

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SYNTEL STERLING BEST SHORES
MAURITIUS LIMITED, and SYNTEL,
INC.,

Plaintiff,

v.

THE TRIZETTO GROUP, INC.
and COGNIZANT TECHNOLOGY
SOLUTIONS CORP.,

Defendants-Counterclaimants.

15 Civ. 00211 (LGS) (SDA)

**DECLARATION OF CHUCK SANDERS
IN SUPPORT OF DEFENDANTS-
COUNTERCLAIMANTS' OPPOSITION
TO PLAINTIFF'S MOTION FOR
PARTIAL SUMMARY JUDGMENT**



I, Chuck Sanders, hereby declare as follows:

1. I am over the age of 18 years and am not a party to the above-captioned case. I live in Randolph, New Jersey. Each of the facts set forth in the following declaration is true to my personal knowledge.

2. I work for TriZetto as the Vice President of Corporate Development and Alliances with an office in Randolph, New Jersey.

3. I submit this declaration in support of TriZetto Corporation ("TriZetto") and Cognizant Technology Solution Corporation's ("Cognizant") Opposition to Plaintiff-Counterdefendants' Motion for Partial Summary Judgment.

I. FACETS & THE FACETS DATA DICTIONARY

4. TriZetto offers numerous software products that it licenses to clients, including solutions and services for health plans, benefits administrators, health systems, and healthcare providers. TriZetto's technology solutions reach over half the U.S. insured population and more than 250,000 care providers.

5. Facets is TriZetto's core software product geared specifically to health plan administration. TriZetto's clients use Facets in adjudicating and processing healthcare claims, and TriZetto has invested significant resources developing this flagship software program, which has been in continuous development since at least as early as 1992.

6. Facets is an extensive, complex, and valuable application used to administer health plans for healthcare providers. It contains thousands of tables, each with many data fields that store enormous amounts of information related to health plans and their members.

7. The code base for Facets contains many files, including the Facets Data Dictionary, which is an essential part of Facets.

8. The Facets Data Dictionary is delivered as part of the Facets install materials.

9. A true and correct copy of the "Facets® Data Dictionary Guide" for "All Releases," as produced in this litigation with the Bates numbers TZCG-00064962–5013, is attached hereto as **Exhibit 1**. Among other things, the Facets Data Dictionary Guide states that [REDACTED] [REDACTED] it [REDACTED] [REDACTED] Ex. 1 at TZCG-00064965–66.

10. A true and correct copy of the "Facets® Release 5.01 Physical Package Document," dated December 15, 2011, as produced in this litigation with the Bates numbers STROZ00037011–12, is attached hereto as **Exhibit 2**. Among other things, it states that [REDACTED] [REDACTED] Ex. 2 at STROZ00037012.

11. As explained in the Facets Data Dictionary Guide, Facets Data Dictionary [REDACTED] [REDACTED] Ex. 1 at TZCG-00064965.

12. Numerous elements of Facets are reproduced identically in the Facets Data Dictionary, including, among other things, [REDACTED]

[REDACTED]

[REDACTED]

13. Numerous elements of Facets are also represented in detail in the Facets Data Dictionary. As explained in the Facets Data Dictionary Guide, [REDACTED] Ex. 1 at TZCG-00064965. Among other things, the Facets Data Dictionary provides [REDACTED]

[REDACTED]

14. As another example, the Facets Data Dictionary contains [REDACTED] As explained in the Facets Data Dictionary Guide, the Facets Data Dictionary [REDACTED] and [REDACTED] Ex. 1 at TZCG-00064968.

15. These and other elements of Facets that are reproduced or represented in detail in the Facets Data Dictionary are the product of TriZetto’s Facets developers’ exercise of creative judgment to, among other things, select, organize, and relate each of the data models, tables, and fields; to establish the conventions and names for each; and to set the values that Facets is programmed to use and accept.

16. The Facets Data Dictionary is tightly related to Facets, and is regarded as the “keys to the kingdom” and the “crown jewels” for Facets.

17. Simply put, Facets is effectively unusable without the embedded Facets Data Dictionary functionality.

II. TRIZETTO'S COPYRIGHT REGISTRATIONS

18. Information about TriZetto's copyright registrations is publicly available on the Copyright Office's online Public Catalog of copyright registrations, located at <https://cocatalog.loc.gov/>.

19. It is a matter of public record that, as of today, TriZetto and Cognizant each own numerous copyright registrations.

20. It is a matter of public record that TriZetto has five copyright registrations for Facets: (1) TXu001055382 ("Facets," with a Registration Date of November 1, 2002); (2) TX0006156312 ("Facets 4.11," with a Registration Date of March, 23, 2005); (3) TX0007593979 ("Facets 5.01," with a Registration Date of August 28, 2012); (4) TX0008097589 ("Facets 5.10," with a Registration Date of October 7, 2015); and (5) TX0008100289 ("Facets 5.20," with a Registration Date of October 12, 2015). Information about these Facets registrations is publicly available on the Copyright Office's online Public Catalog of copyright registrations.

21. The Copyright Office granted each of these registrations before September 30, 2016, when TriZetto filed its operative amended counterclaims.

III. TRIZETTO'S COPYRIGHT REGISTRATIONS FOR FACETS COVER THE FACETS DATA DICTIONARY

22. TriZetto's copyright registrations for Facets cover the entire Facets code base, which consists of many files including the Facets Data Dictionary.

23. When TriZetto prepared the deposit copies in support of its applications to register the copyrights for Facets, it created the excerpts required by the Copyright Office for use as a deposit copy using the available Facets code base that it collects for deposit with a vendor to hold in escrow, which as always included the Facets Data Dictionary.

24. From the Facets code base that TriZetto collects for its escrow deposits (which again includes the Facets Data Dictionary), TriZetto creates a document that will satisfy the applicable Copyright Office requirement that an application to register the copyright for a computer program be supported by a deposit copy comprised of the first and last 25 pages of source code. The document that TriZetto creates in this manner is what TriZetto submits to the Copyright Office as the deposit copy supporting the Facets copyright registration.

25. The many files that comprise the Facets code base have no precise beginning, middle, or end. When TriZetto's developers created a Facets deposit copy, they referred to the files collected for the Facets escrow deposit, used their judgment to select a sufficient number of Facets files, and concatenated them in a single document until, from beginning to end, they reached 25 pages of code. They then did the same with a different set of files until, from the end to the beginning, they reached 25 pages of code. The document created in this fashion satisfied the Copyright Office's deposit copy requirements, and was deposited with the Copyright Office in support of the Facets copyright application.

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