Page 16, lines 14–21; Defendant’s technology, communications,

13 Page 22, lines 19–21; Page 23, and remote work policy could cause lines 23–25. Defendant competitive harm. Defendant 14 does not provide support for its contention that competitors would leverage this 15 information to induce Defendant’s employees to leave the company.

16 Page 9, line 3–4; Page 9, line GRANTED Contains confidential information about 10–11; Page 10, lines 4–5; Page private company ownership and percentage 17 15, line 4. of company ownership held by third parties. 18 19 20 21 22 4 Defendant identifies the page numbers in the opposition brief according to the document page numbers. (See generally Dkt. No. 46.) These numbers do not correspond to the ECF page 23 numbers. For ease of reference, the Court refers to the ECF page numbers in its rulings on the motion to seal the opposition brief (Dkt. No. 39). 24

1 IV CONCLUSION

2 For the foregoing reasons, the Court GRANTS in part and DENIES in part Plaintiff’s 3 unopposed motion to file under seal (Dkt. No. 37) as follows: 4 • Exhibit A (Dkt. No. 40-1): 5 • GRANTED as to Page 11, lines 3–13; Page 12, line 3–Page 13, line 10; Page 13, 6 line 20–Page 14, line 14; Page 16, lines 18–19; Page 19, lines 17–22; Page 21, 7 line 11–Page 22, line 25; Page 23, lines 2–7; Page 23, line 8–Page 25, line 8; Page 8 30, lines 10–15; Page 30, line 23–Page 32, line 9; Page 33, line 25–Page 34, line 9 18; Page 34, lines 1–18; Page 36, lines 2–6. 10 • DENIED as to Page 32, line 10–Page 33, line 24. 11 • Exhibit E (Dkt. No. 40-5): 12 • GRANTED as to Page 6, lines 17–21; Page 15, lines 15–20; Page 20, lines 22–25;

13 Page 24, line 12–Page 25, line 12; Page 25, line 14–Page 26, line 25.

14 • DENIED as to Page 29, lines 2–20. 15 • Exhibit H (Dkt. No. 40-8): 16 • GRANTED as to Page 12, line 22–Page 13, line 24; Page 15, lines 12–13; Page 17 16, lines 4–19; Page 26, lines 9–25; Page 29, line 2–Page 30, line 25; Page 41, 18 lines 4–25. 19 • DENIED as to Page 15, lines 9–11. 20 • Exhibit K (Dkt. No. 40-11): DENIED. 21 • Exhibits X–Z (Dkt. Nos. 40-24; 40-25; 40-26): GRANTED. 22 • Exhibits V and W (Dkt. Nos. 40-22; 40-23): GRANTED. 23 • Opposition Brief (Dkt. No 39): 24 1 • GRANTED as to Page 2, lines 15–16; Page 2, lines 16–17; Page 9, line 3–4; Page 2 9, line 10–11; Page 10, lines 4–5; Page 10, lines 11–19; Page 15, line 4; Page 15, 3 lines 11–18; Page 15, lines 22–26; Page 24, lines 26–27. 4 • DENIED as to Page 2, lines 17–18; Page 9, line 5; Page 13, lines 6–8; Page 16, 5 lines 9–10; Page 16, lines 14–21; Page 22, lines 19–21; Page 23, lines 13–15;

6 Page 23, lines 23–25.

7 In conclusion, the Court ORDERS Plaintiff to file the following: 8 • A new version of Plaintiff’s response in opposition to the motion to dismiss (Dkt. No. 39) 9 with redactions made in accordance with this order and reflecting the alterations to the 10 redactions identified by Defendant in Dkt. No. 47; and 11 • A new version of the Declaration of Jonathan G. Tamimi in support of Plaintiff’s 12 response (Dkt. No. 40), with redactions made to Exhibits A and H (Dkt. Nos. 40-1; 40-8) 13 made in accordance with this order and reflecting the alterations to the

redactions 14 identified by Defendant in Dkt. No. 47. 15 Plaintiff SHALL file the new redacted versions by December 24, 2025. The current redacted 16 versions (Dkt. Nos. 41; 42) will remain on the docket for purposes of maintaining a record but 17 will no longer be considered by the Court in its decision on Defendant's motion to dismiss for 18 improper venue (Dkt. No. 22). 19 20 Dated this 17 day of December 2025. 21 22 a David G. Estudillo 23 United States District Judge 24