

The Honorable Thomas S. Zilly

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

REX - REAL ESTATE EXCHANGE, INC.,
Plaintiff,
v.
ZILLOW, INC., et al.,
Defendant.

Case No. 2:21-CV-00312-TSZ

**ZILLOW DEFENDANTS' MOTION
TO COMPEL**

NOTE ON MOTION CALENDAR:
September 9, 2022

ORAL ARGUMENT REQUESTED

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I. INTRODUCTION

A party initiating a lawsuit has a fundamental obligation to preserve documents that the party knows, or should reasonably know, will be relevant to the litigation. But Plaintiff REX – Real Estate Exchange, Inc. (“REX”) has failed to meet this most basic of discovery obligations and has stonewalled nearly every attempt to investigate the extent of its deficiencies. Worse, Plaintiff’s failure to do so relates directly to an event that Plaintiff claims is the result of Defendants’ alleged unlawful conduct. Such duplicity is not acceptable.

Since initiating this litigation in March 2021, REX—a self-proclaimed disruptive discount real estate brokerage—has now shuttered its residential business and laid off most of its employees, publicly placing the blame for its failure squarely on alleged actions by Zillow and NAR. In the aftermath of these layoffs, public sources reported that REX’s employees were being told to keep their laptops as severance. Highlighting the perils of such a practice—buried in a footnote in a filing to this Court earlier this year—REX *admitted* to the destruction of documents on such a laptop by a former employee, who is a Court-ordered document custodian.¹

Against this backdrop, Zillow has repeatedly sought assurances that REX has complied with its preservation obligations—including propounding an interrogatory seeking the identification of employees who were allowed to keep their REX issued laptops and the preservation efforts taken in relation thereto. *See* Ex. O, Zillow Defs.’ Third Set of Interrogatories to Plaintiff REX – Real Estate Exchange, Inc. In addition, Zillow and NAR have sought confirmation that such employees received a litigation hold letter at the outset of this case. REX, however, has refused to provide any substantive response to Zillow’s interrogatory or to provide sufficient information to address Defendants’ reasonable inquiries about the extent of REX’s failure to preserve information.

Given REX’s allegations that its business faltered and failed as a result of actions taken by Zillow and NAR, the information contained on the laptops of its former employees, which may shed light on, among other things, other reasons for REX’s failings entirely unrelated to

¹ *See* ECF 138 at 10 n.3 (“Angela Cook, who was included on REX’s Amended Rule 26 disclosures *wiped her laptop after she was let go* and before current counsel was retained.” (emphasis added)).

1 Zillow or NAR, is not only relevant but potentially critical to Zillow’s defenses. Accordingly,
 2 Zillow respectfully requests that this Court order REX to provide the information Zillow has
 3 sought in its discovery request through an interrogatory response and a 30(b)(6) deposition.

4 **II. BACKGROUND**

5 On March 9, 2021, REX filed its original complaint in this litigation, along with a Motion
 6 for a Preliminary Injunction, alleging that defendants Zillow² and the National Association of
 7 Realtors (“NAR”) (collectively, “Defendants”) violated state and federal antitrust and consumer
 8 protection laws. *See* ECF 1, 5. At a minimum, that filing triggered an obligation for REX to
 9 maintain and preserve its documents.³ After the denial of REX’s motion for preliminary
 10 injunction, the parties began propounding discovery requests on one another in October and
 11 November 2021, and the Court entered an ESI Protocol on January 20, 2022. *See* ECF 113.

12 **A. REX Largely Ceases Operations, Blaming Zillow and NAR**

13 Nearly half a year after filing this lawsuit, REX quietly began layoffs in August of 2021.
 14 Najemy Decl.,⁴ Ex. A, THE AMERICAN GENIUS, *Has REX Homes finally ceased operations?*
 15 (May 11, 2022). Then, in May 2022, news articles reported that REX might be ceasing
 16 operations entirely, and winding down. One article, published on May 11, reported that “[a]fter
 17 two rounds of layoffs, a restructure to join MLSs, and swirling rumors regarding leadership,
 18 staffers tell us [REX] has crumbled” and “it appears that as of today, [REX] has ceased
 19 operations.” *Id.* The article further reported, “In August of 2021, REX Homes laid off 60 staff
 20 without severance, and on October 7th, 2021, REX Homes had their second round of layoffs –
 21 both times, staff said they were not initially given severance pay.” *Id.* Another article reported
 22 that, during a Zoom call on May 6, 2022, REX’s CEO announced that “the vast majority of
 23 [REX’s] 180 workers would be laid off” and urged employees “to quickly clean out their desks.”

24 _____
 25 ² REX’s initial Complaint named Zillow, Inc., Zillow Group, Inc., Zillow Homes, Inc., Zillow Listing Services,
 26 Inc., Zillow Group Marketplace, Inc., and Trulia, LLC. *See* ECF 1. On March 30, 2021, Zillow Group Marketplace,
 27 Inc. was dismissed. *See* ECF 36. The remainder of the Zillow-affiliated entities named in the Complaint are
 28 collectively referred to herein as “Zillow” or the “Zillow Defendants.”

³ REX’s obligation to preserve documents began earlier than the filing of its original complaint, at the time it
 anticipated bringing litigation against Zillow and NAR and should have known “evidence may be relevant to ...
 future litigation.” *See Knickerbocker v. Corinthian Colleges*, 298 F.R.D. 670, 677 (W.D. Wash. 2014).

⁴ Exhibits cited herein are to the Declaration of Laura Najemy in Support of Zillow Defs.’ Motion to Compel.

1 Ex. B, REALTRENDS, *REX lays off most of its employees, sources say* (May 11, 2022). It appears
 2 that what is left of REX is a “B-to-B” business “helping corporate landlords buy and sell homes.”
 3 Ex. C, REALTRENDS, *REX survives as facilitator for corporate landlords* (May 23, 2022).

4 Around the time REX was shuttering its residential real estate business, it also replaced
 5 its original litigation counsel.⁵ Public statements by REX executives (and REX’s own discovery
 6 responses in this matter⁶) have blamed Zillow and NAR’s allegedly anticompetitive conduct for
 7 its downsizing. Ex. F, INMAN, *Demise of discount brokerage REX may be imminent, reports*
 8 *indicate* (May 11, 2022); Ex. C.

9 **B. Zillow Seeks to Confirm REX Has Adequately Preserved Relevant**
 10 **Information and Documents, to No Avail**

11 On May 12, 2022, the day following the article reporting that REX had “crumble[d],”
 12 Zillow wrote to REX asking REX to confirm in writing, that: “(a) REX has fully preserved all
 13 documents and other materials relevant to this litigation. . . ; and (b) in the winddown of REX’s
 14 business operations, you and your client have made, and will undertake, all efforts to ensure that
 15 materials relevant to this litigation are not lost, destroyed or otherwise disposed.” Ex. G, Letter
 16 from Jurata to Goldfarb (May 12, 2022). Shortly thereafter, counsel for Zillow discovered a
 17 former REX employee’s May 8, 2022 post on Glassdoor (an online database of company
 18 reviews) providing “Advice to [REX] Management” that, “When you lay people off, don’t tell
 19 them that their laptop is their severance.” See Ex. H, Glassdoor Review (May 8, 2022).

20 REX did not respond to Zillow’s May 12 letter. Zillow wrote again to REX on May 24,
 21 seeking a response to its earlier letter and raising the report regarding REX executives informing
 22 employees that they could keep their laptops as “severance.” Ex. I, Letter from Jurata to
 23 Goldfarb (May 24, 2022). The letter specifically asked REX to confirm that it was ensuring all
 24 information available on REX-issued laptops of custodians was “appropriately accounted for in

25 ⁵ In April 2022, REX retained new counsel: Carney Badley Spellman, P.S. and Boies Schiller Flexner LLP. See
 26 ECF 125-134. On May 18, Foster Garvey, REX’s initial attorneys, withdrew representation. ECF 135. On July 1,
 27 2022, Foster Garvey provided notice of an attorneys’ lien. Ex. D. McCarty Law PLLC, also attorneys for REX
 since the commencement of this litigation, has not yet filed a notice of withdrawal. The law firm of Lehotsky Keller
 LLP withdrew in January 2022. ECF 111.

28 ⁶ REX has also claimed in discovery that “due to Zillow’s and NAR’s anticompetitive conduct,” it had “let about
 250 employees go since January 2021.” Ex. E, Plaintiff’s Response to Zillow Defs.’ Third Set of Interrogatories.

[REX's] preservation efforts.” *Id.* On May 25, REX responded that it “is cognizant of its discovery obligations, and has already taken steps to ensure it can fulfill its discovery obligations and will continue to take necessary steps to meet its discovery obligations.” But the letter provided no further detail and wholly ignored Zillow’s requests pertaining to the preservation of REX-issued laptops. Ex. J, Letter from Goldfarb to Jurata (May 25, 2022). The next day, Zillow again wrote to REX to seek confirmation as to REX’s document retention of employees’ REX-issued laptops. Ex. K, Letter from Jurata to Goldfarb (May 26, 2022).

C. REX Amends its Initial Disclosures and Zillow Propounds Interrogatory No. 8

On May 26, 2022, REX served Amended Initial Disclosures, which removed 16 of the REX employees (or former employees) previously identified as likely to have discoverable or relevant information in REX’s Initial Disclosures.⁷ Compare ECF 138-2, Plaintiff’s Initial Disclosures (“REX’s Initial Disclosures”), with ECF 138-5, Plaintiff’s Amended Rule 26 Initial Disclosures (“REX’s Amended Initial Disclosures”). Notably, the 16 removed individuals included six real estate agents who submitted declarations in support of REX’s Motion for Preliminary Injunction. Compare ECF 138-2, at 3-4, 8 and ECF 6, 9-14, with ECF 138-5. According to their LinkedIn profiles, at least 14 of those 16 individuals were no longer employed by REX as of May 2022. See Ex. L.

On June 1, 2022, REX finally responded to Zillow’s inquiry regarding REX-issued laptops, confirming only that REX had taken and was taking additional steps to preserve information on “the laptops of its *designated custodians* and of the other current and former employees on its *amended* Rule 26 disclosures.” Ex. M, Letter from Goldfarb to Jurata (June 1, 2022) (emphasis added). Still having received no answer to whether REX’s former employees were allowed to leave with their REX-issued laptops before they were appropriately preserved, Zillow reminded REX that relevant information to the parties’ claims or defenses, which REX

⁷ It appears that REX amended its Initial Disclosures to remove several individuals in response to NAR’s request that REX “expand its custodian list to include all persons identified as potential trial witnesses in its initial disclosures.” ECF 138, at 3 (citing ECF 138-4, Bonanno Decl., Ex. 3 (Mar. 23, 2022 Email from Bonanno to Hodges)).

1 had a duty to preserve, “could well be present on the laptops of former REX employees,
 2 including those identified by REX in its originally served Rule 26 disclosures, who have now
 3 been removed by REX in its amended disclosures, and who previously provided declarations in
 4 support of REX’s motion for a preliminary injunction just last year.” Ex. N, Letter from Jurata
 5 to Goldfarb (June 1, 2022). Zillow once again requested confirmation that REX was “ensuring
 6 that all information available on REX-issued laptops of any former REX employees is
 7 appropriately accounted for in its preservation efforts.” *Id.*

8 On the same day, in light of REX’s recent layoff of the majority of its employees and its
 9 apparent practice of allowing former employees to retain REX-issued laptops, Zillow
 10 propounded Interrogatory No. 8. That interrogatory requested the following:

11 Identify all employees (by name, last position/job title held while employed at
 12 REX, and last day of employment at REX) who have left REX, including any
 13 employees whose employment was involuntarily terminated, since January 2021
 and state whether such employees were permitted to retain any REX-issued laptops.

14 Ex. O, Zillow Defs.’ Third Set of Interrogatories to Plaintiff REX – Real Estate Exchange, Inc.⁸

15 **D. REX Admits to Destruction of Potentially Relevant Material**

16 On June 21, REX disclosed for the first time—buried in footnote 3 to its Joint
 17 Submission regarding REX’s Disclosure of Custodians Pursuant to this Court’s ESI Order—that
 18 Angela Cook, a former REX employee who REX had identified as an individual that it may call
 19 to testify at trial, had “wiped her laptop after she was let go.” ECF 138 at 10 n.3; *see* ECF 138-
 20 2, ECF 138-5. Notably, REX failed to mention this document destruction in *any* of its letters in
 21 response to Zillow’s questions regarding REX’s document preservation efforts. REX
 22 represented that although counsel ensured Ms. Cook’s emails and documents saved on shared
 23 drives have been preserved, “ESI exclusively on her laptop will be *impossible to obtain* at this
 24 time.” ECF 138 at 10 n.3 (emphasis added).

25 On June 27, the Court entered an Order requiring that REX include Ms. Cook as a

26
 27 ⁸ After receiving Interrogatory No. 8 and in response to Zillow’s June 1 letter, REX claimed that it has no obligation
 28 to respond to “letters from Zillow seeking to obtain through a letter writing campaign information about REX’s
 discovery preservation measures.” Ex. P, Letter from Goldfarb to Jurata (June 6, 2022). REX did not confirm, and
 to date has not confirmed, the extent of any preservation of the REX-issued laptops of former REX employees.

1 custodian and finding that Ms. Cook is “likely to have relevant ESI in [her] possession, custody,
 2 or control.” ECF 139, Minute Order at 2-3. Following the Court’s order, NAR requested a
 3 meet and confer with REX about REX’s document preservation practices, including “(1) the
 4 steps REX has taken to preserve documents *for each REX custodian*; (2) when REX first
 5 learned that Ms. Cook’s documents were deleted; (3) what steps REX has taken to recover Ms.
 6 Cook’s deleted documents; and (4) whether any documents held by other custodians or *persons*
 7 *identified on any of REX’s disclosures* have been deleted.” Ex. Q, Excerpted email from
 8 Bonanno to Goldfarb (June 28, 2022) (emphasis added).

9 **E. REX Provides Insufficient Responses to Discovery Inquiries**

10 On July 1, 2022, REX responded to Zillow’s Interrogatory No. 8, claiming that the
 11 information requested was not relevant or proportionate to the needs of this case. Ex. E,
 12 Plaintiff’s Response to Zillow Defs.’ Third Set of Interrogatories. Despite the Court’s Order
 13 just days before requiring REX to designate custodians based on its original Initial Disclosures,
 14 REX’s response noted that it “already provided information” regarding the laptops of employees
 15 listed on REX’s *Amended* Initial Disclosures, ignoring the numerous former employees that had
 16 been removed from REX’s Amended Initial Disclosures but who were earlier identified as
 17 having relevant information.⁹ On July 13, 2022, Zillow sent a letter to REX noting these
 18 deficiencies in REX’s response and demanding an immediate meet and confer to discuss the
 19 basis for REX’s objections if REX was not going to promptly supplement its inadequate
 20 response. Ex. R, Letter from Najemy to Goldfarb (July 13, 2022). REX did not even bother to
 21 acknowledge this letter.

22 On July 15, all parties met and conferred regarding REX’s document preservation
 23 practices generally, centered around REX’s failure to preserve Ms. Cook’s documents. Though
 24 REX supplied some information regarding Ms. Cook’s laptop, REX’s counsel did not
 25 definitively respond to Defendants’ questions concerning even the most basic information
 26 regarding REX’s preservation efforts, including, but not limited to:

27
 28 ⁹ Zillow does not know whether these employees, like Angela Cook, retained their laptops after they left REX, but
 would have expected such information in response to Interrogatory No. 8.

- Whether REX issued a litigation hold for this case and if so, when, and to whom it was sent;
- What documents were preserved for custodians and when those documents were preserved;
- Whether any documents held by other custodians or persons identified on any of REX's disclosures have been deleted;¹⁰
- Details regarding the steps the e-discovery vendor took to attempt to recover information from Ms. Cook's laptop;
- The date that REX's current law firm learned Ms. Cook had wiped her laptop;¹¹
- Whether Ms. Cook specifically received a litigation hold and, if so, when; and
- What documents Ms. Cook did and did not delete.

See Ex. S, Letter from Najemy to Goldfarb (July 26, 2022), at 4. Having received no further response from REX regarding its document preservation efforts or a meet and confer about Interrogatory No. 8, Zillow sent REX a letter on July 26 again raising the deficiencies in REX's Interrogatory No. 8 response and REX's delay in responding to basic questions about REX's document preservation efforts. *Id.* Zillow demanded a complete response to Interrogatory No. 8 as well as the information regarding REX's document preservation efforts.

Although REX provided a narrow response on July 27 regarding Ms. Cook's documents, *see* Ex. T, Letter from Goldfarb and Ungaro to Najemy (July 27, 2022), it provided no additional information regarding Interrogatory No. 8 or REX's document preservation more generally. Following the parties' meet and confer on August 10, REX confirmed on August 12 that it would not be supplementing its response to Interrogatory No. 8. Ex. U, Email from Goldfarb to Beringer (Aug. 12, 2022).

F. Zillow Has in Good Faith Conferred with REX to Resolve This Dispute

Pursuant to LCR 37(a)(1), Zillow certifies that it has in good faith conferred with REX to try to resolve the disputes in the instant Motion without Court action. The parties met and

¹⁰ Notably, when Zillow raised that REX never responded to Zillow's request for a meet and confer on Interrogatory No. 8, REX's counsel refused to discuss the interrogatory, claiming it unrelated to the topic of the meet and confer. *See* Ex. S, at 3-4.

¹¹ Counsel generally represented that they became aware that Ms. Cook had erased her laptop after REX had already made its Initial Disclosures but provided no specific date.

1 conferred over Zoom on July 15 and August 10. The parties also have exchanged numerous
2 letters for over three months regarding the issues raised herein, and are now at an impasse.¹²

3 **III. ARGUMENT**

4 “Parties may obtain discovery regarding any nonprivileged matter that is relevant to any
5 party’s claim or defense and proportional to the needs of the case, considering the importance
6 of the issues at stake in the action, the amount in controversy, the parties’ relative access to
7 relevant information, the parties’ resources, the importance of the discovery in resolving the
8 issues, and whether the burden or expense of the proposed discovery outweighs its likely
9 benefit.” *Ball v. Manalto, Inc.*, No. C16-1523 RSM, 2017 WL 1788425, at *2 (W.D. Wash.
10 May 5, 2017) (quoting Fed. R. Civ. P. 26(b)(1)). “The party who resists discovery has the burden
11 to show that discovery should not be allowed, and has the burden of clarifying, explaining, and
12 supporting its objections.” *Lauer v. Longevity Med. Clinic PLLC*, No. C13-0860-JCC, 2014
13 WL 5471983, at *3 (W.D. Wash. Oct. 29, 2014).

14 Having brought this action, REX should not be allowed to evade discovery regarding its
15 preservation of potentially important evidence—which recent developments have put in issue.
16 By alleging that actions by Zillow and NAR caused its business to collapse, REX’s business
17 operations and business decisions are directly relevant to the case. REX’s refusal to provide
18 essential information regarding whether or not it has properly preserved evidence of former
19 employees violates REX’s discovery obligations under the Federal Rules, and REX should be
20 ordered to comply with those discovery obligations.

21 **A. REX Appears To Be Flouting its Preservation Obligations**

22 Preservation of documents is critical to the discovery process and is triggered as soon as
23 a party begins contemplating litigation. *See Knickerbocker*, 298 F.R.D. at 677-78. A party has
24 an obligation to preserve “any documents or tangible items that the party knows or should know
25 are relevant to the litigation, as well as to documents in the possession of employees who are
26 ‘key players’ in the case,” *id.*, that is, “those employees likely to have relevant information,”

27
28 ¹² Zillow understands that NAR has made similar efforts to obtain information from REX about its document preservation efforts for former employees, and has been similarly stonewalled by REX in response.

