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IN THE SUPERIOR COURT OF THE STATE OF WASHINGTON

FOR THE COUNTY OF KING

MOVE, INC., a Delaware corporation,
REALSELECT, INC., a Delaware
corporation, TOP PRODUCER SYSTEMS
COMPANY, a British Columbia unlimited
liability company, NATIONAL
ASSOCIATION OF REALTORS®, an
Illinois non-profit corporation, and
REALTORS® INFORMATION
NETWORK, INC., an Illinois corporation,

Plaintiffs,

vs.

ZILLOW, INC., a Washington corporation,
ERROL SAMUELSON, an individual, and
DOES 1-20,

Defendants.

Case No. 14-2-07669-0 SEA

REDACTED
**DECLARATION OF ERNEST GRAHAM
IN SUPPORT OF PLAINTIFFS' MOTION
FOR PRELIMINARY INJUNCTION**

Ernest Graham declares as follows:

1. I am over twenty-one years old, I have personal knowledge of the facts in this declaration,
and I am competent to testify.

2. I was founder and CEO of a start-up company called SocialBios. Errol Samuelson arranged for Move to acquire my company about three years ago and I have been an employee of Move ever since.
3. My current title at Move is Senior Director, Product Management. I work out of Move's Denver, Colorado office. The Denver office creates and tests new products for Move.
4. I report directly to Steve Berkowitz, Move's CEO, but from time to time I worked closely with Samuelson.
5. Samuelson worked with me to ensure that our product development efforts were coordinated with and serving Move's strategic plans.
6. I also interacted with Samuelson in connection with conferences and special events for brokers or Multiple Listing Services.
7. Currently, I run a project called [REDACTED]
8. This project is significant for Move, it has been in development for several months [REDACTED]
[REDACTED]
9. During the middle of February, I tried several times to engage Samuelson in a discussion of the [REDACTED] project. I had about a dozen questions about strategy and industry insights that I needed him to answer so my team and I could finalize the product.
10. I was never able to get Samuelson to respond to me about this project. On February 24 and 25, 2014, Samuelson and I both travelled to a meeting with leaders from several MLSs at Amelia Island, outside of Jacksonville, Florida. Over the course of the entire

1 two days, I still could not get Samuelson to talk to me about the [REDACTED]
2 project.

3 11. It was not uncommon for Samuelson to become so busy that it could be very difficult to
4 contact him for several days in a row. However, I found it peculiar at the time that he was
5 not responding to me at all on the [REDACTED] project, given its significance to the
6 company.

7 12. At the Amelia Island MLS meeting, Samuelson hosted a question and answer session in
8 the afternoon on February 25. A representative of an MLS asked Samuelson a question
9 about what he thought Zillow's strategy was and whether the MLSs really should be
10 afraid of Zillow.

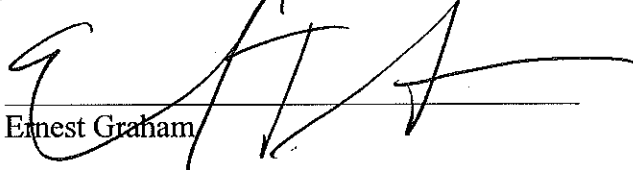
11 13. I had heard Samuelson and Curt Beardsley field questions just like this at similar
12 meetings on several occasions and they had both become very adept at delivering a
13 standard executive response. The standard response expressed that Zillow's strategy was
14 anti-industry and proceeded along the following lines: Zillow's business plan is a king-
15 maker strategy; it has publicly disclosed that real estate agents are willing to pay up to
16 40% of their commissions to the source of their leads; the direct implication is that Zillow
17 is out to take the brokers' business; they want to disintermediate the brokers and
18 compress the market down to only those high-producing agents who are willing to pay
19 Zillow. Additionally, Zillow is deliberately allowing the accuracy of its' listings to be
20 gamed by agents for producing leads and dis-intermediating the role of both the MLS and
21 Broker; Zillow promotes inaccuracy of data to agents as lead generation (e.g. Zestimate);
22 Zillow is undermining the role of the listing agent by allowing consumers to list their
23
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1 own homes for sale (FSBOs); and that Zillow seeks to replace NAR and Realtors as the
2 new brand and voice of the real estate industry.

3 14. On February 25, instead of rattling off his typical response, Samuelson was hesitant and
4 awkward in his reply. It contained no elements of what I considered to be the standard
5 response. That was very uncharacteristic for him. I stood up in the room and when he
6 recognized my desire to respond, he handed the microphone to me. I then delivered most
7 of the elements of our standard response.

8
9 I declare under penalty of perjury under the laws of the State of Washington that the
10 foregoing is true and correct.

11 DATED this 27th day of March, 2014 at DENVER (city), COLORADO (state).

12
13 
14 Ernest Graham

1 **CERTIFICATE OF SERVICE**

2 The undersigned certifies that on March 27, 2014, I electronically filed the foregoing
3 with Clerk of the Court utilizing the King County Superior Court E Filing system and served a
4 true and correct copy of the same, in the manner described below, to:

5
6 VIA LEGAL MESSENGER:

7 Bruce M. Cross
8 James Sanders
9 Perkins Coie LLP
10 1201 Third Ave., Suite 4900
11 Seattle, WA 98101-3099
12 Attorneys for Zillow, Inc.

13
14 Clemens H. Barnes
15 Graham & Dunn PC
16 Pier 70, Alaskan Way, Suite 300
17 Seattle, WA 98121-1128
18 Attorneys for Errol Samuelson

19 I declare under penalty of perjury that the foregoing is true and correct.

20 DATED at Seattle, Washington on March 27, 2014.

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/s/ Katy M. Albritton
Katy M. Albritton, Legal Assistant
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