



DANIEL JAIYONG AN,)	
)	
Petitioner,)	
)	
v.)	C.A. No. 2024-0102-LWW
)	
ARCHBLOCK, INC.,)	
)	
Defendants.)	
)	

PETITIONER'S MOTION TO COMPEL DISCOVERY

Petitioner Daniel Jaiyong An ("Petitioner"), acting pro se, hereby moves this Court for an order compelling Respondent Archblock, Inc. ("Respondent") to produce documents responsive to Petitioner's First Request for Production of Documents, served on June 11, 2024. In support of this motion, Petitioner states as follows:

I. INTRODUCTION

1. This motion arises from Respondent's blanket refusal to produce any documents in response to Petitioner's properly served discovery requests. Respondent has improperly conditioned its production on Petitioner's execution of an overly broad confidentiality agreement, which Petitioner has reasonably declined to sign. Respondent's actions violate both the letter and spirit of this Court's

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discovery rules and threaten to obstruct the fair and efficient resolution of this action.

II. BACKGROUND

2. On June 11, 2024, Petitioner served his First Request for Production of Documents on Respondent. This request was comprehensive, containing 63 specific document requests tailored to the issues central to this litigation, including the Reorganization Merger, Board deliberations, valuation documents, and financial records.
3. On July 11, 2024, exactly 30 days after service of the requests, Respondent served its "Responses and Objections to Petitioner's Unknown Discovery Request." This document was remarkable not for its substance, but for its complete lack thereof. Respondent objected to the entirety of Petitioner's requests claiming they were "vague, ambiguous, and unduly burdensome." Respondent went so far as to assert that it was "unable to determine what the Document seeks," despite the clear and specific nature of each request.
4. Concurrently with its obstructionist objections, Respondent attempted to impose an additional barrier to discovery by insisting that Petitioner sign a broad confidentiality agreement (**Exhibit A**) as a precondition to any document production. This proposed agreement was not narrowly tailored to any specific confidentiality concerns but instead sought blanket confidentiality protections.

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5. On July 10, 2024, Petitioner, in a good faith effort to address Respondent's purported concerns, provided a detailed explanation for why he could not agree to the proposed confidentiality agreement (**Exhibit B**). Petitioner cited legitimate concerns about its overly broad scope, lack of specific justification, and potential to impede public access to information of legitimate public concern. Petitioner specifically noted that given the nature of this case, which involves allegations of potential violations of state and federal rules, there is a significant public interest in maintaining transparency.
6. Despite Petitioner's reasoned objections and attempt to engage in dialogue, Respondent remained intransigent. On August 15, 2024, more than two months after the initial requests were served, Petitioner was forced to send a formal meet and confer request to Respondent (**Exhibit C**). This request sought to address the glaring discovery deficiencies and requested supplemental responses within 14 days.
7. In response to this meet and confer request, Respondent, rather than engaging substantively with the discovery issues, merely reiterated its demand for a confidentiality agreement. Respondent's counsel stated in an email dated August 15, 2024, "we will need to have a confidentiality order in place before Respondent produces any discovery." This statement makes clear that Respondent's insistence on a confidentiality agreement is not based on any

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specific confidentiality concerns, but is instead being used as a blanket excuse to avoid its discovery obligations entirely.

8. To date, more than two months after Petitioner's initial requests were served, Respondent has not produced a single document. It has not provided any specific objections to any individual requests. It has not articulated any particular confidentiality concerns that would justify its proposed agreement. Instead, Respondent has engaged in a pattern of obstruction and delay, in clear contravention of both the letter and spirit of this Court's discovery rules.
9. Respondent's actions have left Petitioner with no choice but to seek the Court's intervention to compel compliance with basic discovery obligations. This motion seeks not just the production of documents, but a declaration from this Court that parties cannot unilaterally impose broad confidentiality agreements as a precondition to engaging in discovery mandated by the Court's rules.