1 *Glob. Music Rts., LLC v. Radio Music License Comm., Inc.*, No. CV 16-9051 TJH (ASX), 2020
 2 WL 10692695, at *2 (C.D. Cal. Aug. 3, 2020). Under Rule 37(e), a court may order relief to a
 3 party prejudiced by the loss of information that was not appropriately preserved, including
 4 sanctions. Fed. R. Civ. P. 37(e).¹³

5 REX's duty to preserve evidence in this case was triggered at least as early as March
 6 2021, when it filed its Complaint and Motion for Preliminary Injunction. And REX was
 7 undoubtedly obligated to preserve evidence in January 2022—a year after the litigation
 8 commenced and months after initial discovery requests had been served—when the Court
 9 ordered that REX and the other parties “shall preserve *all discoverable ESI* in their possession,
 10 custody, or control.” ECF 113, at 7 (emphasis added). Yet, in May 2022, at the same time REX
 11 was apparently laying off most of its employees, a former REX employee posted on Glassdoor
 12 that REX was permitting its former employees to retain REX-issued laptops as “severance.” *See*
 13 Ex. H, Glassdoor Review (May 8, 2022); *supra* Section I.A. REX also disclosed that former
 14 REX employee Angela Cook had destroyed the ESI on her laptop. ECF 138 at 10 n.3.

15 Zillow's efforts to ascertain whether document preservation issues may have occurred—
 16 especially concerning information on REX-issued laptops of former REX employees that were
 17 no longer in the possession, custody, or control of REX—were blocked at every turn. REX has
 18 stonewalled, either ignoring Zillow's questions entirely, or delaying by providing non-
 19 substantive answers. *Supra* Sections I.B, I.E. Zillow has made numerous attempts to get to the
 20 bottom of what REX has and, more importantly, has not done to preserve relevant documents in
 21 this case. But these questions remain unanswered after more than three months of diligent effort.

22 Zillow does not know the full extent of any document destruction, does not have a
 23 complete response to its Interrogatory No. 8, and does not have any substantive information
 24 backing up any of REX's representations about its discovery preservation efforts. If former
 25

26 ¹³ *See also WeRide Corp. v. Kun Huang*, No. 5:18-CV-07233-EJD, 2020 WL 1967209, at *12 (N.D. Cal. Apr. 24,
 27 2020) (awarding sanctions when the party spoliated ESI through the deletion of email accounts and computers of
 28 employees who left the party's employ, among other conduct); *Siskiyou Buckle Co., Inc. v. GameWear, Inc.*, No.
 CV 09-3073-CL, 2011 WL 13248530, at *8 (D. Or. Nov. 3, 2011) (awarding monetary sanctions when the party
 was “grossly negligent in its preservation of evidence” when it, among other conduct, failed to adequately instruct
 its employees regarding a litigation hold and failed to take steps to cease its ordinary, routine deletion practices).

1 REX employees—including individuals identified by REX on its Initial Disclosures—have
 2 taken with them or destroyed information relevant to the parties’ claims or defenses that REX
 3 has not otherwise preserved, Zillow is entitled to know. This information should be readily
 4 available to REX, and any burden or expense of providing this information is small in
 5 comparison to the relative importance of these issues to the litigation.

6 **B. REX’s Objections to Interrogatory No. 8 Are Baseless**

7 Zillow propounded Interrogatory No. 8, asking REX to identify the employees who left
 8 since January 2021 and whether they were permitted to retain REX-issued laptops. Given
 9 REX’s significant layoffs and apparent policy of allowing former employees to retain their REX-
 10 issued laptops as severance, this Interrogatory is plainly relevant as it would allow Zillow to
 11 determine if there were any preservation issues regarding those employees. Ex. O.

12 REX has refused to respond. Yet REX has failed to credibly articulate why the
 13 information sought by Interrogatory No. 8 is irrelevant (it is not) or disproportionate (it is not)
 14 to the needs of the case. *See* Ex. E. It is REX’s burden to explain its objections—not Zillow’s.
 15 *Lauer*, 2014 WL 5471983, at *3.

16 Concerning relevance, REX claims “[t]he overwhelming majority” of the 250 employees
 17 let go since January 2021 “were salaried agents and non-managerial employees, whose
 18 employment at REX had no or at most *de minimis* relevance to the issues involved in this case.”
 19 Ex. E. Yet, real estate agents, including salaried ones, are among the very declarants REX relied
 20 on in support of its Motion for Preliminary Injunction *and* disclosed in its Initial Disclosures.
 21 *See* ECF 6, Lawrence Decl. ¶¶ 1-2; ECF 9, Maggio Decl. ¶¶ 1-2; ECF 10, Van Ham Decl. ¶¶ 1-
 22 2; ECF 11, Echevarria Decl. ¶¶ 1-2; ECF 12, Reina Decl. ¶¶ 12; ECF 13, Rosenbaum Decl. ¶¶ 1-
 23 2; ECF 14, Kruse Decl. ¶¶ 1-2. Despite removing six of the seven agents from its Amended
 24 Initial Disclosures without explanation, REX admitted in its Initial Disclosures that each of these
 25 individuals was “likely to have discoverable information.” *Compare* ECF 138-2 (identifying
 26 Todd Rosenbaum, Brandy Lawrence, Viktor Kruse, Raphael “Rio” Reina, Josephine Maggio,
 27 Phil Van Ham, and Randall Echevarria) *and* ECF 138-5 (identifying only Raphael “Rio” Reina).
 28 In its Motion for Preliminary Injunction, REX cited to the declarations of several REX

1 employees and salaried real estate agents to support its arguments that Zillow and NAR’s alleged
 2 conduct injures competition and has irreparably harmed REX. *See* ECF 5 at 6, 13, 16, 18-22.
 3 Several of those declarants attached exhibits with their preliminary injunction declarations, at
 4 least some of which appear to be particularly relevant to Zillow’s defenses.¹⁴ For example, one
 5 concerns problems with REX’s marketing,¹⁵ and one concerns the ways in which buyers might
 6 access REX’s listings on the “Other” tab of Zillow’s website.¹⁶ REX real estate agents, in
 7 particular these declarants, are likely to have information relevant to Zillow’s defenses, yet are
 8 not accounted for in any of REX’s representations regarding its preservation efforts.

9 Additionally, at least 19 of the 26 employees that REX identified in its Initial
 10 Disclosures, including real estate agent declarants, appear to have left REX since January 2021.
 11 *See* Ex. L. Thus, individuals likely to have discoverable—*i.e.*, relevant—information left REX
 12 since January 2021, and may be among the former employees REX permitted to retain REX-
 13 issued laptops, perhaps without REX preserving any information contained on those laptops.
 14 That REX made the conscious decision to shed these employees and remove at least some of
 15 them from its Amended Initial Disclosures does not change REX’s discovery obligations,
 16 especially not when REX claims that Zillow and NAR are at fault for these very same layoffs.
 17 REX’s claim that the employees who left since January 2021 had “no or at most *de minimis*
 18 relevance to the issues involved in this case” is dubious in light of its previous inclusion of them
 19 on its Initial Disclosures. Zillow should be entitled to test REX’s self-serving claims.

20 REX claims the employees listed in its *Amended* Rule 26 disclosures are the only
 21 employees “whose laptops are potentially relevant.” Ex. E. But this ignores, at minimum, the
 22 16 employees who were identified as having relevant information in REX’s Initial Disclosures,
 23 including six of the individuals who submitted declarations supporting REX’s Motion for

24 ¹⁴ *See* ECF 9, Maggio Decl.; ECF 10, Van Ham Decl.; ECF 13, Rosenbaum Decl.

25 ¹⁵ REX quoted Exhibit C to the Van Ham Declaration, in which a client states, “The REX marketing is not working,”
 26 to support REX’s argument that Zillow’s display change harmed REX’s brand and goodwill, presumably because
 27 REX could no longer leverage Zillow’s platform to market itself. ECF 5, at 20.

28 ¹⁶ In Exhibit A to the Maggio Declaration, the REX agent advises the client, “Buyers will now be searching in [the
 “Agents” and “Other”] tabs for homes.” ECF 9, at 8. The REX agent further explains, “Most buyers are searching
 for homes by setting very specific parameters based on what they are looking for (price range, bed/bath count, pool,
 etc.)” and then suggests ways to “boost” the client’s listing, suggesting that the “Other” tab does not keep buyers
 from finding the REX listing. *Id.*

1 Preliminary Injunction, but who do not appear in REX's Amended Initial Disclosures. As
 2 discussed above, all seven real estate agents who submitted declarations in support of REX's
 3 Motion for Preliminary Injunction are likely to have relevant information, but *six of the seven*
 4 agents were removed from REX's Amended Initial disclosures—without explanation. The roles
 5 of the remaining 10 of the 16 employees who were initially disclosed as likely to have
 6 discoverable information but were later removed include REX's Chief Technology Officer, Vice
 7 President of Business Development, Director of Analytics, Chief Data Scientist, and Regional
 8 Sales Managers. ECF 138-2, at 1-5. REX cannot credibly claim that the laptops of these
 9 individuals (who are not included in REX's Amended Initial Disclosures) are not relevant.

10 Finally, REX has never explained how providing a list of former employees who have
 11 kept their laptops after leaving is burdensome or disproportionate. Simply put, it is not.

12 **C. The Court Should Compel REX to Answer Interrogatory No. 8 and**
 13 **Designate a Rule 30(b)(6) Representative**

14 In light of REX's failure to respond to Interrogatory No. 8 and provide basic information
 15 about REX's document preservation efforts, Zillow respectfully requests that the Court order
 16 REX to provide a complete response to Interrogatory No. 8—specifically, a list of all employees
 17 (by name, last position/job title held while employed at REX, and last day of employment at
 18 REX) who have left REX since January 2021, stating whether such employees were permitted
 19 to retain any REX-issued laptops. Zillow also requests that the Court order REX to designate
 20 one or more persons to testify as a Rule 30(b)(6) representative regarding REX's document
 21 preservation efforts in connection with this litigation. As such a deposition is necessary due to
 22 REX's conduct, Zillow requests that such deposition not be counted against Zillow's ten
 23 (10) depositions permitted without leave of Court under Rule 30(a).

24 **IV. CONCLUSION**

25 For the foregoing reasons, Zillow respectfully requests that the Court compel REX to
 26 provide complete answers to Interrogatory No. 8. In addition, REX should be ordered to
 27 designate one or more persons to testify as a Rule 30(b)(6) representative regarding REX's
 28 document preservation efforts in connection with this litigation.

1 Dated: August 19, 2022

ORRICK, HERRINGTON & SUTCLIFFE LLP

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Attorneys for Defendants,
Zillow, Inc., Zillow Group, Inc., Zillow Homes,
Inc., Zillow Listing Services, Inc., and Trulia, LLC

CERTIFICATE OF SERVICE

I hereby certify that on August 19, 2022, I caused a true and correct copy of the foregoing to be filed in this Court's CM/ECF system, which will send notification of such filing to counsel of record.

Dated: August 19, 2022

s/ Nicole Tadano
Nicole Tadano (WSBA No. 40531)

THE HONORABLE THOMAS S. ZILLY

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

REX - REAL ESTATE EXCHANGE, INC.,

Plaintiff,

v.

ZILLOW, INC., et al.,

Defendants.

Case No. 2:21-CV-00312-TSZ

**DECLARATION OF LAURA
NAJEMY IN SUPPORT OF ZILLOW
DEFENDANTS' MOTION TO
COMPEL**

NOTE ON MOTION CALENDAR:
September 9, 2022

ORAL ARGUMENT REQUESTED

1 I, Laura Najemy declare and state as follows:

2 1. I am an attorney with the law firm of Orrick, Herrington & Sutcliffe LLP,
3 counsel for defendants Zillow, Inc., Zillow Group, Inc., Zillow Homes, Inc., Zillow Listing
4 Services, Inc., and Trulia, LLC (collectively “Zillow”) in the above-captioned action. I have
5 personal knowledge of the facts set forth in this declaration. If called as a witness I could and
6 would competently testify to them under oath.

7 2. Attached hereto as **Exhibit A** is a true and correct copy of Lani Rosales, *Has*
8 *REX Homes finally ceased operations?*, THE AMERICAN GENIUS, May 11, 2022,
9 <https://theamericangenius.com/housing/corporate/has-rex-homes-finally-ceased-operations/>.

10 3. Attached hereto as **Exhibit B** is a true and correct copy of Matthew Blake, *REX*
11 *lays off most of its employees, sources say*, REALTRENDS, May 11, 2022,
12 <https://www.realtrends.com/articles/rex-lays-off-most-of-its-employees-sources-say>.

13 4. Attached hereto as **Exhibit C** is a true and correct copy of Matthew Blake, *REX*
14 *survives as facilitator for corporate landlords*, REALTRENDS, May 23, 2022,
15 <https://www.realtrends.com/articles/rex-survives-as-facilitator-for-corporate-landlords/>.

16 5. Attached hereto as **Exhibit D** is a true and correct copy of the July 1, 2022
17 letter from Michael K. Vaska of Foster Garvey PC, former counsel of record for Plaintiff REX
18 – Real Estate Exchange, Inc., providing notice of Foster Garvey’s attorney fee lien under
19 RCW 60.40.010.

20 6. Attached hereto as **Exhibit E** is a true and correct copy of Plaintiff’s Response
21 to Zillow Defendants’ Third Set of Interrogatories, signed and dated July 1, 2022.

22 7. Attached hereto as **Exhibit F** is a true and correct copy of Andrea V. Brambila,
23 *Demise of discount brokerage REX may be imminent, reports indicate*, INMAN, May 11, 2022,
24 [https://inman.com/2022/05/11/demise-of-discount-brokerage-rex-may-be-imminent-reports-](https://inman.com/2022/05/11/demise-of-discount-brokerage-rex-may-be-imminent-reports-indicate)
25 [indicate](https://inman.com/2022/05/11/demise-of-discount-brokerage-rex-may-be-imminent-reports-indicate).

26 8. Attached hereto as **Exhibit G** is a true and correct copy of a letter from Jay
27 Jurata, counsel of record for the Zillow Defendants, to Carl Goldfarb, counsel of record for
28

1 Plaintiff REX – Real Estate Exchange, Inc. (“Plaintiff” or “REX”), dated May 12, 2022.

2 9. Attached hereto as **Exhibit H** is a true and correct copy of a Glassdoor Review
3 dated May 8, 2022, [https://www.glassdoor.com/Reviews/Employee-Review-REX-](https://www.glassdoor.com/Reviews/Employee-Review-REX-RVW63826597.htm)
4 [RVW63826597.htm](https://www.glassdoor.com/Reviews/Employee-Review-REX-RVW63826597.htm) (last visited August 17, 2022).

5 10. Attached hereto as **Exhibit I** is a true and correct copy of a letter from Jay
6 Jurata, counsel of record for the Zillow Defendants, to Carl Goldfarb, counsel of record for
7 REX, dated May 24, 2022.

8 11. Attached hereto as **Exhibit J** is a true and correct copy of a letter from Carl
9 Goldfarb, counsel of record for REX, to Jay Jurata, counsel of record for the Zillow
10 Defendants, dated May 25, 2022.

11 12. Attached hereto as **Exhibit K** is a true and correct copy of a letter from Jay
12 Jurata, counsel of record for the Zillow Defendants, to Carl Goldfarb, counsel of record for
13 REX, dated May 26, 2022.

14 13. Attached hereto as **Exhibit L** are excerpts of the LinkedIn profiles of 19
15 individuals that were identified in REX’s Initial Disclosures and that are no longer employed
16 by REX.

17 14. Attached hereto as **Exhibit M** is a true and correct copy of a letter from Carl
18 Goldfarb, counsel of record for REX, to Jay Jurata, counsel of record for the Zillow
19 Defendants, dated June 1, 2022.

20 15. Attached hereto as **Exhibit N** is a true and correct copy of a letter from Jay
21 Jurata, counsel of record for the Zillow Defendants, to Carl Goldfarb, counsel of record for
22 REX, dated June 1, 2022.

23 16. Attached hereto as **Exhibit O** is a true and correct copy of Zillow Defendants’
24 Third Set of Interrogatories to Plaintiff REX – Real Estate Exchange, Inc., dated and served on
25 June 1, 2022.

26 17. Attached hereto as **Exhibit P** is a true and correct copy of a letter from Carl
27 Goldfarb, counsel of record for REX, to Jay Jurata, counsel of record for the Zillow
28

1 Defendants, dated June 6, 2022.

2 18. Attached hereto as **Exhibit Q** is an email dated June 28, 2022, excerpted from a
3 longer email chain, from Mike Bonanno, counsel of record for Defendant The National
4 Association of Realtors®, to Carl Goldfarb, Ursula Ungaro, Stephen N. Zack, and Augusto
5 Cividini, counsel of record for REX.

6 19. Attached hereto as **Exhibit R** is a true and correct copy of a letter from Laura
7 Najemy, counsel of record for the Zillow Defendants, to Carl Goldfarb, counsel of record for
8 REX, dated July 13, 2022.

9 20. Attached hereto as **Exhibit S** is a true and correct copy of a letter from Laura
10 Najemy, counsel of record for the Zillow Defendants, to Carl Goldfarb, counsel of record for
11 REX, dated July 26, 2022.

12 21. Attached hereto as **Exhibit T** is a true and correct copy of a letter from Carl
13 Goldfarb and Ursula Ungaro, counsel of record for REX, to Laura Najemy, counsel of record
14 for the Zillow Defendants, dated July 27, 2022.

15 22. Attached hereto as **Exhibit U** is an email dated August 12, 2022, excerpted
16 from a longer email chain, from Carl Goldfarb, counsel of record for Plaintiff REX – Real
17 Estate Exchange, Inc., to Jesse Beringer, counsel for the Zillow Defendants, confirming that
18 Plaintiff would not be supplementing its response to Interrogatory No. 8.

19 I declare under penalty of perjury under the laws of the United States that the foregoing
20 is true and correct. Executed on this 19th day of August 2022 in Needham, Massachusetts.

21
22 *s/ Laura Najemy*
23 LAURA NAJEMY

EXHIBIT A

Has REX Homes finally ceased operations?

 theamericangenius.com/housing/corporate/has-rex-homes-finally-ceased-operations

Real Estate Corporate

After two rounds of layoffs, a restructure to join MLSs, and swirling rumors regarding leadership, staffers tell us the company has crumbled.



Published

on

May 11, 2022

By

Lani Rosales, COO + News Director



Real estate brokerage REX Homes became famous in recent years for spearheading an anti-trust lawsuit against Zillow and the National Association of Realtors, accusing them of being a ‘cartel’ to edge out non-MLS participants. But it appears that as of today, the company has ceased operations.

Numerous staff reached out to us directly to indicate the **company’s last day was Tuesday** and that a companywide call on Friday outlined the end of REX Homes. While the entity of the brokerage still exists, we are told there are no longer offices, staff, leadership, or agents.

Staff at the Austin, TX and Woodland Hills, CA offices (both in Texas) have confirmed that as of today, **the doors are literally closed**. It is unclear what REX's plans are for wrapping up any current contracts that haven't closed.

The company's **website remains live** with no notification of any service interruptions and there have been no changes to the faces that appear on the staffing page.

Many **Glassdoor** users have begun leaving reviews asserting that operations have ceased. To thicken the mystery, we've already seen several recent reviews disappear, but it is unclear if that is Glassdoor or REX's doing.

Several **LinkedIn** users formerly employed at REX Homes are putting their #OpenToWork signs up, stating the company has closed – some indicate departments dissolving, others that the entire company has collapsed.

What has been especially interesting with this company is **staff's consistent fears of CEO Jack Ryan**, consistently citing a fear of retribution not just professionally, but personally, and several told us we should worry about our own personal safety, having been the only news outlet covering REX's unraveling.

Also consistent is that everyone we've spoken to in the last year has cited an **imminent demise of the company** as a whole.

In August of 2021, **REX Homes laid off 60 staff without severance**, and on October 7th, 2021, REX Homes had their second round of layoffs – both times, staff said they were not initially given severance pay, but report to us that after our coverage, they began seeing payment.

