

UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF
CALIFORNIA

Securities and Exchange Commission v. Prakash

Case No. 23-cv-03300-BLF (SVK) (N.D. Cal. Mar. 7, 2025) · No. 23-cv-03300-BLF (SVK) · Decided March 7, 2025

SUMMARY

The court addresses a discovery dispute in which Defendant Vidul Prakash sought interview notes prepared by the Securities and Exchange Commission during its pre-suit investigation. The court held that the notes were protected work product but found that Defendant demonstrated substantial need for potentially relevant fact work product concerning a key issue in the case. The court ordered the SEC to submit three sets of notes for in camera review and denied the request for similar interview memoranda.

CASE DETAILS

COURT	United States District Court for the Northern District of California
WRITING FOR THE COURT	Susan van Keulen
JURISDICTION	United States District Court for the Northern District of California
DECIDED	March 7, 2025
DOCKET	23-cv-03300-BLF (SVK)
DISPOSITION	other
PROCEDURAL POSTURE	Defendant moved to compel production of interview notes from the Securities and Exchange Commission. The court ordered the Commission to submit the notes for in camera review before ruling on production of portions concerning a key issue in the case, and denied the request for similar interview memoranda.
STANDARD OF REVIEW	The court evaluated the applicability of work-product protection and Defendant's entitlement to fact work product under Federal Rule of Civil Procedure 26(b)(3)(A), based on the current discovery record and the parties' submission.
PRECEDENTIAL VALUE	Unpublished, nonprecedential district court discovery order

TOPICS

- work product doctrine
- discovery dispute
- commercial litigation
- civil procedure

PRACTICE AREAS

civil procedure

securities litigation

discovery

QUESTIONS PRESENTED

1. Whether notes prepared by the Commission during its pre-suit investigation were protected work product.
2. Whether Defendant established substantial need for the factual contents of the interview notes and could not obtain their substantial equivalent without undue hardship.
3. Whether Defendant was entitled to production of similar interview memoranda from the Commission's pre-suit investigation.

HOLDINGS

1. The Commission's notes from the February 2022 pre-suit interview were protected work product because they were prepared in anticipation of litigation.
2. Defendant demonstrated substantial need for the factual portions of the interview notes and could not, without undue hardship, obtain their substantial equivalent by other means.
3. Defendant was not entitled at that stage to production of similar interview memoranda prepared during the Commission's pre-suit investigation.

KEY QUOTATIONS

“As documents prepared by the Commission in connection with its pre-suit investigation, the notes constitute protectable work product.” (at 1)

“To obtain fact work product, a party must show “that it has substantial need for the materials to prepare its case and cannot, without undue hardship, obtain their substantial equivalent by other means.”” (at 2)

“The Court will determine whether Defendant is entitled to production of any portion of the notes after completing its in camera review.” (at 3)

FACTUAL BACKGROUND

View, Inc. allegedly made false or misleading statements concerning liabilities for shipping and installing replacement windows after defects were discovered. A central issue was whether Prakash, View's former CFO, knew that View would pay those costs for all customers or only on a case-by-case basis. Defendant sought notes from the Commission's February 2022 interview of Daniel Purdy because Purdy had testified before the Commission about that issue but later could not remember what he discussed during the interview.

PROCEDURAL HISTORY

In a federal securities enforcement action, Defendant Vidul Prakash sought discovery of Commission notes from a February 2022 interview of a former View, Inc. executive. The Commission asserted work-product protection. The magistrate judge concluded that the notes were protected work product, found that Defendant had shown substantial need and inability to obtain the substantial equivalent by other means as to fact work product, ordered

in camera submission of the three sets of notes, and denied discovery of unspecified similar interview memoranda.

DISPOSITION

other

CASES CITED

- United States v. Richey, 632 F.3d 559, 567-68 (9th Cir. 2011)
- SEC v. Thrasher, No. 92-cv-06987-JFK, 1995 WL 46681 (S.D.N.Y. Feb. 7, 1995)
- SEC v. Stratton Oakmont, Inc., No. 92-cv-01993-JES, 1992 WL 226924 (S.D.N.Y. June 22, 1992)
- Shenwick v. Twitter, Inc., No. 16-cv-05314-JST, 2019 WL 3815719, at *4 (N.D. Cal. Apr. 19, 2019)
- Tremblay v. OpenAI, Inc., No. 23-cv-03223-AMO, 2024 WL 3159292, at *2 (N.D. Cal. June 24, 2024)