III. LEGAL STANDARD

10. The scope of discovery in the Court of Chancery is governed by Rule 26(b)(1), which provides that parties "may obtain discovery regarding any matter, not privileged, which is relevant to the subject matter involved in the pending action." Del. Ch. Ct. R. 26(b)(1). The rule further states that it is not ground for objection that the information sought will be inadmissible at the trial if the

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information sought appears reasonably calculated to lead to the discovery of admissible evidence. *Id.*

11. This Court has consistently interpreted Rule 26 broadly to facilitate the free flow of information between parties. See *Prod. Res. Grp., L.L.C. v. NCT Grp., Inc.*, 863 A.2d 772, 802 (Del. Ch. 2004) ("Delaware courts have traditionally construed the scope of permissible discovery liberally."). The party resisting discovery bears the burden of showing why the requested discovery should not be permitted. *Van de Walle v. Unimation, Inc.*, 1984 WL 8270, at *2 (Del. Ch. Oct. 15, 1984).

12. When a party fails to respond to discovery requests, the discovering party may move for an order compelling disclosure under Court of Chancery Rule 37(a). The Court has broad discretion in resolving discovery disputes and fashioning appropriate remedies. *Terramar Retail Centers, LLC v. Marion #2-Seaport Trust U/A/D/* June 21, 2002, 2017 WL 3575712, at *3 (Del. Ch. Aug. 18, 2017).

IV. ARGUMENTS

A. Respondent's Blanket Objections Are Improper, Insufficient, and Border on Bad Faith

13. Respondent's wholesale objection to Petitioner's document requests is not only improper under Delaware law but also borders on bad faith given the specific circumstances of this case. Blanket objections to discovery requests are

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improper. Respondent's actions here go beyond mere impropriety; they constitute a flagrant disregard for the discovery process and this Court's rules.

a. Respondent's Objections Are Vague and Lack Specificity

14. In its July 11, 2024 response, titled "RESPONDENT'S RESPONSES AND OBJECTIONS TO PETITIONER'S UNKNOWN DISCOVERY REQUEST," Respondent objected to the entirety of Petitioner's requests, claiming they were "vague, ambiguous, and unduly burdensome." This blanket objection fails to meet the specificity required by Court of Chancery Rule 34(b), which mandates that objections to document requests be stated with specificity.

15. Remarkably, Respondent went so far as to assert that it was "unable to determine what the Document seeks." This claim is patently absurd given the nature of Petitioner's requests. Petitioner's document requests, far from being "unknown," were clearly titled "Request for Production - 2024-0102-LWW.pdf" and contained 63 specific, enumerated requests. These requests were tailored to the issues central to this litigation, including:

- Documents concerning the Reorganization Merger (Request 1)
- Board deliberations and minutes (Requests 2, 6)
- Valuation documents and fairness opinions (Requests 3, 15, 26)
- Financial statements and projections (Request 14)
- Documents related to potential conflicts of interest (Request 18)

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16. Respondent's claim of inability to understand these straightforward requests strains credulity and suggests a deliberate attempt to obstruct the discovery process.

b. Respondent Has Failed to Substantiate Its "Undue Burden" Claim

17. Respondent's vague assertion that the requests are "unduly burdensome" is precisely the type of generalized objection has repeatedly rejected and not been favoured. Respondent has not provided any specific explanation as to why compliance would be unduly burdensome for any individual request, let alone all 63 requests.

18. This failure is particularly egregious given that many of the requested documents are standard corporate records that any well-managed company should be able to produce with minimal effort. For instance, requests for board minutes (Request 2), financial statements (Request 14), and stock ledgers (Request 6) should be readily accessible to Respondent.

c. Respondent's Objections Appear Designed to Delay and Obstruct

19. The timing and nature of Respondent's objections suggest a calculated strategy to delay and obstruct the discovery process. Respondent waited until the very last day of the 30-day response period to serve its objections, which contain no substantive responses whatsoever. This approach appears designed to maximize delay while providing no useful information to Petitioner.