Also in October of last year, they shut down their New York and Chicago offices, and announced internally that they would be joining MLSs. **They called it a restructure**. The joining of any MLS shocked many as the premise of their structure was always that their magical proprietary tech as well as their bypassing of the MLSs to save consumers thousands of dollars.

They earned several rounds of private equity funding and never went public. Several staff told us that going IPO had been a talking point from Ryan, often **used to lure them to the company** in the first place and accept lower pay with the idea that shares would soon be coming their way.

Between the August and October layoffs, they closed their Series D round of funding, but never disclosed the amount, closing date, or investor. It is therefore **unclear how their investors feel** about the company's status, but it is also possible that they're who initiated the pulling of the plug.

It is also unclear what this means for their ongoing lawsuit against Zillow and NAR and **how a non-existent company can pursue a class action lawsuit**, but no filings have been made in the past week regarding the case.

As with all REX stories, we have reached out for comment. Because we track all emails, we have always seen them open every press inquiry within seconds, but **it is of note that our current request for comment has yet to be viewed...**

EXHIBIT B

REX lays off most of its employees, sources say

RT realtrends.com/articles/rex-lays-off-most-of-its-employees-sources-say

By Matthew Blake

May 11, 2022



REX Homes, which has claimed that a conspiracy between the **National Association of Realtors** and brokerages prevents true competition in real estate, is perhaps adding evidence to its own legal analysis.

Last Friday, the brokerage that lets home sellers pay less than the 5-6% of the typical home sale price commission, announced over **Zoom** that the vast majority of its 180 workers would be laid off, according to phone interviews with half-a-dozen current or recently let go employees.

Also, REX announced that its physical offices in Austin, Texas, and Woodland Hills, California, would shut down immediately, according to these employees.

Workers agreed to talk on the condition their names would not be published. Messages left with a REX spokesperson as well as CEO and Co-founder Jack Ryan and Chief Operating Officer and Co-founder Lynley Sides went unreturned.

Michael Toth, REX's general counsel and an architect in the company's still pending lawsuits against NAR and **Zillow**, responded with a written message that described REX in the past tense.

"REX was on path to disrupt the industry for consumers," Toth stated. "Unfortunately, as alleged in REX's federal lawsuit, when Zillow and NAR colluded to protect their profits, REX's innovative business model was sacrificed."

"The industry could not tolerate consumer choice," Toth continued. "As a result, we've had to make a lot of painful decisions."

After a round of layoffs both last August and in October, REX stood at approximately 180 workers, according to the employees interviewed. There are now about 40 workers remaining after the layoffs, the employees said, with some of the departures people who quit in the last couple of months.

Workers interviewed were not sure whether REX would regroup or is on the verge of shutting down. These mixed messages were echoed on **LinkedIn**. One laid off employee, an account manager, messaged that REX had "closed shop." Another wrote that the "Customer service department dissolved." These two workers declined interview requests.

Ryan verbally delivered the layoff and office closing message over **Zoom**, employees said. Employees recall Ryan urging them to quickly clean out their desks, and, if they still had business with clients, to make sure potential homebuyers or sellers had their cell phone numbers.

"It was like what being on the Titanic must have felt like," one employee still at the company, who works as a real estate agent, grimly remarked.

In an industry where everyone clamors to call themselves a disruptor, REX has offered a truly different business model, though one with echoes of **Redfin's strategy**.

Its agents are employees, not independent contractors, and, like Redfin, are paid on salary instead of sales bonuses. Agents interviewed who worked at REX had some positive things to say about their experience. These include competitive compensation, lines of communication with Ryan and Sides, and even a sense they were part of a social movement against the real estate status quo.

But those agents also noted that their salaries and benefits cost the company, particularly amid a recent dip in the housing market and venture capital dollars not recently flowing into REX. The company has raised \$145 million in private financing, according to Crunchbase.

"It was hard for us to pivot in the past few months," an employee said.

As for challenging the status quo, employees cited clashes with NAR and Zillow as an issue that did harm REX's underlying business. REX is engaged in litigation over Zillow placing its agent listings in the "Other agent" category on Zillow, because the listings do not come from an MLS feed.

REX did, however, grudgingly join NAR in the past year. Previously, Ryan has taken credit for supplying the **U.S. Justice Department** information about the trade group. Those tips eventually lead to a consent decree between DOJ officials and NAR in November 2020. Last July, the Justice Department withdrew from the consent decree to pursue an investigation into real estate agent commissions.

Not all departing employees saw REX as a principled champion of consumers and agents. One described Ryan as "arrogant" for running a real estate company with no prior experience in the industry. Previously, Ryan was a **Goldman Sachs** banker and media company entrepreneur, among other roles.

Other employees expressed misgivings about handling of the past week's events.

"They'll tell you one thing on Zoom," said one agent. "And then they'll call you and tell you something else."

EXHIBIT C

5/25/22, 10:53 AM

REX survives as facilitator for corporate landlords - RealTrends

REX survives as facilitator for corporate landlords

The brokerage plans to stick around by assisting businesses in buying and selling single-family homes

May 23, 2022, 3:59 pm By *Matthew Blake*

Share On

REX Homes will stay alive by helping corporate landlords buy and sell homes.

REX, which stands for Real Estate Exchange, was founded seven years ago in Austin, Texas, and has been best known for paying agent's salaries, offering consumers commission discounts and waging war on the **National Association of Realtors**.

Earlier this month, REX laid off most of its remaining employees. CEO Jack Ryan and COO Lynley Sides, who co-founded the brokerage, urged most agents to hang their sales license elsewhere, and closed physical offices in Austin and Woodland Hills, California.

But although it's down, REX isn't out, Sides said in an interview Monday. The brokerage has maintained its presence in Florida and California where it will continue to operate. Sides would not say how many agents remain with REX or address whether they are company employees or independent contractors.

REX's main enterprise for now, Sides said, is "the B-to-B side of the business, which is to partner with different types of single-family rental companies."

"We are helping them find homes," Sides said of REX's role in relation to the single-family rental companies. "We are trying to help them purchase homes that are in their buy box."

For companies in the business of buying single-family homes to rent out, "It can be a challenge for them finding homes to purchase." But REX, Sides said, has a remaining staff of employees who help such institutional investors buy homes, and, in some cases, resell them.

Amid a nationwide inventory crisis and skyrocketing prices, companies that buy up single-family homes face criticism for driving up sales costs.

The single-family rental lobby counters that its members make up just one or two percent of nationwide single-family rentals. Most investor landlords, they note, are "mom-and-pop" fixer-uppers and flippers who own just a few homes.

Sides would not name the single-family landlords working with REX, but she said much of the business was in Florida.

REX is one of the few brokerages of recent vintage to take on NAR, which has dues-paying member agents and brokerages. The company claimed the business model of employing agents as independent contractors drove up costs for consumers. REX's agents were, in turn, salaried employees.

REX also fed the **U.S. Justice Department** information about NAR, which perhaps led to a consent decree between NAR and DOJ, and an eventually open-ended DOJ investigation into real estate commissions.

But the company faced internal criticism for not growing its business responsibly and not doing enough to communicate with employees. After a round of layoffs in the fall, REX was down to fewer than 200 employees, according to multiple accounts inside the company. Today, departed agents have said, no more than 40 workers remain with the company.

REX will continue to fight at least one battle with NAR: a lawsuit in Washington federal court in which NAR and **Zillow** are co-defendants. The case contends that by putting non-Multiple Listing Service listings in Zillow's

5/25/22, 10:53 AM

REX survives as facilitator for corporate landlords - RealTrends

“other agent” category, the listings website and NAR effectively marginalized REX and other non-MLS participants.

“I will say that the Zillow event was significant and a driver behind radically downsizing,” Sides said.

Last week, REX told the court hearing the Zillow antitrust case that it hired David Boies, the veteran lawyer who represented DOJ in its antitrust lawsuit against **Microsoft** in the 1990s.

EXHIBIT D



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July 1, 2022

VIA FEDEX AND EMAIL

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Re: *REX v. Zillow et al.*, USDC Western Washington Case No. 2:21-cv-00312

Dear Counsel:

As you know, Foster Garvey PC represented REX in the above referenced case for more than one year before we withdrew in May. This letter is notice of Foster Garvey's attorney fee lien under RCW 60.40.010 (copy appended below).

Foster Garvey will disclose the amount of its outstanding attorney fees upon your request and after receiving authorization from REX.

FG:100438257.6

SEATTLE

PORTLAND

WASHINGTON, D.C.

NEW YORK

SPOKANE

BEIJING

REX v. Zillow et al. counsel
July 1, 2022
Page 2

Please note that under Washington's attorney lien statute, the Foster Garvey lien is "superior to all other liens" and is not "affected by settlement."

We expect counsel for all parties will keep us posted on any developments in the case that could affect our firm's rights and your obligations under the lien statute. Thank you for your assistance.

Very truly yours,

FOSTER GARVEY PC



Michael K. Vaska
Principal

cc via email: David Boies; dboies@bsfllp.com
Augusto Cividini, acividini@bsfllp.com
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REX v. Zillow et al. counsel
July 1, 2022
Page 3

60.40.010. Lien created--Enforcement--Definition--Exception

(1) An attorney has a lien for his or her compensation, whether specially agreed upon or implied, as hereinafter provided:

- (a) Upon the papers of the client, which have come into the attorney's possession in the course of his or her professional employment;
- (b) Upon money in the attorney's hands belonging to the client;
- (c) Upon money in the hands of the adverse party in an action or proceeding, in which the attorney was employed, from the time of giving notice of the lien to that party;
- (d) Upon an action, including one pursued by arbitration or mediation, and its proceeds after the commencement thereof to the extent of the value of any services performed by the attorney in the action, or if the services were rendered under a special agreement, for the sum due under such agreement; and
- (e) Upon a judgment to the extent of the value of any services performed by the attorney in the action, or if the services were rendered under a special agreement, for the sum due under such agreement, from the time of filing notice of such lien or claim with the clerk of the court in which such judgment is entered, which notice must be filed with the papers in the action in which such judgment was rendered, and an entry made in the execution docket, showing name of claimant, amount claimed and date of filing notice.

(2) Attorneys have the same right and power over actions to enforce their liens under subsection (1)(d) of this section and over judgments to enforce their liens under subsection (1)(e) of this section as their clients have for the amount due thereon to them.

(3) The lien created by subsection (1)(d) of this section upon an action and proceeds and the lien created by subsection (1)(e) of this section upon a judgment for money is superior to all other liens.

(4) The lien created by subsection (1)(d) of this section is not affected by settlement between the parties to the action until the lien of the attorney for fees based thereon is satisfied in full.

(5) For the purposes of this section, "proceeds" means any monetary sum received in the action. Once proceeds come into the possession of a client, such as through payment by an opposing party or another person or by distribution from the attorney's trust account or registry of the court, the term "proceeds" is limited to identifiable cash proceeds determined in accordance with RCW 62A.9A-315(b)(2). The attorney's lien continues in such identifiable cash proceeds, subject to the rights of a secured party under RCW 62A.9A-327 or a transferee under RCW 62A.9A-332.

(6) Child support liens are exempt from this section.

EXHIBIT E

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

REX – REAL ESTATE EXCHANGE, INC., a
Delaware corporation,

Plaintiff,

v.

ZILLOW, INC., a Washington corporation;
ZILLOW GROUP, INC., a Washington
corporation; ZILLOW HOMES, INC., a
Delaware corporation; ZILLOW LISTING
SERVICES, INC., a Washington corporation;
TRULIA, LLC, a Delaware limited liability
company; and THE NATIONAL
ASSOCIATION OF REALTORS, an Illinois
trade association,

Defendants.

No. 2:21-cv-00312-TSZ

**PLAINTIFF’S RESPONSE TO
ZILLOW DEFENDANTS’ THIRD
SET OF INTERROGATORIES**

Plaintiff REX – Real Estate Exchange, Inc. (“REX”), by and through its undersigned counsel,
hereby responds and objects to the Zillow Defendant’s Third Set of Interrogatories (the
“Interrogatory”) as follows:

PRELIMINARY STATEMENT AND OBJECTIONS

1. REX objects to the Interrogatory and the instructions and definitions thereto to the extent they
purport to require any action not required by the Federal Rules of Civil Procedure or the Local Rules
(collectively “the Rules”), or are otherwise outside the scope of discovery of the Rules.

2. REX objects to the Interrogatory and the instructions and definitions thereto to the extent they
purport to impose obligations beyond what is required by the parties’ negotiated ESI protocol. Any
agreement by REX to provide documents and/or information responsive to the Interrogatory, will be
subject to the agreed upon search terms and protocols in the parties’ ESI agreement.

3. REX objects to the Interrogatory the extent it does not contain reasonable time, date range,
or scope limitations, is overly broad and unduly burdensome. REX will provide information, produce

PLAINTIFF’S RESPONSE TO ZILLOW DEFENDANTS’
THIRD SET OF INTERROGATORIES

BOIES SCHILLER FLEXNER, LLP

Case No. 2:21-cv-00312-TSZ

401 E. Las Olas Blvd, Ste 1200
Fort Lauderdale, FL 33301
Phone (954) 356-0011

documents and information as kept in the usual course of business and in a reasonably usable form in a manner consistent with the Model ESI Order (Dkt. No. 113).

4. REX objects to the Interrogatory to the extent it seeks REX's confidential, trade secret, and/or proprietary information. To the extent the Interrogatory seeks that information, REX will only provide documents and/or information that are discoverable and essential to the Defendants' case. Further, any documents and/or information provided in response to the Interrogatory will be designated and protected according to the terms of the Stipulated Protective Order governing this case (Dkt. No. 42).

5. REX reserves the right to challenge the relevance, materiality and admissibility of any information or document produced in discovery, at trial of this matter, or at any other prior or subsequent proceeding.

6. REX does not waive any attorney-client privilege, work product protection, right of privacy or confidentiality, joint defense or common interest privilege or protection, or any other applicable privilege, doctrine or protection.

7. REX objects to the Interrogatory to the extent it seeks information, documents or material already in the possession of either defendant or in the possession of a third party.

8. REX objects to any definition that purports to alter the plain and ordinary meaning of any words. REX's responses apply a term's ordinary meaning.

9. Counsel for REX can meet and confer with Defendant's counsel regarding any response or objection contained herein.

INTERROGATORIES

INTERROGATORY NO. 8: Identify all employees (by name, last position/job title held while employed at REX, and last day of employment at REX) who have left REX, including any employees

1 whose employment was involuntarily terminated, since January 2021 and state whether such
 2 employees were permitted to retain any REX-issued laptops.

3 **RESPONSE:** REX objects to this interrogatory as being vague, overly broad, and unduly
 4 burdensome insofar as it seeks information on “all employees . . . who have left REX.” REX further
 5 objects insofar as this interrogatory is not relevant to any party's claim or defense nor is it
 6 proportionate to the needs of this case. REX has let about 250 employees go since January 2021 due
 7 to Zillow's and NAR's anticompetitive conduct. The overwhelming majority of those employees were
 8 salaried agents and non-managerial employees, whose employment at REX had no or at most *de*
 9 *minimis* relevance to the issues involved in this case. Accordingly, this interrogatory is seeking
 10 information not relevant to any party's claim or defense nor is it proportionate to the needs of this
 11 case. The employees whose laptops are potentially relevant are the employees listed on REX's
 12 Amended Rule 26 disclosures, and REX has already provided information regarding those
 13 employees' laptops.
 14
 15

16
 17 Dated: July 1, 2022

18 **BOIES SCHILLER FLEXNER, LLP**

19
 20 CARL E. GOLDFARB (Admitted *Pro Hac Vice*)

21 /s/ Carl E. Goldfarb
 22 CARL E. GOLDFARB, ESQ.
 23 401 East Las Olas Blvd., Suite 1200
 24 Fort Lauderdale, FL 33301
 25 Telephone: 954-356-0011
 26 Facsimile: 954-356-0022
 27 cgoldfarb@bsflp.com

28 URSULA UNGARO, ESQ.
 STEPHEN N. ZACK, ESQ.
 BOIES SCHILLER FLEXNER LLP
 100 SE 2nd Street, Suite 2800

PLAINTIFF'S RESPONSE TO ZILLOW DEFENDANTS'
 THIRD SET OF INTERROGATORIES

BOIES SCHILLER FLEXNER, LLP

Case No. 2:21-cv-00312-TSZ

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szack@bsfllp.com

DAVID BOIES, ESQ.
BOIES SCHILLER FLEXNER LLP
333 Main Street
Armonk, NY 10504
Telephone: (914) 749-8200
Facsimile: (914) 749-8300
dboies@bsfllp.com

Attorneys for Plaintiff

VERIFICATION OF INTERROGATORIES

I, _____, swear or affirm that the foregoing answers to Interrogatories propounded by REX- REAL ESTATE EXCHANGE, INC., are true based on my personal knowledge and information made available to me.

[Name]

State of _____)
County of _____) SS.

BEFORE ME, the undersigned authority, personally appeared _____, who, after being duly sworn, deposes and says that the Answers to the Interrogatories heretofore propounded are true and correct to the best of his/her belief and knowledge.

SWORN TO AND SUBSCRIBED before me this ____ day of _____, 2022.

Notary Public of _____

My commission expires:

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on July 1, 2022, I served foregoing document upon counsel of record listed below via e-mail:

ORRICK, HERRINGTON &
SUTCLIFFE LLP

Aravind Swaminathan, Esq.
Nicole Tadano, Esq.
701 Fifth Avenue, Suite 5600
Seattle, WA 98104-7097
Telephone: (206) 839-4300
aswaminathan@orrick.com
ntadano@orrick.com

John “Jay” Jurata, Jr., *Pro Hac Vice*
1152 15th Street, N.W.
Washington, DC 20005
Telephone: (202) 339-8400
jjurata@orrick.com

Russell P. Cohen, *Pro Hac Vice*
The Orrick Building
405 Howard Street, 7th Floor
San Francisco, CA 94105
Telephone: (416) 773-5700
rcohen@orrick.com

Laura Najemy, Esq.
222 Berkley Street, Suite 2000
Boston, MA 02116
Telephone: (617) 880-1800
lnajemy@orrick.com

***Attorneys for Defendants Zillow, Inc., Zillow
Group, Inc., Zillow Homes, Inc., Zillow Listing
Services, Inc., and Trulia, LLC***

QUINN EMANUEL URQUHART &
SULLIVAN, LLP
Thomas C. Rubin, Esq.
WSBA Bar No. 33829
1109 First Avenue, Suite 210
Seattle, Washington 98101
Telephone: (206) 905-7000

PLAINTIFF’S RESPONSE TO ZILLOW DEFENDANTS’
THIRD SET OF INTERROGATORIES

BOIES SCHILLER FLEXNER, LLP

Case No. 2:21-cv-00312-TSZ

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1 tomrubin@quinnemanuel.com
Michael D. Bonanno, *Pro Hac Vice*
2 Peter Benson, *Pro Hac Vice*
Kathleen Lanigan, *Pro Hac Vice*
3 1300 I Street, Suite 900
Washington, D.C. 20005
4 Telephone: (202) 538-8000
5 mikebonanno@quinnemanuel.com
peterbenenson@quinnemanuel.com
6 katlanigan@quinnemanuel.com

7 COOLEY LLP
Ethan Glass, *Pro Hac Vice*
8 1299 Pennsylvania Avenue, NW Suite 700
Washington, DC 20004-2400
9 Phone (202) 776-2244
10 eglass@cooley.com

11 *Attorneys for Defendant The National Association of Realtors®*

12
13
14 By: /s/ Carl Goldfarb
15 Carl Goldfarb
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28 PLAINTIFF'S RESPONSE TO ZILLOW DEFENDANTS'
THIRD SET OF INTERROGATORIES

BOIES SCHILLER FLEXNER, LLP

Case No. 2:21-cv-00312-TSZ

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EXHIBIT F

Demise of discount brokerage REX may be imminent, reports indicate

[inman.com/2022/05/11/demise-of-discount-brokerage-rex-may-be-imminent-reports-indicate](https://www.inman.com/2022/05/11/demise-of-discount-brokerage-rex-may-be-imminent-reports-indicate)



Industry flamethrower REX Real Estate may be closing shop. The discount brokerage appears to be shutting down its operations, according to reports from former staffers and a cryptic official statement from the company Wednesday.

