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Case No. 2022-0944-LWW



THE COURT OF CHANCERY FOR THE STATE OF DELAWARE

CHRISTOPHE JOB,)	
)	
Plaintiff,)	
)	
v.)	C.A. No. 2022-0944-LWW
)	
JARIS, INC.,)	
)	
Defendant.)	

[PROPOSED] ORDER

Upon consideration of Defendant jaris, Inc.’s Motion for Protective Order to Quash Notices of Deposition (the “Motion”) and any response(s) thereto,

IT IS HEREBY ORDERED that the Motion is granted;

IT IS FURTHER ORDERED that Plaintiff Christophe Job’s (“Job”) Notice of Deposition of Chris Aristides, dated January 18, 2023 is quashed;

IT IS FURTHER ORDERED that Job’s Notice of Rule 30(b)(6) Deposition of jaris, Inc., dated January 18, 2023, is quashed;

IT IS FURTHER ORDERED that Job is precluded from deposing Chris Aristides, Gaurav Garg, Gordy Holterman and Gene Osterasky in the above-referenced matter.

Vice Chancellor Lori W. Will

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Lori W. Will

File & Serve

Transaction ID: 68964533

Current Date: Feb 13, 2023

Case Number: 2022-0944-LWW

Case Name: CONF ORD - Christophe Job v. jaris, Inc.

Court Authorizer

Comments:

The plaintiff has noticed a Rule 30(b)(6) deposition of defendant jaris, Inc. and a deposition of jaris's CEO. It is also considering deposing two non-parties. Jaris seeks a protective order to prevent the depositions from occurring. The plaintiff opposed the motion. After reviewing the papers, oral argument is unnecessary. A protective order is hereby issued.

Discovery in a Section 220 action is necessarily limited. See *KT4 P'rs, LLC v. Palantir Techs., Inc.*, 203 A.3d 738, 754 (Del. 2019). The plaintiff here has already served 12 requests for admission, 21 document requests, and 33 interrogatories; the defendant substantively responded. Yet the plaintiff seeks multiple depositions. That well exceeds the scope of discovery proportionate to this narrow summary proceeding.

Discovery into the "[defendant]'s subjective view of what plaintiff's motives are for making his Section 220 demand is irrelevant." *Hoschett v. TSI Int'l*, 1996 WL 422344, at *2 (Del. Ch. July 17, 1996); see *Sutherland v. Dardanelle Timber Co.*, 2005 WL 1074357, at *2 (Del. Ch. Apr. 25, 2005) (denying request for deposition). Discovery into whether certain categories of documents exist is also unnecessary. See *Treppell v. United Techs. Corp.*, C.A. No. 8624-VCG, at 12-13 (Del. Ch. Dec. 5, 2013) (TRANSCRIPT).

The plaintiff will have the burden at trial to demonstrate that he has standing, has a proper purpose (except with regard to the stockholder list), and that the documents he seeks are necessary and essential to that purpose. Moreover, jaris has indicated that it does not intend to present a witness at trial. Thus, the plaintiff lacks a justification for a deposition—much less four. See, e.g., *Hoeller v. Tempur Sealy Int'l, Inc.*, C.A. No. 2018-0336-JRS, at 25-26 (Del. Ch. Oct. 10, 2018) (TRANSCRIPT) (granting protective order); *Quackenbush v. Gen. Cable Corp.*, C.A. No. 2017-0219-SG, at 14, 16-18 (Del. Ch. Sept. 14, 2017) (TRANSCRIPT).

/s/ Judge Lori W. Will