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20. Moreover, Respondent's insistence on a broad confidentiality agreement as a precondition to any production, without articulating any specific confidentiality concerns, further underscores the obstructionist nature of its approach. This tactic effectively amounts to a unilateral stay of discovery, which this Court has held is impermissible. See *Deutsch v. ZST Digital Networks, Inc.*, 2018 WL 3005822, at *3 (Del. Ch. June 14, 2018).

d. Respondent's Actions Violate the Spirit and Letter of the Discovery Rules

21. The Court of Chancery Rules are designed to "secure the just, speedy and inexpensive determination of every proceeding." Del. Ch. Ct. R. 1. Respondent's blanket objections and refusal to engage in good faith in the discovery process directly contravene this purpose. By failing to provide any specific objections or engage in a meaningful meet-and-confer process, Respondent has forced Petitioner to seek Court intervention, thereby increasing the cost and duration of this litigation.

22. In light of Respondent's improper blanket objections, failure to substantiate its claims of undue burden, and apparent strategy of delay and obstruction, this Court should compel Respondent to provide full and complete responses to Petitioner's document requests. Furthermore, given the egregious nature of

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Respondent's conduct, the Court should consider imposing sanctions to deter such behavior in the future.

B. Respondent Cannot Condition Production on Execution of a Confidentiality Agreement

23. Respondent's insistence on a confidentiality agreement as a precondition to any production is improper, lacks any basis in the Court's rules or Delaware law, and represents a transparent attempt to obstruct the discovery process. This Court should reject Respondent's tactics for the following reasons:

a. Respondent's Proposed Confidentiality Agreement is Overly Broad and Unjustified

24. While confidentiality agreements can be appropriate in certain circumstances, they must be narrowly tailored and justified by specific concerns. Like here, Respondent has failed to articulate any specific justification for the broad confidentiality protections it seeks.

25. The proposed confidentiality agreement, as evidenced in the email communications and attachments shared by Respondent on August 15, 2024, is a sweeping document that would place blanket restrictions on the use and disclosure of virtually all discovery materials. This one-size-fits-all approach is particularly inappropriate given the nature of this case, which involves

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allegations of potential violations of state and federal rules and thus implicates significant public interest concerns.

b. Petitioner Has Raised Legitimate Objections to the Proposed Agreement

26. On July 10, 2024, Petitioner provided a detailed explanation for why he could not agree to the proposed confidentiality agreement. Petitioner's objections were specific and well-reasoned, including:

- a. **Lack of Specific Justification:** The proposed stipulation did not provide detailed explanations for why a broad confidentiality order was necessary.
- b. **Public Interest Considerations:** Given the nature of the case and references to multiple enforcement actions against similar companies, there may be a significant public interest in the documents and information related to this case.
- c. **Overly Broad Scope:** The proposal appeared to allow for sweeping confidentiality designations without requiring specific justification for each document or category of information.
- d. **Absence of Harm Analysis:** The stipulation lacked a detailed analysis of the specific risks and harms that could result from disclosure of particular types of information.

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27. These objections demonstrate Petitioner's good faith effort to engage with Respondent on the issue of confidentiality while also highlighting the deficiencies in Respondent's approach.

c. Respondent's Insistence on a Confidentiality Agreement is a Pretext for Delay

28. Respondent's repeated insistence on a confidentiality agreement, coupled with its refusal to produce any documents whatsoever, strongly suggests that the proposed agreement is being used as a pretext for delay rather than a good faith effort to protect legitimately confidential information. This is evidenced by:

- a. Respondent's email on August 15, 2024, stating: "we will need to have a confidentiality order in place before Respondent produces any discovery."
- b. Respondent's failure to identify any specific documents or categories of information that require confidentiality protection.
- c. Respondent's refusal to engage substantively with Petitioner's objections to the proposed agreement.

d. Respondent's Approach Amounts to a Unilateral Stay of Discovery

29. By refusing to produce any documents absent a confidentiality agreement, Respondent is effectively imposing a unilateral stay of discovery. This Court has held that such unilateral stays are impermissible. See, e.g., *Deutsch v. ZST*

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Digital Networks, Inc., 2018 WL 3005822, at *3 (Del. Ch. June 14, 2018) ("A party cannot unilaterally decide to stay discovery.").