According to *The American Genius*, which first reported the impending shutdown, REX experienced two rounds of layoffs last year and staffers reported that “a companywide call on Friday outlined the end of REX Homes.” REX’s offices in Austin and The Woodlands in Texas shuttered on Tuesday, the site said.

Several former REX staffers announced on LinkedIn that they had been laid off as a result of their department or the company itself closing down.

“After 4 years as a remote Account Manager at REX real estate, a great start up experience, unfortunately they made the hard decision to close shop... so I’m looking for another remote opportunity if anyone needs me! I have skills, just a hard, no nonsense dedicated worker,” read one post from three days ago.

In an emailed statement to Inman, REX General Counsel Michael Toth did not directly confirm the company’s demise, but blamed the National Association of Realtors and Zillow for the death of REX’s business model and said REX’s lawsuit against them both would continue.

Founded in 2015, REX began as a self-described disrupter that employed salaried agents, charged homesellers a 2-percent listing fee, had a policy of never paying outside buyer's brokers and eschewed MLSs, at least initially.

"REX was on path to disrupt the industry for consumers," Toth said.

"Unfortunately, as alleged in REX's federal lawsuit, when Zillow and NAR colluded to protect their profits, REX's innovative business model was sacrificed. The industry could not tolerate consumer choice. As a result, we've had to make a lot of painful decisions."



Michael Toth

According to *The American Genius*, REX, which had operated in 19 states, shut down their New York and Chicago offices in October, at the same time they announced internally that they would be joining MLSs.

"They called it a restructure," the site said. "The joining of any MLS shocked many as the premise of their structure was always that their magical proprietary tech as well as their bypassing of the MLSs [could] save consumers thousands of dollars."

REX sued NAR and Zillow in March 2021, alleging antitrust violations for an NAR rule that prompted Zillow to separate non-MLS listings from MLS listings on its website, including listings from REX. NAR countersued, alleging in part that REX had misrepresented its business model, but the court tossed that suit last month.

"Our case against Zillow and NAR gets to the root causes of why consumers are being overcharged when they buy and sell homes. And we will continue to pursue our claims in federal court to prevail on the merits and collect the damages we're owed," Toth said.

He did not respond to further requests for comment.

"After 2.5 years of hard work and growth at REX as an Inside Sales Specialist, they have unfortunately dissolved the Customer Service department, myself included," read another LinkedIn post from Tuesday.

Still another read, "After 3 years at REX and almost 2 years in the Insurance Department, they finally had to say goodbye to the department."

Featured Inman Insider Webinars

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The Formula for Recruiting & Retention[Watch now](#)

Content Hacks to Market Your Properties More Effectively[Watch now](#)



At this point it is unclear why the company appears to be winding down. As recently as March, insured technology financing company PIUS announced that REX had secured \$10 million in funding.



“The private placement bond was underwritten by PIUS and based on its evaluation of REX Homes’ intellectual property (IP),” the press release said. “The deal also includes an accordion feature, providing REX the option to increase the amount to \$45 million.”



Developing...

Email Andrea V. Brambila.

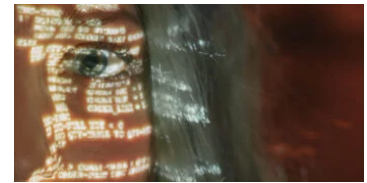


EXHIBIT G



May 12, 2022

Via E-Mail

Carl Goldfarb
Boies Schiller Flexner LLP
401 E. Las Olas Blvd. Suite 1200
Fort Lauderdale, FL, 33301

Orrick, Herrington & Sutcliffe LLP

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1152 15th Street, N.W.
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orrick.com

John ("Jay") Jurata, Jr.

E jjurata@orrick.com

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F +1 202 339 8500

Re: *REX – Real Estate Exchange, Inc. v. Zillow, Inc. et al.*, No 2:21-cv-00312-TSZ (W.D. Wash)

Dear Carl:

It has come to our attention your client, REX – Real Estate Exchange, Inc. ("REX"), may be in the process of winding down its business. According to an article published yesterday by The American Genius, REX reportedly has "crumble[d]" and its last day of business operations was on May 10. We understand, however, that REX's website is still operational and that its agents still may have some active listings (e.g., in Austin, Texas).

To the extent REX is ceasing or otherwise limiting operations, I write to remind you of REX's obligation to maintain and preserve all materials relevant to the above-captioned litigation (e.g., emails, hard copy documents, network files, Google Drive documents, data, etc.). Such materials include those regarding representations REX made when seeking financing over the past year and REX's decision to alter and/or cease its operations. Materials regarding REX's business operations, business plans and funding are relevant to the parties' claims and defenses in this litigation. For example, documents concerning REX's decision to cease or otherwise significantly limit its operations and offerings to consumers go directly to some of defendants' defenses. Further, whether REX was harmed by its own actions and/or mismanagement of its operations has been at issue in this litigation for over a year. See, e.g., NAR Opposition to Preliminary Injunction at 19 of 31, ECF No. 64 ("In fact, according to HomeOpenly, it appears REX's reputational problems are likely caused by its own 'misrepresent[ations]' and 'false' statements.").

Please confirm in writing, no later than May 19, 2022, that: (a) REX has fully preserved all documents and other materials relevant to this litigation, including but not limited to all documents and other materials regarding its decisions to seek funding and cease, or otherwise limit, its operations; and (b) in the winddown of REX's business operations, you and your client have made, and will undertake, all efforts to ensure that materials relevant to this litigation are not lost, destroyed or otherwise disposed.



Carl Goldfarb
May 12, 2022
Page 2

I look forward to your reply.

Sincerely,

A handwritten signature in blue ink, appearing to read "Jay Jurata", enclosed within a large, loopy oval flourish.

Jay Jurata

EXHIBIT H



REX

Is this your c

Overview 145 Reviews 2 Jobs 121 Salaries 28 Interviews 32 Benefits 14 Photos

Follow + Add a R

Employee Review

See All Reviews (145)

2.0 ★★★★★ ✓

Former Employee, less than 1 year

Transparency is non existent

May 8, 2022 - Customer Service

✗ Recommend ✗ CEO Approval ✗ Business Outlook

Pros

Easy to be great at your job

Cons

Company will more then likely not exist in the near future.

Advice to Management

When you lay people off, don't tell them that their laptop is their severance.

5 people found this review helpful

Helpful Share

Report

See reviews by: Popularity | Rating | Date | All

Top Companies for "Compensation and Benefits" Near You

Deloitte Compensation & Benefits 3.7 ★

Amazon Compensation & Benefits 3.9 ★

IBM Compensation & Benefits 3.5 ★

EY Compensation & Benefits 3.6 ★

REX Photos + Add



EXHIBIT I



May 24, 2022

Via E-Mail

Carl Goldfarb
Boies Schiller Flexner LLP
401 E. Las Olas Blvd. Suite 1200
Fort Lauderdale, FL, 33301

Orrick, Herrington & Sutcliffe LLP

Columbia Center
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John ("Jay") Jurata, Jr.

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Re: *REX – Real Estate Exchange, Inc. v. Zillow, Inc. et al.*, No 2:21-cv-00312-TSZ (W.D. Wash)

Dear Carl:

I write to follow up on my letter dated May 12, 2022, regarding your client's, REX – Real Estate Exchange, Inc. ("REX") – document preservation obligations in light of the recent announcement that REX may be in the process of winding down its business. In that letter, I requested confirmation in writing, no later than May 19, 2022, that: (a) REX has fully preserved all documents and other materials relevant to this litigation, including but not limited to all documents and other materials regarding its decisions to seek funding and cease, or otherwise limit, its operations; and (b) in the winddown of REX's business operations, you and your client have made, and will undertake, all efforts to ensure that materials relevant to this litigation are not lost, destroyed or otherwise disposed.

Despite representing during a meet and confer with my colleagues that REX would be preserving all relevant materials and that you would be responding to my letter in writing, I have yet to receive a written response.

In the interim, it has been publicly reported that when winding down operations and reducing its workforce and letting go of all of its employees in early May 2022, REX executives informed employees that they could keep their laptops as "severance." We expect that REX, and your law firm are ensuring all data from custodians' laptops issued by REX is being preserved, including those custodians who we understand may be added to REX's ESI Disclosures as a result of of REX's negotiations with NAR.

Please respond in writing, **no later than Wednesday, May 25, 2022**, to the items originally requested in my May 12 letter. Additionally, please confirm in your written response that REX and your firm are ensuring that all information available on REX-issued laptops of any named custodians (or those currently under negotiation with NAR), regardless of their current employment status, is appropriately accounted for in its preservation efforts.

I look forward to your reply.



Carl Goldfarb
May 24, 2022
Page 2

Sincerely,

/s/ Jay Jurata

Jay Jurata

EXHIBIT J



Carl E. Goldfarb
Telephone: (954) 356-0011
Email: cgoldfarb@bsfllp.com

May 25, 2022

VIA E-MAIL

Jay Jurata, Esq.
Orrick, Herrington & Sutcliffe LLP
701 Fifth Avenue, Suite 5600
Seattle, WA 98104
jjurata@orrick.com

Re: *REX – Real Estate Exchange, Inc. v. Zillow, Inc., et al.*, Case No. 2:21-CV-00312-TSZ – W.D. Wash.

Dear Jay:

I am writing to respond to your letters of May 12 and May 24. REX- Real Estate Exchange, Inc. is cognizant of its discovery obligations, and has already taken steps to ensure it can fulfill its discovery obligations and will continue to take necessary steps to meet its discovery obligations.

Sincerely,

/s/ Carl E. Goldfarb

Carl E. Goldfarb

cc: Counsel of record

EXHIBIT K



May 26, 2022

Via E-Mail

Carl Goldfarb
Boies Schiller Flexner LLP
401 E. Las Olas Blvd. Suite 1200
Fort Lauderdale, FL, 33301

Orrick, Herrington & Sutcliffe LLP

Columbia Center
1152 15th Street, N.W.
Washington, DC 20005-1706

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John ("Jay") Jurata, Jr.

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Re: *REX – Real Estate Exchange, Inc. v. Zillow, Inc. et al.*, No 2:21-cv-00312-TSZ (W.D. Wash)

Dear Carl:

Thank you for your May 25 letter confirming that REX is cognizant of its discovery obligations, has already taken steps to ensure it can fulfill its discovery obligations, and will continue to take necessary steps to meet its discovery obligations. Despite your confirmation, we are still troubled by public reports that REX executives informed employees that they could keep their laptops as "severance," as this could severely limit REX's access to relevant information. In my May 24 letter, I had specifically requested that you address this topic in your written confirmation.

Please confirm for us in writing no later than Friday, May 27, that REX and your firm are ensuring that all information available on REX-issued laptops of any named custodians (including those currently under negotiation with NAR), regardless of their current employment status, is appropriately accounted for in its preservation efforts.

I look forward to your reply.

Sincerely,

/s/ Jay Jurata

Jay Jurata

EXHIBIT L

Contact

www.linkedin.com/in/andrew-barkett-9147473 (LinkedIn)
www.rexchange.com (Company)
www.greenlightorganic.com (Company)

Top Skills

Start-ups
Strategic Partnerships
Infrastructure

Languages

Spanish

Certifications

Copyright Law

Publications

The VC Model is Broken - Here's How to Fix It

Public Data Holds the Key to Understanding the Minimum Wage Issue

Is Your Startup on Life Support? Don't Let Faulty Logic Keep You From a Pivot

How Big Data Can Help Transform the Business Value of HR

Andy Barkett – CTO for the Republican National Committee

Patents

Context-Based Image Customization
Methods and Systems for Adaptive Capacity Management

Andrew Barkett

CTO, Korbit. Former FB+GOOG. Investor/advisor to startups
Redwood City, California, United States

Summary

Proven results in General Management and Technical Architectures. Experienced in diverse environments ranging from startups to market leaders.

Specialties: Software architecture, nerd-herding, distributed systems, hyperscale datacenters, growing teams, schooling start-up founders.

Experience

Korbit Technologies Inc.
Chief Technology Officer
November 2021 - Present (10 months)
Redwood City, California, United States

Lemurian Labs
Investor, Advisor
September 2021 - Present (1 year)
Redwood City, California, United States

Spaceback
Investor, Advisor
May 2017 - Present (5 years 4 months)
San Francisco, California, United States

Seed&Spark
Investor, Advisor
August 2013 - Present (9 years 1 month)
Greater Los Angeles Area

Pixlee
Investor, Advisor
September 2014 - Present (8 years)
San Francisco, California, United States

Getexp, Inc

CEO

January 2011 - Present (11 years 8 months)

Redwood City, CA

REX

4 years 6 months

CTO

October 2018 - September 2021 (3 years)

Redwood City, CA

Disrupting real estate and re-defining the home services industries.

Leading Engineering, Data Science, IT, Product Management, Program and Project Management, and Marketing

VP Engineering

November 2017 - October 2018 (1 year)

Responsible for all engineering and IT, as well as digital marketing @ Rex.

VP, AI and Machine Learning

April 2017 - October 2017 (7 months)

Also interim VP, Engineering

-Growing a world-class engineering team

-Developing novel approaches to attribution, targeting, and tracking for big-ticket, big-budget, algorithmically driven online advertising

-Automating a high-touch, high-value consumer service

Free Ventures X

Member, Board of Advisors

October 2014 - September 2017 (3 years)

Berkeley, CA

Davis Innovators

Managing Partner

August 2014 - December 2016 (2 years 5 months)

Redwood City

Republican National Committee

2 years 7 months

Special Advisor to the Chairman for Technology

January 2015 - December 2015 (1 year)

Contact

www.linkedin.com/in/aterrel
(LinkedIn)
andy.terrel.us/ (Personal)

Top Skills

Entrepreneurship
Product Management
Software Project Management

Publications

Symbolic Statistics with SymPy
From equations to code: Automated
Scientific Computing
SymPy: Symbolic computing in
Python
Finite Element Intergration on GPUs
Scientific Software Communities

Dr. Andy R. Terrel (he/him)

AI Engineering Executive, Recovered Academic, @Korbit, former
@NumFOCUS, REX Homes, @AnacondaInc
Austin, Texas, United States

Summary

Andy is a technical executive with multiple startup experiences implementing distributed, large data applications. In his previous academic research, he is known for creating novel algorithms to speed implementations of mathematical models on the world's largest supercomputers.

Andy received his Computer Science PhD at the University of Chicago in 2010. He has held research positions at Argonne National Lab, Sandia National Lab, Institute of Computational Engineering and Sciences at The University of Texas-Austin, and the Texas Advanced Computing Center. In industry, Andy was part of the founding teams at Kove, Anaconda, BoldMetrics, KindHealth, and REX Real Estate Exchange.

Andy is a passionate advocate for open source scientific codes. To this end, he is a board member of the NumFOCUS foundation and has been involved in the wider scientific Python community since 2006. Andy has contributed to numerous projects in the scientific stack and hopes push for data to become a first class object for scientists worldwide.

Experience

Korbit Technologies Inc.
VP, Machine Learning
April 2022 - Present (5 months)

StoryFit
Advisor / Fractional CTO
2021 - Present (1 year)

Saturn Cloud
Advisor
2020 - Present (2 years)

Onebrief
Advisor
2019 - Present (3 years)

KindHealth
Advisor
2016 - Present (6 years)
Austin, Texas Area

Helping bring a better experience to buying and managing health insurance.

Xometry
VP, Data and Algorithms
2021 - 2022 (1 year)

NumFOCUS Foundation
President
January 2013 - August 2021 (8 years 8 months)
Volunteer position

REX - Real Estate Exchange, Inc.
Chief Data Scientist
2016 - 2021 (5 years)
Leading data science initiatives

Macmillan Learning
Math Advisor
2018 - 2018 (less than a year)
Austin, Texas
Short term contract with MacMillian Assessment Team.

Bold Metrics Inc.
Chief Technology Officer
2015 - 2017 (2 years)
Austin, Texas Area

Anaconda, Inc.
Chief Science Officer

Contact

www.linkedin.com/in/fullthrottleagent (LinkedIn)

Top Skills

Sales
Teamwork
Real Estate

Certifications

Licensed Real Estate Sales Associate

Angela Cantanno (Cook)

Senior Regional Sales Manager
Jacksonville, Florida, United States

Summary

Sr. Sales Manager specializing in real estate, tech startups, management, sales, residential valuation, investments, acquisition, disposition, renovation planning, exit strategies, and portfolio management.

Leader by example with a team mentality that redefines expectations, maintains integrity, implements growth, and improves efficiency. Self-sufficient, Tech Savvy, Excellent communication skills and sales acumen. Advanced experience with Mac, PC, Salesforce, Slack, Microsoft Office and G-Suite.

Experience

Landis
Regional Sales Manager
March 2022 - Present (6 months)
Jacksonville, Florida, United States

REX
2 years 7 months
Senior Regional Sales Manager
October 2021 - March 2022 (6 months)
Jacksonville, Florida, United States

Regional Sales Manager
December 2020 - October 2021 (11 months)
Florida, United States

- Launched the re-organization of sales operations in the field across 5 markets and 13 Relationship Managers/real estate agents.
- Launched 5 markets: interviewed, hired, and onboarded 12 Relationship Managers/real estate agents.
- Lead & mentor 25 Relationship Managers across 10 markets in 3 states by conducting bi-weekly 1:1s, monitoring KPIs and traveling bi-weekly to oversee operations in the field.

- Support recruiting and training teams by interviewing talent and developing training curriculum.
- Collaborate with product, marketing, and sales support teams to improve functionality and efficiency of internal systems that impact teams in the field.
- Strategize with sales ops and upper management to increase performance and refine operations in the field such as: pilot operational change in markets; pilot partnerships in markets; communicate market level specific concerns/needs.
- Built RSM Salesforce dashboards with reports to help monitor Relationship Manager and Market KPIs.

Jacksonville and Tampa Market Lead

September 2020 - January 2021 (5 months)

Jacksonville, Florida, United States

Lead a team of 6 between 2 markets to drive increased performance across various KPIs.

Maintained a high level of performance as a Jacksonville CRM.

Increased profitability by exceeding revenue goals by 40%.

Senior Customer Relationship Manager

August 2020 - January 2021 (6 months)

Jacksonville, Florida, United States

- Highest converting CRM at 78% securing the second highest listing count companywide at 126 in the first full year.
- Generated \$48.5M in Sales in the first year.
- Drove Jacksonville performance to have the highest NPS score at 63% and 4th highest close rate out of 24 Markets within first full year.
- Created and implemented onboarding training for new Customer Relationship Managers.

Customer Relationship Manager

September 2019 - August 2020 (1 year)

Jacksonville, Florida, United States

- First Team Member hired to Launch the Jacksonville Market driving profit within 5 months of launch, 2x faster than company average.
- Secured 25 listing in first full quarter at 85% conversion rate.
- Developed home valuation SOP and training curriculum nationally.

Opendoor

Acquisition Associate

November 2018 - September 2019 (11 months)

Jacksonville, Florida

Contact

www.linkedin.com/in/brandy-lawrence-msm-5b59705 (LinkedIn)

Top Skills

Real Estate
Business-to-Business (B2B)
District Management

Certifications

Google Project Management
HR Management
Nuts & Bolts of U.S. Immigration Law
Agile Project Management
Certification

Honors-Awards

Sales Achievement
Employee Retention and Sales
Achievement

Brandy Lawrence, MSM

Relationship Manager at REX
Seattle, Washington, United States

Summary

Open to Work! Craving an exciting opportunity with a company who values hard work, collaboration and where my responsibilities will allow me to embrace challenges and use fresh, problem-solving techniques to achieve success. My past work and education pertains concentrations in real estate, customer service, sales, management, marketing, human resources, training and development.