30. Court of Chancery Rule 26(b)(1) emphasizes the importance of proportionality in discovery. Respondent's blanket refusal to produce any documents without a confidentiality agreement is grossly disproportionate to any legitimate confidentiality concerns. Many of the requested documents, such as board minutes, financial statements, and stock ledgers, are standard corporate records that typically do not require confidentiality protections in their entirety.

e. Respondent's Approach Contradicts Delaware's Policy Favoring Open Court Proceedings

31. Delaware courts have long recognized a presumption of public access to court proceedings and records. See, e.g., *Horres v. Chick-fil-A, Inc.*, 2013 WL 1223605, at *1 (Del. Ch. Mar. 27, 2013). Respondent's attempt to impose a broad confidentiality agreement without specific justification runs counter to this important public policy.

32. In light of these considerations, this Court should reject Respondent's attempt to condition document production on the execution of a confidentiality agreement. Instead, the Court should:

1. Order Respondent to produce all responsive documents without further delay;

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2. Direct that any legitimate confidentiality concerns be addressed through narrowly tailored designations of specific documents, subject to challenge by Petitioner;
3. Require Respondent to provide a detailed justification for any confidentiality designations it makes; and
4. Reserve the right to impose sanctions if Respondent's confidentiality designations are found to be overbroad or unjustified.

33. This approach would protect any legitimately confidential information while preventing Respondent from using confidentiality as a shield against its discovery obligations.

C. Respondent's Actions Flagrantly Violate Its Discovery Obligations

34. Respondent's conduct throughout the discovery process represents a clear and egregious violation of its fundamental discovery obligations under the Court of Chancery Rules. This pattern of obstruction and delay not only contravenes the letter of the rules but also undermines the spirit of open and fair litigation that this Court has long championed.

a. Violation of Rule 26's Good Faith Requirement

35. Court of Chancery Rule 26(g) requires that every discovery response be signed by an attorney of record, certifying that "to the best of the signer's knowledge, information, and belief, formed after a reasonable inquiry," the response is

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consistent with the rules, not interposed for any improper purpose, and not unreasonable or unduly burdensome. Respondent's actions fall woefully short of this standard:

- a. Respondent's blanket objections to all 63 of Petitioner's document requests, claiming they are all "vague, ambiguous, and unduly burdensome," strain credulity and suggest a lack of reasonable inquiry.
- b. Respondent's claim that it was "unable to determine what the Document seeks" in reference to clearly labeled and enumerated requests demonstrates either a failure to make a reasonable inquiry or a deliberate attempt to obstruct discovery.
- c. Respondent's insistence on a broad confidentiality agreement without articulating any specific confidentiality concerns appears interposed for the improper purpose of delay.

b. Failure to Comply with Rule 34's Specificity Requirement

36. Court of Chancery Rule 34(b) requires that objections to document requests be stated with specificity. Respondent's July 11, 2024 response flagrantly violates this rule:

- a. Respondent provided no specific objections to any of the 63 individual requests.

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b. The blanket objections offered no explanation as to why any particular request was vague, ambiguous, or burdensome.

c. Respondent failed to indicate whether any responsive documents were being withheld on the basis of its objections, as required by Rule 34(b)(2) (C).

c. Violation of Rule 37's Meet and Confer Obligations

37. Rule 37(a)(2) requires parties to make a reasonable effort to reach agreement with opposing parties on discovery matters before seeking court intervention. Respondent's actions demonstrate a failure to engage in good faith in this process:

a. In response to Petitioner's August 15, 2024 meet and confer request, Respondent merely reiterated its demand for a confidentiality agreement rather than engaging substantively with the discovery issues raised.

b. Respondent has failed to provide any specific objections or explanations that would allow for meaningful negotiation or compromise on the scope of discovery.

d. Disregard for Proportionality Principles

38. The 2019 amendments to Rule 26 emphasize the importance of proportionality in discovery. Respondent's wholesale refusal to produce any documents

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whatsoever is grossly disproportionate to any legitimate confidentiality or burden concerns:

a. Many of Petitioner's requests seek basic corporate documents (e.g., board minutes, financial statements) that should be readily available and non-controversial.

b. Respondent has made no attempt to differentiate between requests that might pose confidentiality or burden issues and those that do not.

e. Violation of the Duty of Candor to the Court

39. By filing a notice of service on July 11, 2024, indicating that it had served responses to Petitioner's discovery requests, without disclosing that these "responses" consisted solely of improper blanket objections, Respondent arguably violated its duty of candor to the Court.

f. Undermining the Efficient Administration of Justice

40. Respondent's obstructionist tactics directly contravene this Court's emphasis on efficiency and prompt resolution of disputes:

a. By refusing to produce any documents more than two months after the initial requests were served, Respondent has unnecessarily delayed these proceedings.

b. Respondent's actions have forced Petitioner to expend time and resources seeking Court intervention for basic discovery compliance.

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- c. Respondent's approach, if unchecked, threatens to set a precedent that would encourage similar obstructionist behavior in future cases.

41. In light of these flagrant violations of discovery obligations, this Court should:

- a. Compel Respondent to provide full and complete responses to all of Petitioner's document requests within 14 days;
- b. Order Respondent to provide a detailed explanation for any documents withheld on the basis of privilege or confidentiality;
- c. Require Respondent to bear the costs associated with this motion to compel;
- d. Consider imposing additional sanctions to deter future discovery abuse; and
- e. Schedule a discovery conference to address any remaining disputes and ensure Respondent's future compliance with its discovery obligations.

42. These measures are necessary not only to remedy the specific discovery violations in this case but also to reaffirm the importance of good faith compliance with discovery obligations in all proceedings before this Court.

D. Anticipating and Addressing Potential Counterarguments

43. Petitioner anticipates that Respondent may raise several counterarguments in an attempt to justify its failure to comply with its discovery obligations. These potential arguments are addressed below:

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- a. Volume and Burden: Respondent may argue that the 63 requests are overly broad and responding would impose an undue burden. However, this argument fails for several reasons:
- i. The requests are tailored to the core issues of this case, seeking documents that are central to the Reorganization Merger and related matters.
 - ii. As a sophisticated corporation, Respondent likely has ready access to most, if not all, of the requested documents.
 - iii. Respondent has made no attempt to differentiate between requests that might pose burden issues and those that do not, undermining any claim of undue burden.
- b. Confidentiality Concerns: Respondent may claim that producing without a confidentiality order risks exposing trade secrets or sensitive information. This argument is without merit because:
- i. Respondent has failed to identify any specific confidential documents or categories of information requiring protection.
 - ii. Many of the requested documents, such as board minutes and financial statements, are standard corporate records that typically do not require blanket confidentiality protections.

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- iii. Any legitimate confidentiality concerns can be addressed through narrowly tailored designations or redactions, rather than a sweeping confidentiality agreement.
- c. Premature Motion: Respondent may argue that this motion is premature since they haven't provided final responses yet. To mention, the deadline to produce document and/or respond to discovery request expired on August 29, 2024. In addition, this argument should be rejected because:
 - i. Respondent's blanket refusal to produce any documents and improper conditioning of production on a confidentiality order necessitated court intervention.
 - ii. More than two months have passed since the initial requests were served, providing ample time for Respondent to engage meaningfully in the discovery process.

44. These anticipated counterarguments further demonstrate Respondent's attempts to avoid its discovery obligations and underscore the need for this Court's intervention to ensure compliance with the discovery rules.

CONCLUSION


For the foregoing reasons, Petitioner respectfully requests that this Court enter an order:

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1. Compelling Respondent to produce all documents responsive to Petitioner's First Request for Production of Documents within 14 days;
2. Declaring that Respondent may not condition its production on the execution of a confidentiality agreement;
3. Directing Respondent to provide a privilege log for any documents withheld on the basis of privilege;
4. Awarding Petitioner his reasonable expenses, including any legal cost incurred in making this motion; and
5. Granting such other and further relief as the Court deems just and proper.

Dated: August 31, 2024

Respectfully Submitted,

By: 

Defendant Daniel Jaiyong An
Proceeding *Pro Se*