Experience

REX

3 years 5 months

Relationship Manager

February 2021 - May 2022 (1 year 4 months)
Seattle, Washington, United States

REX is a real estate brokerage operating in 27 markets across 12 states. They aim to provide the lowest fees while providing a full suite of ancillary services such as mortgage, insurance, title & escrow, and home services.

Managed a portfolio of 100+ accounts across the U.S. with a revenue of \$10mm+,

Supported homeowners in the listing and sale of their home, with a 73% close rate, surpassing company standard

Increased NPS scores by 10% by analyzing client feedback and implemented policy changes to increase overall satisfaction

Created knowledge based content, established new policies and procedures, resulting in clearer communication & role expectations, & boosted team's overall productivity

Developed relationships with vendors and created partnerships with local organizations which increased brand awareness

Account Manager

August 2019 - February 2021 (1 year 7 months)
Seattle, Washington, United States

Managed a portfolio of over 100 accounts with a revenue of over \$10M.

Provide exceptional support to clients by anticipating their needs and monitoring sales activity.

Increased NPS scores by 10% by analyzing client feedback and implemented policy changes to increase overall satisfaction.

Created knowledge based content for my team as we created and defined new roles.

Adhered to tight deadlines while working remotely.

Onboarding Specialist/CSS

January 2019 - August 2019 (8 months)

Main point of contact for clients to learn the platform effectively and optimize their utilization based on their needs.

Maintained pipeline that supported monthly, quarterly, and annual goals.

Addressed customer complaints and provided satisfactory solutions through procedure changes.

Genesis10

Contract Position with Google for Waymo

February 2018 - January 2019 (1 year)

Austin, Texas

Genesis10 is a professional technology services firm providing staffing, workforce optimization and domestic outsourcing solutions.

Collected market data from riders which enhanced the engineering, mapping, hardware, and software for Waymo, an independent self-driving technology company created by Google

Conducted routine app tests and monitored social media a positive image

Tracked and reported vehicle performance, responded to rider and public feedback via phone, email, and chat

Ten-X

Contract Writer

June 2016 - December 2018 (2 years 7 months)

Austin, Texas

Ten-X is a leading ecommerce, end-to-end transaction platform for real estate.

Facilitated real estate auctions for foreclosed properties throughout Texas.

Provided analytical and strategic support, reporting and optimization to top-tier enterprise clients such as Wells Fargo and Bank of America

Reinforced the organization's relationship with members, and increased auction attendance by over 70% and bidding participation by over 120%

Contact

www.linkedin.com/in/christopher-holloman (LinkedIn)

Top Skills

Statistics

R

Statistical Consulting

Christopher Holloman

Statistician and Data Science Leader
Austin, Texas, United States

Summary

Statistician and data science leader with 15 years of experience guiding teams of technical professionals to solve complex business problems through the use of cutting-edge statistical modeling and machine learning methods. Highly-technical analyst, expert in development of explanatory and predictive models in a variety of languages and environments. Adept communicator, skilled in collaboration with subject matter experts to frame business problems, deliver actionable results, and create ROI across organizations in several verticals.

Experience

Xometry

Director of Growth

November 2021 - Present (10 months)

Austin, Texas, United States

REX

2 years 5 months

Sr. Director of Analytics

August 2020 - November 2021 (1 year 4 months)

Austin, Texas, United States

Director Of Analytics

July 2019 - August 2020 (1 year 2 months)

Austin, Texas Area

ICC

Chief Data Scientist

August 2015 - June 2019 (3 years 11 months)

Columbus, Ohio Area

ICC is a consulting company that helps its clients use technology and data to improve their customers' experience. We offer UX/UI design, application development, and analytics services.

Contact

www.linkedin.com/in/craigabarrett
(LinkedIn)
www.sparefoot.com (Company)

Top Skills

Marketing Strategy
Google Adwords
Google Analytics

Craig Barrett

VP of Marketing at NuBrakes
Austin, Texas, United States

Summary

Experienced marketer that is pumped to help companies grow.

Experience

NuBrakes

VP of Marketing
July 2021 - Present (1 year 2 months)
Austin, Texas Metropolitan Area

At NuBrakes we are working to build a connected vehicle service platform for the future of auto care. From at-home brake service to fleet maintenance, NuBrakes is making it easier to own and maintain cars and trucks. My team is responsible for all aspects of inbound paid and organic growth, metrics and down funnel optimization..

NextGen Venture Partners

Venture Partner at NextGen
January 2016 - Present (6 years 8 months)
Austin

I primarily invest in health and tech companies that focus on mega-trends.

REX

VP of Marketing
April 2019 - July 2021 (2 years 4 months)
Austin, Texas Area

At REX I managed a full-stack marketing team responsible for all aspects of lead growth. Pulling the best from paid search (PPC), display, connected TV, remarketing, SEO, Real-time-bidding (RTB), and social media platforms we built an attributable and scalable system.

Craig Barrett

Marketing Strategy and Consulting
September 2017 - April 2019 (1 year 8 months)
Austin

Contact

www.linkedin.com/in/josephine-maggio (LinkedIn)
www.zillow.com/profile/maggiojo (Other)

Top Skills

Philanthropy
Public Speaking
Microsoft Office

Certifications

Real Estate Salesperson

Jo Maggio

High Volume Sales | 5+ years of Client Centric Experience | Real Estate Agent
Los Angeles, California, United States

Summary

I'm an expert real estate agent with more than 5 years of sales experience and the results to prove it. Throughout my career as a Listing Agent I've closed 230+ real estate transactions at over \$156 million in volume across California since 2018. With 5 years of experience in the real estate industry, I'm deeply passionate about assisting others with one of the most significant transactions of their lifetime.

I love trying new things and being the person that goes above and beyond for their team. I get excited about opportunities where I am able to contribute directly to company's success and I love connecting with new people, so feel free to reach out!

Experience

Crexi
Account Executive
July 2022 - Present (2 months)
Los Angeles, California, United States

REX
4 years 11 months
Principal Account Manager
March 2021 - May 2022 (1 year 3 months)
Los Angeles, California, United States

- Expertly trained and mentored account managers and agents on internal processes and transaction activities.
- Addressed customers' needs and concerns as quickly and effectively as possible to develop and maintain strong relationships.
- Ensured all documentation and broker-specific disclosures are submitted in accordance with the transaction timeline and met compliance requirements.
- Took responsibility for coordination and preparation of listings prior to listing on the market: Consulted & coordinate with sellers all property photos,

staging, repairs, cleaning, signage, lockbox, access requirements & marketing activities.

40+ closed real estate transactions across Southern California as a transaction coordinator.

Listing Agent

April 2018 - March 2021 (3 years)

230+ closed real estate sales across California with a focus in Southern California/Los Angeles County. Sold over \$156 million in volume.

- 1st sales associate trained under managing broker in the state of California.
- Consulted with clients to ensure fiduciary service of the real estate transaction from initial contact through contract to close, providing counsel on market conditions.
- Expertly trained and mentored new sales agents on sales and transaction activities in Northern and Southern California markets.
- Helped create the workflows for future agents/team members regarding transaction management and real estate processes.
- Closed between 5-30+ transactions per month between 2018-2021.
- High volume listing management.

Sales and Research Support

July 2017 - April 2018 (10 months)

Los Angeles, California, United States

- Assisted managing broker with management of high volume real estate transactions across California.
- Prepared real estate forms and documents and maintained electronic filing systems.
- Coordinated inspections, appraisals, and various appointments at properties during transactions.
- Assisted broker with the coordination and preparation of listings prior to listing on the market such as photos, staging, repairs, cleaning, signage, lockbox, access requirements & marketing activities.

Onni Group of Companies

Assistant Property Manager

January 2017 - July 2017 (7 months)

Los Angeles, California

- Worked closely with the Property Manager to ensure smooth operation of Class A

Contact

www.linkedin.com/in/joeygoodmanharvard (LinkedIn)

Top Skills

Leadership

Teamwork

Microsoft PowerPoint

Honors-Awards

NFF Hampshire Honor Society

Joey Goodman

Strategy and Operations at PadSplit
Tampa, Florida, United States

Experience

PadSplit

Strategy and Operations Associate-Market Launch
September 2021 - Present (1 year)
Tampa, Florida, United States

Developing and implementing GTM strategy for the Florida markets.

REX

1 year 3 months

Sales Operations Lead

January 2021 - September 2021 (9 months)
Austin, Texas, United States

Business Operations Associate

July 2020 - January 2021 (7 months)
Woodland Hills, California

CBRE

Underwriting Intern

June 2019 - August 2019 (3 months)
Boston, Massachusetts

Education

Harvard University

Bachelor of Arts - BA, Economics · (2016 - 2020)

Contact

www.linkedin.com/in/makayla-marvin (LinkedIn)

Top Skills

Microsoft Office
Microsoft Excel
Customer Service

Makayla Marvin

Head of Agent Operations at Propertymate
Los Angeles Metropolitan Area

Summary

Highly adaptable and resilient manager who is efficient, data-driven, resourceful, and client-centric. Ability to thrive in a fast-paced and collaborative environment. Strong understanding of sales operations with keen ability to collaborate with stakeholders, identify and prioritize objectives that help drive efficiency and support corporate goals.

Experience

Propertymate
Head of Agent Operations
March 2022 - Present (6 months)

Propertymate is a marketplace that helps homebuyers to search, compare, and buy new construction homes. The platform aims to digitize and simplify the new construction transaction process by matching buyers with home builders and agents.

We leverage data science to match buyers, agents, and builders based on the best potential close after analyzing millions of listings and individual buying patterns of hundreds of thousands of homebuyers.

Mar Rosas LLC
Property Manager
July 2016 - Present (6 years 2 months)
Malibu, CA

REX
4 years 1 month

Manager of Sales Development and Support
January 2021 - February 2022 (1 year 2 months)

Expanded the scope of role into two functions - Sales Dev and Sales Support - reporting directly to the SVP of Sales

Manage the day-to-day operations of a distributed team of seven supporting 90+ real estate agents in 20+ states in their daily tasks - such as

- appointments, managing escrows, and data entry - quickly addressing any bugs or issues in real-time
- Hold weekly one-to-ones with direct reports to mentor and create game-plans for the next week, month, and quarter
- Oversee end-to-end change management programs, aiming to improve our customer experience and NPS scores
- Create and document SOPs for the sales team, making them client-centric while ensuring adoption
- Meet with our five Regional Sales Managers weekly to discuss market initiatives, personnel needs
- Reduced time spent calculating bonuses for the team by 10+ hours paper quarter by automating data pulls from Salesforce
- Inform the Salesforce Admin team of any business process changes to ensure Salesforce optimization
- Generate relevant Salesforce reports and dashboards as needed by the leadership team for status reports and projections
- Effectively collaborate with Marketing, Product, and Strategy teams to develop and implement initiatives for the sales team

Associate Manager of Sales Support

December 2019 - January 2021 (1 year 2 months)

Austin, Texas, United States

- Managed one direct report, and together provided day-to-day optimization and support for 40-60 sales personnel
- Supported Regional Sales Managers and their teams during the 11-month transition from one VP of Sales to the next
- Worked closely with the COO and VP of Sales Ops to manage sales and sustain revenue growth in absence of a VP of Sales
- Provided insight and feedback from former sales compensation plan to create a new plan that rewarded top performers
- Collected data and calculated sales team bonuses and market revenue quarterly, working with Accounting and Finance to ensure accuracy

Sales Development Lead

February 2019 - December 2019 (11 months)

Austin, TX

- Reported to the VP of Sales to create and deploy sales training for new hires, preparing the team for 2-3x scaling in 2020
- Collaborated with Market, Product, and Strategy teams to get and give feedback for tool development for the sales team

Inside Sales Specialist

September 2018 - February 2019 (6 months)

Austin, TX

REX, a full service brokerage, sells homes for a 2% total fee vs the traditional 6%. Using big data, AI and machine learning, REX goes around the MLS to reach home buyers directly, saving thousands for buyers and sellers. We're expanding across the US, currently serving LA, San Diego, New York, Austin, Denver San Francisco, and New Jersey. For every 50 homes we sell, we build one for a family in the third world.

Customer Success Specialist

April 2018 - September 2018 (6 months)

Woodland Hills, CA

REX, a full service brokerage, sells homes for a 2% total fee vs the traditional 6%. Using big data, AI and machine learning, REX goes around the MLS to reach home buyers directly, saving thousands for buyers and sellers. We're expanding across the US, currently serving LA, San Diego, New York, Austin, Denver San Francisco, and New Jersey. For every 50 homes we sell, we build one for a family in the third world.

Customer Success Intern

February 2018 - April 2018 (3 months)

Woodland Hills, CA

REX, a full service brokerage, sells homes for a 2% total fee vs the traditional 6%. Using big data, AI and machine learning, REX goes around the MLS to reach home buyers directly, saving thousands for buyers and sellers. We're expanding across the US, currently serving LA, San Diego, New York, Austin, Denver San Francisco, and New Jersey. For every 50 homes we sell, we build one for a family in the third world.

New Age Investments Inc

Administrative Intern

September 2017 - December 2017 (4 months)

Montclair, CA

Mastered Reynolds computer system in less than a week

Posted accounts payable and receivable in Reynolds

Processed payroll bi-weekly

Balanced accounting journals

Tolmao Group

Contact

www.linkedin.com/in/psegal
(LinkedIn)

Top Skills

SQL
Real Estate
Leadership

Languages

Thai

Panee Segal

SVP, Sales at Home Partners of America
Los Angeles County, California, United States

Summary

Customer Success and Sales Operations leader with a customer-first, metrics- and tech-driven approach to leading business strategies and scaling sales and operations. Passionate about companies looking to disrupt industries with fragmented processes by empowering consumers with information, transparency, and cost effective solutions to create delightful experiences. Proven record of driving quarter-over-quarter revenue increase and funnel conversion improvements through creation of specialized teams, process automation, SOP improvements, and strong alignment on customer experience and sales strategies across key stakeholders in sales, marketing, product, and tech.

Experience

Home Partners of America
SVP, Sales
March 2022 - Present (6 months)
Chicago, Illinois, United States

REX

4 years 11 months

Chief Customer Experience Officer
December 2021 - March 2022 (4 months)
Austin, Texas, United States

REX Homes is a real estate tech brokerage aiming to disrupt the consumer industry through lowest fees and a digital home buying and selling experience. With REX's integrated services model, customers feel in control of their experience. REX helps transact, finance, insure, and manage the home every step of the way.

At REX, I was responsible for delivering customer experience strategies to ensure we're always delighting our customers and creating excitement about REX's services. This included leading the Customer Success, Inside Sales,

Account Management, Homes Services, and Sales Operations Teams at REX to continuously drive improvements to our customer processes, tools, and communications across sales, product, tech and marketing.

SVP, Sales Operations

April 2021 - December 2021 (9 months)

21550 Oxnard Street #100, Woodland Hills CA 91367, United States

VP, Sales Operations

October 2019 - April 2021 (1 year 7 months)

Woodland Hills, California

Director, Sales & Business Operations

May 2017 - October 2019 (2 years 6 months)

Woodland Hills, CA

Edmunds

12 years 2 months

Director, Dealer Operations

April 2015 - May 2017 (2 years 2 months)

Santa Monica, CA

- Oversaw daily operations of account management, dealer partner satisfaction, new account fulfillments, and sales support for East Coast regions and Major Accounts totaling \$3.7m in monthly revenue.
- Led project teams to ideate, pilot, and execute process improvements in Salesforce to reduce onboarding time by 30% and increase operational efficiencies.
- Partnered with cross functional teams to launch competitive web tools and ad solutions to the dealer-facing marketplace.
- Built SME teams to maintain automotive compliance and co-op knowledge base; launched monthly audits to ensure dealer partners and Edmunds products adhere to automotive advertising guidelines.
- Formed internal web tools support team to reduce 3rd party vendor costs by 84%.
- Expanded account management team from 10 people to 30, comprising of 4 managers and 26 Account Managers.
- Recipient of the Employment Experience Team's semi-annual Edmunds Pave the Road Top Manager award in recognition of outstanding management and coaching.

Manager, Operations - Dealer Initiatives

November 2012 - March 2015 (2 years 5 months)

Contact

www.linkedin.com/in/pvanham1
(LinkedIn)

Top Skills

Real Estate

Sales

Management

Philip Van Ham

Market Expert at Sundae
Greater Tampa Bay Area

Experience

Sundae

Market Expert
September 2021 - Present (1 year)
Tampa, Florida, United States

REX

Relationship Manager/Team Lead
March 2020 - September 2021 (1 year 7 months)
21550 Oxnard St, Suite 100 Woodland Hills CA 91367

Opendoor

Portfolio Manager
April 2018 - September 2019 (1 year 6 months)
Tampa/St. Petersburg, Florida Area

- Launched Opendoor market for the Tampa Bay area
- Analyzed data and market trends to identify current market values and make accurate valuations
- Ownership of assets from Acquisition to Resale
- Negotiate with Sellers/Buyers through Home Adviser team
- Review Home Ops renovation scopes and approve at underwriting
- Maintain high Pricing Operation metrics and Underwriting standards
- Experienced in technology platforms including Slack, Office, Google Docs, Dropbox, CRM

Ideal Realty Group (IRG)

Acquisition Consultant
December 2014 - April 2018 (3 years 5 months)
Raleigh/Charlotte

- Source investment properties in the Raleigh and Charlotte markets for large hedge fund investment firm
- Determine market values, rehabilitation cost, rental values
- Submit detailed proposal for client review and consideration
- Administer accepted properties from contract to close

Contact

www.linkedin.com/in/richmatlin
(LinkedIn)

Top Skills

Sales Management
Sales
Leadership

Rich Matlin

Director of Sales | Sales Leader | Business Model Creation | Team Building/Leadership | Territory Expansion | Consultative Selling
Los Angeles Metropolitan Area

Summary

I am a results-driven leader with success in implementing sales initiatives and leading high performing teams to elevate sales volume, generate multi-million dollars revenue, and drive region-wide business expansion.

I am recognized for launching new revenue streams, consistently exceeding business goals, elevating market share, and extending organizational reach to multiple verticals.

I have a history of revitalizing underperforming DMAs as well as overhauling business model of the organization to boost business growth at larger scale.

I am known for winning new customers, securing major deals, and building productive partnerships across diverse territories.

I am involved in leveraging consultative selling approach to promote and deliver technology products and services that meet changing customer needs.

Furthermore, I have recruited, trained, and developed teams and regularly achieved set KPIs to establish a performance-driven and committed work culture.

Below are some shots of my signature accomplishments:

- Drove a 200% increase in sales within the first 8 months by reviving underperforming DMAs.
- Generated \$1.5M+ in revenue (MoM), while improving attachment rate from 15% to 52% for ancillary services.
- Led a sales team of 20+ members and implemented strategic plans to steer sales initiatives across the entire region.

Please feel free to contact me at rtmatlin@gmail.com with any thoughts, comments, or questions about my work—I'm always interested in making new professional acquaintances.

Experience

SOLD.com

Sales Manager

May 2022 - Present (4 months)

United States

REX

3 years 3 months

Director of Sales - West Coast

April 2022 - May 2022 (2 months)

Senior Regional Sales Manager

October 2021 - March 2022 (6 months)

California, United States

Regional Sales Manager - West Coast

December 2020 - September 2021 (10 months)

California, United States

During this role, I drove sales initiatives across the entire region by leading a sales team of 20+ members and implementing strategic plans. I conducted daily and weekly meetings to discuss future roadmaps and strategic business plans. Moreover, I ensured better engagement with customers, partners, and potential customers by utilizing Salesforce.

★ Some of the achievements are:

- ✓ Brought underperforming DMAs back to life and on a path to success, driving 200% increase in sales within first 8 months.
- ✓ Contributed 60% of the overall companies' revenue being Sales Manager of overall CA region.
- ✓ Opened 2 new DMAs to expand company business.
- ✓ Transformed business mode from assembly line to full integrated relationship managers and assisted from concept to integration.

Market Manager

September 2020 - December 2020 (4 months)

Southern California

Senior Relationship Manager CalDRE#01947338

August 2020 - December 2020 (5 months)

Customer Relationship Manager CalDRE#01947338

March 2019 - August 2020 (1 year 6 months)

OC/Riverside/San Bernadino

Contact

www.linkedin.com/in/rich-meeboer-jr (LinkedIn)

Top Skills

Real Estate
Sales
Contract Negotiation

Languages

English

Honors-Awards

#1 Top Producer 4th Quarter 2008
@ Christie's International Real Estate | Jess Reid Real Estate
RE/MAX 100% Club
#1 Individual Agent in State of Utah - March
#2 Individual Agent in State of Utah - July
Most Improved Agent Award

Rich Meeboer, Jr.

Director, Partner Development @RealSure
Portland, Oregon, United States

Summary

I am recognized as a top producing Sales and Business Development Strategist who effectively builds long-term, high-value customer relationships. I generate multimillion-dollar financial impact for organizations and adapt to changing market conditions.

I regularly surpass prior year sales revenue, driving sustainable growth. I execute business development strategies and navigate complex sales cycles to deliver award-winning sales performances. I am skilled in mentoring sales teams and instilling culture of sales accountability amongst staff. As a hands-on sales leader, I actively participate in sales strategy execution while fostering sales teams' success. I transform complex concepts into compelling value propositions.

Specialties:

Sales & Business Development | Profitability Growth | Client Relations | Revenue & Sales Growth
Sales Cycle Management | Training & Development | Strategic Sales Planning
Customer Retention | Sales Leadership | Team Leadership

Experience

RealSure
Director, Partner Development
January 2022 - Present (8 months)
Portland, Oregon, United States

REX

3 years
Senior Manager, Enterprise

November 2021 - January 2022 (3 months)

Senior Regional Sales Manager

September 2020 - November 2021 (1 year 3 months)

- Led teams across 13 Markets to produce approximately \$500M in transactional volume in 2020, despite COVID pandemic; led team to originate nearly 65% of company's total revenue.
- Played active role in supporting scaling of organization from 100 to 400+ employees; launched & staffed 5 new Western US markets in Q1 of 2021.
- Successfully navigated market shifts to maintain market share and enabled team to consistently outperform conversion rate targets.
- Key collaborator & stakeholder in several customer facing value propositions, marketing messaging, sales organization procedures, and technology solutions; played active role from concept to implementation.

Regional Sales Manager - Western US

November 2019 - September 2020 (11 months)

Portland, Oregon

CRM - Business Development

February 2019 - November 2019 (10 months)

Portland, Oregon Area

TowerPoint

Vice President of Acquisitions - Business Development

December 2016 - September 2018 (1 year 10 months)

Portland, Oregon

- Led team of ~7 Field Sales / Origination Managers.
- Managed execution of sales cycle ranging between 60-75 days from initial contact to close; generated average deals between \$400K to \$500K and submitted offers up to \$3M.
- Delivered \$585K in profit to company by Q2 in 2018, outpacing goal by 40% and shattering 2017 total YTD profit results generated by entire team.
- Led team in securing deal to acquire and manage wireless leases and assets of major international food company industrial facility locations in 2 states.
- Guided efforts to close wireless leases, rooftop management, and development rights for major university.
- Effectively forecasted and established annual business unit goal; created individual performance metrics used to develop company incentive programs.

Unison Site Management

Contact

www.linkedin.com/in/rioreina
(LinkedIn)

Top Skills

Social Media Marketing

Sports

Strategic Financial Planning

Certifications

Brand Marketer

Storytelling

Messaging

Copywriting and product messaging

Digital Psychology & Behavioral
Design Training

Rio Reina

12+ years in B2B Sales & Marketing

Austin, Texas, United States

Summary

Experienced Sales Manager with a demonstrated history of growing sales in the sporting goods industry. Skilled in Sales, Management, Onboarding, Marketing Strategy, Tradeshow Management, Forecasting, and Account Management. Passionate about Business Development with a Finance degree from the University of Arkansas.

Experience

Ballista Real Estate

Relationship Manager

August 2021 - May 2022 (10 months)

Austin, Texas Metropolitan Area

Led new division, Ballista, which focused on commercial real estate ventures
Responsible for managing key enterprise partnerships, including developers & asset managers

Lead research and acquisition efforts for multifamily land development projects

Managed initial stages of due diligence phase with the client, including cost analysis, permits, risk mitigation, and project timelines

Managed commercial revenue pipeline & long sale cycle, including \$5M+ real estate transaction

Develop proformas for all projects based on research of the comps, current rental rates, and current local cost

Negotiated terms & pricing with cooperating brokers

Promoted to Enterprise team through internal recommendations from Account Management team

REX

Account Manager

March 2020 - August 2021 (1 year 6 months)

Austin, Texas, United States

Responsible for sales operations in multiple Southeast regions, including Tampa, Jacksonville, Orlando, and Atlanta residential real estate market

Surpassed revenue and close-rate quotas in all quarters, surpassing my KPI goals set by management

Closed in over 70% of real estate transactions for entire 2021, amongst top in the team. Closed in over 75 real estate transactions in a year.
Strong NPS score through my hands-on service with clients
Surpassed all quarter KPIs through my quarterly reviews, plus surpassed team revenue targets for 2020
Acquired Texas real estate license
Proficient at Salesforce's CRM for maintaining revenue cycle and account management

Karhu North America

National Sales Manager

January 2019 - January 2020 (1 year 1 month)

Increased sales at key account, Fleet Feet, from \$1.3MM to \$2.4MM from 2018 to 2019

Achieved sale-through growth for units sold by 78% YOY

Developed seasonal sales program for all national accounts, over 130 doors total

Led weekly sales data review with team and developed proactive sales & marketing initiatives with regional reps

Managed, hired, and onboarded 4 regional reps

Developed intensive sales forecast and inventory planning for manufacturing orders

Built out a national ambassador program for retailers, the Flying Finns

Managed marketing, operations, and sales for events, including 5 expos and 2 trade shows

Developed marketing collateral, which included the monthly newsletter, a digital catalog, and assets for stores

Implus

Territory Sales Manager - West Coast

January 2015 - January 2019 (4 years 1 month)

Managed \$1.4MM territory, along with 3 of the top 10 national accounts

Key relationship manager for top national accounts, including RoadRunner Sports, Running Warehouse, and Sports Basement

Responsible for B2B sales and account marketing for all Implus brands in the Independent Retailer division

Developed a inventory liquidation partnership for Balega with LeftLane Sports with over \$100k of sales in 2017

Incorporated a multi-brand sales strategy successfully within key accounts, which was part of Implus' commitment to a "one-stop shop" shipping strategy

Contact

www.linkedin.com/in/sawantivakaran (LinkedIn)

Top Skills

Financial Modeling
Strategy
Forecasting

Languages

Spanish

Sawan T.

Senior Vice President, Product Owner. Former Blend, Facebook & Apple.

San Francisco Bay Area

Summary

Results-oriented tech-focused executive with 15+ years of experience in business development, general management, growth strategy, corporate and infrastructure finance at leading technology companies; including Facebook, Apple and Box as well as top-tier start-ups such as Blend and REX. Experienced at advising and scaling early stage start-ups.

Graduate of Northwestern University's Kellogg School of Management and Columbia University.

Experience

Radian

Senior Vice President - Product Owner, titlegenius
September 2021 - Present (1 year)

REX

3 years 6 months

Senior Vice President, Business Development & General Manager of Services

January 2020 - September 2021 (1 year 9 months)

Redwood City, CA

Lead Strategic Partnerships and Strategy functions; including negotiating partnerships, launching new business lines, mergers and acquisitions and joint ventures. Responsible for identifying, evaluating, negotiating and implementing complex partnerships with the largest players in the home services and related industries to drive revenue growth, enhance customer experience, generate savings and improve conversion. Key partnerships include UniGroup, Hippo, Frontdoor, Sunrun, SoFi and Empire Today.

Serve as General Manager of REX Services (with P&L responsibility) for Title & Escrow, Insurance and City Services.

Part of 6-member Executive Leadership Team and report directly to the CEO.
Manage a team of 25.

REX, a full service brokerage, sells homes for a 2% total fee vs the traditional 6%. Using big data, AI and machine learning, REX goes around the MLS to reach home buyers directly, saving thousands for buyers and sellers. Having recently raised a Series C, we're continuing our expansion across the US.

Senior Vice President, Business Development & Strategy
January 2019 - December 2019 (1 year)
Redwood City, CA

Vice President, Business Development & Strategy
April 2018 - December 2018 (9 months)
Redwood City, CA

Blend
Head of Product Partnerships
November 2016 - April 2018 (1 year 6 months)
San Francisco Bay Area

Responsible for negotiating and managing key strategic partnerships, alliances, developer platform partners and establishing new business initiatives within the consumer lending ecosystem with a focus on driving revenue growth, expanding distribution, increasing utilization and reducing time to close. Key partnerships include Wells Fargo, Ellie Mae, MetLife, DocuSign, Equifax, CoreLogic, Plaid, Finicity, Optimal Blue and MeridianLink.

Blend is an enterprise company dedicated to modernizing the financial technology infrastructure to power a frictionless, compliant, and more accessible consumer lending environment. We bring simplicity and transparency to consumer finance by helping lenders automate, digitize, and streamline the loan application process. Founded in 2012, Blend is backed by Greylock Partners, Emergence Capital, 8VC, Founders Fund, Andreessen Horowitz, Lightspeed Venture Partners, Nyca, Max Levchin, and other leading venture investors.

Digital Core Campaign
Chief Financial Officer
June 2015 - November 2016 (1 year 6 months)
San Mateo, CA

Contact

www.linkedin.com/in/soledad-lujan
(LinkedIn)

Top Skills

English
Spanish
Account Management

Languages

Spanish
English

Soledad Lujan

Customer Operations Manager at Bambee
Los Angeles, California, United States

Experience

Bambee
10 months

Customer Operations Manager
July 2022 - Present (2 months)
Los Angeles, California, United States

Manager, HR Accounts
November 2021 - August 2022 (10 months)
Los Angeles, California, United States

REX
3 years 11 months

Senior Manager, Sales Operations
April 2021 - November 2021 (8 months)

Manager, Customer Success
August 2019 - April 2021 (1 year 9 months)
Woodland Hills, CA

Associate Manager
January 2018 - August 2019 (1 year 8 months)
Greater Los Angeles Area

Edmunds
3 years 5 months
Client Success Lead
September 2016 - January 2018 (1 year 5 months)
Santa Monica, CA

Senior Account Manager
December 2015 - September 2016 (10 months)
Santa Monica, CA

Account Manager
September 2014 - December 2015 (1 year 4 months)
Santa Monica, CA

Contact

www.linkedin.com/in/brokerdawson
(LinkedIn)

Top Skills

Short Sales
REO
Sellers

Certifications

Real Estate Designated Broker
Real Estate Designated Broker
Real Estate Designated Broker
Real Estate Designated Broker

Publications

Shadow of a Man

Steve Dawson

Real Estate and Compliance Expert
Los Angeles, California, United States

Summary

Steve is a real estate expert with over 20 years experience in residential real estate sales and management. He is a highly successful compliance operations executive with broad-based real estate and compliance experience. Respected by his colleagues for his problem solving and leadership skills, Steve possesses the ability to empower agents and create a collaborative, cooperative team, while stressing the importance of building and maintaining relationships. He holds Designated Broker licenses in CA/CO/AZ/NV.

Experience

REX

6 years 4 months

Chief Compliance Officer

October 2019 - July 2022 (2 years 10 months)

Designated Broker - CA/CO/AZ/NV

April 2016 - July 2022 (6 years 4 months)

Woodland Hills, CA

REX is the first digital marketplace for homes where you can easily sell, discover and purchase homes from any device, anytime, anywhere - for only 2% of the sale price. The REX Agent provides white glove service and handles all the paperwork.

J. Rockcliff Realtors

Broker Assoc.

April 2010 - November 2015 (5 years 8 months)

Prudential California Realty

Broker Assoc.

March 2006 - April 2010 (4 years 2 months)

Coldwell Banker

Sales Associate

Contact

www.linkedin.com/in/toddrosenbaum (LinkedIn)

Top Skills

Sports Marketing
Business Development
Athlete Marketing

Todd Rosenbaum

Account Executive - Marketing Cloud at Salesforce
Greater Seattle Area

Experience

Salesforce

Account Executive, Marketing Cloud
April 2022 - Present (5 months)
Greater Seattle Area

REX

3 years 2 months

Market & Team Lead

December 2020 - April 2022 (1 year 5 months)
Greater Seattle Area

Seattle Market Lead & RM - 12/2020 to 04/2022
WA Real Estate Broker License - # 21002658

Business Development Manager

August 2019 - December 2020 (1 year 5 months)
New York City Metropolitan Area

NJ / NY RM - 08/2019 to 12/2020

NJ Licensed Real Estate Agent #1970617

NY Licensed Real Estate Agent #10401336575

Associate Agent

March 2019 - August 2019 (6 months)
New Jersey

Self-Employed

Freelance Consultant, Sports Partnerships
May 2018 - July 2019 (1 year 3 months)
Greater New York City Area

Nielsen

Senior Account Manager - Sports Leagues and Rights Holders
May 2016 - May 2018 (2 years 1 month)
Greater New York City Area

New Jersey Devils & Prudential Center

Kontakt

www.linkedin.com/in/viktorkruse
(LinkedIn)

Top-Kenntnisse

Investment Properties
Real Estate Transactions
Brokerage

Languages

Spanish (Elementary)
German (Native or Bilingual)
English (Native or Bilingual)
Polish (Native or Bilingual)
Dutch (Elementary)

Certifications

Real Estate Broker License
Passed SAFE MLO Test -
Completed Education for California &
Florida
Real Estate Broker License
Winner Marketing Challenge

Viktor Kruse

Regional Sales Manager at Homeward | 10 years in real estate | 7 years in proptech | 7 years in people management | MBA from #1 ranked German university with exchange module at #6 ranked US graduate school

Los Angeles, Kalifornien, Vereinigte Staaten von Amerika

Zusammenfassung

Seasoned leader experienced in scaling prop tech companies and exceeding KPIs.

Berufserfahrung

Homeward

Regional Sales Manager
März 2022 - Present (6 Monate)
Miami, Florida, United States

- Led launch of Florida market. Launched in April 2022.
- Manage a team of 14 sales professionals conducting cold outbound calls.
- Received top manager award for April 2022.
- Received top manager award for May 2022.

REX

3 Jahre 1 Monat

Sr. Market Manager for Florida
November 2021 - März 2022 (5 Monate)
Miami, Florida, United States

Sr. Market Manager for South Florida
November 2020 - November 2021 (1 Jahr 1 Monat)
Miami, Florida, United States

Business Development Manager
März 2019 - Dezember 2020 (1 Jahr 10 Monate)
Los Angeles, California, United States

kruse.holdings
Founder, Principal
März 2016 - März 2019 (3 Jahre 1 Monat)
Berlin, Germany

EXHIBIT M



Carl E. Goldfarb
Telephone: (954) 356-0011
Email: cgoldfarb@bsfllp.com

June 1, 2022

VIA E-MAIL

Jay Jurata, Esq.
Orrick, Herrington & Sutcliffe LLP
701 Fifth Avenue, Suite 5600
Seattle, WA 98104
jjurata@orrick.com

Re: *REX – Real Estante Exchange, Inc. v. Zillow, Inc., et al.*, Case No. 2:21-CV-00312-TSZ – W.D. Wash.

Dear Jay:

I am writing to respond to your letter of May 26. As I said, REX is cognizant of its discovery obligations. REX has already taken steps and is taking additional steps to preserve information on the laptops of its designated custodians and of the other current and former employees on its amended Rule 26 disclosures.

Sincerely,

/s/ Carl E. Goldfarb

Carl E. Goldfarb

cc: Counsel of record

EXHIBIT N



June 1, 2022

Via E-Mail

Carl Goldfarb
Boies Schiller Flexner LLP
401 E. Las Olas Blvd. Suite 1200
Fort Lauderdale, FL, 33301

Orrick, Herrington & Sutcliffe LLP

Columbia Center
1152 15th Street, N.W.
Washington, DC 20005-1706

+1 202 339 8400

orrick.com

John ("Jay") Jurata, Jr.

E jjurata@orrick.com

D +1 202 339 8504

F +1 202 339 8500

Re: *REX – Real Estate Exchange, Inc. v. Zillow, Inc. et al.*, No 2:21-cv-00312-TSZ (W.D. Wash)

Dear Carl:

Thank you for your June 1 letter confirming that REX is cognizant of its discovery obligations and is taking steps to preserve information of its designated custodians and other current and former employees on REX's amended Rule 26 disclosures. We appreciate this transparency.

Unfortunately, your confirmation suggests that REX's preservation efforts are limited to only its designated custodians and any current or former REX employees noted on REX's *amended* Rule 26 disclosures. This is not how document preservation works. For instance, Comment 5.a. of the Sedona Principles recognizes that a party must "make reasonable and good faith efforts to identify and preserve the information that is identified as relevant to the claims or defenses in the matter," which requires the preservation of "unique instances of such relevant ESI." Such information could well be present on the laptops of former REX employees, including those identified by REX in its originally served Rule 26 disclosures, who have now been removed by REX in its amended disclosures, and who previously provided declarations in support of REX's motion for a preliminary injunction just last year. Presumably, those employees were chosen because they had unique information supporting their respective declarations, and we would expect that such information be preserved throughout the pendency of this litigation.

Please confirm for us in writing no later than Friday, June 3, that REX and your firm are ensuring that all information available on REX-issued laptops of any former REX employees is appropriately accounted for in its preservation efforts.

I look forward to your reply.

Sincerely,

/s/ Jay Jurata

Jay Jurata

EXHIBIT O

THE HONORABLE THOMAS S. ZILLY

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

REX - REAL ESTATE EXCHANGE, INC.,
a Delaware corporation,

Plaintiff,

v.

ZILLOW, INC., et al.,

Defendants.

Case No. 2:21-CV-00312-TSZ

**ZILLOW DEFENDANTS' THIRD SET
OF INTERROGATORIES TO
PLAINTIFF REX – REAL ESTATE
EXCHANGE, INC.**

ZILLOW DEFENDANTS' THIRD SET OF
INTERROGATORIES TO PLAINTIFF REX – REAL
ESTATE EXCHANGE, INC.
2:21-CV-00312-TSZ

ORRICK, HERRINGTON & SUTCLIFFE LLP
701 Fifth Avenue, Suite 5600
Seattle, Washington 98104-7097
+1 206 839 4300

Pursuant to Rules 26 and 33 of the Federal Rules of Civil Procedure, Defendants Zillow, Inc., Zillow Group, Inc., Zillow Homes, Inc., Zillow Listing Services, Inc., and Trulia, LLC (collectively “Zillow Defendants” or “Zillow”) hereby request that Plaintiff REX – Real Estate Exchange, Inc., a Delaware corporation (“Plaintiff REX” or “REX”) answer the following interrogatories separately and fully, in writing and under oath, and serve a copy upon the undersigned counsel within thirty (30) days after service hereof, or at such other time and place as shall mutually be agreed by the parties.

DEFINITIONS

The terms defined below should be construed broadly to the fullest extent of their meaning in a good-faith effort to comply with the Federal Rules of Civil Procedure.

A. The terms “and” as well as “or” shall be construed disjunctively or conjunctively as necessary to bring within the scope of these interrogatories all information that might otherwise be construed to be outside its scope.

B. The term “any” shall be understood to include and encompass “all.”

C. The terms “broker,” “agent,” or “brokerage” mean an individual or entity who represents home buyers or sellers in a real estate transaction. The terms shall include but not be limited to real estate brokers, agents, and REALTORS®, either working independently or in collaboration under one entity. However, the terms do not include individuals who do not have a real estate license and who may represent themselves in a transaction (e.g., individuals who sell their home as “For Sale By Owner”).

D. The term “brokerage services” means services that are provided by real estate brokers or agents in a real estate transaction. These services include, but are not limited to, marketing and showing properties, and submitting or negotiating offers on behalf of home buyers and sellers.

E. The term “Buyer Agent Commission Rule” means the purported requirement that a seller’s agent make a blanket unilateral offer of compensation to buyer’s agents, as

described in the NAR Handbook on Multiple Listing Policy, Part 2, Section G.1 and NAR Policy Statement 7.23.

F. The terms “co-list” or “co-listing” mean the joint representation of a listing where the listing broker partners with another broker to market and ultimately sell the listed property.

G. The term “communication” or any variants thereof, means any contact, oral or documentary, formal or informal, at any place or under any circumstances whatsoever whereby information of any nature is transmitted or transferred, including, without limitation, a single person seeing or hearing any information by any means.

H. The term “Complaint” refers to the amended complaint filed by Plaintiff against Zillow in this action on September 30, 2021.

I. The terms “customer” or “consumer” mean individuals who are either buying or selling a home, or who are browsing home listings online.

J. The terms “discount broker” or “discount brokerage” mean entities that promote brokerage offerings based on claims of commission savings for consumers. Such advertised savings may be based on reduced or flat-fee services and may advertise a lack of commissions altogether. Discount brokers shall be understood to market and offer services to both home buyers and sellers. The terms shall include – but not be limited to – entities such as Help-U-Sell, Assist2Sell, Zip Realty, Redfin, and Plaintiff REX.

K. The term “document” shall have the broadest meaning ascribed to it by Federal Rule of Civil Procedure 34 and Federal Rule of Evidence 1001, which includes every writing, or record of any kind, including all recorded communication or other tangible thing from which data or information can be obtained (translated if necessary through detection devices into reasonably usable form), and which is known to Plaintiff REX, or that is in Plaintiff REX’s possession, custody, or control and that is kept by electronic, photographic, mechanical, or other means concerning, pertaining to, describing, referring, or relating to, directly or indirectly, in whole or in part, the subject matter of each request.

1 L. The terms “entity” and “entities” mean legal entities, including, without
 2 limitation corporations, companies, firms, partnerships, joint ventures, proprietorships,
 3 associations, and governmental bodies or agencies. Unless noted otherwise, references to any
 4 entity herein include its, his or her agents, attorneys, employees, employers, officers, directors,
 5 or others acting on behalf of said entity.

6 M. The term “evidence” or any variant thereof, including but not limited to
 7 “evidencing,” when used in connection with any document, shall be understood to apply if the
 8 document directly or indirectly mentions, discusses, constitutes, concerns, supports,
 9 contradicts, relates to, refers to, or in any other way deals with the subject matter described in
 10 the request in which the term appears.

11 N. The term “iBuyer” (and the associated action of “iBuy” or “iBuying”) means a
 12 company or entity that works directly with consumers to provide a market-based cash offer
 13 using an automated valuation model and other technology to purchase a consumer’s home in
 14 as-is condition.

15 O. The term “including” means including, but not limited to.

16 P. The terms “Multiple Listing Service” or “MLS” mean a database of real estate
 17 properties created, maintained, and paid for by cooperating real estate brokers, generally
 18 operated by cooperating brokers and staff in local designated market areas. For avoidance of
 19 doubt, in responding to these Requests, the terms “Multiple Listing Service” or “MLS” should
 20 also be understood to include the cooperating brokers and staff in local designated market
 21 areas that operate the overarching database of real estate properties.

22 Q. The terms “National Association of REALTORS®” or “NAR” mean the trade
 23 association representing residential and commercial brokers, salespeople, property managers,
 24 appraisers, counselors, and others engaged in the real estate industry. The terms shall be read
 25 to include NAR’s subsidiaries, predecessors, or assigns, as well as any directors, officers,
 26 employees, agents, members, partners, or persons acting on behalf of NAR.

1 R. The term “No-Commingle Rule” refers to the optional Model Rule 18.3.11
2 and the accompanying Note as set forth in the NAR MLS Handbook, as well as any version of
3 that rule adopted by any Multiple Listing Service.

4 S. The terms “person” and “persons” mean both natural persons and legal entities,
5 including, without limitation corporations, companies, firms, partnerships, joint ventures,
6 proprietorships, associations, and governmental bodies or agencies. Unless noted otherwise,
7 references to any person, entity or party herein include its, his or her agents, attorneys,
8 employees, employers, officers, directors, or others acting on behalf of said person, entity, or
9 party.

10 T. The terms “relate,” “refer,” “concern,” “address,” or any variants thereof, when
11 used in connection with any given subject matter, shall be understood to apply if the
12 information, document, or thing directly or indirectly evidences, mentions, discusses,
13 constitutes, concerns, supports, contradicts, refers to, or in any other way deals with the subject
14 matter described in the request in which the term appears.

15 U. The term “Relevant Time Period” shall mean the time period from January 1,
16 2017 to the present. Unless otherwise noted, the interrogatories set forth herein relate to the
17 Relevant Time Period.

18 V. The terms “REX,” “You,” “Your,” or “Plaintiff” shall mean REX – Real Estate
19 Exchange, Inc., including any of its present or former officers, directors or employees who are
20 or were working on its behalf or purporting to do so, as well as its subsidiaries, predecessors or
21 successors-in-interest, agents (including attorneys), representatives or any other person acting
22 or purporting to act on its behalf.

23 W. The terms “two-tab listings display” or “two-tabbed listings display” refer to
24 Zillow’s display of listings search results on its online listings platforms where listings are
25 shown in one of two categories, labeled “Agent listings” or “Other listings.”

26 X. The terms “Sensitive Personally Identifiable Information” or “Sensitive PII”
27 mean information or data that would identify an individual, including a person’s Social

1 Security Number; or a person's name, address, or phone number in combination with one or
 2 more of their (a) date of birth; (b) driver's license number or other state identification number,
 3 or a foreign country equivalent; (c) passport number; (d) financial account number; or (e)
 4 credit or debit card number.

5 Y. The term "Zillow" means Zillow Group, Inc., including any of Zillow Group
 6 Inc.'s present or former officers, directors or employees who are or were working on its behalf
 7 or purporting to do so, as well as its subsidiaries, predecessors or successors-in-interest, agents
 8 (including attorneys), representatives or any other person acting or purporting to act on its
 9 behalf. For avoidance of doubt, "subsidiaries" of Zillow Group, Inc., include Zillow, Inc.,
 10 Zillow Homes, Inc., Zillow Listing Services, Inc., and Trulia LLC ("Trulia"), among other
 11 entities. "Zillow" should also be understood to include the Zillow Offers business line, though
 12 Zillow has announced that it will be exiting the iBuying business.

13 Z. The singular shall always include the plural and the present tense shall also
 14 include the past tense.

16 **INSTRUCTIONS**

17 1. In responding to the following interrogatories, you are required to furnish such
 18 information as is available to you, including but not limited to information in the possession of
 19 your investigators, employees, agents, representatives, guardians, attorneys, investigators for
 20 your attorneys, any other person or persons acting on your behalf, or any entity, organization
 21 or association in which you have an ownership interest, are employed, act as an agent or whose
 22 documents or information is otherwise under your possession, custody or control.

23 2. These interrogatories shall be deemed to seek answers as of the date hereof and
 24 to the full extent of the Federal Rules of Civil Procedure. Furthermore, these interrogatories
 25 are of a continuing nature, and you are required to file and serve supplemental responses if you
 26 or any of your attorneys, agents, or representatives obtain further or different information after
 27 the date of your initial answer.

3. If any information called for by an interrogatory is withheld on the basis of a claim of privilege, you are required to state the nature of the claim of privilege and the nature of the information in respect of which it is claimed.

4. The following interrogatories are intended to be construed as broadly as their language permits. They are to be construed independently, except when such construction limits their scope. Any ambiguity should be resolved by selecting the broadest construction possible.

5. If you object to any part of an interrogatory and refuse to answer that part, state your objection and answer the remaining portion of that interrogatory. If you object to the scope or time period of an interrogatory and refuse to answer for that scope or time period, state your objection and answer the interrogatory for the scope or time period you believe is appropriate (including in your answer a specific statement as to why you believe the requested scope or time period is inappropriate).

6. If an objection is made to part of an interrogatory, then that part shall be specified and an answer or production given for the remaining parts.

7. If any of the following interrogatories cannot be answered in full after exercising due diligence to secure the information, please so state and answer to the extent possible, specifying your inability to answer the remainder and stating whatever information you have concerning the unanswered portions. If your answer is qualified in any way, set forth the details of such qualification.

8. Each interrogatory shall be construed independently and not with reference to any other interrogatory for the purpose of limitation, except where explicitly indicated.

9. The use of the singular form of any word includes the plural and vice versa. The past tense shall include the present tense and vice versa.

10. The use of exemplary terms, such as “including” and “such as,” are provided for sake of clarity and shall not limit the scope of the interrogatory.

11. If the answer to the interrogatory requires the identification of a document, please state its date, authors, addressees, and other copy recipients, title or heading, type of document, and a description of its subject matter and contents. A request to identify and to produce a document, also extends to and includes a request to produce all drafts, non-identical copies, annotated, interlineated, red-lined, tracked, or edited versions of that document. If the document has been assigned a Bates or similar such number, that number should be provided.

12. If the answer to the interrogatory requires the identification of an act, instance, communication, occurrence, transaction, event, statement, or conduct (collectively, “act”), please provide for each act all facts concerning or relating to the act, including, without limitation, a description of the act, the date, location and names and addresses of all persons involved in or with substantial knowledge of the act, and any documentation of the act in any form.

13. If the answer to the interrogatory requires the identification of a person or entity, please provide the name, current or last known address, and telephone number of the person or entity, and the relationship of the person or entity to any party to this lawsuit.

INTERROGATORIES

INTERROGATORY NO. 8:

Identify all employees (by name, last position/job title held while employed at REX, and last day of employment at REX) who have left REX, including any employees whose employment was involuntarily terminated, since January 2021 and state whether such employees were permitted to retain any REX-issued laptops.

Dated: June 1, 2022

By: /s/ Aravind Swaminathan

/s/ Nicole Tadano

/s/ John "Jay" Jurata, Jr.

/s/ Russell P. Cohen

/s/ Naomi J. Scotten

/s/ Laura Najemy

ORRICK, HERRINGTON & SUTCLIFFE LLP

Aravind Swaminathan (WSBA No. 33883)

aswaminathan@orrick.com

Nicole Tadano (WSBA No. 40531)

ntadano@orrick.com

701 Fifth Avenue, Suite 5600

Seattle, WA 98104

Telephone: 206-839-4300

Facsimile: 206-839-4301

John "Jay" Jurata, Jr. (Admitted *Pro Hac Vice*)

jjurata@orrick.com

1152 15th Street, N.W.

Washington, DC 20005

Telephone: 202-339-8400

Russell P. Cohen (Admitted *Pro Hac Vice*)

rcohen@orrick.com

405 Howard Street

San Francisco, CA 94105

Telephone: 415-773-5700

Naomi J. Scotten (Admitted *Pro Hac Vice*)

nscotten@orrick.com

51 West 52nd Street

New York, NY 20005

Telephone: 212-506-5000

Laura Najemy (Admitted *Pro Hac Vice*)

lnajemy@orrick.com

222 Berkeley Street

Suite 2000

Boston, MA 02116

Telephone: 617-880-1800

Attorneys for Defendants Zillow, Inc., Zillow Group, Inc., Zillow Homes, Inc., Zillow Listing Services, Inc., and Trulia, LLC

CERTIFICATE OF SERVICE

I hereby certify that on the date below, I served Zillow Defendants' Third Set of Interrogatories to Plaintiff REX-Real Estate Exchange, Inc. via email on the following:

BOIES SCHILLER FLEXNER LLP
David Boies (Admitted *Pro Hac Vice*)
333 Main Street
Armonk, NY 10504
dboies@bsflp.com

Ursula Ungaro (Admitted *Pro Hac Vice*)
Carl Goldfarb (Admitted *Pro Hac Vice*)
Stephen N Zack (Admitted *Pro Hac Vice*)
Augusto Cividini (Admitted *Pro Hac Vice*)
100 SE 2nd St., Ste. 28800
Miami, FL 33131
uungaro@bsflp.com
cgoldfarb@bsflp.com
szack@bsflp.com
acividini@bsflp.com

McCARTY LAW PLLC
Darren L. McCarty (Admitted *Pro Hac Vice*)
Cristina M. Moreno (Admitted *Pro Hac Vice*)
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CARNEY BADLEY SPELLMAN, P.S
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Seattle WA 98104-7010
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Attorneys for Plaintiff REX-Real Estate Exchange, Inc.

QUINN EMANUEL URQUHART &
SULLIVAN, LLP
Thomas C. Rubin (WSBA Bar No. 33829)
1109 First Avenue, Suite 210
Seattle, WA 98101
Telephone: 206-905-7000
Facsimile: 206-905-7100

ZILLOW DEFENDANTS' THIRD SET OF
INTERROGATORIES TO PLAINTIFF REX – REAL
ESTATE EXCHANGE, INC.
2:21-CV-00312-TSZ

tomrubin@quinnemanuel.com

Michael D. Bonanno (Admitted *Pro Hac Vice*)
Peter Benson (Admitted *Pro Hac Vice*)
Kathleen Lanigan (Admitted *Pro Hac Vice*)
1300 I Street, Suite 900
Washington, D.C. 20005
Telephone: 202-538-8000
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mikebonanno@quinnemanuel.com
peterbenenson@quinnemanuel.com
katlanigan@quinnemanuel.com

COOLEY LLP
Ethan Glass (Admitted *Pro Hac Vice*)
1299 Pennsylvania Avenue, NW
Suite 700
Washington, DC 20004-2400
Phone (202) 776-2244
Fax (202) 842-7899
eglass@cooley.com

Attorneys for The National Association of Realtors®

DATED: June 1, 2022

ORRICK, HERRINGTON & SUTCLIFFE LLP

By: s/ Nicole Tadano

Nicole Tadano (WSBA No. 40531)
ntadano@orrick.com

701 Fifth Avenue
Suite 5600
Seattle, WA 98104-7097
Telephone: (206) 839 4300
Facsimile: (206) 839 4301

EXHIBIT P



Carl E. Goldfarb
Telephone: (954) 356-0011
Email: cgoldfarb@bsfllp.com

June 6, 2022

VIA E-MAIL

Jay Jurata, Esq.
Orrick, Herrington & Sutcliffe LLP
701 Fifth Avenue, Suite 5600
Seattle, WA 98104
jjurata@orrick.com

Re: *REX – Real Estate Exchange, Inc. v. Zillow, Inc., et al.*, Case No. 2:21-CV-00312-TSZ – W.D. Wash.

Dear Jay:

I am writing to respond to your letter of June 1. In my letter from earlier that day, I discussed the laptops of REX custodians and of the other current and former employees on REX's amended Rule 26 disclosures. I did so because that was directly responsive to your letter of May 24 in which you asked for a written response "ensuring that all information available on REX-issued laptops of any named custodians (or those currently under negotiation with NAR), regardless of their current employment status, is appropriately accounted for in its preservation efforts."

While we are not in negotiations with NAR about naming additional REX custodians, NAR has taken the position (with which we disagree) that anyone on REX's Rule 26 list should be a custodian. Accordingly, I discussed preservation efforts regarding the laptops of non-custodians on REX's Rule 26 disclosures in my letter of June 1.

My letter did not purport to and certainly did not attempt to describe all the many steps REX has taken and is taking to preserve relevant documents and data. As I have said in multiple letters, REX is cognizant of its discovery obligations, and REX is taking steps to fulfill its discovery obligations.

As a professional courtesy, we have responded to multiple letters from you regarding REX's discovery preservation efforts. Each response begets another letter from you. We are not aware of any obligation to respond to letters from Zillow seeking to obtain through a letter writing campaign information about REX's discovery preservation measures. If you are aware of any case support for such an obligation, please provide us with that support.

BSF

Jay Jurata, Esq.
June 6, 2022
Page 2

Sincerely,

/s/ Carl E. Goldfarb

Carl E. Goldfarb

cc: Counsel of record

EXHIBIT Q

From: Mike Bonanno <mikebonanno@quinnemanuel.com>
Sent: Tuesday, June 28, 2022 5:48 PM
To: Carl Goldfarb; Ursula Ungaro; Stephen N. Zack; Augusto Cividini; Simon Leen; Joetta Balda
Cc: Ethan Glass; Kat Lanigan; Peter Benson; Michael Sebring; Samantha Strauss; Najemy, Laura; Cohen, Russell P.; Jurata, Jay; Beringer, Jesse
Subject: Re: REX-Real Estate Exchange v. Zillow, et al.

Hi Carl - To address a few outstanding discovery matters:

1. We propose that REX and NAR agree to exchange proposed search terms and hit reports by Friday, 7/1 at noon et. Please confirm that works for you.
2. We look forward to receiving REX's first production of transactional data this week. Please confirm REX plans to produce the data via FTP.
3. NAR would like to meet and confer with REX about its failure to preserve documents held by Angela Cook, one of REX's potential trial witnesses, who also is now a court-ordered custodian. Please let us know when you are available to have that discussion. We ask that REX be prepared to address (1) the steps REX has taken to preserve documents for each REX custodian; (2) when REX first learned that Ms. Cook's documents were deleted; (3) what steps REX has taken to recover Ms. Cook's deleted documents; and (4) whether any documents held by other custodians or persons identified on any of REX's disclosures have been deleted.

Thanks,

Mike

From: Carl Goldfarb <cgoldfarb@bsfllp.com>
Date: Friday, June 24, 2022 at 6:54 PM
To: Mike Bonanno <mikebonanno@quinnemanuel.com>, Ursula Ungaro <UUngaro@bsfllp.com>, Stephen N. Zack <szack@BSFLLP.com>, Augusto Cividini <acividini@bsfllp.com>, Simon Leen <sleen@BSFLLP.com>, Joetta Balda <JBalda@BSFLLP.com>
Cc: Ethan Glass <eglass@cooley.com>, Kat Lanigan <katlanigan@quinnemanuel.com>, Peter Benson <peterbenson@quinnemanuel.com>, Michael Sebring <michaelsebring@quinnemanuel.com>, Samantha Strauss <sastrauss@cooley.com>, Najemy, Laura <lnajemy@orrick.com>, Cohen, Russell P. <rcohen@orrick.com>, Jurata, Jay <jjurata@orrick.com>, Beringer, Jesse <jberinger@orrick.com>
Subject: RE: REX-Real Estate Exchange v. Zillow, et al.

[EXTERNAL EMAIL from cgoldfarb@bsfllp.com]

Mike,

EXHIBIT R



July 13, 2022

Via E-Mail

Carl Goldfarb
Boies Schiller Flexner LLP
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Laura Brooks Najemy

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Re: *REX – Real Estate Exchange, Inc. v. Zillow, Inc. et al.*, No 2:21-cv-00312-TSZ (W.D. Wash)

Dear Carl:

I write to follow-up on REX's responses and objections to Interrogatory No. 8, propounded in Zillow's Third Set of Interrogatories that were served on July 1. That interrogatory requested that REX "[i]dentify all employees (by name, last position/job title held while employed at REX, and last day of employment at REX) who have left REX, including any employees whose employment was involuntarily terminated, since January 2021 and state whether such employees were permitted to retain any REX-issued laptops." REX's response sets forth a number of objections and substantively responds only that "[t]he employees whose laptops are potentially relevant are the employees listed on REX's Amended Rule 26 disclosures, and REX has already provided information regarding those employees' laptops." We do not believe that this is a sufficient response to the Interrogatory.

Notably, REX's response is limited to only REX employees listed on REX's *Amended* Rule 26 disclosures, as were REX's letters from counsel concerning this same issue on June 1 and June 6. REX's response to Zillow's Interrogatory does not address individuals identified on REX's *Initial* Rule 26 disclosures who presumably have (or had) relevant information or they would not have been disclosed to us by REX's prior counsel. Nor does REX's response address individuals who may have provided declarations in support of REX's motion for a preliminary injunction but are not identified on REX's Amended Rule 26 disclosures. We believe that, at a bare minimum, individuals who were identified on REX's Initial Rule 26 disclosures or served as declarants during the preliminary injunction process are individuals who are likely to have (or have had) relevant information in their possession, custody, or control—the preservation of which was necessary as part of REX's obligations after having filed suit. Thus, we are entitled to know whether, in fact, their documents have been properly preserved and maintained during discovery, or not and, specifically, as requested by the interrogatory, whether any of these employees were permitted to retain REX-issued laptops, as was publicly stated by at least one REX former employee.

As you may recall, we noted our concerns about laptop preservation in our last meet and confer. We understand from your representations that REX has successfully preserved every email and shared document that Angela Cook (the individual who REX disclosed as having erased her laptop) created for REX. You subsequently represented the same information to NAR, noting further that your understanding



Carl Goldfarb
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Page 2

is that she saved all her work documents to the company's shared folders, which REX also has preserved. Notably, however, you did not disclose what efforts REX undertook to confirm that all of Ms. Cook's documents and information were saved to shared folders and that Ms. Cook did not maintain unique data. Further, we are entitled to know whether REX encountered similar situations with other individuals disclosed on REX's Initial Rule 26 disclosures or who served as declarants during the preliminary injunction process or with respect to whom REX is otherwise obliged to preserve documents.

Unless REX is willing to promptly supplement its inadequate response to Zillow's Interrogatory No. 8, we demand an immediate meet and confer to discuss the basis for REX's objections to providing the information Zillow requests.

Please let me know if you would like to discuss any of Zillow's positions stated in this letter.

Sincerely,

/s/ Laura B. Najemy

Laura B. Najemy

Cc: Ursula Ungaro (*via email*)
Jay Jurata (*via email*)
Russell Cohen (*via email*)
Jesse Beringer (*via email*)

EXHIBIT S



July 26, 2022

Via E-Mail

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Re: *REX - Real Estate Exchange, Inc. v. Zillow, Inc., et al.*

Dear Carl:

We send this letter as our final attempt to obtain information from REX regarding Zillow's Interrogatory Nos. 7 and 8, as well as to obtain sufficient information regarding Zillow's legitimate concerns about REX's document preservation efforts in connection with this litigation. There can be no dispute that these interrogatories, and Zillow's inquiries regarding REX's document preservation efforts, are highly relevant to this litigation and not outweighed by any burden associated with a response. Should you fail to immediately provide responsive information, Zillow will be left with no other choice than to seek a Court order compelling REX to provide the information it requests.

I. REX's Investors

On May 27, Zillow served REX with an interrogatory that asked REX to "[i]dentify, by name and address, all of REX's actual or potential sources of funding, including investors, and the amount of funding attributed to each source since January 2014." REX responded on June 27, stating that "the answer to this Interrogatory may be determined by examining REX's business records and because the burden of ascertaining the answer will be substantially the same for either party, REX will produce documents showing actual funders and investors and specify responsive documents by bates numbers once produced." However, to date, REX has not produced one single document regarding potential investors, rendering its response a complete violation of its discovery obligations.

We promptly followed up with a letter addressed to you on June 29, explaining that we believed REX's response to Interrogatory No. 7 to be deficient as it failed to comply with Rule 33 of the Federal Rules of Civil Procedure. We acknowledged that while parties are able to avail themselves of Rule 33(d) and respond to an interrogatory by producing documents, Zillow had already issued a request for production regarding REX's past, current, and prospective sources of funding, and that the request has been pending since November 12, 2021 – **over six months**. Further, our letter requested a meet and confer regarding REX's baseless refusal to produce information regarding potential sources of funding. We pointed out that we believe any objections made by REX regarding burden are baseless, as it is hardly burdensome for REX to simply identify its investors (including, from its cap table) and potential investors to whom it made contact.



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Receiving no response or acknowledgement from you following our letter, we reached out to you via email on July 7, asking you to confirm that REX will be updating its response that week, or to let us know your availability to meet and confer on this issue. Again, hearing nothing from you in response, we followed up with you a second time, on July 11, asking for information as to when we would be receiving a response to our June 29 letter or, alternatively, when you would be available for a meet and confer on the issue. You responded to our emails on July 13, simply stating, "We are working on getting you a response."

As of the date of this letter we continue to have no response from you. The information sought in Zillow's Interrogatory No. 7 is not burdensome for REX to provide, for the reasons stated in our June 29 letter. Further, the information is relevant to the issues in this litigation – we are entitled to inquire into the relationships and communications REX had with its actual and potential investors, which is directly relevant to numerous issues regarding REX's business.

If we do not receive a substantive response to Zillow's Interrogatory No. 7 from REX by **close of business on July 27, 2022**, we will be left with no choice but to seek intervention from the Court.

II. REX's Document Preservation Efforts

In addition, as you know, we continue to have serious concerns regarding REX's document preservation efforts. Since we were made aware of the various issues pertaining to REX's document retention efforts, we have repeatedly sought information to determine the extent of these issues, and what, if anything, REX has done to remediate them. In response, REX has delayed providing us with information to adequately respond to even the most basic questions regarding its document preservation efforts. Zillow is entitled to inquire into facts that raise serious questions regarding whether REX has lost or allowed destruction of documents that are relevant to this litigation and Zillow's ability to mount a defense to REX's claims, including whether REX has allowed former employees to retain REX-issued laptops and efforts it took to preserve documents located on the laptop of former employee Angela Cook.

Specifically, on June 1, after learning through a former REX employee's public post that REX may be permitting former employees to retain their REX-issued laptops once they terminate their employment with REX, Zillow propounded Interrogatory No. 8 to understand the extent of this practice and whether documents relevant to this litigation, and to Zillow's defenses, might have been lost or otherwise destroyed as a result. Specifically, Interrogatory No. 8 requested that REX identify all employees "who have left REX, including any employees whose employment was involuntarily terminated, since January 2021" and "state whether such employees were permitted to retain any REX-issued laptops." On July 1, REX served its response to Zillow's Third of Set of Interrogatories and refused to provide **any** substantive information. REX's response did not identify a single employee who left REX and provided inadequate information on whether any employee was permitted to retain a REX-issued laptop. Instead, unbelievably REX claimed that the information requested is not relevant and not proportionate to the needs of this case because the "overwhelming majority" of the employees who left since January 2021 were "salaried agents and non-



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 July 26, 2022
 Page 3

managerial employees, whose employment at REX had no or at most *de minimis* relevance to the issues involved in this case.”¹ REX’s response noted that it already provided information regarding the laptops of employees listed on REX’s *Amended* Rule 26 disclosures, claiming such employees are the employees “whose laptops are potentially relevant.” But, REX’s response entirely ignored additional employees who are not included in REX’s *Amended* Rule 26 disclosures, yet are plainly relevant because they were identified among REX’s Initial Rule 26 disclosures or provided declarations in support of REX’s motion for a preliminary injunction. REX’s refusal to provide any substantive information in response to Zillow’s Interrogatory No. 8 is particularly concerning given REX’s disclosure in its Joint Submission filed with the Court just 10 days prior that Angela Cook, a former REX employee who REX had identified as a potential witness in its initial disclosures, and who later became a Court-ordered custodian, had wiped her laptop after her departure. Yet, in spite of the obvious concerns this raises regarding REX’s control of its laptops held by former employees and document preservation efforts, REX claimed in its July 1 response to Zillow’s Interrogatory No. 8 that providing Zillow the requested information regarding the status of such laptops was not proportionate to the needs of the case.

Our July 13 letter explained the deficiencies in REX’s response to Interrogatory No. 8, specifically that REX failed to provide any information regarding relevant employees not listed on REX’s *Amended* Rule 26 disclosure, including employees identified in REX’s Initial Rule 26 disclosures and/or who provided a declaration in support of REX’s motion for a preliminary injunction. We demanded an immediate meet and confer to discuss the basis for REX’s objections if REX was not going to promptly supplement its inadequate response. On July 15, during a meet and confer regarding REX’s document preservation efforts, we raised that REX never responded to Zillow’s request for a meet and confer on Interrogatory No. 8, which is

¹ REX’s representation that employees who left REX since January 2021 were “salaried agents” is misleading to the extent it suggests that those individuals are irrelevant to this litigation. It is our understanding that all of REX’s agents were salaried. See *Amended Complaint for Injunctive Relief and for Damages* ¶ 39 (“REX is a licensed broker in a number of states nationwide and employs salaried, licensed real estate agents. . . .”); <https://www.rexhomes.com/about> (“Unlike traditional brokers, REX licensed agents are salaried and incentivized to satisfy customers rather than to just close transactions in pursuit of a fast commission.”). We understand this to be one of the reasons why REX was supposedly able to have a business model that did not rely on commissions. Notably, REX included current or former agents as declarants in support of its motion for a preliminary injunction, as well as in its Initial and *Amended* Rule 26 Disclosures. See Declaration of Brandy Lawrence (real estate agent and salaried employee at REX); Declaration of Josephine Maggio (real estate agent and salaried employee at REX); Declaration of Philip Van Ham (real estate agent and salaried employee of REX); Declaration of Randall Echevarria (real estate agent and salaried employee of REX); Declaration of Raphael Rio Reina (selling broker at REX); Todd Rosenbaum (real estate agent and salaried employee at REX); Declaration of Viktor Kruse (real estate agent and employee of REX); Plaintiff’s Initial Disclosures (identifying Todd Rosenbaum, Brandy Lawrence, Viktor Kruse, Raphael “Rio” Reina, Josephine Maggio as licensed real estate agents employed with REX); Plaintiff’s *Amended* Rule 26 Initial Disclosures (identifying Raphael “Rio” Reina as an employee at REX with experience as a licensed real estate agent). Thus, REX’s response seems to downplay the fact that admittedly potentially relevant individuals may have left REX’s employ with their laptops.



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intimately related to REX's preservation efforts. During that discussion, you said you would get back to us, but as of the date of this letter, you still have neither responded to our request for a meet and confer nor has REX supplemented its inadequate response to Zillow's Interrogatory No. 8.

Notably, the information you provided at the July 15 meet and confer did not address Zillow's serious concerns regarding document preservation. Though you supplied some information regarding Ms. Cook's laptop during our conversation, you refused or were unable to respond to defendants' questions concerning even the most basic information regarding REX's document preservation efforts including, but not limited to, the following:

- The name of the e-discovery vendor that REX retained to attempt to recover information from Ms. Cook's laptop;
- Details regarding the steps the e-discovery vendor took to attempt to recover information from Ms. Cook's laptop;
- The date that your firm learned Ms. Cook had wiped her laptop, other than saying you became aware of this after REX had already made its Initial Disclosures;
- Whether REX issued a litigation hold and if so, when;
- Whether Ms. Cook received a litigation hold and if so, when;
- Whether emails and shared drives are being preserved in ways such that employees cannot delete documents;
- What documents were preserved for custodians and when those documents were preserved;
- What documents Ms. Cook did and did not delete; and
- Whether any documents held by other custodians or persons identified on any of REX's disclosures have been deleted.

Instead of providing this information, you took many of defendants' questions "under advisement," despite being asked by counsel to be prepared to address these topics in counsel for NAR's June 28 email.

REX's failure to prevent Ms. Cook from wiping her laptop and its apparent practice of allowing former employees to retain their REX-issued laptops (*i.e.*, the topic of Zillow's Interrogatory No. 8) raise serious concerns about whether REX has taken adequate steps to preserve documents that are relevant to this litigation and essential for Zillow's ability to mount a defense. In light of REX's delay and inadequate responses to Zillow's Interrogatory No. 8 and defendants' reasonable requests for information regarding REX's document preservation efforts, **we demand that REX provide the following information by no later than close of business on July 27, 2022:**

- A complete response to Interrogatory No. 8.



Carl E. Goldfarb
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- The name of the e-discovery vendor used to assist with imaging laptops for recent custodians.
- The e-discovery vendor used to confirm that Ms. Cook's laptop could not be recovered.
- The date a litigation hold was issued, the names of all individuals who received such hold notice, whether Ms. Cook received a notice, and the date of such notice.
- Aside from issuing a litigation hold (assuming one was issued), what other preservation efforts has REX undertaken?
- The names of all employees who have left REX since January 2021 and have retained their laptops.
- The details of the circumstances surrounding Ms. Cook's wiping of her laptop including the date Ms. Cook wipe her laptop, the reason for doing so, whether REX approval for doing so was provided, and the date she was "let go" from REX.

This is our final effort to work with you before we will raise this issue with the Court. If REX refuses to promptly provide this information, we will be left with no choice but to seek a Court order compelling REX to provide it.

Sincerely,

/s/ Laura B. Najemy

Laura B. Najemy

Cc: Ursula Ungaro (*via email*)
Jay Jurata (*via email*)
Russell Cohen (*via email*)
Jesse Beringer (*via email*)

EXHIBIT T



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Carl E. Goldfarb
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July 27, 2022

Via Email

Laura Najemy, Esq.
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701 Fifth Avenue, Suite 5600
Seattle, WA 98104
jjurata@orrick.com

Re: REX – Real Estate Exchange, Inc. v. Zillow, Inc., et al., Case No. 2:21-CV-00312-TSZ – W.D. Wash.

Dear Laura,

We write to respond to your letter of July 26, 2022 concerning our responses to Zillow's Interrogatory Nos. 7 and 8. With respect to Interrogatory 7, and without waiving our previously stated objections, we will provide a substantive response by no later than Monday, August 1, 2022. With respect to Interrogatory 8, we are standing on our previously asserted objections for the reasons stated in our response, but note further that the information requested in your letter far exceeds the scope of what you asked in the interrogatory.

Without waiving our objections to Interrogatory 8 and our further position that Interrogatory 8 does not extend to your additional inquiries, but in a good faith effort to respond to at least some of the inquiries in your letter, please be advised that:

- (1) All of Angela Cook's correspondence, shared folders, and other non-locally stored data was saved to the Cloud and has been archived and is accessible. In addition, Ms. Cook is prepared to testify that her practice was to save all of her work on her laptop through her work email account, shared folders, databases or Cloud-based platforms. In addition, she is prepared to testify that she did not delete any work-related documents, including emails.
- (2) Legility + Consilio, REX's ESI vendor, interviewed Angela Cook and determined that it could not retrieve data that was on her laptop; however, as stated, she has assured us that all of her work-related correspondence and other documents are saved to shared folders, databases, or Cloud-based platforms.

Although we stand on our objections, we are continuing to gather information responsive to your inquiries and intend to provide additional information by August 1, 2022. Please be assured that we are not seeking to delay discovery in any respect and note that we have yet to receive a single document from Zillow.

Sincerely,

/s/ Carl E. Goldfarb
Carl Goldfarb

/s/ Ursula Ungaro
Ursula Ungaro

EXHIBIT U

From: Carl Goldfarb <cgoldfarb@bsfllp.com>
Sent: Friday, August 12, 2022 7:25 AM
To: Beringer, Jesse; Augusto Cividini; Ursula Ungaro; Stephen N. Zack; Simon Leen; James P. Denvir; Gabriela A. Romero
Cc: Jurata, Jay; Cohen, Russell P.; Najemy, Laura
Subject: RE: REX-Real Estate Exchange, Inc. v. Zillow, Inc., et al., No. 2:21-cv-00312-TSZ

Jesse,

We are not going to supplement our response to Interrogatory No. 8. I thought we had agreed to get back to you on that issue by the end of the day today.

Carl

Carl Goldfarb
Partner

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From: Beringer, Jesse <jberinger@orrick.com>
Sent: Friday, August 12, 2022 10:15 AM
To: Carl Goldfarb <cgoldfarb@bsfllp.com>; Augusto Cividini <acividini@bsfllp.com>; Ursula Ungaro <UUngaro@bsfllp.com>; Stephen N. Zack <szack@BSFLLP.com>; Simon Leen <sleen@BSFLLP.com>; James P. Denvir <JDenvir@bsfllp.com>; Gabriela A. Romero <gromero@BSFLLP.com>
Cc: Jurata, Jay <jjurata@orrick.com>; Cohen, Russell P. <rcohen@orrick.com>; Najemy, Laura <lnajemy@orrick.com>
Subject: RE: REX-Real Estate Exchange, Inc. v. Zillow, Inc., et al., No. 2:21-cv-00312-TSZ

CAUTION: External email. Please do not respond to or click on links/attachments unless you recognize the sender.

Carl,

Following Wednesday's meet and confer, we were under the impression that we would be receiving some information from you by the end of the day yesterday (Thursday, 8/11) regarding whether REX would be supplementing its response to Zillow's Interrogatory No. 8. Having heard nothing from you, we are assuming that REX does not intend to supplement its Interrogatory No. 8 response and we are at impasse on this issue.

Relatedly, you stated that you would provide us with information next week regarding further information about REX's document preservation efforts. Please let us know immediately if this has changed and REX no longer intends to provide information on this topic.

THE HONORABLE THOMAS S. ZILLY

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

REX - REAL ESTATE EXCHANGE, INC.,

Plaintiff,

v.

ZILLOW, INC., et al.,

Defendants.

Case No. 2:21-CV-00312-TSZ

**[PROPOSED] ORDER GRANTING
ZILLOW DEFENDANTS' MOTION
TO COMPEL**

NOTE ON MOTION CALENDAR:
September 9, 2022

ORAL ARGUMENT REQUESTED

1 THIS MATTER comes before the Court on Defendants Zillow, Inc., Zillow Group,
 2 Inc., Zillow Homes, Inc., Zillow Listing Services, Inc., and Trulia, LLC's (collectively "Zillow
 3 Defendants") Motion to Compel.

4 The Court has considered Zillow Defendants' Motion to Compel, the Declaration of
 5 Laura Najemy In Support Of Zillow Defendants' Motion to Compel, Plaintiff's response, and
 6 Zillow Defendants' reply and any argument, along with the pleadings filed in this action.
 7 Based on the foregoing, the Court hereby ORDERS that Zillow Defendants' Motion to
 8 Compel is GRANTED.

9 Plaintiff REX – Real Estate Exchange, Inc. shall provide complete answers to
 10 Interrogatory No. 8, including a list of all employees (by name, last position/job title held
 11 while employed at REX – Real Estate Exchange, Inc., and the last day of employment at REX
 12 – Real Estate Exchange, Inc.) who have left REX since January 2021, stating whether such
 13 employees were permitted to retain any REX-issued laptops. In addition, Plaintiff REX – Real
 14 Estate Exchange, Inc. shall designate one or more persons to testify as a Rule 30(b)(6)
 15 representative regarding Plaintiff's document preservation efforts in connection with this
 16 litigation. The 30(b)(6) deposition regarding Plaintiff's document preservation efforts shall
 17 not be counted against Zillow's ten (10) depositions permitted without leave of Court under
 18 Federal Rule of Civil Procedure 30(a).

19 **IT IS SO ORDERED.**

20
 21 Dated this ____ day of _____ 2022

 22 HONORABLE THOMAS S. ZILLY
 23 UNITED STATES DISTRICT JUDGE
 24
 25
 26
 27
 28

1 Dated: August 19, 2022

2 PRESENTED BY

3 ORRICK, HERRINGTON & SUTCLIFFE LLP

4 By: /s/ Aravind Swaminathan

5 /s/ Nicole Tadano

6 /s/ John "Jay" Jurata, Jr.

7 /s/ Russell P. Cohen

8 /s/ Naomi J. Scotten

9 /s/ Laura Najemy

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***Attorneys for Defendants Zillow, Inc., Zillow
Group, Inc., Zillow Homes, Inc., Zillow Listing
Services, Inc., and Trulia, LLC***